0001364954-24-00008510-Q CHEGG, INC 20241112202411121607581607581607581

FactorsÂ Â 35Item 2.Unregistered Sales of Equity Securities and Use of Proceeds38Item 5.Other Information38Item 6. Exhibits39SignaturesÂ Â 40Unless the context requires otherwise, the words â€œwe,â€ â€œus,â€ â€œour,â€ â€œCompanyâ€ and â€œCheggâ€ refer to Chegg, Inc. and its subsidiaries taken as a whole.Chegg, Chegg.com, Chegg Study, EasyBib, the Chegg â€œCâ€ logo, and Busuu are some of our trademarks used in this Quarterly Report on Form 10-Q. Solely for convenience, our trademarks, trade names and service marks referred to in this Quarterly Report on Form 10-Q appear without the Â®, â„¢ and SM symbols, but those references are not intended to indicate, in any way, that we will not assert, to the fullest extent under applicable law, our rights to these trademarks and trade names. Other trademarks appearing in this Quarterly Report on Form 10-Q are the property of their respective holders.2Table of Contents NOTE ABOUT FORWARD-LOOKING STATEMENTS This Quarterly Report on Form 10-Q contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. All statements contained in this Quarterly Report on Form 10-Q other than statements of historical fact, including statements regarding our future results of operations and financial position, our business strategy and plans, and our objectives for future operations and results of operations are forward-looking statements. The words â€œbelieve,â€ â€œmay,â€ â€œwill,â€ â€œwould,â€ â€œcould,â€ â€œestimate,â€ â€œcontinue,â€ â€œanticipate,â€ â€œintend,â€ â€œproject,â€ â€œendeavor,â€ â€œexpect,â€ â€œplan to,â€ â€œif,â€ â€œfuture,â€ â€œlikely,â€ â€œpotentially,â€ and similar expressions are intended to identify forward-looking statements. We have based these forward-looking statements largely on our current expectations and projections about future events and trends that we believe may affect our financial condition, results of operations, business strategy, short-term and long-term business operations and objectives, and financial needs. These forward-looking statements are subject to a number of risks, uncertainties, and assumptions, including those described in Part I, Item 1A, â€œRisk Factorsâ€ in our Annual Report on Form 10-K for the fiscal year ended DecemberÂ 31, 2023. Moreover, we operate in a very competitive and rapidly changing environment and new risks emerge from time to time. It is not possible for our management to predict all risks, nor can we assess the impact of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements we may make. In light of these risks, uncertainties, and assumptions, the future events and trends discussed in this Quarterly Report on FormÂ 10-Q may not occur and actual results could differ materially and adversely from those anticipated or implied in the forward-looking statements. You should read this Quarterly Report on Form 10-Q completely and with the understanding that our actual future results may be materially different from what we expect.Our forward-looking statements speak only as of the date of this Quarterly Report on FormÂ 10-Q, and we undertake no obligation to revise or publicly release the results of any revision to these forward-looking statements, except as required by law. Given these risks and uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements.3Table of Contents PART I - FINANCIAL INFORMATIONITEMÂ 1. FINANCIAL STATEMENTS (UNAUDITED)CHEGG, INC.CONDENSED CONSOLIDATED BALANCE SHEETS(in thousands, except for number of shares and par value)(unaudited)Â September 30,2024December 31,2023AssetsCurrent assetsÂ Â Cash and cash equivalents$152,073Â $135,757Â Short-term investments209,003Â 194,257Â Accounts receivable, net of allowance of $208 and $376 at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively23,749Â 31,404Â Prepaid expenses24,706Â 20,980Â Other current assets86,980Â 32,437Â Total current assets496,511Â 414,835Â Long-term investments270,161Â 249,547Â Property and equipment, net177,882Â 183,073Â Goodwill, netâ€”Â 631,995Â Intangible assets, net11,424Â 52,430Â Right of use assets29,071Â 25,130Â Deferred tax assets, net2,308Â 141,843Â Other assets15,315Â 28,382Â Total assets$1,002,672Â $1,727,235Â Liabilities and stockholders' equityÂ Â Current liabilitiesÂ Â Accounts payable$18,124Â $28,184Â Deferred revenue44,355Â 55,336Â Accrued liabilities125,138Â 77,863Â Current portion of convertible senior notes, net358,222Â 357,079Â Total current liabilities545,839Â 518,462Â Long-term liabilitiesÂ Â Convertible senior notes, net243,242Â 242,758Â Long-term operating lease liabilities23,665Â 18,063Â Other long-term liabilities4,945Â 3,334Â Total long-term liabilities271,852Â 264,155Â Total liabilities817,691Â 782,617Â Commitments and contingencies (Note 8)Stockholders' equity:Â Â Preferred stock, $0.001 par value per share, 10,000,000 shares authorized, no shares issued and outstandingâ€”Â â€”Â Common stock, $0.001 par value per share: 400,000,000 shares authorized; 103,967,436 and 102,823,700 shares issued and outstanding at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively104Â 103Â Additional paid-in capital1,098,242Â 1,031,627Â Accumulated other comprehensive loss(30,049) (34,739)Accumulated deficit(883,316)(52,373)Total stockholders' equity184,981Â 944,618Â Total liabilities and stockholders' equity$1,002,672Â $1,727,235Â See Notes to Condensed Consolidated Financial Statements.4Table of Contents CHEGG, INC.CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS(in thousands, except per share amounts) (unaudited)Â Three Months Ended September 30,Nine Months Ended September 30,Â 20242023202420232023Net revenues$136,593Â $157,854Â $474,090Â $528,308Â Cost of revenues43,420Â 83,575Â 135,328Â 180,137Â Gross profit93,173Â 74,279Â 338,762Â 348,171Â Operating expenses:Research and development41,337Â 46,202Â 129,423Â 145,981Â Sales and marketing26,508Â 28,872Â 80,428Â 96,845Â General and administrative51,910Â 53,475Â 161,460Â 182,757Â Impairment expense195,708Â 3,600Â 677,239Â 3,600Â Total operating expenses315,463Â 132,149Â 1,048,550Â 429,183Â Loss from operations(222,290)(57,870)(709,788)(81,012)Interest expense and other income, net:Interest expense(658)(733)(1,959) (3,115)Other income, net7,586Â 40,492Â 25,485Â 116,671Â Total interest expense and other income, net6,928Â 39,759Â 23,526Â 113,556Â (Loss) income before benefit from (provision for) income taxes(215,362)(18,111)(686,262)32,544Â Benefit from (provision for) income taxes2,723Â (172)(144,681)(24,029)Net (loss) income$(212,639)$(18,283)$(830,943)$8,515Â Net (loss) income per shareBasic(2.05)(0.16)(8.08)0.07Â Diluted(2.05)(0.16)(8.08)(0.24)Weighted average shares used to compute net (loss) income per shareBasic103,723Â 115,407Â 102,893Â 119,001Â Diluted103,723Â 115,407Â 102,893Â 121,876Â See Notes to Condensed Consolidated Financial Statements.5Table of Contents CHEGG, INC.CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE (LOSS) INCOME(in thousands)(unaudited)Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Net (loss) income$(212,639)$(18,283)$(830,943)$8,515Â Other comprehensive income (loss)Change in net unrealized gain (loss) on investments5,060Â (322)2,971Â (930)Change in foreign currency translation adjustments4,806Â (12,925)1,719Â 1,992Â Other comprehensive income (loss)9,866Â (13,247)4,690Â 1,062Â Total comprehensive (loss) income$(202,773)$(31,530)$(826,253)$9,577Â See Notes to Condensed Consolidated Financial Statements.6Table of Contents CHEGG, INC.CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY(in thousands)(unaudited)Three Months Ended September 30, 2024Common StockÂ SharesParÂ ValueAdditional Paid-InCapitalÂ Accumulated Other Comprehensive LossÂ AccumulatedDeficitÂ Total Stockholdersâ€™ EquityBalances at June 30, 2024103,361Â $103Â $1,075,989Â $(39,915)$(670,677)$365,500Â Net share settlement of equity awards607Â 1Â (823)â€”Â â€”Â (822)Share-based compensation expenseâ€”Â â€”Â 23,076Â â€”Â â€”Â 23,076Â Other comprehensive incomeâ€”Â â€”Â â€”Â 9,866Â â€”Â 9,866Â Net lossâ€”Â â€”Â â€”Â â€”Â (212,639)(212,639)Balances at SeptemberÂ 30, 2024103,968Â $104Â $1,098,242Â $(30,049)$(883,316)$184,981Â Three Months Ended September 30, 2023Common StockÂ SharesParÂ ValueAdditional Paid-InCapitalÂ Accumulated Other Comprehensive LossÂ AccumulatedDeficitÂ Total Stockholdersâ€™ EquityBalances at June 30, 2023115,178Â $115Â $1,121,820Â $(43,179)$(43,755)$1,035,001Â Issuance of common stock upon exercise of stock options3Â â€”Â 26Â â€”Â â€”Â 26Â Net share settlement of equity awards491Â 1Â (2,789)â€”Â â€”Â (2,788)Share-based compensation expenseâ€”Â â€”Â 32,640Â â€”Â â€”Â 32,640Â Other comprehensive lossâ€”Â â€”Â â€”Â (13,247)â€”Â (13,247)Net lossâ€”Â â€”Â â€”Â â€”Â (18,283)(18,283)Balances at SeptemberÂ 30, 2023115,672$116Â $1,151,697Â $(56,426)$(62,038)$1,033,349Â See Notes to Condensed Consolidated Financial Statements.7Table of Contents Nine Months Ended September 30, 2024Common StockSharesParÂ ValueAdditional Paid-InCapitalAccumulated Other Comprehensive LossAccumulatedDeficitTotal Stockholdersâ€™ EquityBalances at DecemberÂ 31, 2023102,824Â $103Â $1,031,627Â $(34,739)$(52,373)$944,618Â Repurchases of common stock(2,116)(2)(112)â€”Â â€”Â (114)Issuance of common stock upon issuance of ESPP557Â â€”Â 2,188Â â€”Â â€”Â 2,188Â Net share settlement of equity awards2,703Â 3Â (8,648)â€”Â â€”Â (8,645)Share-based compensation expenseâ€”Â â€”Â 73,187Â â€”Â â€”Â 73,187Â Other comprehensive incomeâ€”Â â€”Â â€”Â 4,690Â â€”Â 4,690Â Net lossâ€”Â â€”Â â€”Â â€”Â (830,943)(830,943)Balances at SeptemberÂ 30, 2024103,968Â $104Â $1,098,242Â $(30,049)$(883,316)$184,981Â Nine Months Ended September 30, 2023Common StockSharesParÂ ValueAdditional Paid-InCapitalAccumulated Other Comprehensive LossAccumulatedDeficitTotal Stockholdersâ€™ EquityBalances at DecemberÂ 31, 2022126,474Â $126Â $1,244,504Â $(57,488)$(70,553)$1,116,589Â Repurchases of common stock(13,008)(13)(186,355)â€”Â â€”Â (186,368)Issuance of common stock upon exercise of stock options and ESPP379Â â€”Â 3,105Â â€”Â â€”Â 3,105Â Net share settlement of equity awards1,827Â 3Â (13,857)â€”Â â€”Â (13,854)Share-based compensation expenseâ€”Â â€”Â 104,003Â â€”Â â€”Â 104,003Â Proceeds from capped call related to extinguishment of 2025 notesâ€”Â â€”Â 297Â â€”Â â€”Â 297Â Other comprehensive incomeâ€”Â â€”Â â€”Â 1,062Â â€”Â 1,062Â Net incomeâ€”Â â€”Â â€”Â â€”Â 8,515Â 8,515Â Balances at SeptemberÂ 30, 2023115,672$116Â $1,151,697Â $(56,426)$(62,038)$1,033,349Â See Notes to Condensed Consolidated Financial Statements.8Table of Contents CHEGG, INC.CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS(in thousands)(unaudited)Â Nine Months Ended September 30,Â 20242023Cash flows from operating activitiesÂ Net (loss) income$(830,943)$8,515Â Adjustments to reconcile net (loss) income to net cash provided by operating activities:Share-based compensation expense69,267Â 101,596Â Depreciation and amortization expense58,966Â 108,945Â Deferred income taxes141,103Â 20,929Â Operating lease expense, net4,647Â 4,535Â Amortization of debt issuance costs1,628Â 2,610Â Loss from write-off of property and equipment2,024Â 3,578Â Impairment expense677,239Â 3,600Â Gain on early extinguishment of debtâ€”Â (85,926)Loss contingency5,100Â 7,000Â Impairment on lease related assets2,189Â â€”Â Other non-cash items222Â (389)Change in assets and liabilities:Â Â Accounts receivable8,019Â (6,908)Prepaid expenses and other current assets(55,725)558Â Other assets(469)8,671Â Accounts payable(8,308)4,820Â Deferred revenue(11,763)2,539Â Accrued liabilities46,849Â (6,149)Other liabilities(2,968)(9,810)Net cash provided by operating activities107,077Â 168,714Â Cash flows from investing activitiesÂ Â Purchases of property and equipment(61,659)(57,298)Proceeds from disposition of textbooksâ€”Â 9,787Â Purchases of investments(134,213)(585,275)Maturities of investments96,907Â 561,197Â Proceeds from sale of investmentsâ€”Â 238,681Â Proceeds from sale of strategic equity investment15,500Â â€”Â Purchase of strategic equity investmentâ€”Â (11,853)Net cash (used in) provided by investing activities(83,465)155,239Â Cash flows from financing activitiesÂ Â Proceeds from common stock issued under stock plans, net2,191Â 3,108Â Payment of taxes related to the net share settlement of equity awards(8,648)(13,857)Repurchase of common stockâ€”Â (186,368)Repayment of convertible senior notesâ€”Â (505,986)Proceeds from exercise of convertible senior notes capped callâ€”Â 297Â Net cash used in financing activities(6,457)(702,806)Effect of exchange rate changes(149)(379)Net increase (decrease) in cash, cash equivalents and restricted cash17,006Â (379,232)Cash, cash equivalents and restricted cash, beginning of period137,976Â 475,854Â Cash, cash equivalents and restricted cash, end of period$154,982Â $96,622Â Â Nine Months Ended September 30,Â 20242023Supplemental cash flow data:Cash paid during the period for:Â Â Interest$449Â $741Â Income taxes, net of refunds$3,531Â $8,368Â Cash paid for amounts included in the measurement of lease liabilities:Operating cash flows from operating leases$6,329Â $7,037Â Right of use assets obtained in exchange for lease obligations:Operating leases$9,686Â $12,407Â Non-cash investing and financing activities:Â Â Accrued purchases of long-lived assets$4,771Â $5,879Â September 30,20242023Reconciliation of cash, cash equivalents and restricted cash:Cash and cash equivalents$152,073Â $94,419Â Restricted cash included in other current assets454Â 60Â Restricted cash included in other assets2,455Â 2,143Â Total cash, cash equivalents and restricted cash$154,982Â $96,622Â See Notes to Condensed Consolidated Financial Statements. 9Table of Contents CHEGG, INC.NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTSNote 1. Background and Basis of PresentationCompany and BackgroundChegg, Inc. (â€œwe,â€ â€œus,â€ â€œour,â€ â€œCompanyâ€ or â€œCheggâ€), headquartered in Santa Clara, California, was incorporated as a Delaware corporation in JulyÂ 2005.Â Chegg provides individualized learning support to students as they pursue their educational journeys. Available on demand 24/7 and powered by over a decade of learning insights, the Chegg platform offers students AI-powered academic support thoughtfully designed for education coupled with access to a vast network of subject matter experts who ensure quality. No matter the goal, level, or style, Chegg helps millions of students around the world learn with confidence by helping them build essential academic, life, and job skills to achieve success. Basis of PresentationThe accompanying unaudited condensed consolidated financial statements have been prepared in accordance with generally accepted accounting principles in the United States (â€œGAAPâ€) and applicable rules and regulations of the U.S. Securities and Exchange Commission (â€œSECâ€) regarding interim financial reporting. The condensed consolidated financial statements include the results of Chegg, Inc. and its wholly-owned subsidiaries. Significant intercompany balances and transactions have been eliminated. In the opinion of management, the accompanying unaudited condensed consolidated financial statements contain all adjustments, including normal recurring adjustments, necessary to present fairly our financial position as ofÂ SeptemberÂ 30, 2024, our results of operations, results of comprehensive (loss) income and stockholders' equity for the three and nine months ended September 30, 2024 and 2023, and our cash flows for the nine months endedÂ SeptemberÂ 30, 2024 and 2023. Our results of operations, results of comprehensive (loss) income, stockholders' equity, and cash flows for theÂ nine months endedÂ SeptemberÂ 30, 2024Â are not necessarily indicative of the results to be expected for the full year.We have a single operating and reportable segment and operating unit structure. The condensed consolidated financial statements and related financial information should be read in conjunction with the audited consolidated financial statements and the related notes thereto that are included in our Annual Report on Form 10-K for the year endedÂ DecemberÂ 31, 2023Â (the Annual Report on Form 10-K) filed with the SEC. There have been no material changes to our significant accounting policies as compared to the significant accounting policies described in our Annual Report on Form 10-K. 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; the disclosure of contingent liabilities at the date of the financial statements; and the reported amounts of revenues and expenses during the reporting periods. We base our estimates on historical experience, knowledge of current business conditions, and various other factors we believe to be reasonable under the circumstances. These estimates are based on managementâ€™s knowledge about current events and expectations about actions we may undertake in the future. Actual results could differ from these estimates, and such differences could be material to our financial position and results of operations. There have been no material changes in our use of estimates during theÂ nine months ended September 30, 2024Â as compared to the use of estimates disclosed in Part II, Item 8 â€œConsolidated Financial Statements and Supplementary Dataâ€ contained in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.Reclassification of Prior Period PresentationIn order to conform with current period presentation, $3.6Â million of impairment of intangible assets has been reclassified from general and administrative expense to impairment expense on our condensed consolidated statements of operations for the three and nine months ended September 30, 2023 as well as from impairment of intangible asset to impairment expense on our condensed consolidated statements of cash flows for the nine months ended September 30, 2023. These changes in presentation do not affect previously reported results.10Table of Contents Components of Results of OperationsAside from the addition of impairment expense as a component within our operating expenses on our condensed consolidated statements of operations, there have been no other changes to the components on our consolidated statements of operations described in our Annual Report on Form 10-K.Operating ExpensesImpairment ExpenseOur impairment expense consists of impairments of goodwill, intangible assets, and property and equipment, net. For further information, see â€œNote 5, Property and Equipment, Netâ€ and â€œNote 6, Goodwill and Intangible Assets.â€ The following table presents our impairment expense (in thousands):Â Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Goodwill, net$195,708Â $â€”Â $635,391Â $â€”Â Intangible assets, netâ€”Â 3,600Â 31,862Â 3,600Â Property and equipment, netâ€”Â â€”Â 9,986Â â€”Â Total impairment expense$195,708Â $3,600Â $677,239Â $3,600Â Securities Repurchase ProgramIn November 2024, our board of directors approved a $300.0Â million increase to our existing securities repurchase program authorizing the repurchase of our common stock and/or convertible notes, through open market purchases, block trades, and/or privately negotiated transactions or pursuant to Rule 10b5-1 plans, in compliance with applicable securities laws and other legal requirements. The timing, volume, and nature of the repurchases will be determined by management based on the capital needs of the business, market conditions, applicable legal requirements, alternative investment opportunities, and other factors. After the November 2024 increase, we had $303.7Â million remaining under the securities repurchase program, which has no expiration date and will continue until otherwise suspended, terminated or modified at any time for any reason by our board of directors.LeasesIn July 2024, we entered into an amendment related to our office in India that primarily modifies our existing lease payments, increases the square footage, and extends the lease term, resulting in the recording of $9.0Â million of right of use assets in exchange for lease liabilities. The aggregate future minimum lease payments and reconciliation to operating lease liabilities as of SeptemberÂ 30, 2024, are as follows (inÂ thousands):September 30, 2024Remaining three months of 2024$1,938Â 20256,802Â 20266,388Â 20276,134Â 20283,518Â 20291,946Â Thereafter8,340Â Total future minimum lease payments35,066Â Less imputed interest(5,770)Total operating lease liabilities$29,296Â 11Table of Contents In November 2024, we exercised our termination option related to our office in New York that reduces the lease term through November 2025, resulting in a decrease to our future minimum lease payments of approximately $3.8Â million. This reduction in

minimum lease payments is not reflected in the table above. We expect this decrease to reduce both right of use assets and long-term operating lease liabilities on our condensed consolidated balance sheets. The accounting for the event is in process as of the issuance date of our condensed consolidated financial statements and therefore we are unable to make any additional disclosures.Recent Accounting PronouncementsRecently Issued Accounting Pronouncements Not Yet AdoptedIn November 2024, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2024-03, Income Statementâ€”Reporting Comprehensive Incomeâ€”Expense Disaggregation Disclosures. ASU 2024-03 requires disclosure of specified information about certain costs and expenses in the notes to financial statements. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2026 and interim periods beginning after December 15, 2027. We did not early adopt ASU 2024-03 and we are currently in the process of evaluating the impact of this guidance.In March 2024, the FASB issued ASU 2024-02, Codification Improvementsâ€”Amendments to Remove References to the Concepts Statements. ASU 2024-02 removes various references to the FASBâ€™s Concepts Statements from the FASBâ€™s Accounting Standards Codification. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2024. We did not early adopt ASU 2024-02 and do not believe it will have a significant impact on our financial statements, however, we are currently in the process of evaluating the impact.In December 2023, the FASB issued ASU 2023-09, Improvements to Income Tax Disclosures. ASU 2023-09 requires disaggregated information about our effective tax rate reconciliation as well as information on income taxes paid that meet a quantitative threshold. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2024. We did not early adopt ASU 2023-09 and we are currently in the process of evaluating the impact of this guidance.In November 2023, the FASB issued ASU 2023-07, Improvements to Reportable Segment Disclosures. ASU 2023-07 enhances current interim and annual reportable segment disclosures and requires additional disclosures about significant segment expenses. Public entities with a single reportable segment are required to apply the disclosure requirements in ASU 2023-07, as well as all existing segment disclosures and reconciliation requirements in ASC 280 on an interim and annual basis. Early adoption is permitted, and we are required to adopt the changes on a retrospective basis. The guidance is effective for annual periods beginning after December 15, 2023 and interim periods beginning after December 15, 2024. We did not early adopt ASU 2023-07 and we are currently in the process of evaluating the impact of this guidance.Recently Adopted Accounting PronouncementsWe did not adopt any accounting pronouncements during the nine months ended September 30, 2024 that had a material impact on our financial statements.Note 2. RevenuesRevenue RecognitionRevenues are recognized when control of the promised goods or services is transferred to our customers, in an amount that reflects the consideration we expect to be entitled to in exchange for those goods or services. The majority of our revenues are recognized over time as services are performed, with certain revenues being recognized at a point in time.12Table of Contents The following tables present our total net revenues for the periods shown disaggregated for our Subscription Services and Skills and Other product lines (in thousands, except percentages):Â Three Months Ended September 30,ChangeÂ 20242023$%Subscription Services$119,804Â $139,912Â $(20,108)(14)%Skills and Other16,789Â 17,942Â (1,153)(6)Total net revenues$136,593Â $157,854Â $(21,261)(13)Â Nine Months Ended September 30,ChangeÂ 20242023$%Subscription Services$420,668Â $474,207Â $(53,539)(11)%Skills and Other53,422Â 54,101Â (679)(1)Total net revenues$474,090Â $528,308Â $(54,218)(10)During the three and nine months ended September 30, 2024, we recognized revenues of $33.3Â million and $52.3 million, respectively, that were included in our deferred revenue balance at the beginning of each respective reporting period. During the three and nine months ended September 30, 2023, we recognized revenues of $36.6Â million and $53.0Â million, respectively, that were included in our deferred revenue balance at the beginning of each respective reporting period. During the three and nine months ended September 30, 2024, we recognized revenues of $0.6Â million and $2.0Â million, respectively, from performance obligations satisfied in previous periods. During the three and nine months ended September 30, 2023, we recognized an immaterial amount of revenues from performance obligations satisfied in previous periods. Contract BalancesThe following table presents our accounts receivable, net, contract assets and deferred revenue balances (in thousands, except percentages):Â ChangeÂ September 30,2024December 31, 2023$%Accounts receivable, net$23,749Â $31,404Â $(7,655)(24)%Contract assets7,048Â 8,598Â (1,550)(18)Deferred revenue44,355Â 55,336Â (10,981)(20)During the nine months ended September 30, 2024 our accounts receivable, net balance decreased by $7.7 million, or 24%, primarily due to lower bookings from Chegg Skills and seasonality of our business. During the nine months ended September 30, 2024, our contract assets balance decreased by $1.6 million, or 18%, primarily due to cash collections from our Chegg Skills service. During the nine months ended September 30, 2024, our deferred revenue balance decreased by $11.0 million, or 20%, primarily due to lower bookings from Chegg Skills and seasonality of our business.13Table of Contents Note 3. Net (Loss) Income Per ShareThe following table presents the computation of basic and diluted net (loss) income per share (in thousands, except per share amounts):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023BasicNumerator:Net (loss) income$(212,639)$(18,283)$(830,943)$8,515Â Denominator:Weighted average shares used to compute net (loss) income per share, basic103,723Â 115,407Â 102,893Â 119,001Â Net (loss) income per share, basic(2.05)(0.16)(8.08)0.07Â DilutedNumerator:Net (loss) income$(212,639)$(18,283)$(830,943)$8,515Â Convertible senior notes activity, net of taxâ€”Â â€”Â â€”Â (38,079)Net (loss) income, diluted$(212,639)$(18,283)$(830,943)$(29,564)Denominator:Weighted average shares used to compute net (loss) income per share, basic103,723Â 115,407Â 102,893Â 119,001Â Shares related to convertible senior notesâ€”Â â€”Â â€”Â 2,875Â Weighted average shares used to compute net (loss) income per share, diluted103,723Â 115,407Â 102,893Â 121,876Â Net (loss) income per share, diluted(2.05)(0.16)(8.08)(0.24)The following table presents potential weighted-average shares of common stock outstanding that were excluded from the computation of diluted net (loss) income per share because including them would have been anti-dilutive (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023Shares related to stock plan activity9,262Â 8,732Â 7,551Â 8,349Â Shares related to convertible senior notes9,234Â 10,280Â 9,234Â 10,378Â Total common stock equivalents18,496Â 19,012Â 16,785Â 18,727Â 14Table of Contents Note 4. Cash and Cash Equivalents, Investments and Fair Value MeasurementsThe following tables present our cash and cash equivalents, and investmentsâ€™ fair value level classification, adjusted cost, unrealized gain, unrealized loss and fair value as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023 (in thousands):Â September 30, 2024Â Fair Value LevelAdjusted CostUnrealized GainUnrealized LossFair ValueCash and cash equivalents:Â Â Â Cash$52,523Â $â€”Â $â€”Â $52,523Â Money market fundsLevel 199,550Â â€”Â â€”Â 99,550Â Total cash and cash equivalents$152,073Â $â€”Â $â€”Â $152,073Â Short-term investments:Â Â Â Corporate debt securitiesLevel 2$118,386Â $53Â (47)118,392Â U.S. treasury securitiesLevel 165,596Â 32Â (13)65,615Â Agency bondsLevel 225,009Â â€”Â (13)24,996Â Total short-term investments$208,991Â $85Â (73)209,003Â Long-term investments:Â Â Â Corporate debt securitiesLevel 2$214,391Â $2,482Â (8)216,865Â U.S. treasury securitiesLevel 152,548Â 748Â â€”Â 53,296Â Total long-term investments$266,939Â $3,230Â (8)270,161Â Â December 31, 2023Â Fair Value LevelAdjusted CostUnrealized GainUnrealized LossFair ValueCash and cash equivalents:Â Â Â Cash$45,050Â $â€”Â $â€”Â $45,050Â Money market fundsLevel 190,707Â â€”Â â€”Â 90,707Â Total cash and cash equivalents$135,757Â $â€”Â $â€”Â $135,757Â Short-term investments:Â Â Â Corporate debt securitiesLevel 2$69,548Â $â€”Â (170)69,378Â U.S. treasury securitiesLevel 125,734Â â€”Â (114)25,620Â Agency bondsLevel 299,505Â â€”Â (246)99,259Â Total short-term investments$194,787Â $â€”Â (530)194,257Â Long-term investments:Â Â Â Corporate debt securitiesLevel 2$191,467Â $898Â (213)192,152Â U.S. treasury securitiesLevel 157,287Â 165Â (57)57,395Â Total long-term investments$248,754Â $1,063Â (270)249,547Â As of SeptemberÂ 30, 2024, we determined that the unrealized losses on our investments were not driven by credit related factors. During the three and nine months ended September 30, 2024 and 2023, we did not recognize any losses on our investments due to credit related factors and our realized gains and losses on investments were not significant.The following table presents our cash equivalents and investments' adjusted cost and fair value by contractual maturity as ofÂ SeptemberÂ 30, 2024 (in thousands):Â Adjusted CostFair ValueDue within one year$208,991Â $209,003Â Due after one year through three years266,939Â 270,161Â Investments not due at a single maturity date99,550Â 99,550Â Total$575,480Â $578,714Â 15Table of Contents Investments not due at a single maturity date in the preceding table consisted of money market funds.Strategic InvestmentsIn May 2023, we entered into a $15.0Â million commitment to invest in Sound Ventures AI Fund, L.P. (Sound Ventures), a limited partnership that invests in artificial intelligence companies, for an approximate 6% ownership. We accounted for our investment under the equity method of accounting. As of December 31, 2023, the carrying amount of our investment was $11.7Â million. On January 1, 2024, we sold our investment for a total cash consideration of $15.5Â million, resulting in a gain of $3.8Â million. The cash payment received was included within cash flows from investing activities on our condensed consolidated statements of cash flows and the gain was included within other income, net on our condensed consolidated statements of operations.In July 2022, we completed an investment of $6.0Â million in Knack Technologies, Inc. (Knack), a privately held U.S. based peer-to-peer tutoring platform for higher education institutions. We do not have the ability to exercise significant influence over Knack's operating and financial policies and have elected to account for our investment at cost as it does not have a readily determinable fair value. We did not record any impairment expenses during the three and nine months ended September 30, 2024 and 2023, as there were no significant identified events or changes in circumstances that would be considered an indicator for impairment. There were no observable price changes in orderly transactions for the identical or similar investments of the same issuer during the three and nine months ended September 30, 2024 and 2023.Financial Instruments Not Recorded at Fair Value on a Recurring BasisWe report our financial instruments at fair value with the exception of the notes (defined below). The estimated fair value of the notes was determined based on the trading price of the notes as of the last day of trading for the period. We consider the fair value of the notes to be a Level 2 measurement due to the limited trading activity. The estimated fair value of the 2026 notes as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023 was $186.4 million and $202.9 million, respectively. The estimated fair value of the 2025 notes as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023 was $343.7 million and $329.5 million, respectively. For further information on the notes, refer to Note 7, â€œConvertible Senior Notes.â€Note 5. Property and Equipment, NetProperty and equipment, net consisted of the following (in thousands):September 30, 2024December 31, 2023Content$371,928Â $346,749Â Software66,210Â 51,855Â Leasehold improvements11,160Â 10,857Â Furniture and fixtures4,258Â 4,607Â Computer and equipment3,304Â 3,496Â Property and equipment456,860Â 417,564Â Less accumulated depreciation and amortization(278,978)(234,491)Property and equipment, net$177,882Â $183,073Â Depreciation and content amortization expense during theÂ three and nine months ended September 30, 2024 was $18.2Â million and $50.0Â million, respectively. Depreciation and content amortization expense during theÂ three and nine months ended September 30, 2023 was $50.8Â million and $90.3Â million, respectively, which included $34.2Â million of accelerated depreciation of certain abandoned content and software assets.In connection with the June 2024 restructuring, we announced that we will no longer offer Chegg Skills directly to customers. As a result, we wrote-off and accelerated depreciation over shortened useful lives for certain content assets of $1.1Â million during the nine months ended September 30, 2024, which were classified as cost of revenues on our condensed consolidated statements of operations. For further information on the June 2024 restructuring, see â€œNote 11, Restructuring and Other Related Charges.â€16Table of Contents In connection with the intangibles asset impairment analysis performed in June 2024, we also recorded an impairment expense of $10.0Â million related to property and equipment, consisting of $6.6Â million of content assets and $3.4Â million of software assets, during the nine months ended September 30, 2024, which were classified as impairment expense on our condensed consolidated statements of operations. For further information on the impairment analysis, see â€œNote 6, Goodwill and Intangible Assets.â€Note 6. Goodwill and Intangible AssetsGoodwillGoodwill is tested for impairment at least annually or when certain events or indicators of impairment occur between annual impairment tests. In September 2024 and June 2024, in consideration of the sustained decline in our stock price, industry developments, and our financial performance, we evaluated our current operating performance. Accordingly, we determined that there were indicators of impairment and a quantitative assessment was necessary. In the quantitative assessment, we estimated the fair value of our reporting unit utilizing an income approach, based on the present value of future discounted cash flows, which is classified as Level 3 in the fair value hierarchy. Significant estimates used to determine fair value include the weighted average cost of capital, growth rates, and amount and timing of expected future cash flows. As a result of the quantitative assessment, we determined that goodwill was impaired as the fair value of our reporting unit was less than the carrying value. As such, during the three and nine months ended September 30, 2024, we recorded impairment expense of $195.7Â million and $635.4Â million, respectively, equal to the excess of the carrying value of our reporting unit over the estimated fair value, limited to the remaining balance of goodwill, which was classified as impairment expense on our condensed consolidated statements of operations.The following table presents our goodwill balances (in thousands):Nine Months Ended September 30, 2024Year Ended December 31, 2023Beginning balance$631,995Â $615,093Â Impairment expense(635,391)â€”Â Foreign currency translation adjustment3,396Â 16,902Â Ending balance$â€”Â $631,995Â Intangible AssetsIntangible assets are tested for impairment at the asset group level at least annually or when events or changes in circumstances indicate that the carrying amount of such asset groups may not be recoverable. In conjunction with our goodwill impairment analysis in June 2024, we determined that there were indicators of impairment for our Busuu assets and a recoverability test was necessary. In the recoverability test, we determined that the expected future undiscounted cash flows for the asset group were not sufficient to recover the carrying value. We then proceeded in estimating the fair value of the asset group utilizing the income approach, based on a present value of future discounted cash flows, which is classified as Level 3 in the fair value hierarchy. Significant estimates used to determine fair value include the growth rates and amount and timing of expected future cash flows. As a result of the impairment test, we determined the asset group was impaired and recorded a $31.9Â million impairment expense related to the intangible assets during the nine months ended September 30, 2024, which was classified as impairment expense on our condensed consolidated statements of operations. We also recorded an impairment expense for property and equipment, net. For further information, see â€œNote 5, Property and Equipment, Net.â€17Table of Contents The following tables present our intangible assets balances as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023 (in thousands, except weighted-average amortization period):Â September 30, 2024Weighted-Average AmortizationPeriod(in months)GrossCarryingAmountAccumulatedAmortizationAccumulated ImpairmentForeign Currency Translation AdjustmentNet Carrying AmountDeveloped technologies80$106,703Â $(61,952)$(29,369)$(3,958)$11,424Â Content libraries6012,230Â (12,230)â€”Â â€”Â â€”Â Customer lists3534,190Â (32,892)â€”Â (1,298)â€”Â Trade and domain names5216,213Â (13,343)(2,493)(377)â€”Â Total intangible assets67$169,336Â $(120,417)$(31,862)$(5,633)$11,424Â Â December 31, 2023Weighted-Average AmortizationPeriod(in months)GrossCarryingAmountAccumulatedAmortizationAccumulated ImpairmentForeign Currency Translation AdjustmentNet Carrying AmountDeveloped technologies80$106,703Â $(55,651)$â€”Â $(3,757)$47,295Â Content libraries6012,230Â (11,189)â€”Â â€”Â 1,041Â Customer lists3534,190Â (31,836)â€”Â (1,298)1,056Â Trade and domain names5216,213Â (12,817)â€”Â (358)3,038Â Total intangible assets67$169,336Â $(111,493)$â€”Â $(5,413)$52,430Â During the three and nine months ended September 30, 2024, amortization expense related to our intangible assets totaled $1.4Â million and $8.9Â million, respectively. During the three and nine months ended September 30, 2023, amortization expense related to our intangible assets totaled $6.1Â million and $18.7Â million, respectively. During the three months ended September 30, 2024, we did not recognize any impairment charges on our intangible assets and during the nine months ended September 30, 2024, we recognized a $31.9Â million impairment charge on our intangible assets. During the three and nine months ended September 30, 2023, we recognized a $3.6Â million impairment charge on our indefinite-lived intangible asset.The following table presents the estimated future amortization expense related to our intangible assets as of SeptemberÂ 30, 2024 (in thousands):September 30, 2024Remaining three months of 2024$1,036Â 20254,240Â 20263,897Â 20271,776Â 2028407Â Thereafter68Â Total$11,424Â Note 7. Convertible Senior NotesIn August 2020, we issued $1.0 billion in aggregate principal amount of 0% convertible senior notes due in 2026 (2026 notes). In March/April 2019, we issued $800 million in aggregate principal amount of 0.125%Â convertible senior notes due in 2025 (2025 notes, together with the 2026 notes, the notes). The 2026 notes bear no interest and will mature on SeptemberÂ 1, 2026, unless repurchased, redeemed or converted in accordance with their terms prior to such date. The 2025 notes bear interest of 0.125% per year which is payable semi-annually in arrears on March 15 and September 15 of each year, beginning on 18Table of Contents SeptemberÂ 15, 2019. The 2025 notes will mature on MarchÂ 15, 2025, unless repurchased, redeemed or converted in accordance with their terms prior to such date. Each $1,000 principal amount of the 2026 notes will initially be convertible into 9.2978 shares of our common stock. This is equivalent to an initial conversion price of approximately $107.55 per share, which is subject to adjustment in certain circumstances. Each $1,000 principal amount of the 2025 notes will initially be convertible into 19.3956 shares of our common stock. This is equivalent to an initial conversion price of approximately $51.56 per share, which is subject to adjustment in certain circumstances.Prior to the close of business on the business day immediately preceding JuneÂ 1, 2026 for the 2026 notes and DecemberÂ 15, 2024 for the 2025 notes, the notes are convertible at the option of holders only upon satisfaction of certain circumstances. During the three

months ended September 30, 2024, the circumstances allowing holders of the 2026 notes and 2025 notes to convert were not met. On or after JuneÂ 1, 2026 for the 2026 notes and DecemberÂ 15, 2024 for the 2025 notes until the close of business on the second scheduled trading day immediately preceding the respective maturity dates, holders may convert their notes at any time, regardless of the circumstances. As of SeptemberÂ 30, 2024, the 2025 notes were classified as a current liability on our condensed consolidated balance sheets as they will be convertible at the option of the holder at any time beginning December 15, 2024 and will mature on March 15, 2025, both of which are within the next twelve months.The following table presents the net carrying amount of the notes (in thousands): September 30, 2024December 31, 20232026 Notes2025 Notes2026 Notes2025 NotesPrincipal$244,479Â $358,914Â $244,479Â $358,914Â Unamortized issuance costs(1,237)(692)(1,721)(1,835)Net carrying amount$243,242Â $358,222Â $242,758Â $357,079Â The following table presents the total interest expense recognized related to the notes (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232026 notes:Contractual interest expense$â€”Â $â€”Â $â€”Â $â€”Â Amortization of issuance costs163Â 238Â 484Â 873Â Total 2026 notes interest expense$163Â $238Â $484Â $873Â 2025 notes:Contractual interest expense$111Â $112Â $331Â $510Â Amortization of issuance costs384Â 384Â 1,144Â 1,737Â Total 2025 notes interest expense$495Â $496Â $1,475Â $2,247Â Capped Call TransactionsConcurrently with the offering of the 2026 notes and 2025 notes, we used $103.4 million and $97.2 million, respectively, of the net proceeds to enter into privately negotiated capped call transactions which are expected to reduce or offset potential dilution to holders of our common stock upon conversion of the notes or offset the potential cash payments we would be required to make in excess of the principal amount of any converted notes. The capped call transactions automatically exercise upon conversion of the notes and as of SeptemberÂ 30, 2024, coverÂ 9,297,800 and 6,961,352 shares of our common stock for the 2026 notes and 2025 notes, respectively. These are intended to effectively increase the overall conversion price fromÂ $107.55 to $156.44 per share for the 2026 notes and $51.56 to $79.32 per share for the 2025 notes. The effective increase in conversion price as a result of the capped call transactions serves to reduce potential dilution to holders of our common stock and/or offset the cash payments we are required to make in excess of the principal amount of any converted notes. As these transactions meet certain accounting criteria, they are recorded in stockholdersâ€™ equity as a reduction of additional paid-in capital on our 19Table of Contents condensed consolidated balance sheets and are not accounted for as derivatives. The fair value of the capped call instrument is not remeasured each reporting period. The cost of the capped call is not expected to be deductible for tax purposes.Note 8. Commitments and ContingenciesWe may from time to time be subject to certain legal proceedings and claims in the ordinary course of business, including claims of alleged infringement of trademarks, patents, copyrights, and other intellectual property rights; employment claims; and general contract or other claims. We may also, from time to time, be subject to various legal or government claims, demands, disputes, investigations, or requests for information. Such matters may include, but not be limited to, claims, disputes, or investigations related to warranty, refund, breach of contract, employment, intellectual property, government regulation, or compliance or other matters.On March 1, 2023, Plaintiff Shiva Stein, derivatively on behalf of Chegg, filed a stockholder derivative complaint in the Court of Chancery of the State of Delaware (Case No. 2023-0244-NAC) asserting breach of fiduciary duty, unjust enrichment, and waste of corporate asset claims against members of Cheggâ€™s Board and certain Chegg officers. The matter is stayed. The Company disputes these claims and intends to vigorously defend itself in this matter.On February 14, 2023, Plaintiff Brian Stansell, individually and on behalf of other similarly situated stockholders of Chegg, filed a putative class action complaint in the Court of Chancery of the State of Delaware (Case No. 2023-0180) on behalf of all Chegg stockholders who were eligible to vote at Chegg's 2022 Annual Stockholders' Meeting, asserting breach of fiduciary duty claims against the members of Chegg's Board. The Court dismissed this matter pursuant to the Company's motion to dismiss and the matter is concluded.On December 22, 2022, JPMorgan Chase Bank, N.A. (JPMC) asserted a demand for repayment by the Company of certain investment proceeds received by the Company in its capacity as an investor in TAPD, Inc. (more commonly known as â€œFrankâ€). JPMC seeks such repayment pursuant to certain provisions in the existing Support Agreement between JPMC and the Company that was entered into in connection with JPMC's acquisition of Frank. JPMC has alleged fraud on the part of certain former Frank executives regarding the quantity and quality of its customer accounts. The Company is not at fault, however is pursuing a settlement agreement with JPMC.On November 9, 2022, Plaintiff Joshua Keller, individually and on behalf of all others similarly situated, filed a putative class action in the United States District Court for the Northern District of California (Case No. 22-cv-06986) on behalf of individuals whose data was allegedly impacted by past data breaches. On August 15, 2023, the Company received an order granting its motion to compel arbitration, and the case was stayed and administratively closed pending the conclusion of arbitration. The parties have since resolved this matter, and the related settlement amount did not have a significant impact on our financial statements.On March 30, 2022, Joseph Robinson, derivatively on behalf of Chegg, filed a shareholder derivative complaint against Chegg and certain of its current and former directors and officers in the United States District Court for the Northern District of California, alleging violations of securities laws and breaches of fiduciary duties. On February 22, 2023, Plaintiff filed an Amended Shareholder Derivative Complaint. This matter has been consolidated with Choi, below, and both matters are stayed. The Company disputes these claims and intends to vigorously defend itself in this matter.On January 12, 2022, Rak Joon Choi, derivatively on behalf of Chegg, filed a shareholder derivative complaint against Chegg and certain of its current and former directors and officers in the United States District Court for the Northern District of California, alleging violations of securities laws, breaches of fiduciary duties, unjust enrichment, abuse of control, gross mismanagement, and waste of corporate assets. On February 22, 2023, Plaintiff filed an Amended Shareholder Derivative Complaint. This matter has been consolidated with Robinson, above, and both matters are stayed. The Company disputes these claims and intends to vigorously defend itself in this matter.On December 22, 2021, Steven Leventhal, individually and on behalf of all others similarly situated, filed a purported securities fraud class action on behalf of all purchasers of Chegg common stock between May 5, 2020 and November 1, 2021, inclusive, against Chegg and certain of its current and former officers in the United States District Court for the Northern District of California (Case No. 5:21-cv-09953), alleging that Chegg and several of its officers made materially false and misleading statements in violation of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 as amended (the Exchange Act). On September 7, 2022, KBC Asset Management and The Pompano Beach Police & Firefighters Retirement System were appointed as lead plaintiff in the case. On December 8, 2022, Plaintiff filed his Amended Complaint seeking unspecified compensatory damages, costs, and expenses, including counsel and expert fees. On September 26, 2024, the parties participated in an in-person mediation and reached a settlement in principle to pay $55.0Â million wherein the Company denies 20Table of Contents any and all allegations of fault, liability, wrongdoing, or damages. On November 6, 2024, Plaintiffs filed a motion for preliminary approval of the settlement, which is pending court approval. The estimated contingent liability for the loss contingency recorded was $55.0Â million as of SeptemberÂ 30, 2024 and was included within accrued liabilities on our condensed consolidated balance sheets. The same amount was recorded for expected insurance loss recoveries, which is included within other current assets on our condensed consolidated balance sheets.On September 13, 2021, Pearson Education, Inc. (Pearson) filed a complaint captioned Pearson Education, Inc. v. Chegg, Inc. (Pearson Complaint) in the United States District Court for the District of New Jersey against the Company (Case 2:21-cv-16866), alleging infringement of Pearsonâ€™s registered copyrights and exclusive rights under copyright in violation of the United States Copyright Act. Pearson is seeking injunctive relief, monetary damages, costs, and attorneysâ€™ fees. The Company filed its answer to the Pearson Complaint on November 19, 2021. Pearsonâ€™s June 29, 2022 Motion for Leave to File Amended Complaint seeking to add Bedford, Freeman & Worth Publishing Group, LLC d/b/a Macmillan Learning as a plaintiff was denied. Pearson filed an Amended Complaint on May 10, 2023, and the Company filed an amended answer on June 7, 2023. The Company disputes these claims and intends to vigorously defend itself in this matter.On June 18, 2020, we received a Civil Investigative Demand (CID) from the Federal Trade Commission (FTC) regarding certain alleged deceptive or unfair acts or practices related to consumer privacy and/or data security. On October 31, 2022, the FTC published the partiesâ€™ agreed-upon consent order regarding Cheggâ€™s privacy and data security practices. On January 27, 2023, the FTC finalized its order ("Final Order") requiring Chegg to implement a comprehensive information security program, limit the data the Company can collect and retain, offer users multi factor authentication to secure their accounts, and allow users to request access to and delete their data. No monetary penalties or fines were included in the Final Order. We continue to work with the FTC on the implementation of and compliance with the Final Order.We record a contingent liability for loss contingencies related to legal matters when a loss is both probable and reasonably estimable. Additionally, we record an insurance loss recovery up to the recognized loss contingency when realization is probable. Related to the above matters, as of SeptemberÂ 30, 2024, the net impact of contingent liabilities less the related insurance loss recovery is $12.1Â million. For those matters upon which management has sufficient insurance coverage, the Company has recorded contingent liabilities within accrued liabilities and the loss recovery from insurance within other current assets on our condensed consolidated balance sheets. As a result of ongoing legal related expenses during the three months ended SeptemberÂ 30, 2024, the Company updated its estimate that $5.1Â million that was previously recorded as insurance loss recovery was deemed to no longer be probable and has been recorded as an expense on the condensed consolidated statement of operations as recovery would be in excess of insurance coverage limits. We are not aware of any other pending legal matters or claims, individually or in the aggregate, which are expected to have a material adverse impact on our consolidated financial position, results of operations, or cash flows. Our analysis of whether a claim will proceed to litigation cannot be predicted with certainty, nor can the results of litigation be predicted with certainty. Nevertheless, defending any of these actions, regardless of the outcome, may be costly, time consuming, distract management personnel and have a negative effect on our business. In the ordinary course of business and for certain of the above matters, we are actively pursuing all avenues and strategies to resolve these matters, including available legal remedies, remediation and settlement negotiations with the parties. An adverse outcome in any of these actions, including a judgment or settlement, may cause a material adverse effect on our future business, operating results or financial condition.Note 9. Guarantees and IndemnificationsWe have agreed to indemnify our directors and officers for certain events or occurrences, subject to certain limits, while such persons are or were serving at our request in such capacity. We may terminate the indemnification agreements with these persons upon termination of employment, but termination will not affect claims for indemnification related to events occurring prior to the effective date of termination. We have a directorsâ€™ and officersâ€™ insurance policy that limits our potential exposure up to the limits of our insurance coverage. In addition, we also have other indemnification agreements with various vendors against certain claims, liabilities, losses, and damages. The maximum amount of potential future indemnification is unlimited.We believe the fair value of these indemnification agreements is immaterial. We have not recorded any liabilities for these agreements as of SeptemberÂ 30, 2024.21Table of Contents Note 10. Stockholders' EquityShare RepurchasesDuring the nine months ended September 30, 2024, we had no cash repurchases of our common stock. As of SeptemberÂ 30, 2024, we had $3.7Â million remaining under the securities repurchase program, which has no expiration date and will continue until otherwise suspended, terminated or modified at any time for any reason by our board of directors.In February 2024, we repurchased 2,115,952 shares of our common stock related to the final delivery of our November 2023 accelerated share repurchase (ASR) agreement. The November 2023 ASR settled, and we were not required to make any additional cash payments or delivery of common stock to the financial institution upon settlement. During the year ended December 31, 2023, we repurchased a total of 26,505,979 shares of our common stock, which included the initial delivery of 13,498,313 shares from our November 2023 ASR, 3,433,157 shares from open market transactions in June 2023, and the total delivery of 9,574,509 shares from our February 2023 ASR, which were retired immediately. Share-based Compensation ExpenseThe following table presents total share-based compensation expense recorded (in thousands):Â Three Months Ended September 30,Nine Months Ended September 30,Â 20242023202420232023Cost of revenues$471Â $598Â $1,450Â $1,685Â Research and development7,492Â 11,027Â 23,824Â 33,909Â Sales and marketing2,100Â 2,435Â 5,966Â 7,116Â General and administrative11,868Â 17,870Â 38,027Â 58,886Â Total share-based compensation expense$21,931Â $31,930Â $69,267Â $101,596Â During the three and nine months ended September 30, 2024, we capitalized share-based compensation expense of $1.2Â million and $3.9Â million, respectively. During the three and nine months ended September 30, 2023, we capitalized share-based compensation expense of $0.7Â million and $2.4Â million, respectively. As of SeptemberÂ 30, 2024, total unrecognized share-based compensation expense was approximately $72.7 million, which is expected to be recognized over the remaining weighted-average vesting period of approximately 1.4 years.The following table presents activity for outstanding RSUs and PSUs:Â RSUs and PSUsÂ OutstandingÂ Shares OutstandingWeighted Average GrantÂ Date Fair ValueBalance at December 31, 202310,065,783Â $23.63Â Granted5,771,165Â 4.27Â Released(4,130,650)21.57Â Forfeited(2,097,277)28.86Â Balance at September 30, 20249,609,021Â $11.75Â 22Table of Contents Note 11. Restructuring and Other Related ChargesJune 2024 Restructuring PlanRestructuring ChargesIn June 2024, we announced a workforce reduction that resulted in a management approved restructuring plan. During the three and nine months ended September 30, 2024, we recorded $2.1Â million and $8.8Â million of restructuring charges, respectively, primarily related to one-time employee termination benefits, which was classified on our condensed consolidated statement of operations based on employees' job function. The restructuring liability is included within accrued liabilities on our condensed consolidated balance sheets. We estimate we will incur between $1Â million and $2Â million of additional restructuring charges over the next fiscal quarter. We expect the plan to be substantially completed by the end of the first quarter of fiscal 2025.The following table presents a reconciliation of the beginning and ending restructuring liability balance (in thousands):Â Nine Months Ended September 30, 2024Beginning balance$â€”Â Restructuring charges8,840Â Restructuring payments(6,116)Ending balance$2,724Â Impairment of lease related assetsIn connection with the June 2024 restructuring, we announced the closure of two offices outside of the United States. As a result, we recorded a full impairment expense of $2.2Â million, consisting of $1.1Â million impairment of ROU assets and $1.1Â million leasehold improvements during the nine months ended September 30, 2024, which was classified as general and administrative expense on our condensed consolidated statement of operations. Our intent and ability to sublease the office as well as the local market conditions were factored in when measuring the amount of impairment.November 2024 Restructuring PlanIn November 2024, we announced a restructuring plan that includes a reduction of our global workforce as well as other actions to streamline our operations. We estimate that we will incur charges of approximately $22Â million to $26Â million in connection with these actions, of which $18Â million to $22Â million is expected to result in future cash expenditures, primarily consisting of expenditures for one-time employee termination benefits, impairment of lease related assets, and other related costs. The accounting for the November 2024 restructuring plan is in process as of the issuance date of our condensed consolidated financial statements and therefore we are unable to make any additional disclosures.Note 12. Income TaxesDuring the three and nine months ended September 30, 2024, we recorded a benefit from income taxes of $2.7Â million and provision for income taxes of $144.7Â million, respectively. During the three and nine months ended September 30, 2023, we recorded a provision for income taxes of $0.2Â million and $24.0Â million, respectively.During the nine months ended September 30, 2024, the provision for income taxes was primarily from the valuation allowance establishment of $141.6Â million as a discrete non-cash income tax expense against our U.S. federal and state deferred tax assets. We regularly assess the need for a valuation allowance against our deferred tax assets. In performing our assessment in June 2024, we considered both positive and negative evidence related to the likelihood of realizing our deferred tax assets. In June 2024, we determined that it is more likely than not that the deferred tax benefit will not be realized due to the available negative evidence outweighing the positive evidence, primarily resulting from the cumulative loss influenced by the impairment expense recorded during the three months ended June 30, 2024.23Table of Contents ITEMÂ 2. MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONSYou should read the following discussion of our financial condition and results of operations in conjunction with our condensed consolidated financial statements and the related notes included in Part I, ItemÂ 1, â€œFinancial Statements (unaudited)â€ of this Quarterly Report on Form 10-Q. In addition to historical consolidated financial information, the following discussion contains forward-looking statements that reflect our plans, estimates, and beliefs. Our actual results could differ materially from those discussed in the forward-looking statements. See the section titled â€œNote about Forward-Looking Statementsâ€ for additional information. Factors that could cause or contribute to these differences include those discussed below and elsewhere in this Quarterly Report on Form 10-Q.OverviewChegg provides individualized learning support to students as they pursue their educational journeys. Available on demand 24/7 and powered by over a decade of learning insights, the Chegg platform offers students AI-powered academic support thoughtfully designed for education coupled with access to a vast network of subject matter experts who ensure quality. No matter the goal, level, or style, Chegg helps millions of students around the world learn with confidence by helping them build essential academic, life, and job skills to achieve success. Our long-term strategy is centered upon our ability to utilize our Subscription Services to increase student engagement with our learning platform. We continue to invest in the expansion of our offerings and technology platform to provide a more compelling and personalized solution and deepen engagement with students. We continue to integrate artificial intelligence into our platform, and it is now conversational, more instructional, and interactive. We remain focused on providing a holistic and differentiated product offering that supports the whole student with 360 degrees of individualized academic and functional support, including the delivery of high-quality and accurate content. We believe the investments we are making will allow us to maintain strong margins and cash flows and enable us to return to revenue growth over time. Our ability to achieve these long-term

objectives is subject to numerous risks and uncertainties, which are described in greater detail below and in Part II, Item 1A, â€œRisk Factors.â€Business Updates and DevelopmentsRecent technological shifts, notably Google's roll out of AI Overviews (AIO) and continued increase in adoption of free and paid generative AI services by students, have created and are expected to continue to create headwinds for our industry and our business, most notably a reduction in traffic to our website and customers subscribing to our services. In mid-August, Google broadly rolled out its AIO search experience, or AIO, which displays AI-generated content at the top of its search results. This experience, which includes questions and solutions for education, keeps users on Google search results versus leading them onto our site. AIOâ€™s prevalence has grown and will only continue to increase. While we continue to study the changes and adjust our SEO strategy, we expect Google to continue its shift from being a search origination point to the destination, which could materially adversely affect our business, operating results and financial condition. In addition, across our industry, there has been a continued increase in the adoption of free and paid generative AI products for academic support, and students are increasingly turning to generative AI for academic support, such as homework and exams, as well as assistance in other areas of daily life. This issue impacts education technology companies broadly, where students see generative AI products like Chat GPT and others as strong alternatives to vertically specialized solutions for education such as Chegg. These developments have negatively impacted our industry and our business and are expected to continue to impact our overall traffic and accelerate the decline in the number of new subscribers that sign up for our services, resulting in continued negative impacts to our growth, business, operating results and financial condition. See Part II, Item 1A, â€œRisk Factorsâ€ for additional details. In June 2024, we undertook a strategic restructuring plan based on the environment in which we were operating to realign our expenses with the revenue trends at the time. The June 2024 restructuring plan included a reduction in workforce, the closure of two offices, and a change in our Chegg Skills offering such that we no longer offer Chegg Skills directly to customers. Since then, the factors described above have negatively impacted our business and our outlook. As a result, in November 2024, we announced an additional restructuring plan to further manage costs and align with the market. The November 2024 restructuring plan included a reduction in workforce and the closure of one office. For fiscal year 2025, we expect to realize cost savings as a result of the restructuring plans. See Note 5, â€œProperty and Equipment, Netâ€, and Note 11, â€œRestructuring and Other Related Chargesâ€ of our accompanying Notes to Condensed Consolidated Financial Statements included in Part I, Item 1, â€œFinancial Statements (unaudited)â€ of this Quarterly Report on Form 10-Q for additional details. 24Table of Contents In September 2024 and June 2024, in consideration of the sustained decline in our stock price, industry developments, and our financial performance, we determined that impairment tests for our goodwill, intangible assets and property and equipment were necessary. As a result, we recorded $195.7 million and $677.2 million of impairment expense during the three and nine months ended September 30, 2024. See Note 5, â€œProperty and Equipment, Netâ€ and Note 6, â€œGoodwill and Intangible Assetsâ€ of our accompanying Notes to Condensed Consolidated Financial Statements included in Part I, Item 1, â€œFinancial Statements (unaudited)â€ of this Quarterly Report on Form 10-Q for additional details. During the three and nine months ended September 30, 2024, we generated net revenues of $136.6 million and $474.1 million, respectively. During the three and nine months ended September 30, 2023, we generated net revenues of $157.9 million and $528.3 million, respectively. We have presented revenues for our two product lines, Subscription Services and Skills and Other, based on how students view us and the utilization of our products by them. More detail on our two product lines is discussed in the next two sections titled â€œSubscription Servicesâ€ and â€œSkills and Other.â€Subscription ServicesOur Subscription Services can be accessed internationally through our websites and on mobile devices and include Chegg Study Pack, Chegg Study, Chegg Writing, Chegg Math, and Busuu. Students typically pay to access our Subscription Services on a monthly basis. Revenues from our Subscription Services are primarily recognized ratably over the monthly subscription period whereas the number of subscribers are determined as those who have paid to access our services at any time during the period. Changes in revenues are primarily related to changes in subscribers. Our Chegg Study subscription service provides access to personalized, step-by-step learning support powered by AI, computational engines, and subject matter experts. When students need writing help, including plagiarism detection scans and creating citations for their papers, they can use our Chegg Writing subscription service. Our Chegg Math subscription service, including Mathway, helps students understand math by providing a step-by-step math solver and calculator. We also offer our Chegg Study Pack as a premium subscription bundle of our Chegg Study, Chegg Writing, and Chegg Math services. Subscribers to Busuu have access to a premium language learning platform that offers comprehensive support through self-paced lessons, live classes with expert tutors and a huge community of members to practice alongside.In the aggregate, Subscription Services revenues were 88% and 89% of net revenues during the three and nine months ended September 30, 2024, respectively. In the aggregate, Subscription Services revenues were 89% and 90% of net revenues during the three and nine months ended September 30, 2023, respectively. Skills and OtherOur Skills and Other product line includes revenues from Chegg Skills, advertising services, print textbooks and eTextbooks. Our skills-based learning platform offers professional courses focused on the latest technology skills. We work with leading brands and programmatic partners to deliver advertising across our platforms. We also provide a platform for students to rent or buy print textbooks and eTextbooks, which helps students save money compared to the cost of buying new. In the aggregate, Skills and Other revenues were 12% and 11% during the three and nine months ended September 30, 2024, respectively. In the aggregate, Skills and Other revenues were 11% and 10% during the three and nine months ended September 30, 2023, respectively.Seasonality of Our BusinessRevenues from Subscription Services are primarily recognized ratably over the subscription term which has generally resulted in our highest revenues and profitability in the fourth quarter as it reflects more days of the academic year.Â Certain variable expenses, such as marketing expenses, remain highest in the first and third quarters such that our profitability may not provide meaningful insight on a sequential basis. As a result of these factors, the most concentrated periods for our revenues and expenses do not necessarily coincide, and comparisons of our historical quarterly results of operations on a sequential basis may not provide meaningful insight into our overall financial performance.25Table of Contents Components of Results of OperationsAside from the addition of impairment expense as a component within our operating expenses on our condensed consolidated statements of operations, there have been no other changes to the components on our consolidated statements of operations described in our Annual Report on Form 10-K.Operating ExpensesImpairment ExpenseOur impairment expense consists of impairments of goodwill, intangible assets, and property and equipment, net. For further information, see â€œNote 5, Property and Equipment, Netâ€ and â€œNote 6, Goodwill and Intangible Assetsâ€ of our accompanying Notes to Condensed Consolidated Financial Statements included in Part I, Item 1, â€œFinancial Statements (unaudited)â€ of this Quarterly Report on Form 10-Q.26Table of Contents Results of OperationsThe following table presents our historical condensed consolidated statements of operations (in thousands, except percentage of total net revenues):Â Three Months Ended September 30,Nine Months Ended September 30,Â 20242023202420232023Net revenues$136,593Â 100Â %$157,854Â 100Â %$474,090Â 100Â %$528,308Â 100Â %Cost of revenues(1)43,420Â 32Â 83,575Â 53Â 135,328Â 29Â 180,137Â 34Â Gross profit93,173Â 68Â 74,279Â 47Â 338,762Â 71Â 348,171Â 66Â Operating expenses:Â Â Â Â Research and development(1)41,337Â 30Â 46,202Â 30Â 129,423Â 27Â 145,981Â 27Â Sales and marketing(1)26,508Â 19Â 28,872Â 18Â 80,428Â 17Â 96,845Â 18Â General and administrative(1)51,910Â 38Â 53,475Â 34Â 161,460Â 34Â 182,757Â 34Â Impairment expense195,708Â n/m3,600Â 2Â 677,239Â n/m3,600Â 1Â Total operating expenses315,463Â n/m132,149Â 84Â 1,048,550Â n/m429,183Â 80Â Loss from operations(222,290)n/m(57,870)(37)(709,788)n/m(81,012)(14)Total interest expense and other income, net6,928Â 5Â 39,759Â 25Â 23,526Â 5Â 113,556Â 21Â (Loss) income before benefit from (provision for) income taxes(215,362)n/m(18,111)(12)(686,262)n/m32,544Â 7Â Benefit from (provision for) income taxes2,723Â 2Â (172)0Â (144,681)n/m(24,029)(5)Net (loss) income$(212,639)n/m$(18,283)(12)%$(830,943)n/m$8,515Â 2Â %(1) Includes share-based compensation expense and restructuring charges as follows:Share-based compensation expense:Cost of revenues$471Â $598Â $1,450Â $1,685Â Research and development7,492Â 11,027Â 23,824Â 33,909Â Sales and marketing2,100Â 2,435Â 5,966Â 7,116Â General and administrative11,868Â 17,870Â 38,027Â 58,886Â Total share-based compensation expense$21,931Â $31,930Â $69,267Â $101,596Â Restructuring charges:Cost of revenues$12Â $â€”Â $203Â $12Â Research and development827Â â€”Â 2,909Â 1,692Â Sales and marketingâ€”Â â€”Â 906Â 1,228Â General and administrative1,273Â â€”Â 4,822Â 2,772Â Total restructuring charges$2,112Â $â€”Â $8,840Â $5,704Â _____*n/m - not meaningful27Table of Contents Three and Nine Months Ended SeptemberÂ 30, 2024 and 2023Â Â Â Â Net RevenuesÂ Â Â Â The following tables present our total net revenues for the periods shown for our Subscription Services and Skills and Other product lines (in thousands, except percentages):Â Three Months Ended September 30,ChangeÂ 20242023$%Subscription Services$119,804Â $139,912Â $(20,108)(14)%Skills and Other16,789Â 17,942Â (1,153)(6)Total net revenues$136,593Â $157,854Â $(21,261)(13)Nine Months Ended September 30,Change20242023$%Subscription Services$420,668Â $474,207Â $(53,539)(11)%Skills and Other53,422Â 54,101Â (679)(1)Total net revenues$474,090Â $528,308Â $(54,218)(10)Subscription Services revenues decreased $20.1 million, or 14%, and $53.5 million, or 11%, during the three and nine months ended September 30, 2024, respectively, compared to the same periods in 2023. The decrease was primarily due to a 13%, 9%, and 8% decrease in subscribers who have paid to access our services during the three months ended September 30, 2024, June 30, 2024 and March 31, 2024, respectively, compared to the same periods in 2023. Skills and Other revenues decreased $1.2 million, or 6%, during the three months ended September 30, 2024, compared to the same period in 2023, primarily due to lower revenues in Chegg Skills related to enrollments. Skills and Other revenues decreased $0.7 million, or 1%, during the nine months ended September 30, 2024, compared to the same period in 2023, remaining relatively flat. Cost of RevenuesThe following tables present our cost of revenues for the periods shown (in thousands, except percentages):Â Three Months Ended September 30,ChangeÂ 20242023$%Cost of revenues(1)$43,420Â $83,575Â $(40,155)(48)%(1)Includes share-based compensation expense of:$471Â $598Â $(127)(21)%(1)Includes restructuring charges of:$12Â $â€”Â $12Â n/mÂ Nine Months Ended September 30,ChangeÂ 20242023$%Cost of revenues(1)$135,328Â $180,137Â $(44,809)(25)%(1)Includes share-based compensation expense of:$1,450Â $1,685Â $(235)(14)%(1)Includes restructuring charges of:$203Â $12Â $191Â n/m_____*n/m - not meaningfulCost of revenues decreased during the three and nine months ended September 30, 2024, compared to the same periods in 2023, primarily due to the absence of the $38.2 million content and related assets charge, primarily comprised of accelerated depreciation expense.28Table of Contents Cost of revenues decreased $40.2 million, or 48%, during the three months ended September 30, 2024, compared to the same period in 2023. The decrease was primarily due to the absence of the $38.2 million content and related assets charge, lower payment processing fees of $1.2 million, which is primarily due to the decrease in subscribers who have paid to access our services, and lower contractor spend of $1.2Â million. Gross margins increased to 68% during the three months ended September 30, 2024, from 47% during the same period in 2023.Cost of revenues decreased $44.8 million, or 25%, during the nine months ended September 30, 2024, compared to the same period in 2023. The decrease was primarily due to the absence of the $38.2 million content and related assets charge, lower depreciation and amortization expense of $5.6Â million, lower contractor spend of $3.3Â million and lower payment processing fees of $1.9 million, which is primarily due to the decrease in subscribers who have paid to access our services, which was partially offset by higher web hosting fees of $2.4Â million and the absence of the gain on disposition of textbooks of $1.2Â million. Gross margins increased to 71% during the nine months ended September 30, 2024, from 66% during the same period in 2023.Operating ExpensesThe following tables present our total operating expenses for the periods shown (in thousands, except percentages):Â Three Months Ended September 30,Change20242023$%Research and development(1)$41,337Â $46,202Â $(4,865)(11)%Sales and marketing(1)26,508Â 28,872Â (2,364)(8)General and administrative(1)51,910Â 53,475Â (1,565)(3)Impairment expense195,708Â 3,600Â 192,108Â n/mTotal operating expenses$315,463Â $132,149Â $183,314Â n/m(1) Includes share-based compensation expense and restructuring charges as follows:Â Â Â Â Share-based compensation expense:Research and development$7,492Â $11,027Â $(3,535)(32)%Sales and marketing2,100Â 2,435Â (335)(14)General and administrative11,868Â 17,870Â (6,002)(34)Share-based compensation expense$21,460Â $31,332Â $(9,872)(32)Restructuring charges:Research and development$827Â $â€”Â $827Â n/mSales and marketingâ€”Â â€”Â â€”Â n/mGeneral and administrative1,273Â â€”Â 1,273Â n/mRestructuring charges$2,100Â $â€”Â $2,100Â n/m_____*n/m - not meaningful29Table of Contents Â Nine Months Ended September 30,Change20242023$%Research and development(1)$129,423Â $145,981Â $(16,558)(11)%Sales and marketing(1)80,428Â 96,845Â (16,417)(17)General and administrative(1)161,460Â 182,757Â (21,297)(12)Impairment expense677,239Â 3,600Â 673,639Â n/mTotal operating expenses$1,048,550Â $429,183Â $619,367Â n/m(1) Includes share-based compensation expense and restructuring charges as follows:Â Â Â Â Share-based compensation expense:Research and development$23,824Â $33,909Â $(10,085)(30)%Sales and marketing5,966Â 7,116Â (1,150)(16)General and administrative38,027Â 58,886Â (20,859)(35)Share-based compensation expense$67,817Â $99,911Â $(32,094)(32)Restructuring charges:Research and development$2,909Â $1,692Â $1,217Â 72Â %Sales and marketing906Â 1,228Â (322)(26)General and administrative4,822Â 2,772Â 2,050Â 74Â Restructuring charges$8,637Â $5,692Â $2,945Â 52Â _____*n/m - not meaningfulResearch and DevelopmentResearch and development expenses decreased $4.9 million, or 11%, during the three months ended September 30, 2024 compared to the same period in 2023. The decrease was primarily due to lower employee-related expenses, which is primarily due to share-based compensation expense. Research and development expenses as a percentage of net revenues were flat at 30% during the three months ended September 30, 2024 and 2023.Research and development expenses decreased $16.6 million, or 11%, during the nine months ended September 30, 2024 compared to the same period in 2023. The decrease was primarily due to lower employee-related expenses, which is primarily due to share-based compensation expense. Research and development expenses as a percentage of net revenues were flat at 27% during the nine months ended September 30, 2024 and 2023.Sales and MarketingSales and marketing expenses decreased by $2.4 million, or 8%, during the three months ended September 30, 2024, compared to the same period in 2023. The decrease was primarily attributable to lower depreciation and amortization expense of $3.2Â million, which was offset by higher paid marketing expenses of $1.4Â million.Â Sales and marketing expenses as a percentage of net revenues were 19% during the three months ended September 30, 2024 compared to 18% during the same period in 2023.Sales and marketing expenses decreased by $16.4 million, or 17%, during the nine months ended September 30, 2024, compared to the same period in 2023. The decrease was primarily attributable to lower depreciation and amortization expense of $9.4Â million, lower paid marketing expenses of $4.0Â million and lower employee-related expenses, including share-based compensation expense, of $2.5Â million.Â Sales and marketing expenses as a percentage of net revenues were 17% during the nine months ended September 30, 2024 compared to 18% during the same period in 2023.30Table of Contents General and AdministrativeGeneral and administrative expenses decreased $1.6 million, or 3%, during the three months ended September 30, 2024 compared to the same period in 2023. The decrease was due to lower employee-related expenses of $6.9 million, which is primarily due to share-based compensation expense, which was partially offset by a loss contingency accrual of $5.1 million. General and administrative expenses as a percentage of net revenues were 38% during the three months ended September 30, 2024 compared to 34% during the same period in 2023.General and administrative expenses decreased $21.3 million, or 12%, during the nine months ended September 30, 2024 compared to the same period in 2023. The decrease was due to lower employee-related expenses of $27.4 million, which is primarily due to share-based compensation expense, which was partially offset by a loss contingency accrual of $5.1 million. General and administrative expenses as a percentage of net revenues were flat at 34% during the nine months ended September 30, 2024 and 2023.See Note 8, â€œCommitments and Contingenciesâ€ of our accompanying Notes to Condensed Consolidated Financial Statements included in Part I, Item 1, â€œFinancial Statements (unaudited)â€ of this Quarterly Report on Form 10-Q for additional information on the loss contingency accrual.Impairment ExpenseImpairment expense was $195.7Â million and $677.2Â million during the three and nine months ended September 30, 2024, respectively, consisting of impairments of goodwill, intangible assets, and other related property and equipment. Impairment expense was $3.6Â million during each the three and nine months ended September 30, 2023 consisting of an impairment charge related to our intangible assets. See Note 5, Property and Equipment, Netâ€ and â€œNote 6, Goodwill and Intangible Assets of our accompanying Notes to Condensed Consolidated Financial Statements included in Part I, Item 1, â€œFinancial Statements (unaudited)â€ of this Quarterly Report on Form 10-Q for additional information.Interest Expense and Other Income, NetThe following tables present our interest expense and other income, net, for the periods shown (in thousands, except percentages):Â Three Months Ended September 30,ChangeÂ 20242023$%Interest expense$(658)(733)75Â (10)%Other income, net7,586Â 40,492Â (32,906)(81)Total interest expense and other income, net$6,928Â $39,759Â $(32,831)(83)Â Nine Months Ended September 30,ChangeÂ 20242023$%Interest expense$(1,959)$(3,115)$1,156Â (37)%Other income, net25,485Â 116,671Â (91,186)(78)Total interest expense and other income, net$23,526Â $113,556Â $(90,030)(79)Interest expense decreased $0.1Â million, or 10%, and $1.2Â million, or 37%, during the three and nine months ended September 30, 2024, respectively, compared to the same periods in 2023, primarily due to the partial early extinguishments of our convertible senior notes in 2023. Other income, net decreased $32.9Â million, or 81%, during the three months ended September 30, 2024 compared to the same period in 2023, primarily due to the absence of the gain on early extinguishment of a portion of the 2026 notes of $32.1Â million and a decrease in interest income of $1.2Â million. Other income, net decreased $91.2Â million, or 78%, during the nine months ended September 30, 2024 compared to the

same period in 2023, primarily due to the absence of the gain on early extinguishment of a portion of the 2026 notes and 2025 notes of $85.9Â million and a decrease in interest income of $8.9Â million.31Table of Contents Benefit from (provision for) income taxesThe following tables present our benefit from (provision for) income taxes for the periods shown (in thousands, except percentages):Â Three Months Ended September 30,ChangeÂ 20242023$%Benefit from (provision for) income taxes$2,723Â (172)2,895Â n/mÂ Nine Months Ended September 30,ChangeÂ 20242023$%Benefit from (provision for) income taxes$(144,681)$(24,029)$(120,652)n/m_____*n/m - not meaningfulThe $2.9Â million change in benefit from (provision for) income taxes during the three months ended September 30, 2024 compared to the same period in 2023, was primarily due to a decrease in worldwide income taxes, partially offset by the absence of a tax benefit from the accelerated depreciation of content and software in September 2023. The $120.7Â million change in benefit from (provision for) income taxes during the nine months ended September 30, 2024 compared to the same period in 2023, was primarily due to the establishment of a valuation allowance against our U.S. federal and state deferred tax assets.Liquidity and Capital ResourcesThe following table presents our cash, cash equivalents and investments and convertible senior notes as of the periods shown (in thousands, except percentages):ChangeÂ September 30, 2024December 31, 2023$%Cash, cash equivalents and short-term and long-term investments$631,237Â $579,561Â $51,676Â 9Â %Convertible senior notes, net(1)601,464Â 599,837Â 1,627Â 0Â _____(1) Consists of the current and long-term portion of convertible senior notes, net.Cash, cash equivalents, and investments increased $51.7 million, or 9%, during the nine months ended September 30, 2024 primarily due to the net cash provided by operating activities of $107.1 million, partially offset by the purchases of property and equipment of $61.7 million. Convertible senior notes, net increased $1.6 million during the nine months ended September 30, 2024 primarily due to amortization of issuance costs.As of SeptemberÂ 30, 2024, our principal sources of liquidity were cash, cash equivalents, and investments totaling $631.2 million, which were held for working capital purposes. The substantial majority of our net revenues are from e-commerce transactions with students, which are settled immediately through payment processors, as opposed to our accounts payable, which are settled based on contractual payment terms with our suppliers. We believe that our existing sources of liquidity as well as net cash flows from operations will be sufficient to fund our operations and debt service obligations for at least the next 12 months. Our future capital requirements will depend on many factors, including our rate of revenue growth, our investments in research and development activities, our acquisition of new products and services and our sales and marketing activities. To the extent that existing sources of liquidity are insufficient to fund our future operations, we may need to raise additional funds through public or private equity or debt financing. Additional funds may not be available on terms favorable to us or at all. If adequate funds are not available on acceptable terms, or at all, we may be unable to adequately fund our business plans and it could have a negative effect on our business, operating cash flows and financial condition. As of SeptemberÂ 30, 2024, we have incurred cumulative losses of $883.3 million from our operations and we may incur additional losses in the future. 32Table of Contents Most of our cash, cash equivalents, and investments are held in the United States. We plan to repatriate a portion of the earnings from our subsidiary in India and therefore accrued $4.4Â million of tax expense related to such future distributions as of SeptemberÂ 30, 2024. As a result of the Tax Cuts and Jobs Act, we anticipate the U.S. federal impact for the remaining foreign jurisdictions to be minimal if these funds are repatriated. In addition, based on our current and future needs, we believe our current funding and capital resources for our international operations are adequate.There were no material changes in our commitments under contractual obligations, as disclosed in Part II, Item 7 â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ contained in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.The following table presents our condensed consolidated statements of cash flows data (in thousands):Nine Months Ended September 30,ChangeÂ 20242023$%Net cash flows from operating activities$107,077Â $168,714Â $(61,637)(37)%Net cash flows from investing activities(83,465)155,239Â (238,704)(154)Net cash flows from financing activities(6,457)(702,806)696,349Â (99)Net cash flows from operating activities decreased $61.6 million, or 37%, during the nine months ended September 30, 2024 compared to the same period in 2023. The decrease was primarily driven by lower bookings as well as timing of bill payments.Net cash flows from investing activities decreased $238.7 million, or 154%, during theÂ nine months ended September 30, 2024 compared to the same period in 2023 and was primarily related to lower proceeds from the maturities of our investments of $464.3 million, lower proceeds from sale of investments of $238.7 million, and higher purchases of property and equipment of $4.4 million, partially offset by lower purchases of investments of $451.1 million and proceeds from the sale of our strategic investment of $15.5 million.Net cash flows from financing activities increased $696.3 million, or 99%,Â during theÂ nine months ended September 30, 2024 compared to the same period in 2023 and was primarily related to the absences of both repayments of our convertible debt of $506.0 million and repurchases of our common stock of $186.4 million.Critical Accounting Policies, Significant Judgments and EstimatesOur condensed consolidated financial statements are prepared in accordance with generally accepted accounting principles in the United States. The preparation of these condensed consolidated financial statements requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, costs and expenses and related disclosures. These estimates form the basis for judgments we make about the carrying values of our assets and liabilities, which are not readily apparent from other sources. We base our estimates and judgments on historical experience and on various other assumptions that we believe are reasonable under the circumstances. On an ongoing basis, we evaluate our estimates and assumptions. Our actual results may differ from these estimates under different assumptions or conditions. There have been no material changes in our critical accounting policies and estimates during theÂ nine months ended September 30, 2024Â as compared to the critical accounting policies and estimates disclosed in Part II, Item 7 â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ contained in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.Recent Accounting PronouncementsFor relevant recent accounting pronouncements, see Note 1, â€œBackground and Basis of Presentation,â€ of our accompanying Notes to Condensed Consolidated Financial Statements included in Part I, Item 1, â€œFinancial Statements (unaudited)â€ of this Quarterly Report on Form 10-Q.33Table of Contents ITEMÂ 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISKThere have been no material changes in our market risk during theÂ nine months ended September 30, 2024, compared to the disclosures in Part II, Item 7A, â€œQuantitative and Qualitative Disclosures about Market Riskâ€ contained in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.ITEMÂ 4. CONTROLS AND PROCEDURES(a)Evaluation of Disclosure Controls and ProceduresUnder the supervision and with the participation of our management, including our principal executive officer and principal financial officer, we conducted an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures, as defined in RulesÂ 13a-15(e) and 15d-15(e) under the Exchange Act, as of the end of the period covered by this report.In designing and evaluating our disclosure controls and procedures, management recognizes that any disclosure controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives. In addition, the design of disclosure controls and procedures must reflect the fact that there are resource constraints and that management is required to apply its judgment in evaluating the benefits of possible controls and procedures relative to their costs.Based on managementâ€™s evaluation, our principal executive officer and principal financial officer concluded that our disclosure controls and procedures are designed to, and are effective to, provide assurance at a reasonable level that the 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 SEC rules and forms and that such information is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosures.(b)Changes in Internal Control over Financial ReportingDuring the three months ended September 30, 2024, there were no changes in our internal control over financial reporting identified in connection with the evaluation required by Rules 13a-15(d) and 15d-15(d) of the Exchange Act that occurred that materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.34Table of Contents PART II - OTHER INFORMATIONITEMÂ 1. LEGAL PROCEEDINGSWe may from time to time be subject to certain legal proceedings and claims in the ordinary course of business, including claims of alleged infringement of trademarks, patents, copyrights, and other intellectual property rights; employment claims; and general contract or other claims. We may also, from time to time, be subject to various legal or government claims, demands, disputes, investigations, or requests for information. Such matters may include, but not be limited to, claims, disputes, or investigations related to warranty, refund, breach of contract, employment, intellectual property, government regulation, or compliance or other matters. See Note 8, â€œCommitments and Contingencies,â€ of our accompanying Notes to Condensed Consolidated Financial Statements included in Part I, Item 1, â€œFinancial Statements (unaudited)â€ of this Quarterly Report on Form 10-Q for more information on our legal proceedings.ITEMÂ 1A. RISK FACTORSOur operations and financial results are subject to various risks and uncertainties, including those described in Part I, Item 1A, â€œRisk Factorsâ€ in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, which could adversely affect our business, financial condition, results of operations, cash flows, and the trading price of our common stock. Aside from the risk factors identified below, there have been no material changes in our risk factors from our Annual Report on Form 10-K.If we fail to innovate and offer new products and services in response to rapidly evolving technological and market developments, including AI, our competitive position and business prospects will be harmed.Our future success depends, in part, on our ability to anticipate and respond effectively to the threat and opportunity presented by new technology disruption and developments. These include new software applications or related services based on AI and machine learning, among other developments. New technologies, including those based on AI, can provide students with more immediate responses than traditional tools. These new technologies have resulted in headwinds to our business, and over time, the accuracy of these tools and their ability to handle complex questions is expected to improve, which would be disruptive to education technology businesses, such as ours. Our success also depends, in part, on our ability to develop and scale a high-performance technology infrastructure to efficiently handle increased usage by students, especially during peak periods each academic term. We may develop new products, services, and technologies independently, by acquisition, or in conjunction with third parties.In April 2023, we announced our pivot to AI with a partnership with OpenAI to utilize GPT-4 in our offerings; and in August 2023, we announced a partnership with Scale AI to develop proprietary LLMs to provide a generative experience through Chegg as a personalized learning assistant. Beginning in September 2023, we started to roll out the first phase of our new AI-powered user experience, and we are continuing to make significant investments in AI initiatives. Our updated user experience and investments in AI have not attracted as many new students as anticipated to our platform and our business has been adversely affected. If our business plans and product developments are unsuccessful or if we do not attract new students to our platform, we may not generate sufficient revenue, operating margin, or other value to justify our investments, and our business may be materially adversely affected. Global non-subscriber traffic to Chegg declined year-over-year 8% in Q2 2024, 19% in Q3 2024, and we exited Q3 2024 with trends looking even more unfavorable, at a 37% year-over-year decline for the month of October, which has had, and if it persists or worsens, will continue to have a material adverse effect on our business.While the overall effect of technological changes on our business is difficult to predict, recent technological shifts have created and are expected to continue creating headwinds for our industry and our business. Failure to keep pace with these technological developments or otherwise bring to market products that reflect these technologies and are accepted by students would have a material adverse impact on our overall business and results of operations. Our business has been negatively impacted by these developments, and we may not be successful in anticipating or responding to further developments, on a timely and cost-effective basis or at all. We may invest in new products, services, and other initiatives, but there is no guarantee these approaches will be successful. The markets for new products and services may be unproven, and these products may include technologies and business models with which we have little or no prior experience or may significantly change our existing products and services. The effort to gain technological expertise and develop new technologies in our business requires us to incur significant expenses. In addition, we may be unable to obtain long-term licenses from third-party providers and/or government regulatory approvals and licenses necessary to allow a new or existing product or service to function. If we cannot offer new technologies as quickly as our competitors, or if our competitors develop more cost-effective technologies or product offerings, we could experience a material adverse effect on our operating results, growth and financial condition.35Table of Contents We face competition in all aspects of our business, including with respect to AI, and we expect such competition to increase.Our products and services compete for students, and we expect such competition to increase as our industry evolves rapidly. We face significant competition from education and learning companies, many of which are developing their own AI products and technologies, as well as other companies that are not specifically focused on education and learning services but whose broad AI offerings may nonetheless significantly impact education and learning. Our services face competition from other education and learning companies based on the particular offering. These competitors are using AI technology to build on their historical offerings. For Chegg Study, our competitors primarily include platforms that provide study materials and online instructional systems, such as Course Hero, Quizlet, Khan Academy, and Brainly. For Chegg Writing, we primarily face competition from other citation generating and grammar and plagiarism services, such as Grammarly. For Chegg Math, we face competition from other equation solver services, such as Photomath, Gauthmath, and Symbolab. For Busuu, our competitors primarily include language learning platforms, such as Duolingo and Babbel. For Skills, we face competition from other online learning platforms and online â€œskills acceleratorâ€ courses both in the direct-to-consumer category, including General Assembly, Galvanize, Inc., Flatiron School, Codecademy, DataCamp, and Lambda, Inc., as well as white-label and co-branded providers who compete for adult learners through third party institutions, including 2U, Inc., Simplilearn, and Kenzie Academy. Our competitors that are not specifically focused on education and learning services but whose AI offerings may impact education and learning include companies such as Google, OpenAI, Microsoft, Meta, and Anthropic. In particular, Google's roll out of AIO has created and is expected to continue to create headwinds for our industry and our business, most notably reductions in traffic to our website and customers subscribing to our services. In August 2024, Google began to significantly expand its AIO search experience, which displays AI-generated content at the top of its search results. This experience, which includes questions and solutions for education, keeps users on Google search results versus leading them onto our site. AIOâ€™s prevalence has grown and we believe will only continue to increase. While we continue to study the changes and adjust our SEO strategy, we expect Google to continue its shift from being a search origination point to the destination, which could materially adversely affect our business, operating results and financial condition.Certain educational institutions, such as the University of Michigan, are also developing AI tools which may compete with our offerings. AI technologies may also significantly facilitate the entry of new competitors into our industry. Our competition may develop products and technologies that are similar or superior to our technologies or are more cost-effective to develop and deploy. Given the long history of development in the AI sector, other parties may have (or in the future may obtain) patents or other proprietary rights that would prevent, limit, or interfere with our ability to make, use, or sell our own AI products. Further, our ability to continue to develop and effectively deploy AI technologies is dependent on access to specific third-party large language models, equipment and other physical infrastructure, such as processing hardware and network capacity, as to which we cannot control the availability or pricing, especially in a highly competitive environment.Across our industry, there has been a continued increase in the adoption of free and paid generative AI products for academic support, and students are increasingly turning to generative AI for academic support, such as homework and exams, as well as assistance in other areas of daily life. This shift in student behavior impacts education technology companies broadly, where students see generative AI products like Chat GPT and others as strong alternatives to vertically specialized solutions for education such as Chegg. These developments have negatively impacted our industry and our business and may continue to impact our overall traffic and accelerate the decline in the number of new subscribers that sign up for our services.Some of our competitors have adopted, and may continue to adopt, aggressive pricing policies (including free offerings), less stringent standards for user-uploaded content, and devote substantially more resources to marketing, website, and systems development than we do. As a result, we could experience a material adverse effect on our operating results, growth and financial condition.The uncertainty surrounding the evolving educational landscape, including the impact of AI on learning and education, the state of the student, including the amount and the extent to which AI will impact study habits and how students learn and/or complete their assignments, and the demand for our evolving offerings make it difficult to predict our operational trends and results of operations.The uncertainty surrounding the evolving educational landscape, the state of the student, the use by students of free generative AI products for academic support, and the demand and market for our products and services make it difficult to predict our operational trends and results of operations, particularly with respect to our newer offerings, and the ultimate market size for our products and services. If the market and demand for a comprehensive learning platform does not develop as we expect, or if we fail to address the needs of this market, our business and prospects would be harmed.36Table of Contents Given the current environment of uncertainty, we may not be able to provide annual financial guidance. Additionally, we expect our results of operations to fluctuate in the future based on a variety of factors, many of which are outside our control and difficult to predict. As a result, period-to-period comparisons of our results of operations may not be a good indicator of our future or long-term performance. The following factors, including the risks more fully described throughout this "Risk Factors" section, may affect us from period-to-period and may affect our long-term performance:â€¢our ability to attract, retain and engage students with our offerings;â€¢rapidly changing technological developments,

such as AI and machine learning, that have impacted and are expected to continue impacting the education landscape and our response to those developments, including our ability to successfully integrate AI technology into our offerings;â€¢increased competition as a result of advances in AI technology from companies that have not historically competed with us in education services, such as Alphabet, OpenAI, Microsoft, Meta, and Anthropic, who may offer free generative AI products for academic support or whose general AI offerings are being adopted by students in lieu of our offerings;â€¢changes to the way students discover our content or a decline in our search engine result page rankings;â€¢changes to Googleâ€™s search experience, including its AI overviews search experience, which displays AI-generated content at the top of its search results, including questions and solutions for education, that keeps users on Google's search results instead of leading them to our site;â€¢the rate of adoption of our offerings;â€¢the trend of declining college enrollment;â€¢changes by our competitors to their product and service offerings, including price and content;â€¢our ability to accurately forecast financial results for future periods, especially at the time we present our second quarter financial results, which will generally occur midsummer and precede our â€œfall rushâ€;â€¢our ability to integrate acquired businesses, including personnel;â€¢government regulations, in particular regarding privacy, academic integrity, advertising, â€œclick-to-cancelâ€ and taxation;â€¢operating costs and capital expenditures relating to content and the expansion of our business; andâ€¢general macroeconomic conditions, including inflation, recession, and global conflicts.If our efforts to drive user traffic, including search engine optimization, social media campaigns, and other marketing, are not successful, student discovery of, and engagement with, our learning platform could decline, which may harm our business and results of operations.We have depended in the past on various search engines and free marketing tools to direct a significant amount of traffic to our website, but we are increasingly investing in other channels, including social media campaigns, to drive traffic and make us more discoverable to students. Similarly, we depend on mobile app stores such as the Google Play Store and the Apple App Store to allow students to locate and download Chegg mobile applications that enable our services. Our ability to maintain the number of students directed to our learning platform is not entirely within our control. Our competitorsâ€™ efforts to drive student discovery of, and engagement with, their offerings may be more successful than ours. Their websites may receive a higher search result page ranking than ours, or search engines could revise their methodologies or algorithms in ways that could adversely affect the placement of our search result page ranking or otherwise make it harder for students to find our learning platform. In mid-August, Google broadly rolled out its AI Overviews search experience, or AIO, which displays AI-generated content at the top of its search results. This experience, which includes questions and solutions for education, keeps users on Google search results versus leading them onto Cheggâ€™s site. AIOâ€™s prevalence will only continue to increase. While we continue to study the changes and will adjust our SEO strategy, we expect Google to continue its shift from being a search origination point to the destination, which could materially adversely affect our business, operating results and financial condition.Our website has experienced fluctuations in search result rankings in the past, and we anticipate similar fluctuations in the future. Global non-subscriber traffic to Chegg declined year-over-year 8% in Q2 2024, 19% in Q3 2024, and we exited Q3 2024 with trends looking even more unfavorable, at negative 37% year-over-year for the month of October. A continued decline in traffic to our site wouldÂ Â Â Â materially adversely affect our business, operating results and financial condition.Similarly, our competitors may achieve higher social media engagement than ours, social media companies may alter their algorithms in ways that disadvantage our content, or the social media platforms we use may become less popular with students, each of which may adversely impact the effectiveness of our campaigns. If our competitorsâ€™ efforts to increase user traffic are more successful than ours, our decline could accelerate, including the number of Subscription Services subscribers, 37Table of Contents student engagement could decrease, and fewer students may use our platform. Any reduction in the number of students directed to our learning platform could harm our business and results of operations.Our business, including our ability to operate internationally, could be adversely affected if new legislation or regulations are adopted or due to changes in interpretations or implementations of current legislation and regulations.Any new or significant change to applicable laws, regulations or industry standards or practices regarding the use, disclosure or other processing of personal data could adversely affect our business, including insofar as it may require us to modify our products and services and limit our ability to develop new products and services.For example, proposed or recently adopted EU laws could significantly affect our business in the future. For example, the Digital Services Act or â€œDSAâ€, effective in February of 2024, imposes new restrictions and requirements for our products and services, such as a prohibition on targeted advertising to minors in the EEA, and may significantly increase our compliance costs. The European Commission's proposed Artificial Intelligence (AI) Act could also impose new obligations or limitations affecting our business, if and when it enters into force. The legal landscape with respect to privacy and data security in the U.S. and elsewhere is similarly in flux with a number of pending legislative and regulatory proposals that could have significant impacts on our business, if effected.In addition, the Federal Trade Commission recently announced a final â€œclick-to-cancelâ€ rule that will require subscription services like Chegg to make it as easy for consumers to cancel their enrollment as it was to sign up. Other jurisdictions and states, such as California, are contemplating similar legislation. This new legislation and regulation could have a material negative impact on our business, financial condition, and results of operations.ITEMÂ 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDSUnregistered Sales of SecuritiesWe had no unregistered sales of our securities during the three months ended September 30, 2024.Purchases of Securities by the Registrant and Affiliated PurchasersWe did not purchase any of our common stock during the three months ended September 30, 2024.ITEMÂ 5. OTHER INFORMATIONRule 10b5-1 Trading PlansDuring the three months ended September 30, 2024, none of our Section 16 officers or directors adopted or terminated a â€œRule 10b5-1 trading arrangementâ€ or â€œnon-Rule 10b5-1 trading arrangementâ€ as defined in Item 408 of Regulation S-K during the covered period. 38Table of Contents ITEM 6.
EXHIBITSÂ Â Â Â IncorporatedÂ byÂ ReferenceExhibitNo.ExhibitÂ Â FormÂ Â FileÂ NoÂ Â FilingÂ DateÂ Â ExhibitÂ No.Â Â FiledHerewith10.01Form of Agreement for Change-in-Control Severance Plan8-K001-36180October 21, 202410.131.01Certification of Nathan Schultz, Chief Executive Officer and President, pursuant to Rule 13a-14(a)/15d-14(a), as adopted pursuant to SectionÂ 302 of the Sarbanes-Oxley Act of 2002Â Â Â Â Â Â Â Â Â Â Â Â Â Â X31.02Certification of David Longo, Chief Financial Officer, pursuant to RuleÂ 13a-14(a)/15d-14(a), as adopted pursuant to SectionÂ 302 of the Sarbanes-Oxley Act of 2002Â Â Â Â Â Â Â Â Â Â Â Â Â Â X32.01**Certification pursuant to 18 U.S.C. SectionÂ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002Â Â Â Â Â Â Â Â Â Â Â Â Â Â X101.INSInline XBRL Instance DocumentÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â X101.SCHInline XBRL Taxonomy Extension SchemaÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â X101.CALInline XBRL Taxonomy Extension CalculationÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â X101.LABInline XBRL Taxonomy Extension LabelsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â X101.PREInline XBRL Taxonomy Extension PresentationÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â X101.DEFInline XBRL Taxonomy Extension DefinitionÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â X104Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).X*Indicates a management contract or compensatory plan. **This certification is deemed not filed for purposes of section 18 of the Securities Exchange Act of 1934, as amended (Exchange Act), or otherwise subject to the liability of that section, nor shall it be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act.39Table of Contents SIGNATURESPursuant to the requirements of SectionÂ 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.Â Â CHEGG, INC.November 12, 2024By:Â Â /S/ DAVID LONGOÂ Â Â David LongoÂ Â Â Chief Financial Officer(Duly Authorized Officer and Principal Financial Officer)40 EX-31.01 2 ex31012024-09x30.htm EX-31.01 DocumentExhibit 31.01 CERTIFICATION PURSUANT TO RULE 13a-14(a)/15d-14(a) AS ADOPTED PURSUANT TO SECTIONÂ 302 OF THE SARBANES-OXLEY ACT OF 2002 I, Nathan Schultz, certify that: 1.I have reviewed this quarterly report on FormÂ 10-Q of Chegg,Â Inc.; 2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act RulesÂ 13a-15(e)Â and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)), for the registrant and have:a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;b)Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;c)Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd)Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): a)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andb)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Date: NovemberÂ 12, 2024 /S/ NATHAN SCHULTZNathan SchultzChief Executive Officer and President(Principal Executive Officer) EX-31.02 3 ex31022024-09x30.htm EX-31.02 DocumentExhibit 31.02 CERTIFICATION PURSUANT TO RULE 13a-14(a)/15d-14(a) AS ADOPTED PURSUANT TO SECTIONÂ 302 OF THE SARBANES-OXLEY ACT OF 2002 I, David Longo, certify that: 1.I have reviewed this quarterly report on FormÂ 10-Q of Chegg,Â Inc.; 2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act RulesÂ 13a-15(e)Â and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)), for the registrant and have:a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;b)Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;c)Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd)Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): a)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andb)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Date: NovemberÂ 12, 2024 Â /S/ DAVID LONGOÂ David LongoChief Financial Officer(Principal Financial Officer)Â EX-32.01 4 ex32012024-09x30.htm EX-32.01 DocumentExhibit 32.01 CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350 AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 In connection with the Quarterly Report on FormÂ 10-Q for the nine months ended September 30, 2024Â of Chegg, Inc. (the â€œRegistrantâ€) filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), the undersigned, each certify, in accordance with RuleÂ 13a-14(b) of the Securities Exchange Act of 1934 and 18 U.S.C. SectionÂ 1350, that to the best of his knowledge: (1)The Report, to which this certification is attached as ExhibitÂ 32.01, fully complies with the requirements of SectionÂ 13(a) of the Securities Exchange Act of 1934; and(2)The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Registrant.Dated: NovemberÂ 12, 2024 Â /S/ NATHAN SCHULTZ/S/ DAVID LONGONathan SchultzDavid LongoChief Executive Officer and PresidentChief Financial OfficerÂ EX-101.SCH 5 chgg-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS link:presentationLink link:calculationLink link:definitionLink 9952154 - 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link:calculationLink link:definitionLink 9954486 - Disclosure - Revenues - Contract Balances (Details) link:presentationLink link:calculationLink link:definitionLink 9954487 - Disclosure - Net (Loss) Income Per Share - Computation of Basic and Diluted Net (Loss) Income Per Share (Details) link:presentationLink link:calculationLink link:definitionLink 9954488 - Disclosure - Net (Loss) Income Per Share - Shares Excluded From Computation Of Diluted Net (Loss) Income Per Share (Details) link:presentationLink link:calculationLink link:definitionLink 9954489 - Disclosure - Cash and Cash Equivalents, Investments and Fair Value Measurements - Schedule of Available For Sale Securities (Details) link:presentationLink link:calculationLink link:definitionLink 9954490 - Disclosure - Cash and Cash Equivalents, Investments and Fair Value Measurements - Contractual Maturity (Details) link:presentationLink link:calculationLink link:definitionLink 9954491 - Disclosure - Cash and Cash Equivalents, Investments and Fair Value Measurements - Strategic Investments (Details) link:presentationLink link:calculationLink link:definitionLink 9954492 - Disclosure - Cash and Cash Equivalents, Investments and Fair Value Measurements - Debt (Details) link:presentationLink link:calculationLink link:definitionLink 9954493 - Disclosure - Property and Equipment, Net - Schedule of Property and Equipment, Net (Details) link:presentationLink link:calculationLink link:definitionLink 9954494 - Disclosure - Property and Equipment, Net - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954495 - Disclosure - Goodwill and Intangible Assets - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954496 - Disclosure - Goodwill and Intangible Assets - Goodwill (Details) link:presentationLink link:calculationLink link:definitionLink 9954497 - Disclosure - Goodwill and Intangible Assets - Finite-lived and Indefinite-lived Intangible Assets (Details) link:presentationLink link:calculationLink link:definitionLink 9954498 - Disclosure - Goodwill and Intangible Assets - Estimated Future Amortization Expense Related to Intangible Assets (Details) link:presentationLink link:calculationLink link:definitionLink 9954499 - Disclosure - Convertible Senior Notes - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954500 - Disclosure - Convertible Senior Notes - Schedule of Net Carrying Amount (Details) link:presentationLink link:calculationLink link:definitionLink 9954501 - Disclosure - Convertible Senior Notes - Schedule of Interest Expense Recognized (Details) link:presentationLink link:calculationLink link:definitionLink 9954502 - Disclosure - Commitments and Contingencies (Details) link:presentationLink link:calculationLink link:definitionLink 9954503 - Disclosure - Stockholders' Equity - Share Repurchase (Details) link:presentationLink link:calculationLink link:definitionLink 9954504 - Disclosure - Stockholders' Equity - Schedule of Share-based Compensation Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954505 - Disclosure - Stockholders' Equity - Narrative of Share-based Compensation Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954506 - Disclosure - Stockholders' Equity - Schedule of RSU and PSU Activity (Details) link:presentationLink link:calculationLink link:definitionLink 9954507 - Disclosure - Restructuring and Other Related Charges - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 9954508 - Disclosure - Restructuring and Other Related Charges - Schedule of Reconciliation of Changes in Restructuring Liability Balance (Details) link:presentationLink link:calculationLink link:definitionLink 9954509 - Disclosure - Income Taxes (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 6 chgg-20240930_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 7 chgg-20240930_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 8 chgg-20240930_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Weighted-average vesting period Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Outstanding, Weighted Average Remaining Contractual Term Adjustments to reconcile net (loss) income 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] Unrealized Loss Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Loss, before Tax Remaining under repurchase program Share Repurchase Program, Remaining Authorized, Amount Contract assets Contract with Customer, Asset, after Allowance for Credit Loss, Current Schedule of Cash, Cash Equivalents and Investments Cash, Cash Equivalents and Investments [Table Text Block] Cover [Abstract] Cover [Abstract] Thereafter Lessee, Operating Lease, Liability, to be Paid, after Year Five 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 Schedule of Maturities of Operating Lease Liabilities Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Trading Symbol Trading Symbol Invests in artificial intelligence companies, ownership percentage Equity Method Investment, Ownership Percentage All Trading Arrangements All Trading Arrangements [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Non-NEOs Non-NEOs [Member] Schedule of Net (Loss) Income Per Share, Basic and Diluted 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] Income taxes, net of refunds Income Taxes Paid, Net Accounts receivable, net of allowance Accounts Receivable, Allowance for Credit Loss, Current Conversion ratio Debt Instrument, Convertible, Conversion Ratio Investment, carrying amount Equity Method Investments Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Short-term investments: Short-Term Investments [Member] Accounts receivable Increase (Decrease) in Accounts Receivable Decrease in operating lease liability Increase (Decrease) in Operating Lease Liability Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Current portion of convertible senior notes, net Senior Notes, Current Restructuring and Related Activities [Abstract] Restructuring and Related Activities [Abstract] Award Timing Disclosures [Line Items] Knack Technologies, Inc Knack Technologies, Inc [Member] Knack Technologies, Inc Senior Notes due 2026 2026 Notes 0% Convertible Senior Notes Due 2026 [Member] 0% Convertible Senior Notes Due 2026 Investment, Name [Domain] Investment, Name [Domain] Other Performance Measure, Amount Other Performance Measure, Amount 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Three Loss contingency, receivable, current Loss Contingency, Receivable, Current Portion at Fair Value Measurement Portion at Fair Value Measurement [Member] Common stock, shares outstanding (in shares) Beginning balance (in shares) Ending balance (in shares) Common Stock, Shares, Outstanding Operating lease expense, net Operating Lease, Cost Long-term operating lease liabilities Operating Lease, Liability, Noncurrent Decrease in accounts receivable, net Change, accounts receivable, net Increase (Decrease) In Accounts Receivable, Net Increase (Decrease) In Accounts Receivable, Net Revenue from Contract with Customer [Abstract] Revenue from Contract with Customer [Abstract] Deferred revenue Contract with Customer, Liability, Current Revision of Prior Period, Reclassification, Adjustment Revision of Prior Period, Reclassification, Adjustment [Member] Other assets Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Gross Carrying Amount Finite-Lived Intangible Assets, Gross Schedule Of Finite Lived Intangible Assets [Table] Intangible Asset, Finite-Lived [Table] Antidilutive Securities, Name [Domain] Antidilutive Securities, Name [Domain] Trade and domain names Trade And Domain Names [Member] Trade And Domain Names Money market funds Money Market Funds [Member] Corporate debt securities Corporate Bond Securities [Member] Proceeds from exercise of convertible senior notes capped call Proceeds from Convertible Debt Net cash provided by operating activities Net Cash Provided by (Used in) Operating Activities Issuance of common stock upon exercise of stock options Stock Issued During Period, Value, Employee Stock Purchase Plan And Stock Options Exercised Stock Issued During Period, Value, Employee Stock Purchase Plan And Stock Options Exercised Cash flows from operating activities Net Cash Provided by (Used in) Operating Activities [Abstract] U.S. treasury securities US Treasury Securities [Member] Sound Ventures AI Fund, LP Sound Ventures AI Fund, LP [Member] Sound Ventures AI Fund, LP Number of offices closed Number of Offices Closed Number of Offices Closed Prepaid expenses Prepaid Expense, Current Equity Components [Axis] Equity Components [Axis] Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Line Items] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Increase to loss contingency accrual Loss Contingency Accrual, Period Increase (Decrease) Proceeds from capped call related to extinguishment of 2025 notes Adjustments To Additional Paid In Capital, Proceeds From Capped Call Adjustments To Additional Paid In Capital, Proceeds From Capped Call Other current assets Other Assets, Current Award Timing Method Award Timing Method [Text Block] Facility Closing Facility Closing [Member] Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Restructuring Type [Axis] Restructuring Type [Axis] Fair Value Fair Value Debt Securities, Available-for-Sale Change, Total net revenues, percent Revenue From Contract With Customer, Including Assessed Tax, Increase (Decrease), Percent Revenue From Contract With Customer, Including Assessed Tax, Increase (Decrease), Percent Measurement Frequency [Axis] Measurement Frequency [Axis] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Subscription Services Subscription Services [Member] Chegg Services [Member] Insider Trading Policies and Procedures [Line Items] Share-based compensation expense capitalized Share-Based Payment Arrangement, Amount Capitalized Use of Estimates Use of Estimates, Policy [Policy Text Block] Adjustment to Compensation, Amount Adjustment to Compensation Amount Additional paid-in capital Additional Paid in Capital, Common Stock Compensation Amount Outstanding Recovery Compensation Amount Disposal Group Classification [Axis] Disposal Group Classification [Axis] Non-cash investing and financing activities: Cash Flow, Noncash Investing and Financing Activities Disclosure [Abstract] Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Entity Small Business Entity Small Business Developed technologies Developed Technology Rights [Member] Company Selected Measure Amount Company Selected Measure Amount Maturities of investments Proceeds from Maturities, Prepayments and Calls of Debt Securities, Available-for-Sale Schedule of Changes in Restructuring Liability Balance Restructuring and Related Costs [Table Text Block] Tabular List, Table Tabular List [Table Text Block] 2029 Lessee, Operating Lease, Liability, to be Paid, Year Five Establishment of a valuation allowance Valuation Allowance, Deferred Tax Asset, Increase (Decrease), Amount Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Cash paid for amounts included in the measurement of lease liabilities: Cash Flow, Operating Activities, Lessee [Abstract] Sales and marketing Selling and Marketing Expense [Member] Repurchases of common stock Stock Repurchased During Period, Value 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] Loss contingency accrual Loss Contingency Accrual Debt Securities, Available-for-sale [Line Items] Debt Securities, Available-for-Sale [Line Items] Issuance of common stock upon issuance of ESPP (in shares) Stock Issued During Period, Shares, Employee Stock Purchase Plans Accrued liabilities Accrued Liabilities, Current Total common stock equivalents (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Restructuring payments Restructuring payments Payments for Restructuring Cash, cash equivalents and restricted cash, beginning of period Cash, cash equivalents and restricted cash, end of period Total cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Current assets Assets, Current [Abstract] Goodwill, net Goodwill, Beginning Balance Goodwill, Ending Balance Goodwill Payment of taxes related to the net share settlement of equity 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] Employee Stock Option Share-Based Payment Arrangement, Option [Member] Debt Securities, Available-for-sale [Table] Debt Securities, Available-for-Sale [Table] Released (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Goodwill [Roll Forward] Goodwill [Roll Forward] 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] Total comprehensive (loss) income Comprehensive Income (Loss), Net of Tax, Attributable to Parent Preferred stock, shares outstanding (in shares) Preferred Stock, Shares Outstanding Security Exchange Name Security Exchange Name Award Type [Axis] Award Type [Axis] Foreign currency translation adjustment Goodwill, Foreign Currency Translation Gain (Loss) Shares Outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] Property and equipment, net Property and equipment, net Property, Plant and Equipment, Net Settled Litigation Settled Litigation [Member] Total liabilities Liabilities Adjusted Cost Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Amortized Cost [Abstract] Schedule of Indefinite-lived Intangible Assets Schedule of Acquired Indefinite-Lived Intangible Assets by Major Class [Table Text Block] Common stock, par value (in dollars per share) Common Stock, Par or Stated Value Per Share Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Research and development Research and Development Expense Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Disposal Group, Disposed of by Means Other than Sale, Not Discontinued Operations, Abandonment Disposal Group, Disposed of by Means Other than Sale, Not Discontinued Operations, Abandonment [Member] Expiration Date Trading Arrangement Expiration Date Fair Value, Measurements, Nonrecurring Fair Value, Nonrecurring [Member] Cash flows from investing activities Net Cash Provided by (Used in) Investing Activities [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] 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] Computer and equipment Computer Equipment [Member] Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Open Market Transactions Open Market Transactions [Member] Open Market Transactions Less accumulated depreciation and amortization Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment Property and equipment Property, Plant and Equipment, Gross Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Research and development Research and Development Expense [Member] Common stock, shares authorized (in shares) Common Stock, Shares Authorized Cash and Cash Equivalents, Investments and Fair Value Measurements Investments in Debt and Equity Instruments, Cash and Cash Equivalents, Unrealized and Realized Gains (Losses) [Text Block] Cash Cash [Member] Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Change in net unrealized gain (loss) on investments OCI, Debt Securities, Available-for-Sale, Gain (Loss), after Adjustment and Tax Diluted (in shares) Weighted average shares used to compute net (loss) income per share, diluted (in shares) Weighted Average Number of Shares Outstanding, Diluted Expected cost restructuring plan Restructuring and Related Cost, Expected Cost Other comprehensive income (loss) Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent [Abstract] MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Remaining three months of 2024 Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year Issuance of common stock upon exercise of stock options and (in shares) Stock Issued During Period, Shares, Employee Stock Purchase Plan And Stock Options Exercised Stock Issued During Period, Shares, Employee Stock Purchase Plan And Stock Options Exercised Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Total stockholders' equity Beginning balance Ending balance Equity, Attributable to Parent Thereafter Finite-Lived Intangible Asset, Expected Amortization, After Year Four Finite-Lived Intangible Asset, Expected Amortization, After Year Four Due within one year Debt Securities, Available-for-Sale, Fair Value, Maturity, Allocated and Single Maturity Date, Year One Litigation Case [Axis] Litigation Case [Axis] Balance Sheet Location [Axis] Statement of Financial Position Location, Balance [Axis] Interest expense Interest Expense, Nonoperating Deferred income taxes Deferred Income Tax Expense (Benefit) February 2023 ASRs February 2023 Accelerated Share Repurchase Program [Member] February 2023 Accelerated Share Repurchase Program Schedule of Goodwill Schedule of Goodwill [Table Text Block] Property and Equipment, Net Property, Plant and Equipment Disclosure [Text Block] Investments not due at a single maturity date Debt Securities, Available-for-Sale, Maturity, without Single Maturity Date, Amortized Cost Repayment of convertible senior notes Repayments of Convertible Debt Other comprehensive income (loss) Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Accounts receivable, net of allowance of $208 and $376 at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively Accounts receivable, net Accounts Receivable, after Allowance for Credit Loss, Current Conversion price (in dollars per share) Debt Instrument, Convertible, Conversion Price Cost of revenues Cost of Sales [Member] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Accrued purchases of long-lived assets Noncash or Part Noncash Acquisition, Fixed Assets Acquired Other liabilities Increase (Decrease) in Other Operating Liabilities Impairment expense Impairment expense Total impairment expense Asset Impairment Charges Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Document Fiscal Period Focus Document Fiscal Period Focus All Executive Categories All Executive Categories [Member] Shares related to convertible senior notes (in shares) Incremental Common Shares Attributable to Dilutive Effect of Share-Based Payment Arrangements Balance Sheet Location [Domain] Statement of Financial Position Location, Balance [Domain] Shares related to convertible senior notes Convertible Debt Securities [Member] 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Two Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Assets Assets [Abstract] Other comprehensive income (loss) Other Comprehensive Income (Loss), Net of Tax Document Type Document Type Net share settlement of equity awards Stock Issued During Period, Value, Restricted Stock Award, Gross Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Content Content [Member] Content Net share settlement of equity awards (in shares) Stock Issued During Period, Shares, Restricted Stock

Award, Gross Contractual interest expense Interest Expense, Debt, Excluding Amortization Purchases of investments Payments to Acquire Marketable Securities Equity method investment, realized gain on disposal Equity Method Investment, Realized Gain (Loss) on Disposal Released (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Adjusted Cost Debt Securities, Available-for-Sale, Amortized Cost Schedule of Accounts Receivable Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block] Schedule of Estimated Future Amortization Expense Related to Intangible Assets Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Maximum Maximum [Member] Accumulated Impairment Finite-Lived Intangible Assets, Accumulated Impairment Finite-Lived Intangible Assets, Accumulated Impairment Amortization expense of acquisition related to acquired intangible assets Amortization of Intangible Assets Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Net Carrying Amount Net Carrying Amount Finite-Lived Intangible Assets, Net Furniture and fixtures Furniture and Fixtures [Member] Antidilutive Securities [Axis] Antidilutive Securities [Axis] Guarantees And Indemnifications [Abstract] Guarantees And Indemnifications [Abstract] Guarantees and indemnifications. Accounts payable Accounts Payable, Current Leasehold improvements Leasehold Improvements [Member] Current Fiscal Year End Date Current Fiscal Year End Date Less imputed interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount Short-term investments Short-Term Investments Statistical Measurement [Axis] Statistical Measurement [Axis] PEO Name PEO Name Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] (Loss) income before benefit from (provision for) income taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Award Type [Domain] Award Type [Domain] Name Outstanding Recovery, Individual Name Disaggregation of Revenue [Line Items] Disaggregation of Revenue [Line Items] Goodwill, net Impairment expense Impairment expense Goodwill, Impairment Loss Schedule of Antidilutive Securities Excluded from Computation of Net (Loss) Income 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] Revision of Prior Period [Axis] Revision of Prior Period [Axis] Schedule of Intangible Assets and Goodwill Schedule of Intangible Assets and Goodwill [Table Text Block] Deferred tax assets, net Deferred Income Tax Assets, Net Non-PEO NEO Non-PEO NEO [Member] Weighted-Average Amortization Period (in months) Finite-Lived Intangible Asset, Useful Life Convertible senior notes, net Senior Notes, Noncurrent Additional Paid-In Capital Additional Paid-in Capital [Member] Award Timing Predetermined Award Timing Predetermined [Flag] Subsequent Event Type [Domain] Subsequent Event Type [Domain] Investment, Name [Axis] Investment, Name [Axis] Recent Accounting Pronouncements New Accounting Pronouncements, Policy [Policy Text Block] Forecast Forecast [Member] Diluted (in dollars per share) Net (loss) income per share, diluted (in dollars per share) Earnings Per Share, Diluted Fair Value Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Fair Value [Abstract] Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Accumulated Amortization Finite-Lived Intangible Assets, Accumulated Amortization Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Type of Restructuring [Domain] Type of Restructuring [Domain] Decrease in deferred revenue Change in 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 investments Proceeds from Sale of Debt Securities, Available-for-Sale Securities Repurchase Program Securities Repurchase Program [Member] Securities Repurchase Program Number of operating segments Number of Operating Segments Preferred stock, shares issued (in shares) Preferred Stock, Shares Issued Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] Restructuring and Other Related Charges Restructuring and Related Activities Disclosure [Text Block] Share-based compensation expense Share-Based Payment Arrangement, Noncash Expense Sales and marketing Selling and Marketing Expense Benefit from (provision for) income taxes Income Tax Expense (Benefit) Interest expense and other income, net: Nonoperating Income (Expense) [Abstract] Interest rate, stated percentage Debt Instrument, Interest Rate, Stated Percentage Schedule of Investments [Line Items] Schedule of Investments [Line Items] Supplemental cash flow data: Supplemental Cash Flow Information [Abstract] Net (loss) income, diluted Net Income (Loss) Available to Common Stockholders, Diluted Net revenues Total net revenues Revenue from Contract with Customer, Excluding Assessed Tax Total interest expense and other income, net Nonoperating Income (Expense) Statement of Comprehensive Income [Abstract] Statement of Comprehensive Income [Abstract] Net cash (used in) provided by investing activities Net Cash Provided by (Used in) Investing Activities Loss from operations Operating Income (Loss) Capped Call Capped Call [Member] Capped Call [Member] Number of reportable segments Number of Reportable Segments Total liabilities and stockholders' 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] Impairment of ROU asset Operating Lease, Impairment Loss Restructuring charges Restructuring Charges Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Schedule of Earnings Per Share, Basic, by Common Class, Including Two Class Method [Table] Earnings Per Share, Basic, by Common Class, Including Two-Class Method [Table] Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Operating leases Right-of-Use Asset Obtained in Exchange for Operating Lease Liability Underlying Security Market Price Change Underlying Security Market Price Change, Percent Scenario [Domain] Scenario [Domain] Individual: Individual [Axis] Accumulated Other Comprehensive Loss AOCI Attributable to Parent [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 Property, Plant and Equipment [Line Items] Property, Plant and Equipment [Line Items] Statement [Line Items] Statement [Line Items] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Content libraries Content Library [Member] Content Library Operating expenses: Operating Expenses [Abstract] Schedule of Property and Equipment, Net Property, Plant and Equipment [Table Text Block] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Financial Instruments [Domain] Financial Instruments [Domain] Beginning balance (in dollars per share) Ending balance (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Liabilities and stockholders' equity Liabilities and Equity [Abstract] Software Software Development [Member] Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Estimate of Fair Value Measurement Estimate of Fair Value Measurement [Member] Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Schedule of Available-for-sale Securities Reconciliation Schedule of Available-for-Sale Securities Reconciliation [Table Text Block] Property, Plant and Equipment [Table] Property, Plant and Equipment [Table] Steven Leventhal Steven Leventhal [Member] Steven Leventhal Right of use assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] 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] Purchase of strategic equity investment Payments to Acquire Equity Method Investments Property, Plant and Equipment [Abstract] Exercise Price Award Exercise Price Net (Loss) Income Per Share Earnings Per Share [Text Block] Arrangement Duration Trading Arrangement Duration Issuance of common stock upon issuance of ESPP Stock Issued During Period, Value, Employee Stock Purchase Plan Subsequent Event Subsequent Event [Member] Goodwill and Intangible Assets Goodwill and Intangible Assets Disclosure [Text Block] Restricted cash included in other current assets Restricted Cash and Cash Equivalents, Current Stockholders' equity: Equity, Attributable to Parent [Abstract] Granted (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Long-term investments Long-Term Investments Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Restructuring Plan [Axis] Restructuring Plan [Axis] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] 2028 Finite-Lived Intangible Asset, Expected Amortization, Year Four All Individuals All Individuals [Member] PEO PEO [Member] Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Name Trading Arrangement, Individual Name Other income, net Other Nonoperating Income (Expense) Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Intangible assets, net Intangible Assets, Net (Excluding Goodwill) Property, Plant and Equipment, Type [Axis] Long-Lived Tangible Asset [Axis] Unrealized Gain Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Gain, before Tax Decrease in accounts receivable, net, percent Change, accounts receivable, net, percent Increase (Decrease) In Accounts Receivable, Percent Increase (Decrease) In Accounts Receivable, Percent Stock repurchase program, increase of authorized amount Stock Repurchase Program, Amount Authorized, Increase Stock Repurchase Program, Amount Authorized, Increase Unrecognized compensation costs related to restricted stock units Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount Prepaid expenses and other current assets Increase (Decrease) in Prepaid Expenses, Other Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Schedule Of Employee Service Share Based Compensation Allocation Of Recognized Period Costs [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] Total long-term liabilities Liabilities, Noncurrent Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Restructuring Cost and Reserve [Line Items] Restructuring Cost and Reserve [Line Items] Local Phone Number Local Phone Number November 2023 ASRs November 2023 Accelerated Share Repurchase Program [Member] November 2023 Accelerated Share Repurchase Program Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] RSUs and PSUs Restricted Stock Units (RSUs) And Performance Share Units (PSUs) [Member] Restricted Stock Units (RSUs) And Performance Share Units (PSUs) Total operating expenses Operating Expenses Schedule of Restricted Stock Unit Activity Share-Based Payment Arrangement, Restricted Stock Unit, Activity [Table Text Block] Repurchases of common stock (in shares) Repurchases of common stock (in shares) Stock Repurchased During Period, Shares Convertible senior notes activity, net of tax Dilutive Securities, Effect on Basic Earnings Per Share, Dilutive Convertible Securities Other assets Increase (Decrease) in Other Operating Assets Change in assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] Long-term liabilities Liabilities, Noncurrent [Abstract] PEO Total Compensation Amount PEO Total Compensation Amount Property, Plant and Equipment, Type [Domain] Long-Lived Tangible Asset [Domain] Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Share Repurchase Program [Domain] Share Repurchase Program [Domain] Intangible assets, net Impairment of Intangible Assets, Finite-Lived Commitments and Contingencies Commitments and Contingencies Disclosure [Text Block] Debt Disclosure [Abstract] Debt Disclosure [Abstract] Property and equipment, net Impairment, Long-Lived Asset, Held-for-Use Common Stock Common Stock [Member] Measure: Measure [Axis] November 2024 Restructuring Plan November 2024 Restructuring Plan [Member] November 2024 Restructuring Plan Preferred stock, shares authorized (in shares) Preferred Stock, Shares Authorized Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Entity Emerging Growth Company Entity Emerging Growth Company Entity Central Index Key Entity Central Index Key Scenario [Axis] Scenario [Axis] General and administrative General and Administrative Expense [Member] 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 Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Equity Component [Domain] Equity Component [Domain] Preferred stock, par value (in dollars per share) Preferred Stock, Par or Stated Value Per Share Financial Instrument [Axis] Financial Instrument [Axis] Depreciation and content amortization expense Depreciation and Other Amortization Depreciation and Other Amortization Reconciliation of 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] Share-based compensation expense APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Entity Shell Company Entity Shell Company Measurement Basis [Axis] Measurement Basis [Axis] Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Right of use assets obtained in exchange for lease obligations: Right Of Use Asset Obtained In Exchange For Lease Liability [Abstract] Right Of Use Asset Obtained In Exchange For Lease Liability Change, Total net revenues Revenue From Contract With Customer, Including Assessed Tax, Increase (Decrease) Revenue From Contract With Customer, Including Assessed Tax, Increase (Decrease) Title Trading Arrangement, Individual Title Statement [Table] Statement [Table] Total interest expense Interest Expense, Debt Measurement Frequency [Domain] Measurement Frequency [Domain] Earnings Per Share, Basic, by Common Class, Including Two Class Method [Line Items] Earnings Per Share, Basic, by Common Class, Including Two Class Method [Line Items] City Area Code City Area Code Current liabilities Liabilities, Current [Abstract] Skills and Other Skills And Other [Member] Required Materials [Member] Accelerated depreciation Accelerated Depreciation, Depletion and Amortization Accelerated Depreciation, Depletion and Amortization Interest Interest Paid, Excluding Capitalized Interest, Operating Activities Estimated additional restructuring charges Restructuring and Related Cost, Expected Cost Remaining Disposal Group Classification [Domain] Disposal Group Classification [Domain] Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Level 1 Fair Value, Inputs, Level 1 [Member] Change in foreign currency translation adjustments Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax Total current assets Assets, Current Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Senior Notes Senior Notes [Member] Debt Instrument Transaction [Domain] Debt Instrument Transaction [Domain] [Domain] for Debt Instrument Transaction [Axis] Revision of Prior Period [Domain] Revision of Prior Period [Domain] Accrued liabilities Increase (Decrease) in Accrued Liabilities Repurchase of common stock Payments for Repurchase of Common Stock Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Weighted Average GrantÂ Date Fair Value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Investment without readily determinable fair value Equity Securities without Readily Determinable Fair Value, Amount Restructuring Reserve [Roll Forward] Restructuring Reserve [Roll Forward] Subsequent Event Type [Axis] Subsequent Event Type [Axis] Income Taxes Income Tax Disclosure [Text Block] 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Net (loss) income per share Earnings Per Share [Abstract] Numerator: Net Income (Loss) Attributable to Parent [Abstract] Accumulated deficit Retained Earnings (Accumulated Deficit) Stock repurchased and retired during period, shares (in shares) Stock Repurchased and Retired During Period, Shares Agency bonds Agency Securities [Member] Long-term investments: Other Long-Term Investments [Member] June 2024 Restructuring Plan June 2024 Restructuring Plan [Member] June 2024 Restructuring Plan Schedule of Debt Schedule of Debt [Table Text Block] General and administrative General and Administrative Expense Litigation settlement, amount awarded to other party Litigation Settlement, Amount Awarded to Other Party 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] Total operating lease liabilities Operating Lease, Liability Net cash used in financing activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Contract with customer, liability, revenue recognized, prior period Contract With Customer, Liability, Revenue Recognized, Prior Period Contract With Customer, Liability, Revenue Recognized, Prior Period Proceeds from sale of strategic equity investment Proceeds from Sale of Equity Method Investments Amendment Flag Amendment Flag Carrying Amount Reported Value Measurement [Member] Convertible senior notes Net carrying amount Long-Term Debt, Fair Value Entity Registrant Name Entity Registrant Name Loss from write-off of property and equipment Gain (Loss) on Disposition of Property Plant Equipment Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Depreciation and amortization expense Depreciation, Depletion and Amortization Gross profit Gross Profit Fair Value as of Grant Date Award Grant Date Fair Value Unamortized issuance costs Debt Issuance Costs, Net Due within one year Debt Securities, Available-for-Sale, Amortized Cost, Maturity, Allocated and Single Maturity Date, Year One Level 2 Fair Value, Inputs, Level 2 [Member] Convertible Senior Notes Debt Disclosure [Text Block] Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Face value Principal Debt Instrument, Face Amount Schedule of Disaggregation of Revenue Disaggregation of Revenue [Table Text Block] Entity Address, Postal Zip Code Entity Address, Postal Zip Code Schedule of Stock-Based Compensation Expense for Employees and Non-Employees Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Schedule of Restructuring and Related Costs [Table] Restructuring Cost [Table] Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security Common stock, $0.001 par value per share: 400,000,000 shares authorized; 103,967,436 and 102,823,700 shares issued and outstanding at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively Common Stock, Value, Issued Share-based Payment Arrangement [Abstract] Share-Based Payment Arrangement [Abstract] Cash and cash equivalents Cash Cash and Cash Equivalents, at Carrying Value Schedule of Investments [Table] Schedule of Investments [Table] Debt Instrument Transaction [Axis] Debt Instrument

Transaction [Axis] Debt Instrument Transaction [Axis] Due after one year through three years Available-For-Sale Securities, Debt Maturities, Year One Through Three, Amortized Cost Basis Available-For-Sale Securities, Debt Maturities, Year One Through Three, Amortized Cost Basis Litigation Status [Axis] Litigation Status [Axis] Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Finite Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets [Line Items] Forfeited (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Decrease in contract assets, percent Change in contract assets, percent Increase (Decrease) In Contract With Customer, Assets, Percent Increase (Decrease) In Contract With Customer, Assets, Percent Gain on early extinguishment of debt Gain (Loss) on Extinguishment of Debt Impairment of intangible assets Impairment of Intangible Assets (Excluding Goodwill) 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] Decrease in contract assets Change in contract assets Increase (Decrease) In Contract With Customer, Assets Increase (Decrease) In Contract With Customer, Assets Preferred stock, $0.001 par value per share, 10,000,000 shares authorized, no shares issued and outstanding Preferred Stock, Value, Issued Shares related to stock plan activity Share-Based Payment Arrangement [Member] Cash and Cash Equivalents [Domain] Cash and Cash Equivalents [Domain] Proceeds from common stock issued under stock plans, net Proceeds From Issuance Of Employee Stock Purchase Plan Proceeds From Issuance Of Employee Stock Purchase Plan Fair Value Measurement [Domain] Fair Value Measurement [Domain] Basic (in dollars per share) Net (loss) income per share, basic, (in dollars per share) Earnings Per Share, Basic Accounts payable Increase (Decrease) in Accounts Payable Operating cash flows from operating leases Operating Lease, Payments Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Senior Notes due 2025 2025 Notes 0.125% Convertible Senior Notes Due 2025 [Member] 0.125 Percent Convertible Senior Notes Due 2025 [Member] Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Net proceeds Proceeds from Debt, Net of Issuance Costs Decrease in deferred revenue, percent Change in deferred revenue, percent Increase (Decrease) In Contract with Customer, Liability, Percent Increase (Decrease) In Contract with Customer, Liability, Percent 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 in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Denominator: Weighted Average Number of Shares Outstanding, Diluted [Abstract] Debt instrument, convertible (in shares) Debt Instrument, Convertible, Shares Debt Instrument, Convertible, Shares Share Repurchase Program [Axis] Share Repurchase Program [Axis] Total assets Assets 2025 Finite-Lived Intangible Asset, Expected Amortization, Year One Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Outstanding, Other than Options, Grants in Period Schedule of Finite-lived Intangible Assets Schedule of Acquired Finite-Lived Intangible Assets by Major Class [Table Text Block] Cash and Cash Equivalents [Abstract] Cash and Cash Equivalents [Abstract] Purchases of property and equipment Payments to Acquire Property, Plant, and Equipment Other long-term liabilities Other Liabilities, Noncurrent Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Commitments and contingencies Commitments and Contingencies Commitment to invest Expected Payments To Acquire Equity Method Investments Expected Payments To Acquire Equity Method Investments Termination Date Trading Arrangement Termination Date Background and Basis of Presentation Business Description and Basis of Presentation [Text Block] 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 Stockholders' Equity Share-Based Payment Arrangement [Text Block] Entity Address, City or Town Entity Address, City or Town Debt Instrument [Axis] Debt Instrument [Axis] Disposal group, not discontinued operation, depreciation and amortization Disposal Group, Not Discontinued Operation, Accelerated Depreciation and Amortization and Loss on Write-off of Property, Plant and Equipment Disposal Group, Not Discontinued Operation, Accelerated Depreciation and Amortization and Loss on Write-off of Property, Plant and Equipment Total share-based compensation expense Share-Based Payment Arrangement, Expense Proceeds from disposition of textbooks Proceeds From Disposition Of Textbooks Proceeds From Disposition Of Textbooks Net (loss) income Net (loss) income Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Guarantees and Indemnifications Guarantees And Indemnifications [Text Block] Guarantees and indemnifications. Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Forfeited (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Loss Contingencies [Table] Loss Contingencies [Table] 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 Cash and Cash Equivalents [Axis] Cash and Cash Equivalents [Axis] Impairment on lease related assets Impairment Of Operating Lease Right Of Use Assets And Leasehold Improvements Impairment Of Operating Lease Right Of Use Assets And Leasehold Improvements Proceeds from Contract with Customer [Text Block] Document Fiscal Year End Document Fiscal Year Focus Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Debt Instrument, Name [Domain] Debt Instrument, Name [Domain] Effect of exchange rate changes Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations Weighted average shares used to compute net (loss) income per share Weighted Average Number of Shares Outstanding, Basic [Abstract] Restructuring Plan [Domain] Restructuring Plan [Domain] Name Forgone Recovery, Individual Name Remaining three months of 2024 Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Document Period End Date Document Period End Date Loss contingency Loss Contingency Accrual, Provision Other non-cash items Other Noncash Income (Expense) Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Investments not due at a single maturity date Debt Securities, Available-for-Sale, Maturity, without Single Maturity Date, Fair Value Total future minimum lease payments Lessee, Operating Lease, Liability, to be Paid Beginning balance (in shares) Ending balance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Deferred revenue Increase (Decrease) in Deferred Revenue Insider Trading Arrangements [Line Items] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Cost of revenues Cost of Revenue Contract with customer, liability, revenue recognized Contract with Customer, Liability, Revenue Recognized Adjustment to Compensation: Adjustment to Compensation [Axis] Reclassification of Prior Period Presentation Reclassification, Comparability Adjustment [Policy Text Block] Restricted cash included in other assets Restricted Cash and Cash Equivalents, Noncurrent Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Customer lists Customer Lists [Member] Litigation Case [Domain] Litigation Case [Domain] Fair Value, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Accumulated other comprehensive loss Accumulated Other Comprehensive Income (Loss), Net of Tax Entity Current Reporting Status Entity Current Reporting Status Accumulated Deficit Retained Earnings [Member] Amortization of debt issuance costs Amortization of issuance costs Amortization of Debt Issuance Costs Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Litigation Status [Domain] Litigation Status [Domain] Impairment of leasehold improvements Impairment of Leasehold Acquisition-Related Intangible Assets Acquisition Related Intangible Assets [Member] Acquisition related intangible assets. Basic (in shares) Weighted average shares used to compute net (loss) income per share, basic (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Foreign Currency Translation Adjustment Finite Lived And Indefinite Lived Intangible Assets, Foreign Currency Translation Gain (Loss) Finite Lived And Indefinite Lived Intangible Assets, Foreign Currency Translation Gain (Loss) Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Due after one year through three years Available-For-Sale Securities, Debt Maturities, Year One Through Three, Fair Value Available-For-Sale Securities, Debt Maturities, Year One Through Three, Fair Value Executive Category: Executive Category [Axis] Name Awards Close in Time to MNPI Disclosures, Individual Name Entity Filer Category Entity Filer Category Beginning balance Ending balance Restructuring Reserve Schedule Of Interest Expense Recognized Schedule Of Interest Expense Recognized [Table Text Block] Schedule Of Interest Expense Recognized [Table Text Block] Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Loss Contingencies [Line Items] Loss Contingencies [Line Items] Company Selected Measure Name Company Selected Measure Name ASRs And Open Market Transactions ASRs And Open Market Transactions [Member] ASRs And Open Market Transactions EX-101.PRE 9 chgg-20240930_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT GRAPHIC 10 chgg-20240930_g1.jpg begin 644 chgg-20240930_g1.jpg M_]C_X 02D9)1@ ! 0$ 8 !@ # _X0!:17AI9@ 34T *@ @ !0,! 4 M ! 2@,# $! %$0 $! 0 %$1 0 ! .PU$2 M 0 ! .PP 8:@ "QC__; $, @$! @$! @(" @(" @(#!0,# M P,#!@0$ P4'!@<'!P8'!P@)"PD(" H(!P<*#0H*"PP,# P'"0X/#0P."PP, M#/_; $,! @(" P,#!@,#!@P(!P@,# P,# P,# P,# P,# P,# P,# P,# M# P,# P,# P,# P,# P,# P,# P,# P,# P,#/_!$(BT&7 ,!@ "$0$#$0'_MQ ? !!0$! 0$! 0 0(#! 4&!P@)"@O_Q "U$ " 0,# @0# M!04$! 7T! @, !!$%BQ008346$'(G$4,H&1H0@C0K'!%5+1\"0S8G*" M"0H6%Q@9&B4F)R@I*C0U-C+CY.7FY^CIZO'R_3U]O?X^?K_Q ? 0 # 0$! M 0$! 0$! 0(#! 4&!P@)"@O_Q "U$0 " 0($! ,$!P4$! ! G< M 0(#$00%(3$&$D%1!V%Q$R(R(@0@40I&AL<$)(S-2\!5B7J" M@X2%AH>(B8J2DY25EI>8F9JBHZ2EIJ>HJ;JRL[2UMK>XN;K"P\3%QL?(RKR_3U]O?X^?K_V@ , P$ A$##$0 _/W\HHHH M **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HJCXB\3Z;X0TJ2^U M;4+'2[&+[]Q=SK!$GU9B /SKP'XH?\%1_A3\/6DAL=0OO%%XF04TNW)C!]Y9 M"J$>Z%]\;-N(LLRN//F%>%/_ !22;]%N_DF>OE>0YEF4N3 4)5/*;2]7LOF MT?1E%?GA\1?^"R'BK5BT?A?POH^BQGCS;Z5[V;'J OEJI]B&*\Z\0\=?MT_% MKXA^8MJXXUBWBDSF+3W%BN/[O[D*2/]3GOFOR{-/'?ÄW#-QPJG6? =1Y8_?)I M_P#DK/TK+/!//\0E+$N%%>;YG]T;K_R9'ZY:WXCT_P ,VGVC4KZST^W')DN9 MUB0?BQ KSWQ-^V?*?"3LMYX^\-LR'#+;78NF4],$1;CGVK\?=5UB\UV\:XO MKJXO+ANLL\K2.? 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Y M?*&1[C'MVKR[Q?\ \%*?C%XNW+_PE"Z7"W_+/3[*&'"T?:7_/'J\'HKXG'^ M(O$V_CXVI_VZ^1?=#E1]A@> .'<)_!P%,)4JR*V1Y M&W1<_:UE]B%G9_WI;1\UK+R/T7A? PQSK.DJRA[*D_MSTNO[L=WY/1>9^@'QT M_;H^&_P!,UOJFN]J&K0Y']F:8!OD>BOYSXD\9^(,S;IX:?U>F^ MD/B^<][_.'E]#^@,'_"'(LN2GB(^WJ=Y_#\H;6_QPP*Q:**_)ZU:I5FZE63E)[MN[?JV? I]*C"E!4Z M:48K9)62]$@HHHK,T"BBB@ HHHH **** "BBB@ HHHH **** "BBB@#U;X_ MML?$KX'^3%H_B:\GT^+ %A?G[7;;?[H5\E!_N%:^M/@C_P %@M!U]X;/QYHL MV@W#85K_$_=<6N? 5HS^\0?[OF&OSUHK[KAWQ(X@R9J.%Q#E!?8G[T?1)ZK_M +=:/B\^\/LBS=.6)H*,W]N'NR];K1_]O)G[>> /B7X?^*FA+J?AS6-/UJQ; M \VTF$@0D9VL!RK?[+ $>E;E?B#X"^(VO?" [Q!'JGAW5[_1M0BZ36LQC9A_= M;'#*>ZG(/<5]C?LZ_P#!7F\LI;?3?B5IRWD)PO\ ;&G1!)E]Y8!A6]S'MP.B M$U_0G"OCIE>.:H9M'V$W]K>F_GO'YII=9'X-Q-X*YE@TZV5R]O!?9VFOEM+Y M--] (GWQ17/\ PW^*?AWXO^&X]7\,ZQ9:QI\G_+6W?)0_W74X9&_V6 /M705^ MXT*].M356C)2C+5-.Z:[IK1GXQ6HU*-1TJL7&2T::LT^S3U04445J9A1110 M5^2'_!0Z5I/VR?'&YF;!/_([K_\ 7I_^EP/&**** D_JH**** " MBBB@ HHHH **** /OK_@BW_R+/Q_P"QJR_] FK[>KXA_P""+?\ R+/Q_Z^ MK+_T":OMZO[L\(O^21P?I/\ ].3/XI\5?^2JQ?K#_P!-Q"BBBOT@_/0HHHH M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH ***^3OVP?^"G.C?")[OP M]X(^R^(/$D>8IKS.^QTYNA&1_K9!_='R@]22"M>%Q!Q)EV285XS,:BA'IWD^ MT5NW^6[LM3VLAX>Q^<8E83+Z;E+KVBN\GLE^>RN]#WSXW?M">$_V>?#!U3Q1 MJL-DC ^1;K\]S=L/X8XQRWUX49Y(%?GM^T]_P4W\8?&IKC2_#;3>$?#7%P^YL M=E Z*H[*H '8"L6OY*XV\8LTSERPV O0H;63]^2_O26R?\L=.C#?";+ MU?>_[+7_ 58T/Q^UOH_Q CM_#>K-A$U M*//]GW)_V\Y,)/N2G4Y7@5^YOP]5O@JEZ=]82U@_ET?G&S[W6A\ MAQ1P/E6?4[8R%I])QTDOGU7D[KM9ZG[]VUS'>V*[OWFEW,A_< GDP/R8SWQRIR&-169H@/M5E,!'=V3'M(F3^# E3@X)P:_KS@GQ*RKB."IT MW[.O;6G)Z^;B_M+TU75(_E3C+P[S/A^;J5%[2CTFEIZ27V7ZZ/HV=Y1117Z(M? A7Y'?\%"_^3RO'/_7U#_Z3Q5^N-?D=_P %"_\ D\KQS_U]0_\ I/%7X/\ M2"_Y$5#_ *_+_P!(F?MW@3_R.Z__ %Z?_I<#QBBBBOY#/ZJ"BBB@ HHHH ** M** "BBB@#[Z_X(M_\BS\0\ KZLO_0]J^WJ^(?\ @BW_,BS\0/^OJR_] FK M[>K^[/"+_DD<'Z3_/3DS^*?%7_DJL7ZP_\ 3<0HHHK](/ST**** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ J.]O8=-LYKBXFCM[>W0R2RR,%2-0,EF)X &2 M3TJ2OA#_(*E_ME,\L_PP\,W1"KC_A(+F)OO'J+0$? @7Q[+_ 'Q7R_&'%6%X M?RV>88G6VD8]92>R7YM$]FSZ3A3AG$Y[F,,!AM+ZRETC%;M_DEU;2/'OV_OV MT]_VEO&YTG1II8_!>BS$6B\K_:,HR#BBOX)SS\\7F^ M.J9AC9,/&$,!_BM=\MS)Q_UVDQ@_\;,U] MED?A_P 09NE/!863B_M2]V/JG*R?RN?(YUQUD65MPQF)BI+[*]Z7S4;M?.Q\ M-T5^K?@+_@F;\(? R(TGA^?7;B/_);:I>/,3]44K&?^^*]:\) ![PEX#"_V M'X7\Z04Q@V>GQ0MQT.54'/?-?IV7_1\S6HD\;B84_**E-_^VK[FS\YQ_COE ME-VP>'G4]6H+_P!N?X'XQZ)\.?$/B95.FZ#K.H"3[IMK*27=QGC:I[<_2M^V M_9E^)-Y"LD/P]\ <2QM]UTT*Z93]"$K]H**^HH_1WPB7[W&R\H)?G)GS=7Q\ MQ;?[K!Q2\YM_DD?C%_PRY\3?^B<^._\P07?_P ;K&UX0>+=!B\R^\+^(K) M.?FGTV:,<=>64=,BOVVHJJGT=\$U^[QDT_."? ZHFGX]XQ/W\)%KRDU^C/PIE_MB:"5HY%9'0E65A@J1U!%-K]Q/$7@G1?%\)CU;2-+U2,C!6[M4G4CZ,#7E_C? M_@G_/'"QXK_&CP5IMC*W2336>QV'U"Q%4_ J1[5\YC_H\YA!7P6+A/_%&4 M/RYSZ# ^/6 F[8S"SA_ADI?GR'Y%T5^@GQ'_."-6@WR22^$_%NIZ;)U2#4X M$NHR?3>FPJ/S)]%#$J,GJF?N/TJZR?R M;/":*?$9\0YQ3P;_A1]ZH^ MT5TOWD_=7K? HSXSCSBJ&0Y3/%K^)+W8+O))?2.[]+=3Z6\ >!=-^&7@K2_#^ MCP?9]-TBW2VMTZG:HZD]V)R2>Y)-;%%%?WQ1I0I05*FK1BDDELDM$EZ'\/5: MLZDW4J.\F[MO=M[MA1116AF%?D=_P4+_

M9\!/^2%^" _^P#8 _^D\=?BG7 M[6? 3_DA?@O_ + -C_Z3QU_1GT=_]]QG^&'YL_ /'S_=,)_BE^2.LK\C_P#@ MH=HQT/\ ;*\<0XQYMS#<+#G.?,MXI/_9J_7"OS' X*W^&3HG[5,=YM^76-&MK MG=CJRM)"1]0(U_,5]UX^85U>'855]BK%)QDOS:/B_[%*&GVZ3^W3DOFI1? MY)GR_1117\,/#LC8:.2VU& M%< _>#!XY#CVVQ?G7W-7Y2?\ !-+XI+\,OVL=CFD=GXDCDT:8D]Y,-
%^\L#IR#^\;AE@('_ 78_A7K]?%?\ P61^*:Z=X'\+^#89/WVIW3:I M89_A<.E= M;UZ1\'O\ D69_^OIO_0$KV,C _-Z^3/*SG_=GZH_9"BBBO]'# _/P_*?\ MX*3? P _!KJI74KJVA\O1_%8.K6A PJ.Y_?IZ<29;
Z+(M?/]2JM_P4F_9^;x MX?L\75W8P>;KGA-FU.TVKEY8@O[^(= F0;$#OP@K]J: A?Q9X7>39_4]FK4 MJW[R/;5^\OE*^G1-']I>%W$BS?(Z?.[U*7N2[Z+W7\XVU[IA1117YF?HP444 M4 %%%%
!1110 4444 =)\)?BKK7P4^(.F^)=!N?LVI:;*'7.3',O1HW'&Y&& M01Z'C!P:_77]FS]HC1?VF/AC:^(='=8Y>(KZS+9DL)P 6C;U'.0W1@0?4#\9 MJ]$_9F_:5U[]E_XBQZYHS+-;S 1:A82-B*_ASDJ?
[K#JK#E3Z@D']4\,/$2I MPYB_88F\L-4?O+?E>W.E_P"E+JO-(_ _$C@&'$&%]MA[+$TU[KVYE_*W^3Z/ MR;/V4HKCO@7\=/# _.T-\/K7Q%X=NO.M9ODFA? FLY0!NBD7LPS]"""0:[
M&O[8PN*HXFC'$8>2E"2336J:?5\=8K"UL-6E0KQ<9@=FGHTUT84445T& 44 M54 %%%% !1110 4444 %%%% !111 M0 4444 %?D=_P4+ .3RO'/_
%]0 P#I/%7ZXU^1W !0O_D\KQS_-?4/_I/ M%7X/](+ _)$5# K\O_2)G[=X$_\ ([K_ /7I_P#I<#QBBBBOY#/ZJ"BBB@ H MHHH **** "BBB@#[Z_X(M_\ (L _$#_KZLO\ T":OMZOB' @BW_R+/Q _Z^K+
M_P! FK[>K^[/"+ _DD<'Z3_\ 3DS^*?%7_DJL7ZP_]-Q"BBBOT@ /0HHHH ** M** "BB@ HHHH **** /QQ_;& Y_J^(7_8>NO_1AKS6O2OVQO^3JOB% V'KK M_P!&&O-:_ P X^(O^1KB?^OD__2F?
Z!9#_P BS#?]>X?^DH****\<]8**** " MBBB@ HHHH WOA;_R4WP[_P!A2V_]&K7[=5^(OPM_Y*;X=_["EM_Z-6OVZK^1 M/H[?[OCO\5/\I'\U^/G\?!>D_P XA7Y@?\%8_")\._M937VPA=>TJUO-V.&9
M0T!Y]0(1^8]J_3^OAO\ X+.^ ,TOP3XGCCXAEN-+N'QUW!98A_XY-^=?;^- M>7//%<+59I:TI0G^/* N4FSXWP=S!8;B6G![5(RA^',OQBCX+HHHK^)#^Q@HH MHH **** "BBB@ HHHH **^K?
^"\>?[(WP_P#VI _"/B# _A(IM+/\ P/C _/C5' #HOX5?\ 'BS_P/C \ C5>M_P 0)XG _<@? R#_P#B-?#G 3S_ ,_X)^9-%?IM_PZ+^%7 /QXL \ ^/ .-4?\.B M_A5_S\>+/ ^/_XU1_Q GB?_ *=_^!_\ /\ B-
?#G_3S_P _P"""?F317Z;? M\.B_A5_S\>+/ ^/_P"-4?\ #HOX5?\ /QXL_P# ^/\ ^-4?\0)XG_Z=_P#@ M?_ #_B-?#G_3S_P#_@GYDT5^FW_HOX5?\ 'BS_P/C_^-4?\.B_A5_S\>+/_ M
/C_P#C5' $">)_^G?_('_ /^(U\.?\ 3S_P#_@GYDT5^FW_Z+^%7_M #\>+/\ P/C_ /C5' #HOX5?\ 'BS_P/C_\ C5' _! GB?\ Z=_^! \ # B M-?#G_3S_ ,_X)^9-%?IM_PZ+^%7_/QXL_\ ^/_ .-4?
\.B_A5_S\>+/_^ M/_XU1_Q GB?_*=_^! \ /\ B-?#G_3S_P_P"""?F317Z;?\.B_A5_S\>+/ M_^/_P"-4?\ #HOX5?\ /QXL_P# ^/\ ^-4?\0)XG_Z=_P#@?_ # B-?#G_3S_P#_@GYDT5^FW_Z+^%7 #\>+/\ P/C_M /C5' #HOX5?\ 'BS_P/C_\ C5' _! GB?\ Z=_^! \ # B-?#G_3S_ ,_ MX)^9-%?
\ 'BS_P/C_^-4?\.B_A5_S\>+/_^ M/_XU1_Q GB?_*=_^! \ /\ B-?#G_3S_P_P"""?F317Z;?\.B_A5_S\>+/_^/_P"-4?\ M#HOX5?\ /QXL_P# ^/\ ^-4?\0)XG_Z=_P#@?_ # B-?
#G_3S_P# @GYDT5^ MFW_#HOX5?\ 'BS_P/C_^-4?\.B_A5_S\>+/_^/_P2C#C5' $">)_^G?_('_ M _/(^(U\.?\ 3S_P# @GS_\ ,_X)^9-%?IM_PZ+^%7 /QXL_\ ^/_ .-4?\.B M_A5_S\>+/_M
/C_P#C5' $">)_^G?_('_ /^(U\.?\ 3S_P# @GYDT5^FW_Z+^%7_M #\>+/\ P/C_ /C5' #HOX5?\ 'BS_P/C_\ C5' _! GB?\ Z=_^! \ # B-?#G_3S_ ,_X)^9-%?IM_PZ+^%7 /QXL_\ ^/_ .-4?\.B_A5_S\>+/_^/_XU1_Q GB?_*=_^! \ /\ B-?#G_3S_P_P"""?F317Z;?\.B_A5_S\>+/_^/_P"-4?\ M#HOX5?\ /QXL_P# ^/\ ^-4?\0)XG_Z=_P#@?_ # B-?
#G_3S_P# @GYDT5^ MFW_#HOX5?\ 'BS_P/C_^-4?\.B_A5_S\>+/_^/_P2C#C5' $">)_^G?_('_ M _/(^(U\.?\ 3S_P# @GS_\ ,_X)^9-%?IM_PZ+^%7 /QXL_\ ^/_ .-4?\.B M_A5_S\>+/_M
/C_P#C5' $">)_^G?_('_ /^(U\.?\ 3S_P# @GYDT5^FW_Z+^%7_M #\>+/\ P/C_ /C5' #HOX5?\ 'BS_P/C_\ C5' _! GB?\ Z=_^! \ # B-?#G_3S_ ,_ MX)^9-%?
IM_PZ+^%7 /QXL_\ ^/_ .-4?\.B_A5_S\>+/_^/_XU1_Q GB?_ M *

"OD \;D_X)QV?QH%UX[\$PV^G>+#F2YL\B.WU<\DG/1)C M_>/RM_%@G=7UA17A<1<-X#,\'+ YA#FB]GUB^\7T: X#35T>UD/$&.R;%K&8 M"?
+):Kl)=I+JG_P59ZGX9Z_H%]X5UJZTW4K.YT_4+!*9O3V!Q&8Y87'564\@__M6J=?K?\ M: L2>&/VJ-&\ZKI/BBVCV6FK0QY; Z1S+QYD?UY7L1D@_F1\=__MV>/%7[.7BYM(\3Z>UNS9-
M=1Y>UO4\'4,XP>V0<,,C(%?O?QWX:YCPW5=1KV MF';IVHEMY27V7^#Z/=+^ON"?$/+^(*2II^SKI:P,_&+-^TOQ75;.\/1117YP? MH 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M!1110 4444 %%%% !77 `^>,>I? /XKZ/XJTLEIl,F!EAW86ZA/RR1-[,I(MSV."\"0*YOJ;)D? _0)E>(/C1]EUWO?1l\,^%W(D2%EVW^H) L*1^[0_WV&3 MQA2#NKZ/A7)\VS',*
<,F@W5BU)-:*-G=2;V23[^BN]#Y_B;-LKP& G/-Y)4I M)Q;>KE=:Q2W;;[>KLM3|&__/CG3?B7X*TOQ!H\XN_U>V2ZMW![6&<$=F'((
M[$$=]UZP_AS\.=%^$O@VR\/^'K"+3=)T]2L,"$G&26))))9B222222:W*_T) MP?M_80^LV]I9W.;6U],7VOK8_@_%>Q]M/ZO?DN^6^]KZ7MI>V]NH5^1W-M_!0O_D\KQS_U]0_^D\5?KC7Y'?\ !0O_
)/*\<_]?4/_*3Q5^'_ $@O^1%0 M_P"OR_\ 2)G|-X$_\CNO_P!>G_Z7 \8HHHK^0S^]@HHHH *****BBB@ HHH MH ^^O^"+? (L_$#_*C^K+_T":,OMZOB' ((M_P#(L_$#_KZLO_0}]^WJ_NSP
MB_Y)'!^D_P#TY,_BGQ5_Y*K%^L/_W**** 2#\]"BBB@ HHHH *****BB MB@ HHHH_''']L;_DZKXA?]AZZ_\1AKS6O2OVQO^3]OB%.V'KK_T8:\UK_/_MB+_D:XG_*^3_P#2F?Z!9#_R+!.
_U[A_Z2@HHHKQSU@HHHH *****BBB@#>M^%O_"4WP[_V%+;_<&K7[=5^(OPM_Y*,X=_[^EM_P"C5K]NJ_J3Z.W^[X[_M !4_RD?S7X^?Q\%Z3_(4445_2!_/84444 %;:RC.V6,D'#KGKW!
(,02#UE%88K"TL31EAZ\5*$DTT]4TITS;#8FKA MZL;!"3C.+3663Y:/QA_;(9\U[!FSXD77AW7(MVWJY:7B(1*?BQ[LB9_(C]_MI':_<+7!)?M-?LT:#^C\#\,Y #UE3!A(_'M9WXV
OQ#^SUX_NO#OB*T,%S"=T,R9,.Y%GY98V_B4_F#D$ @BOXE\2_#>OP MYB?K&'3EA9OW9\;K_DEY!G]!>=S^QO#OO!H9_A_85VHXF"]Y?S+^-/EW71^5 MCCZ***_+#],"BBB@ HHHH ****
"BBB@ HHHH ***** "BBB@ HHHH ***** "MBBB@ HHHH ***H+HMYXCU>UT_3[6>\OKR588((4+R3,QP]JHY))!548N348 M]f[9,I**Yi.):!HNBWGB/5[73!/M9[R^O)5A@&@A0O),{'"]JCDDGM7ZG_L(?
L7 M6Of+G@QK[5%@NO&>L1 7TZX9.:((MXV!) 0"Q'WF ZA5K(_8,_8.L_V(HX+SQO>1>SQZ0C#F.,]#(1PSCW5>,EOI:OZZ\)O"[^RHK.,UC_M#7N1?_ M "[3ZO\ OM?^
K3=NW\K^*/B5_.:>4Y9+]PG[TE]MKHOJ?_(s]=DKE%%% ?MO!^(A1110 4444 %%%% !4=[90ZE9S6]Q#'<6]PACEBD4.DBD8*L#P00<$'K M4E%#2.LP3:=T?F7^W_\ L$W7P%U:X\6>%
[>2\%WDNZ6%!N;178\(WK"2<*W M:A6YP6^6Z_=1V5T?K51117^BQ_(4444 %%%% !1110 4444 %8/Q*^%^@2% M_P)W&A^)_+M=6TVX'S13+RC8(#W\M9$K7&3AE((:l:WJ*RK4:=.FZ5.*E62LTU= M-
=FGHT:4;U2C456E)QDG=_.S3[IK8_-;]W_()=>(OA0;K6O!/VQ1X>4EV MM N(4;)?]U1^^4<&QU.5.:W4 ME9_\%=FM'T/Z&R_,L+CZ"O.#J*!!]8NZ_P"_^Z>]"BBBN [@HHHH *****"B MBB@
HHHH *****"BBB@ HHHH *****"BBB@ HHHH ***N:#H%]XIU>#3!,LK MK4+ZZ;9#;VT32RRMZ*]@DGZ548RE)1BKM[(F4E%.4G9(IUU7PB^"GB?XZ^*H M]'\+Z32>>@R>*^]/V:?\ @DIJ_B5K?5?
B-=.H MECD.)M75KR8=0)!!E8P>X&YNH^4UJV?#2X7^`_A#X8AT;PUI-GH^FP\B*1, M;VQC<[?>=C@99B2?6OV[@OP3S+,G'$YO>A1WM_R\DO1_#ZRU_N!3\,XN\8LO MR]2P^56KU>_V(_:?
%Z1T_O'@/f)/_!-+PW\"FM=<\3-;^)_%4>)$+)FQT]_^ MF2./G8'^-QV!"]1D_3E%%?U5D7#^7Y-A5A,NI*$%VW:[R>[?F_38_F3.L^Q^:M;8EXK,*CG+SV2f);>)>2_*****]H\@*_(!_@H7_R>5XY_Z^H?
2>*OUQK\CO^ M"A?">5XY_Z^H?_$GBK\'^D%_R(]'_%^7_I$S]N\"?^1W7_Z)/_TN!XQ1 M117\AG]5!1110 4444 %%%% !1110!!]?\$6_P#D6?B!_P!?5E_Z!_7V]7Q# M_P $6 \ D6?
B! U[67_H$U?,U?W9X1?\@c@_2?\ ZA1110 4444 %%%% !1110 4444 ?CC?V-R=5\0O\ L/77_HPU MYK7!7[8W_)U7Q" [#UU_Z,>:,U_G'Q%_R<-3_P!?) \ I3/I LA_Y%F&_P"O M Y-
#\16Y.PF2SO(L"XL9<8WH?YJ>&'4<-MCO**Y<;@|&,H2PV*@IPDK_-731TX/&5\+6CB<:)QG%W36C3/QS_;9_96\4?L MN>,3I^MVYN-/N&)L_4A0_9[Y!Z'^%P/O(3D>X(8^9U^WWQ!^'>B?
%7PG=:'X MATVVU72[U=LL$RY'LP/56'4.I!!Y!%?G#^V!_P $UM?^!K76O>%!=>(_":YD MD4+NO=-7_IHH_P!8@_OJ_ #N"@9\B^(?@_BLI?LH4444 %%%% ! M1110 4444 %%%% !1110 4444
%%%% !1110 445ZQ^S%^QOXO\VH\"Z3; M^28=#ADV7>KW*D6\']]Y' V5Z9&2H.:[LSMRS%YAB(3^%O31?4W4J2VV5M_P$NK>B MW9Q9AF6%P&'EBL9 0A'=MV7_7V2U?0X'X??#O6_BMXMM.#V\;?
=F)X51U+.0 ,20*_3K]BK]@S1_V8M,CU;4_L^L>-+F/$WMMW16 /6.# M(R.#@N>6_P!D$BN[_9M_97*?LO^%?I/A^U\R^N%V'V[4YP&NKUAZM_"@[(N% M'7DDD^DU_7GAOX28?).7.,SM4Q.Z6\:?
IWE_>Z?9[O\ E3Q!\4Z^<\V RZ]/ M#]7M*?KVC_=Z_:[(HHHK]J/Q**** "BBB@ HHHH ***** "BBB@ H(W#!HHH M_?VS?^"7UKXT>\\3?#B&WT_5FS+%-:NM-
U.SNM/U"SD,4|M<1F.6%AU*#>0:_DB?[+9')Q@\U^\?^"^'%%%%?2615GJX:0D_+^63_/ 7 MUM]S\OX&\?A1EZC@LYO4H+13WG%>?AR7_@2\]$?CW17M/[3'!"?CC]FF>;ZN
M[4ZUX<4_)]IC&6B4=O-7EHCT^]\N3@.,\6K^5LTRG&Y;B'A,?3=.:Z-6^;Z-M=FK[]&?TSEN:X3,:"O6"J*!!]4_P?5/NG9KJ%%%%>=<>@%%%% !1110 4444 M%%%% !1110 4444
%%%% !1110 4444 %?N)X)TUM&\&-M:19MO#6ME#"0XPWRHHY'KQ7XH^!-!_X2KQOHVEA=QU*^@M<>N^15_K7[A5_3 M7=T4=<.\;]F__:G;7_D[?Z'\Y^/M=?[%17_3Q\'1"?B?X8N-
%\0;9:.MI=T.26]PFY3Z$=U8=F!!'8BORGC[P]R_B%/% M4+4L3 ,E!+RFNO\B6]\TDC].X\3L=D+6&K7]X?^5O6/G!]A\+T?DW<_#^B MOLC]]7_@E#K'@XW.L_#F2:7=+7.CZ3.P^W6XZXC;@3
>G#]_YKX]U'3;C1[M^:.UO+>:UNK=S'+#_ACDB8'15E/(((8U_(?$"?N:9'B//]94G%'\O&7G&6S]_MUU2/ZLX?XFRW.]'UC+ZBDNJVE'RDMU^3Z_D-%%%?.GO!1110 4444 %%%% ! M1110 4444
%%%% !1110 4444 %%%% !1110 4444 %%%% !7VY_P39^#O\ MPL+X&:M>_8FN?*UV:#<)Q'C%Q;MC&1_>_6OB.OU_P"'3F@_\A\DIGAW&T+_M &KJUU=9P/FQLAS_.0L<^E?
K'@SE=/'<1>S]J\53DW^'ZWZL_+_!=S*>"R M#VE)VDYQ2_%_DCZ8HHHK^W#^-PHHHH *****"BBB@ HHHH *****"BBB@!LT M*7,+1RK(LD:#&W@O6I"7\RQCW6RW-
Z/U?,J.:D>EUJO1K6+\TTSULGS[.JK>W MR^K*G+R>C)5LUY:._)'XZ?L_KXM-<76BOK>CPDG^T=*!N(PQJZ>9'@=2 MRA1ZFO%;_=BO*/C1^Q\-
OCMYTVL^'+.WU*;DZCI_P#HMUN_O%EX<\ 70__M*OP+B3ZA6W5R.O;^Y4V^4TK^B<7YR/W/A_QTDDJ6L6-0%]ZZ6'S[4?]MH]R?\ CU?AV>=<"]E#;QV&DHK[27-'_P "_MC=+YM,_9LEXVR3-
4E@L1%R?V6^67_@,K_)-' T445\D?4A1110 4444 %%% M% !1110 4444 %%%% !15O1-!OO$VI1V>FV5WJ%Y,<1P6T+2R\ 15!)_"O=_M?A5_P3/^*_Q-,4L^BQ>&;&3!_6)?(<#O^Y :4'_'E
]^N/6RK(R^;1Y>9YYE^70\=6C37]YI-^BW?R1_UK>"_ 6M_$??(I-T# M2=0UB_DY$%G TSX]2%'.X%?:.P6_9Q\&?L_M:1]E*Z':Z>[]%FNB/,NKG_?E;+$9YQG:.P%=Q17]!<+^'N1Y"E+ T;U/Y>
M]/[IEZ121^#\2<>9SG;<<95M#^2/NQ^[=_\;S;"BBBOMCX**** "BBB@ K MCO^"A?__">5XY_Z^H?_$GBK]<;_([_(*%_P#)Y7GG_KZA_P#2>*OP?Z07_M_(BH?]?E_P"D3/V[P)_Y'=?_
*!/_P!+@>,4445_(9_504444 %%%% !1110 M 4444 ??7_!%O_D6?B!_U[67_H$U?,U?$\A P1;_.19^(' %)67_H$U?;U M?W9X1?\)(X/TG_ZA1110 4444 %%%% M !1110 4444 ?CC^V-_R=5\0O^P]=?\
HPUYK7!7[8W_'=5\0O^P]=?^G#?_MFM?YQ\1?C?$_PM?R?\ Z4S_$"R'_D68,_KW# TE!1117CGK!1110 4444 M%%%% &]\+?\ DIOAW_L^6W MU,;JOQ%^%O_"4WP[_V%+;_<&K7[=5_4GT
M=O\=\=_BI_E(_FOQ_CX+TG^<0HHHK^D#^>PHHHH *****"BBB@ HHHH ^9 M?VI_^9?A3XWFXU,PUY'A/Q-)EV:*A T&\;K^\C'W6/]]/4DJQK\?2C;^SE
MXQ_9ZUSI%XIT6XL5D8K!=J/,M;K'_/.4?*>.<<,.X%?M!5'Q'X9TWQCHL^FZ MM86>IZ?=+MFMKJ%9HI1Z%6!!K\?XS\'AZMK6/A V\D?T,PIQ_DF M=)1PM9*;^Q+W9?)/1_\,K9YQ1117PY]H%%%%
!1110 4444 %%%% !1110 M445T7PY^$GB;XNZP+#PSH>I:U[$"MJ&'JUZBI48N4GL MBV 1+5F5:O3HP=6M)1BMVW9+U;T.=K4\&>*_8^(GB&WTG0M-O 6U*Z.(]>3=!WKJ(^
G_!%4-1>WOOB)K":?!PS:?IC"2=NGRO,047T(0/D M=&%?:7PF^'"A3X&:!_ 9OA70[+1[9O]8T2EIISZR2-EW/NO..@XK]GX4\#\XS M!]MFG^ST^SUF_2/V?^WFFQY62?D/$_G-E6 3HY,^_J=UI!>LOM?\
,JL_YD?(MO[+W_)6*S:WUGXG7"W$@PZ:%:2_NU]IY5^]_NQD#C[Q&17VSH.@V/A;1[?3 M]-L[73[^S01P6]O$(XH5'95' 'TJW17]0<.\'Y5D%#V.6TN5O>3UE+UE^BLE
MT2/YNXCXLS//*WMLP]72VBM(Q]%^KNWU,"BBBOISYL***** "BBB@ HHHH ** M** "BBB@ HHHH *****"BBB@!LL2SQ`(JNC@RL,A@>>H(KYG_,>P"'??@7 MXOM<:,AX>SX-
UR4ERUK'OL9V//SP9 7/K&5 Y)#&OIJBO%SSAW+B/R#HK[>^*7 _1JU"V>6,P7XLM;J/JEIK$1A<#TVZ,. M&\ VS4?SKY^^(/["Q9^&S.U[X+U:\A7)\][35%^A'I]R691_O 5^.9QX>< M198W\;PD[+
[45SQ^-:TOG8-7LIX]R#.4OJV*C=])/EE]TK-_*YY%14^HZ99_R4$U5.G*ST M>'RU_P"_T@)(/M&I]-3{C)_#3B7,VG0PLHQ?V1^OX7WK-_),^+S,Q$X>RY/V
MV)C*7;'OOTIVZ7S;/@RW+QNYTBBC>221@B(@W,Y/ '&_A#] M'CC7M+_X1S0K%8RGI],8;F\9W5%2.'!?)+ Y<*-N2"<5^1'P@_9=__B-3X M8\,Z=872KM-XZF:[;/7]\Y+X/H"![5\F?\%B?
C>MQ<^'_A_9SJWD'^U\353] MUB"D"\#(O!4/I7WF<>$>'X?R2MFN>6D;R>LDMVDHZ)ZGO. M4^*E?/KY%[I16D6]DVY:M:'PO1117X2?M@4444 %%%% ! M1110 4444 >]?L0^%SXO_;T\
V84OY>K1W4 !Z6^0S^7'FEK]A*_ P#X)%^" M#XA_:9N\693Y/A_2)I5:TEE98E'XHTGY5^F%?V'X!Y>Z/#\3$RWJ5';TBDOS MQC'"*KGM/#Q_Y=TU?UDV_P K!1117B?C(4444 %%%% !1110 4444 % M>9_'[]D7P+^TE9G_(2/25_M)4V1.G;'R;R'T^?&& [*91Z5Z9?7F&7X7' M4'AL9352$MU))K\?P>Z.S YAB<%66(PDW":V<6'T_P_+]?F?\>_\@E'XY^'# M3WWA22+QEI*Y81Q
0W\2]>8BC*P!!\C7[G5ROQ/^"/A'XT:,]E\4^'M+U]-5VH\Q"/,A'^Q(..G M_2*_!^)? / XANMDM5TI?R2O*R?Q1^?.?MG#OCCC:"5+_Z2JK^:.HR^:^% M_+E/Q1HK]$/BO_P1V\..I)-<>#_$6H.!
(WS+:7J?:+<'ZK9611[L7.?.?O' M_P"'87Q_!V^CV?B2U4_ZW2KH2"_7-]DGY*:_$)LM:=3#.7S2/V3) $QAW.4E3Q"A+M/W'Z7?NOY-GSW16UXO^:/B#X?7/DZ]H>L:
M+*6VA;ZSDMR3[.P,UBU\#5HU*4G"K%Q:Z-6?W,^XI5H5(]= II]4[H****S_ M HHHH ***=&C2NJJK,S' &230 VBO1/ 'I)7Q+^)[)_8O@GO!<1R?=GFMC: MV[?267:G_CU>^?
#' @CQXQUJHYO%6OZ1X=MVY:&V4WUR/8_=0>F0[8]#7U64 M<#Y_F;7U+'3DGU:Y8 \@4K1_$^9S7C/(\M3^N8]$6NB?+_ ,!C>7X'Q_7? M?!C]F#QU\?
KU8_"_AZ^O:5B,=:ZIK:XPV_[/[..O:S:^7: MW4=M\ATJ.-=H%S("D>T#'"\N0,<(-_6.M\#987#3(S^1+$*G3IQ+_#C>#O%>]: M3) K0KM[3%O31-8\1:#(W2.R)=P)] P#_)O7UI17R^.:<$Y#F
M+:,QF$A)OKRI2_P# HVE^)]+EO&.=Y>DL)BIQ2Z'==82Q[<],Y6OVHKYO%?1XP+_(,.FO6*?Y.)%1\>\8O MXV$B_237YJ1^%M5P<7*3 M:,O+5O5O<$^TH^(G$=*G&E3Q!?^AH\6?G M:_\ QNOL"BC_
(A;PK_T!1^^7^8?\1*XF_Z#)?=' (^/_P#AS9X%_P"AH\6? MG;_ !NC_AS9X%_Z&CQ9^=O_/&Z^P*%/^(6*]4?OE_F'_$2N)O\H,E]MT?\(^2_#W_)(?P3XGFQ[@Q_X_HK[[HKX7._#7AS-
6YXG"Q4G]]'N/U?+9-^]9]KD_MB'Q!EB4,/B9.*^S+WUZ+FNTO1H_(_P =?\$]_B]X!.1IO!M]]4*9Q+ICI>[P M/1(R7_]#7E/B/P?]_@^Z\C5M+U+2YO^>=Y,/ WY, :_<;H[FVCO(6CFCCEC M,
[R.NY3]0:_,\P^CSEW?.NV3/(@K8W"PG_ADX?GSGX5T M5^TNO?LY_#_Q06:4?_A*\=AC?+I$#..G1MN1T'0]JYG4OV%?A#JHD\WP%H2 M.^9C/DHT..>FQACIVKY2O!K$_W.*IOU4E^<2D?
3T?'G+6OWV&J+T<7^:B?D! M17ZX?\\ @U_T(UC_P"!5S_\/&VO^)XD MU[0_#\#?>C@#7UPOU4;$_)S7Z.45]ME?@+!P_AVI8N\.Z=X2TF*PTG3[+3+& 8CMK2!888_HJ@ ?@*NT5^]9/PIEF
M50]GEU"-?W4KQ>[^;9^9YMQ!F69SY\?7E4]6[+T6R^204445[1XX4444 % M%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%%
A72_%=KY.J:,I^I0_P#/.ZMTF7\F!%>>^(OV)OA-XH ?#<9, MK]DMOLGI_P \MOI_G->I45Y^,OQ%.L3D`J62/^^E(_2OI MBBOG:W ?#E5WG@:7RIQ7Y)'O4>-N(*:M#&U?G.3_ #/E^#_ (\ "F&96:3
MQ5*JG)1M03:WUQ&#^1K5T[_@EA\:*3=)H^]W@R#MFU28 8[?(5//^<5]%T5 MG3\/>&H.ZP-+YP3_ #N:5./(IZ/&U(E)K\K'CV@?L:?!WPV5^S^!*DV]/M 4MDUWZ_\/5V!?\X%>B^%?ACX.\"?
\@/P[H>C8Z?8,"*W]OX%%,E%>Y@\CRW! MN^$P*?^&$8_DD>+C,ZS#%JV*KSG_BE*7YMA1117]'FA7YH_\%4/VE5^*OQ8 MB\'Z7/YFB^#W=)V1LK<7IXD/_,;?(0^9ZU]4?\ !0;]L&\'[FIXDW"GQ
MEX@B9+)5/S6$1RK7+>XY"QZMSR%(K\KY96GE:21F=W)9F8Y+$]237\U_G'$ M%3_U=PTI^BUBO.[Z(: M1117Q0)!1110 4444 %%%% !1110!!O^P!\V^?)/[6O@^C\;'+;Z;=?VK>
MR+:,@RKGV,BHO_]_72O@_P#X(T?"TO=>+O&DT1VHL>C6;XX).)9_RQ!^9K[P MK^T/ W)W@^%B9KWJ\2_P"W5[J_)M>1_(/C/FRQ?$#P\7I1BH_^_S2?H% M%%%?LA^2A1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !111 M0 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M!1110 4444 %%%% !1110 4444 %%%% !1110 4444
4444 % M%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%%?) M_P#P46_;I7X+-/X\+*7BMXNU"+:>7.3TS_ +W4'=P2N?#XCXBP>2 M8">88Z5HQV763Z1BNK?X;NR39[7#^0XO.<== # 8*-Y2W??*ZR?9+_
("U:.1Z= M/^WA/;3]H"3X=S:H(=2C B-X^!9^ZR0;4R9XD'^SN.W.X;:]BK*9)&E=F M9F9F.22?#6*U\, $*2ZU308IL5KJ@!DNM/7H%D'66,>H^= M0#C<. ?B//OCI2Q>+EAL\BJ492?)
,13VG/T_GVI!+4_9_+O:IA<+'$9+)U M)12YXO>36\H? (![FWH?HM16=X3\7:?X[V6%NK:+]%KJFEVD$D<@]B M.XZ$=0>$*S6C7]$4ZD:D5.#NG]FM4UW1^!U*!45* MD:
<7.,22U;>B2[ME4ZB2U;?D:5?# P#P42 X*#0Z?9?Q@"P']F7 MDFZ#6-5MW^6!>0UQ$W=ST9QI'T< Y)V\5^V= P4]O?B/#=>&?A!)=;7H,F8KK M5B#'=WZ]"L8ZQ1GU^^PQ]P9!^/*_F3Q.\885:
<\IR"5T!)U5U76,/79R_P# M>Y_1WAQX3SI3AFF>1U6L*.[']/TZ1\ \NP4445_-) 1 4444 %%%% !1110 M 4444 %>M?L_!_&W]IOPSI4D1DT^SN/[2O^/E$$'SD-[.P1/\ @?XUY+7Z M)?\ !(/X''PQ\
=6\=7D.VZ\22_8[$LO*VL3$.P/H]\N01_TO!U]YX:\.O.> M<*&&DKPB^>2^=&.MG_B=+ ^)\0\ 649%?Q$?:YODGHH!)Z5S8S&4.)0GB<3)1A!.MO9)'1A,)6O>5 :'P\?:249UBMK*V:XF4,/,< D#:BG))
(!:U(KL?A MW\1M%^* A"SU[P_]$&I:??(''BFB/3U5AU5AT*C!!X(K\!LED\70[?[6M9)OW':?[*[6Z2ZN[!)JW[$45YC^S=^UOX/_&N GM M!$V@WPAU2&,-=Z58\^R]!PJCH%4 <"OP[Q&\7L-E4)9?E$E4
MQ&SDM8T_TE)=%LG\6UG^S^'_(4XG,YQQV:Q=.ANHO24_P!5%]]lVOA[J7XG? M$W6OC#XYU#Q%X@O'OM4U*3?(Y^Z@_A11_"BC '0"L"BBOY!KUZE.I*M6DŸ2
MDVVWJVWNV^K9_5M&C3HTXTJ2480Q222T22V279!11161H%%%% !1110 4444 M%%%>S?L%_W_(7Q^TGH=C<0>=I&D0\VJ61\BB((0_P"_(47'HQ]*I*<
MMK9CC.6!PZJ^1)17S=KOR6[\C@S3,:. P=7&U_AIQ9^C_[%OP?:_MX'_LU>&+$FB\K4'MOMU^",,)YCYC*WN@(3_@.KU.BBQ]%LMR^E@<)2P5#X*<-M5%>D59'\!9CCJN-
O53&5OBJ27>:Y?!HM*T_=\US*!] MYL>(]7NM0U"ZGO+Z\E:,>>9R\DSL22>]:'O#^(6L?%7Q MGJ'B#7KV74-U*4RS2N?R51_"JC "L6OX7\0..\3Q+C :RO&C"ZIP[+ MN_[SZ]MEMK-?
O!.'X=P/LE.5:=G.7=]E_=73ON]PHHHKX$^X. ^_[3GC/ M]G#7/MGA?5I+>&@UQ8S?O;.[Q_?C)QGMN7# 9PPKJ^ O\ P5D\%^/H8;/Q MC;S>$-4;"F;#7%A*>F0ZC?'GT9<#^'_ ->BONN%?
$;.\@M3P=3FI?R3UC\M4 MX_\,K7G<^)XG\AFSWW\73Y;G\\=)?/=2_[>3\'[D^&O%6E^-(CU#1]1L M=5L)OI7#(XX[C5]\011_=74[%&./0O'L<_4L3IU^\9/|(++*L5 M',L/.G+O&TX_CRM?(
M+=5_M3P/H]X?XQO\1):9Y[;EDQOCUKH++_@M/:NK?:/AW<4-1 G@1ZV)._G_M?.M94?&3A&HM<5ROLX5/TBU^)\C6\),%9+3#_\%GBJ8U=A;_M_#B1UQPTFNA3GZ"WAZY7Q'_
.%EO&%W&&PTGPEX;L6/0W4LUUMZ?W6C]_P!/ M3F<1XS\)4U>.)[_/+67R>_P"W4@HHHKX<^R"BBB@ HHHH M ***** "BBB@ HHHH Z7X._" 4/C1\3]%\+Z6O^F;S=+ 'QD0IU>0C^ZB!F/L
MIK]G_ @ZQ^'G@W2]!TR/R=/T>UCM+=>^O%"@GUQDGN237R'_P24_9H/AGP MK=_$;5K?;>ZTIM-(61?FBM@?WDHST,C# /\ =0GD/7VA7]D>"/"+RS*7F>(5-MJN(LUW5.?# X%\7IR]C^2?
&3BI9CFBRZ@!TZ%T._;^+_ _!^'UYNA445^V'-MXZ%%%% !1110 4444 %%%%4O$?B.O\(Z%=ZJJEW:V&GV$337%Q.X2.%%&2234 MSG&$7.:LEJVJDBHQE*2C%7:V1F2%#%%*+\'? NH>(M?
O%L],TV,R2.?O.?X4 M0?Q.OP .Y ?DK^U;^T_K/[4OQ+EUG4 UKIMKNATO3PV4LH39M<6?A#29"..LVRIF/0W$HSC>><#^%3C]6)\+K^.?% M?Q*KEE=Y;E\K86#W_P"?DEU?]U?
977XGT2_KCPP\XY-1688Z/A M,UM_(GT M7]Ÿ_:?3X5UN4445^+GZ\'/#_(BU#PGK-QJ.EWMUIVH6CB2"YMI6BEB8=U92 M"#]*^Q_V=O\@KMJGAZ?B+IKZU;H-HU6P58/L#_I%PC_
%4H<#HQKXLH-MKZ3ASB[-LBK>URVLXWWCO&7K%Z/UW71H^>X@X5RO.J7LLQI*5MGM)>DEJO39 M]4S\G_A%^TIX%.-MJLGA?Q)INI3,NXVGF>5=O^NZ%\.\MOCZ#O)%]*8)Y+
M699(W:.2,[E93M93Z@UZW\.OVI_BQ\8XXMA\9:E6J8'D:CMODVC^5&4.RC M_=(K\R/Z0E)Q4.WPS3ZRINZ_P# 9-6_\"9^'9SX#U4W+*L2FOY.BL_ ** M=_\ P%'Z]T5^-)K:1_J=[+GZ**ZZT_P"" MU,R0XG^&\%%?"?_^L_P"];?\ EP_ '_65K7_6@UR=6_L[P+I5]MW.TW.HR7&/3.U$S^E;5/&;A&*NL4WY*G4_6"_J?A'Q5)V>&2]9T_TDS]_9<_MW,=G;O_(D44;EG=VVJH'4DGH*_+[QG-
,%6_BUXHCD2SNM#\Q/.GVGAF4?_M68R=?7\L5X]O_C=XP^+,N[Q)XFUK6EW;A%=7;O^A_V8\[5_"OD\T^D!D]%_M-8"A.K+SM"/W^__"4^GRWP+S;JT\;6A37E>,;^[W5_Y,?H_:^'PQ^#]
M301:M_PD^]QY_M-(Q_H;!\TV?+7!Z@,6'I7Q)^T=_P %'O'WQ[AN=-M9E*^ M';@%&L=/<^;,A[2S<,V>A"[5(X*FOQVBOQ7BCQ;S_.HNBY^QI[,+]Z_O2^) M^:ND^C^P\>%N1Ÿ/)5E#VM5?:G9V?
E'9>3LVNX4445^8GZ.%%%% !1110 44 M44 %%%% !1110 5^GO\ P2X_9Y_X5)\"AXBOX/+UKQILNSN'S0V@SY"_\"!: M3CJ'4'[M?#_[$_[..O[2WQST_29HW.AZ>1?;O(.@"!2/W>?ITC84=\$G^&OU
MYMX((2!(HHUCCC4(B(_JH!P_IV K^D/_7A%U*T^(,1'2-X4[_P S^*2]%[!] M9=C^??&_BI0HPR*@)96E4]%,?F_>?HNXZBBBOZD/Y!*BBB@ HHHH **** "MBBB@ HHHH ***** "BBB@ HHHH ****
"BBB@ HHHH ***** M** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***

~~Q5XH^(}3B'%?5<(VL+3?NK; MG?\ .U_Z2GLM7][+^P_#7P_IY#AOK,*2>)FM7OR+^5?^W/]]%HKLHHHK\E/U M$**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ MHHHH *]5_8[_&:[S]I_XR6>BJLD>CV>+K5KE>/)MP>5!_ON?E7W)/137G/A M;PQ['C7Q'8Z1I5K+?:EJ4RV]M!&,M*[`_O/ K] M5<;U?8N=7O%'^OFQT'KL0'.H^IP"QK]A\+>!9\0YFIUU_L])IS?\SZ07KU[M1OU:/S?Q*XUCD.7.%%_[1534%V[S?IT[RMT3/3]&T:U\.Z/:Z?8V\=K96,*0 M6\,:[4BC41544#T %6:**_N..5%*,59(_C&4G\TMPHHHJB0HHHH **** "BMBB@!MQ<1VD#RRNL<<:EW=SM5 .22>P%?F7_P4. ;ED^/NOR>$ #-RZ>"]-F _M>2H2O]LS*?OG_IDI'R#N?F/.T+VW !2K]NS (2:XO/ASX.O# 9L+&'7+^%L M?:W!(:V0 P#/,'[[#[Q^7[H.[XGK^5?&#Q.^M2GD.53 _':TJ37VG_(G *OM M/[3TVO?^FQ"?PY^K1CG>9Q >/6G% 97\S7\S^RNBUWM8HHHK^=3]^"BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "I; M&QFU.]AMK>&2XN+AUBBBC4L\C.%\5G^9PR[#==92Z1BMY/]%U:2ZGSO M%7$F&R/+IX_$] (KK*3V2_7LKOH?1 [#/L,/L:?P7M[.YC3_A)-9VWFL2C!M(DQ\L(/=8P2O7!8NP^]BO9Z** OW*EM!JO $9#:K]F+><+C<=AG' /'[NW'& P"]SLK\\:_E7QPXVQLL4^'Z M,94Z2LY-Z>TQJK=X+\9+78 IKP9X.P<<,L]JR52H[]*6OL^COVF_PB_,**** M_G4_?@HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH * M*** "BBB@ IT:.*Z]JLS,<_9)- R:_0+ .@GA_P3V/A-K#Q}XZL\;J-MQI& ME3+_,>7=9YE/_+7H50_"R#!/%XMZ[1BMY/LO+N]DO.R?4?\$X/V(?^%):"XT\46H'BW5(<6EO M*OS:1 PY!!Z3,/O=U7Y>,N#]7445_=W#G#V#R3 0R{!1M&/7K)]9/NW_,!: M)(_B?B#/L7G&.GC\8[RETZ)=(KLE_P %ZMA1117N'BA1110 4444 %%%% !7 MQO\ \%)?V[/^%?V5UVO!]YC7KJ/R[6OH6_Y!T.#F%# ,]64\D?3P'}C'BMK?%@:A@]@Y&[:3\N_:NV[OEW.<\9K\9O$]EJ6F^(M[^#6([R+5HKAUO$NPWGK.N_ ?NYW:LYSSFOPOQJXUQV4X2&78&,HNLG>IT2V M<8O^9I>T7IJ[K]\|\'^#\'FF*EF&,D!*BU:GU;W4I+^5=.[6NBLZ-%%%?Q^?U M>%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%%>U?L:?L::Q^U9XQ_Y:;=X5TZ0?VEJ6WKW\F+/#2D?4*#D_PJWI93 ME.+S/%PP,"@YU)NR2]DMVWHEJSS\TS3"Y=A9XS&34:<5=M_DN[>R2U:_K] M@G]BZZ_.:\:#5-6BE@\%Z-.#>R\K]OD'(MXS[\%F'W5/8L* 4[3M/M](T^"T MM88K:UM8UBAAB0*D2*.*J@< = *S? /@/2?AAX.T_0=#LX[#2M+B$-O"MG.T=223R6))))Y))YK8K^YO# @7#<.9?[& !5IV=2?=lE_=CT[ZMZNQ_%W' M7&F(XBQWMI7C2C=0CV7=_P!Y]?DN@4445]X?$!1110 4444 %%%% !1110 4 M444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4 M444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444 0W]a!JMC:;W4,-S:7"&.6*5 \+ ^*# MVDOT;Z:.KS5T_P)Z* 13]LS_@F!8 $.2Z\3?#N.VTK7'S+ MD4A]/N.#?NS7PRI'T?>+U7FM3^PN%>.LNS__M<'+WU\4'\425 M=5V.T?KH9]%%%?'GU84444 %%%% !1110 4444 %%%% !1110 4444 %%%% M!1110 4444 %36%A/[M]#:VL.US-@R./EAMD_OR.>$7Z]>@R>*_2W]CW]@/P[^S':1ZI? #KW MC"1/WE^\?[]SSU2W4_='8N?F; 9!VU^@<#^'69<25DZ2Y*"?O5&M/-1_FEY+ M1=6CX7C/C_+N'J5]KYZS7NTT]?67\J\WJ^B9YQ^PA_P3>C^'3V7C+Q],1W'B M!"L^GZ4V&CTT]l)>S2]"!T0C/+8V_8I%%?ViPSPQ@,BP2P.7PM'=M_%)I\/J_M_P %LDEH?Q_Q%Q)CL[QCQF.E=|%TBNT5T7XO=ML****^@/!"BBB@ HHHH ** M** "BBB@ KYO_;D_8&T_]l6PDU[0OL^F>_K6+"R$;8=451Q'*>S <*_;@'(Q MM^D**\?/#M4^' B6\T?6K"YTS5-/D.5Q.3IM>-OZ@C!!'!!!!((-9M?L!^U M+^Q[X6_:H\.^7JD/V'7+6.I8ZO @\^W[A6"F1Y.=A/^&.8\.U'6@G4PS M>DTMO*:Z/S^%]+1/!2UYP/XD8#/Z:HRM3Q"W@WOYP?5>6ZZW6K\WHHHK\O/T8 M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BGVUM) M>7$<,,:RS2L$1$4LSL> !U)/:OM7]C?_@EK=.|);^)/B9#)9V'$MOH.2L]Q MW!N".8U_V!\QSR5P0?I.&>$\RS[%+"Y=3OWD](O7>3Z>F[Z)GS_$?%&7Y'AO MK./G;M%:RD^T5U]=EU:/)_V+OV#M; .:>U:+5-0%QH_@NWD_?7Q7$E\5(W10M]3U!?I5<']1MK]/_(??#[1_A9X/L=!T"PATW2M/C\N"'(<#N22>68G)+$DD MDDDFM'2M)M="TR"SL;:"SL[5!%#!#&(XXD' 55']!5BO[2X%\A!PUAN6C M[!;2]^HUJ_)=H^77=MZ'\?\&O'6.XBQ'-5]VF%^[!/1>;[R\^FRL%%%%??' MPX4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M!1110 4444 %%%% !1110 4444 %%%% !1110 4444 % M%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 44 M44 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !111 M0 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M!1110 4444 %%%% !1110 4444 %%%% !1110 4444 % M>;_M#?LJ>#?VF-"^S>(].7[=$FVUU.VQ'>6O7A7P$?GDD;6)ZM7\X\8> MW+$\V3_9S?X1G M^2E_X$?T%PIXWV2P^?0_[B17XRC^L?\ P$_*?BO?OCM_P3>^)7P6:.YM]_XM2K1X\D7>DHTLB+ZO#_K%XZD!E&/O5X'(C1.RLK*RG!!&"#7\\YMD>8976^KY MA1E3EVDK7]'LUYIM'[UE>DOAO\ 2T\R^D'M "-O_:1E(]#7MY)P MWF><5?8Y.1E4?6RT7K)V2^;1X^<<09=E5+VV85HTUTN]7Z);OY)GS);P27_V*O /[-T<<^BZ7]LUE5VOJM^1 =']7:BLO_H_GWBSQLK5D\.D4>2.WM)6Y MO^W8ZI>KN_),YKX5?"#PW\$O"<.B^&-)MM*L(^66,9>9L8WR.?F=CZL2?PKI M:**_H7#X>E0I1HT(J.8JR25DEV26B/P?$8BK7J.M6DY2D[MMW:?=M[A1116Q MB%%%% !1110 4444 %%%% !1110 4444 %9OBWPAI?CSP_+LMFMKF(21N/H>X['J#R*TJ*BI3C4BX32:>C3U379HJG4E"2G!V:U36C3\CX'_: MA_X)*W6GM<:Q\,9VO(,EWT.[E E0>D$K<,!_=D(.!]YCQ7Q;XC\,ZEX/UJ?3 M=6L+S3-0M6VS6UU"T,L1]"K$5^Y5<9VGN#7X QEX&8'&N6)R22HU'!A_PWZ6UA\KKLD?M_"7C1C.& MEALYBZT[YU\.]>DOG9!VS\7Z*^QOCW_P2\\1>%C:?> M2C\1V*DL:/O"L%Z@M[!7XCD^OR'!@&OD[QEX&UKX>:.W)INO:5J&CW\)^:"[@:%_] P&1[C@U_:?$' M".:Y)4]GF5"4%TEO%^DE=/TO?NC^A\BXJRK.*?/E]93?5.27K%V:],:6[.RJ* M**^,/H HHHH **** "BBB@ HHHH **** "BBB@ HHKU#X' L, $/]H&2*30? M#]PFFR$9U*] T:S4>H=AE\=Q&&/M7;E^6XO'5EA\'3E4F^D4V_P_,X\=F&%P M5)U\74C3@NLFDOQ/+Z]0 9X_8 \ "[?^H+ &!]C0Z4K[9M5O.Q6<..H#8RM[#^Z@8C/.!S7VQ^SY_P2?\'_Z>'4/&5RWC#5$PPMRAAT^(_P"YG=)C_;(4 M]TKZJT_3K?2+&&UM8(;6UMT$<4,2!(XE' 55']!7[[PCX#XJLUB_G[./_M #[BTY/_!2U4?E=^:9^'<5>-V&HIT.CC[2?\\DU%>D=&_G9>31XG^RS^P/X M_9FBAOEC_M_Q1M^?5,N.?N3C!$$?(B'ODL&6$R^_MFJ<%T7YM[M]VV^Y_.N:9MC.RQ#Q6.J.C9'M7HU%<>.R M_"XRDZ&+IQJ0?2237W.YU8/'8C"557PM24)+K%M/[T?"/Q8_X(UMODN/!'BQ M=I)*66LQ]\ MO&.?OC_!KYP^)G['WO5^%32-]'@_4KNUCR?M.FJ+Z(J/XGMY6YE'^^%K]?:*_)LZ\#>'<:W/"\U"7]UWC_X#*_W)H_4LG\9_P:4,3RUH_W ME:7_(%&WWM,_"F>"2UF:.1&CDC.UE8;64^A%_K]N/&OPF\+_$B+;X@\.:'K M0Q@&^L8YV7Z%@2/J*\A\8?\!,GX/>+2S1^';C1YGZR:??RQ_DC%D'X+7YAF M7T?,UIN^!Q.*B_O*4'^'.OQ1^CY?X[Y945L;AYP?]UJ;_'E?X'Y2T5^B7B+_ M ((T^#:MF.D^+/$MCGH+J.&ZQT_NK'[_*>G/GOCC_@D0OA"2WV_$$SK'4HKJIP_62?X'UN#\6>&<0U%5W%OHX3_2 M+7XGQ?17UE_PZ_ZGC_RC?\ V^M3PE_P28_X2K53;_\ "?\ V?$9?=_8>[IC MM!H'K7G4_#'B;I)0AAM7_?I__)GH5/CAV7.6(T7]RI_P#(GQS17Z :_P1 M>T6!E_M#QWJETO&X6^FQP9]<;G?'ZX]Z[3PY_P $B_A;HS*UY<^*M688++<7 MR1HW3M'&I_'//6O>PO@CQ55?OTX0_Q3C_[;S'AXGQDX9I?!4E/_PE_P"W M:0_15!.?K=X/_8_^$/@@EJ;/P+HU MPRC[U^'OLGUQ,SC\A7J&B>'[#PS8+:Z;8V>GVL?W8;:%8HU^BJ *^PRWZ/._MDT\?BXQ\H1,O$M]K$BG)M-.C%K!] M&=MSL/C_+M>:*+=<2C_;E;+M_P)C77T45 M^IX7"T,_35'#P4(K91227HEH?F>)Q5;$5'6Q$W*3W;;;?]WJ%%%%=!@%%%% M!1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !6+XZ^'&@?$_M1FT_Q%HVFZU9'D17ENLJJ?5Z:NGZIFE*M.E-M5*:<9+9IV:]&CY'^+O\ P2%\$^:+&EN/">]:EX5N6R5MY/]-LP?0!B)!GUWG'-MIVKYG^*'_!+_:*_P\:22STNS\46:<^:]5P&?':,3[7)]E#?6OU0HK\OSSP; MX:S%N<*3HR?6F[+_.!:M:3J6CW8SF&]M7MY./]EP#6;7[FZWH%CXFT][/4K*TU"TD^_#< MPK+&WU5@0:\H\:?L!_"'QTS-=>"=+M)&\()?3FDL=I]=L+*OX$$5^5YI']G&QM;>78N,EVG%Q_&/:?[D?IN6^/6$DDL?A91?>#4OP?+:[V?D317Z2^)O\ @CU\ M.M39GTW6O%6ELW1#/#/$OX-&&_:]\\:?\$=+?P_ITMY:?$*8Q1E0{I=$# R M$X_E7P^-\%^*L:G)48S2ZQG#_-N<7^!]C@_%[AFNU%UI0;Z.$O\ VU27 MXGP[17T3XL_8'_X1?6&M?^$L_:H;?\ V9MZ^WFFM/P;_P $Y?\ A+M+DN?^_M$R^S^7*8MO\ 9._ #G/G#UKYN' >>SJNA&A[RZZ^O+/\ ^1/F.BONCPW_.$9H=3T^"ZN/B)*4N(@XCCT.*5)QW-P<_E7:.#_M .$ M^OYY/S565#^*]]J6\%?!?PA\ P/^$?\ "_A_1F_OV=A%"[>Y95!)]R:^LR_Z M/F:5'?&XFG37]U2F_N:@OQ/E\=X[Y7!6P>'G_WG&*_!R?X'Y* #K]D+XF?% M5U_L7P7KDT+]+BX@^RVY^DDNU#^!KZ&^%7_!'+O%JSQS^,?$NG:/!U:UTY#= M7!'H7:.BGW&\?T_0]BOTC)O ?(*U/&RG7?9OEC]T=?ODS\^S:QLSS$IPPD8 M45W2YI??+3[HH\4^#O\ P3Y^%OP9>*XM?#ZZUJ,."+W6&%W(".A"$"_3WRJ M^_ KVI%$:A5 55& .E+17ZUEF3X'+J7L,!1C3CVBDK^MMWYO4_+:RS:&YA5 I]MC:LJDN\FW]U]EY(****]**** "BBB@ HHHH **** "BBB@#_]D! end XML 12 R1.htm IDEA: XBRL DOCUMENT~~

Cover Page - shares	9 Months Ended Sep. 30, 2024	Nov. 05, 2024
Cover [Abstract]		
Document Type	10-Q	
Document Quarterly Report	true	
Document Period End Date	Sep. 30, 2024	
Document Transition Report	false	
Entity File Number	001-36180	
Entity Registrant Name	CHEGG, INC	
Entity Incorporation, State or Country Code	DE	
Entity Tax Identification Number	20-3237489	
Entity Address, Address Line One	3990 Freedom Circle	
Entity Address, City or Town	Santa Clara	
Entity Address, State or Province	CA	
Entity Address, Postal Zip Code	95054	
City Area Code	408	
Local Phone Number	855-5700	
Title of 12(b) Security	Common stock, $0.001 par value per share	
Trading Symbol	CHGG	
Security Exchange Name	NYSE	
Entity Current Reporting Status	Yes	
Entity Interactive Data Current	Yes	
Entity Filer Category	Large Accelerated Filer	
Entity Small Business	false	
Entity Emerging Growth Company	false	
Entity Shell Company	false	
Entity Common Stock, Shares Outstanding		104,307,327
Entity Central Index Key	0001364954	
Current Fiscal Year End Date	--12-31	
Document Fiscal Year End	2024	
Document Fiscal Period Focus	Q3	
Amendment Flag	false	

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CONDENSED CONSOLIDATED BALANCE SHEETS - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Current assets		
Cash and cash equivalents	$ 152,073	$ 135,757
Short-term investments	209,003	194,257
Accounts receivable, net of allowance of $208 and $376 at September 30, 2024 and December 31, 2023, respectively	23,749	31,404
Prepaid expenses	24,706	20,980
Other current assets	86,980	32,437
Total current assets	496,511	414,835
Long-term investments	270,161	249,547
Property and equipment, net	177,882	183,073
Goodwill, net	0	631,995
Intangible assets, net	11,424	52,430
Right of use assets	29,071	25,130
Deferred tax assets, net	2,308	141,843
Other assets	15,315	28,382
Total assets	1,002,672	1,727,235
Current liabilities		
Accounts payable	18,124	28,184
Deferred revenue	44,355	55,336

Accrued liabilities	125,138	77,863
Current portion of convertible senior notes, net	358,222	357,079
Total current liabilities	545,839	518,462
Long-term liabilities		
Convertible senior notes, net	243,242	242,758
Long-term operating lease liabilities	23,665	18,063
Other long-term liabilities	4,945	3,334
Total long-term liabilities	271,852	264,155
Total liabilities	817,691	782,617
Commitments and contingencies		
Stockholders' equity:		
Preferred stock, $0.001 par value per share, 10,000,000 shares authorized, no shares issued and outstanding	0	0
Common stock, $0.001 par value per share: 400,000,000 shares authorized; 103,967,436 and 102,823,700 shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively	104	103
Additional paid-in capital	1,098,242	1,031,627
Accumulated other comprehensive loss	(30,049)	(34,739)
Accumulated deficit	(883,316)	(52,373)
Total stockholders' equity	184,981	944,618
Total liabilities and stockholders' equity	$ 1,002,672	$ 1,727,235

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CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Statement of Financial Position [Abstract]		
Accounts receivable, net of allowance	$ 208	$ 376
Preferred stock, par value (in dollars per share)	$ 0.001	$ 0.001
Preferred stock, shares authorized (in shares)	10,000,000	10,000,000
Preferred stock, shares issued (in shares)	0	0
Preferred stock, shares outstanding (in shares)	0	0
Common stock, par value (in dollars per share)	$ 0.001	$ 0.001
Common stock, shares authorized (in shares)	400,000,000	400,000,000
Common stock, shares issued (in shares)	103,967,436	102,823,700
Common stock, shares outstanding (in shares)	103,967,436	102,823,700

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CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS - USD ($) shares in Thousands, $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Income Statement [Abstract]				
Net revenues	$ 136,593	$ 157,854	$ 474,090	$ 528,308
Cost of revenues	43,420	83,575	135,328	180,137
Gross profit	93,173	74,279	338,762	348,171
Operating expenses:				
Research and development	41,337	46,202	129,423	145,981
Sales and marketing	26,508	28,872	80,428	96,845
General and administrative	51,910	53,475	161,460	182,757
Impairment expense	195,708	3,600	677,239	3,600
Total operating expenses	315,463	132,149	1,048,550	429,183
Loss from operations	(222,290)	(57,870)	(709,788)	(81,012)
Interest expense and other income, net:				
Interest expense	(658)	(733)	(1,959)	(3,115)
Other income, net	7,586	40,492	25,485	116,671
Total interest expense and other income, net	6,928	39,759	23,526	113,556
(Loss) income before benefit from (provision for) income taxes	(215,362)	(18,111)	(686,262)	32,544
Benefit from (provision for) income taxes	2,723	(172)	(144,681)	(24,029)
Net (loss) income	$ (212,639)	$ (18,283)	$ (830,943)	$ 8,515
Net (loss) income per share				
Basic (in dollars per share)	$ (2.05)	$ (0.16)	$ (8.08)	$ 0.07
Diluted (in dollars per share)	$ (2.05)	$ (0.16)	$ (8.08)	$ (0.24)
Weighted average shares used to compute net (loss) income per share				
Basic (in shares)	103,723	115,407	102,893	119,001
Diluted (in shares)	103,723	115,407	102,893	121,876

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CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE (LOSS) INCOME - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Statement of Comprehensive Income [Abstract]				
Net (loss) income	$ (212,639)	$ (18,283)	$ (830,943)	$ 8,515
Other comprehensive income (loss)				
Change in net unrealized gain (loss) on investments	5,060	(322)	2,971	(930)
Change in foreign currency translation adjustments	4,806	(12,925)	1,719	1,992
Other comprehensive income (loss)	9,866	(13,247)	4,690	1,062
Total comprehensive (loss) income	$ (202,773)	$ (31,530)	$ (826,253)	$ 9,577

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CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY - USD ($) $ in Thousands	Total	Common Stock	Additional Paid-In Capital	Accumulated Other Comprehensive Loss	Accumulated Deficit
Beginning balance (in shares) at Dec. 31, 2022		126,474,000			
Beginning balance at Dec. 31, 2022	$ 1,116,589	$ 126	$ 1,244,504	$ (57,488)	$ (70,553)
Increase (Decrease) in Stockholders' Equity [Roll Forward]					
Repurchases of common stock (in shares)		(13,008,000)			
Repurchases of common stock	(186,368)	$ (13)	(186,355)		
Issuance of common stock upon exercise of stock options and (in shares)		379,000			
Issuance of common stock upon exercise of stock options	3,105		3,105		
Net share settlement of equity awards (in shares)		1,827,000			
Net share settlement of equity awards	(13,854)	$ 3	(13,857)		
Share-based compensation expense	104,003		104,003		

Proceeds from capped call related to extinguishment of 2025 notes	297		297		
Other comprehensive income (loss)	1,062			1,062	
Net (loss) income	8,515				8,515
Ending balance (in shares) at Sep. 30, 2023		115,672,000			
Ending balance at Sep. 30, 2023	1,033,349	$ 116	1,151,697	(56,426)	(62,038)
Beginning balance (in shares) at Dec. 31, 2022		126,474,000			
Beginning balance at Dec. 31, 2022	$ 1,116,589	$ 126	1,244,504	(57,488)	(70,553)
Ending balance (in shares) at Dec. 31, 2023	102,823,700	102,824,000			
Ending balance at Dec. 31, 2023	$ 944,618	$ 103	1,031,627	(34,739)	(52,373)
Beginning balance (in shares) at Jun. 30, 2023		115,178,000			
Beginning balance at Jun. 30, 2023	1,035,001	$ 115	1,121,820	(43,179)	(43,755)
Increase (Decrease) in Stockholders' Equity [Roll Forward]					
Issuance of common stock upon exercise of stock options and (in shares)		3,000			
Issuance of common stock upon exercise of stock options	26		26		
Net share settlement of equity awards (in shares)		491,000			
Net share settlement of equity awards	(2,788)	$ 1	(2,789)		
Share-based compensation expense	32,640		32,640		
Other comprehensive income (loss)	(13,247)			(13,247)	
Net (loss) income	(18,283)				(18,283)
Ending balance (in shares) at Sep. 30, 2023		115,672,000			
Ending balance at Sep. 30, 2023	$ 1,033,349	$ 116	1,151,697	(56,426)	(62,038)
Beginning balance (in shares) at Dec. 31, 2023	102,823,700	102,824,000			
Beginning balance at Dec. 31, 2023	$ 944,618	$ 103	1,031,627	(34,739)	(52,373)
Increase (Decrease) in Stockholders' Equity [Roll Forward]					
Repurchases of common stock (in shares)		(2,116,000)			
Repurchases of common stock	(114)	$ (2)	(112)		
Issuance of common stock upon issuance of ESPP (in shares)		557,000			
Issuance of common stock upon issuance of ESPP	2,188		2,188		
Net share settlement of equity awards (in shares)		2,703,000			
Net share settlement of equity awards	(8,645)	$ 3	(8,648)		
Share-based compensation expense	73,187		73,187		
Other comprehensive income (loss)	4,690			4,690	
Net (loss) income	$ (830,943)				(830,943)
Ending balance (in shares) at Sep. 30, 2024	103,967,436	103,968,000			
Ending balance at Sep. 30, 2024	$ 184,981	$ 104	1,098,242	(30,049)	(883,316)
Beginning balance (in shares) at Jun. 30, 2024		103,361,000			
Beginning balance at Jun. 30, 2024	365,500	$ 103	1,075,989	(39,915)	(670,677)
Increase (Decrease) in Stockholders' Equity [Roll Forward]					
Net share settlement of equity awards (in shares)		607,000			
Net share settlement of equity awards	(822)	$ 1	(823)		
Share-based compensation expense	23,076		23,076		
Other comprehensive income (loss)	9,866			9,866	
Net (loss) income	$ (212,639)				(212,639)
Ending balance (in shares) at Sep. 30, 2024	103,967,436	103,968,000			
Ending balance at Sep. 30, 2024	$ 184,981	$ 104	$ 1,098,242	$ (30,049)	$ (883,316)

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CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS - USD ($) $ in Thousands	**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**
Cash flows from operating activities		
Net (loss) income	$ (830,943)	$ 8,515
Adjustments to reconcile net (loss) income to net cash provided by operating activities:		
Share-based compensation expense	69,267	101,596
Depreciation and amortization expense	58,966	108,945
Deferred income taxes	141,103	20,929
Operating lease expense, net	4,647	4,535
Amortization of debt issuance costs	1,628	2,610
Loss from write-off of property and equipment	2,024	3,578
Impairment expense	677,239	3,600
Gain on early extinguishment of debt	0	(85,926)
Loss contingency	5,100	7,000
Impairment on lease related assets	2,189	0
Other non-cash items	222	(389)
Change in assets and liabilities:		
Accounts receivable	8,019	(6,908)
Prepaid expenses and other current assets	(55,725)	558
Other assets	(469)	8,671
Accounts payable	(8,308)	4,820
Deferred revenue	(11,763)	2,539
Accrued liabilities	46,849	(6,149)
Other liabilities	(2,968)	(9,810)
Net cash provided by operating activities	107,077	168,714
Cash flows from investing activities		
Purchases of property and equipment	(61,659)	(57,298)
Proceeds from disposition of textbooks	0	9,787
Purchases of investments	(134,213)	(585,275)
Maturities of investments	96,907	561,197
Proceeds from sale of investments	0	238,681
Proceeds from sale of strategic equity investment	15,500	0
Purchase of strategic equity investment	0	(11,853)
Net cash (used in) provided by investing activities	(83,465)	155,239
Cash flows from financing activities		
Proceeds from common stock issued under stock plans, net	2,191	3,108
Payment of taxes related to the net share settlement of equity awards	(8,648)	(13,857)
Repurchase of common stock	0	(186,368)
Repayment of convertible senior notes	0	(505,986)
Proceeds from exercise of convertible senior notes capped call	0	297
Net cash used in financing activities	(6,457)	(702,806)
Effect of exchange rate changes	(149)	(379)
Net increase (decrease) in cash, cash equivalents and restricted cash	17,006	(379,232)
Cash, cash equivalents and restricted cash, beginning of period	137,976	475,854
Cash, cash equivalents and restricted cash, end of period	154,982	96,622
Supplemental cash flow data:		
Interest	449	741
Income taxes, net of refunds	3,531	8,368

Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash flows from operating leases	6,329	7,037
Right of use assets obtained in exchange for lease obligations:		
Operating leases	9,686	12,407
Non-cash investing and financing activities:		
Accrued purchases of long-lived assets	$ 4,771	$ 5,879

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CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (PARENTHETICAL) - USD ($) $ in Thousands

	Sep. 30, 2024	Sep. 30, 2023
Reconciliation of cash, cash equivalents and restricted cash:		
Cash and cash equivalents	$ 152,073	$ 94,419
Restricted cash included in other current assets	454	60
Restricted cash included in other assets	2,455	2,143
Total cash, cash equivalents and restricted cash	$ 154,982	$ 96,622

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Background and Basis of Presentation

	9 Months Ended Sep. 30, 2024
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Background and Basis of Presentation	Background and Basis of Presentation

Company and Background

Chegg, Inc. (“we,” “us,” “our,” “Company” or “Chegg”), headquartered in Santa Clara, California, was incorporated as a Delaware corporation in July 2005. Chegg provides individualized learning support to students as they pursue their educational journeys. Available on demand 24/7 and powered by over a decade of learning insights, the Chegg platform offers students AI-powered academic support thoughtfully designed for education coupled with access to a vast network of subject matter experts who ensure quality. No matter the goal, level, or style, Chegg helps millions of students around the world learn with confidence by helping them build essential academic, life, and job skills to achieve success.

Basis of Presentation

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with generally accepted accounting principles in the United States (“GAAP”) and applicable rules and regulations of the U.S. Securities and Exchange Commission (“SEC”) regarding interim financial reporting. The condensed consolidated financial statements include the results of Chegg, Inc. and its wholly-owned subsidiaries. Significant intercompany balances and transactions have been eliminated. In the opinion of management, the accompanying unaudited condensed consolidated financial statements contain all adjustments, including normal recurring adjustments, necessary to present fairly our financial position as of September 30, 2024, our results of operations, results of comprehensive (loss) income and stockholders' equity for the three and nine months ended September 30, 2024 and 2023, and our cash flows for the nine months ended September 30, 2024 and 2023. Our results of operations, results of comprehensive (loss) income, stockholders' equity, and cash flows for the nine months ended September 30, 2024 are not necessarily indicative of the results to be expected for the full year.

We have a single operating and reportable segment and operating unit structure. The condensed consolidated financial statements and related financial information should be read in conjunction with the audited consolidated financial statements and the related notes thereto that are included in our Annual Report on Form 10-K for the year ended December 31, 2023 (the Annual Report on Form 10-K) filed with the SEC.

There have been no material changes to our significant accounting policies as compared to the significant accounting policies described in our Annual Report on Form 10-K.

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; the disclosure of contingent liabilities at the date of the financial statements; and the reported amounts of revenues and expenses during the reporting periods. We base our estimates on historical experience, knowledge of current business conditions, and various other factors we believe to be reasonable under the circumstances. These estimates are based on management’s knowledge about current events and expectations about actions we may undertake in the future. Actual results could differ from these estimates, and such differences could be material to our financial position and results of operations. There have been no material changes in our use of estimates during the nine months ended September 30, 2024 as compared to the use of estimates disclosed in Part II, Item 8 “Consolidated Financial Statements and Supplementary Data” contained in our Annual Report on Form 10-K for the year ended December 31, 2023.

Reclassification of Prior Period Presentation

In order to conform with current period presentation, $3.6 million of impairment of intangible assets has been reclassified from general and administrative expense to impairment expense on our condensed consolidated statements of operations for the three and nine months ended September 30, 2023 as well as from impairment of intangible asset to impairment expense on our condensed consolidated statements of cash flows for the nine months ended September 30, 2023. These changes in presentation do not affect previously reported results.

Components of Results of Operations

Aside from the addition of impairment expense as a component within our operating expenses on our condensed consolidated statements of operations, there have been no other changes to the components on our consolidated statements of operations described in our Annual Report on Form 10-K.

Operating Expenses

Impairment Expense

Our impairment expense consists of impairments of goodwill, intangible assets, and property and equipment, net. For further information, see “Note 5, Property and Equipment, Net” and “Note 6, Goodwill and Intangible Assets.” The following table presents our impairment expense (in thousands):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Goodwill, net	$ 195,708	$ —	$ 635,391	$ —
Intangible assets, net	—	3,600	31,862	3,600
Property and equipment, net	—	—	9,986	—
Total impairment expense	$ 195,708	$ 3,600	$ 677,239	$ 3,600

Securities Repurchase Program

In November 2024, our board of directors approved a $300.0 million increase to our existing securities repurchase program authorizing the repurchase of our common stock and/or convertible notes, through open market purchases, block trades, and/or privately negotiated transactions or pursuant to Rule 10b5-1 plans, in compliance with applicable securities laws and other legal requirements. The timing, volume, and nature of the repurchases will be determined by management based on the capital needs of the business, market conditions, applicable legal requirements, alternative investment opportunities, and other factors. After the November 2024 increase, we had $303.7 million remaining under the securities repurchase program, which has no expiration date and will continue until otherwise suspended, terminated or modified at any time for any reason by our board of directors.

Leases

In July 2024, we entered into an amendment related to our office in India that primarily modifies our existing lease payments, increases the square footage, and extends the lease term, resulting in the recording of $9.0 million of right of use assets in exchange for lease liabilities.

The aggregate future minimum lease payments and reconciliation to operating lease liabilities as of September 30, 2024, are as follows (in thousands):

	September 30, 2024
Remaining three months of 2024	$ 1,938
2025	6,802
2026	6,388
2027	6,134
2028	3,518
2029	1,946
Thereafter	8,340
Total future minimum lease payments	35,066
Less imputed interest	(5,770)
Total operating lease liabilities	$ 29,296

In November 2024, we exercised our termination option related to our office in New York that reduces the lease term through November 2025, resulting in a decrease to our future minimum lease payments of approximately $3.8 million. This reduction in minimum lease payments is not reflected in the table above. We expect this decrease to reduce both right of use assets and long-term operating lease liabilities on our condensed consolidated balance sheets. The accounting for the event is in process as of the issuance date of our condensed consolidated financial statements and therefore we are unable to make any additional disclosures.

Recent Accounting Pronouncements

Recently Issued Accounting Pronouncements Not Yet Adopted

In November 2024, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2024-03, *Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures*. ASU 2024-03 requires disclosure of specified information about certain costs and expenses in the notes to financial statements. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2026 and interim periods beginning after December 15, 2027. We did not early adopt ASU 2024-03 and we are currently in the process of evaluating the impact of this guidance.

In March 2024, the FASB issued ASU 2024-02, *Codification Improvements—Amendments to Remove References to the Concepts Statements*. ASU 2024-02 removes various references to the FASB’s Concepts Statements from the FASB’s Accounting Standards Codification. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is

effective for annual periods beginning after December 15, 2024. We did not early adopt ASU 2024-02 and do not believe it will have a significant impact on our financial statements, however, we are currently in the process of evaluating the impact.

In December 2023, the FASB issued ASU 2023-09, *Improvements to Income Tax Disclosures*. ASU 2023-09 requires disaggregated information about our effective tax rate reconciliation as well as information on income taxes paid that meet a quantitative threshold. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2024. We did not early adopt ASU 2023-09 and we are currently in the process of evaluating the impact of this guidance.

In November 2023, the FASB issued ASU 2023-07, *Improvements to Reportable Segment Disclosures*. ASU 2023-07 enhances current interim and annual reportable segment disclosures and requires additional disclosures about significant segment expenses. Public entities with a single reportable segment are required to apply the disclosure requirements in ASU 2023-07, as well as all existing segment disclosures and reconciliation requirements in ASC 280 on an interim and annual basis. Early adoption is permitted, and we are required to adopt the changes on a retrospective basis. The guidance is effective for annual periods beginning after December 15, 2023 and interim periods beginning after December 15, 2024. We did not early adopt ASU 2023-07 and we are currently in the process of evaluating the impact of this guidance.

Recently Adopted Accounting Pronouncements

We did not adopt any accounting pronouncements during the nine months ended September 30, 2024 that had a material impact on our financial statements.

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Revenues

9 Months Ended
Sep. 30, 2024

Revenue from Contract with Customer [Abstract]

Revenues

Revenues

Revenue Recognition

Revenues are recognized when control of the promised goods or services is transferred to our customers, in an amount that reflects the consideration we expect to be entitled to in exchange for those goods or services. The majority of our revenues are recognized over time as services are performed, with certain revenues being recognized at a point in time.

The following tables present our total net revenues for the periods shown disaggregated for our Subscription Services and Skills and Other product lines (in thousands, except percentages):

	Three Months Ended September 30,		Change	
	2024	2023	$	%
Subscription Services	$ 119,804	$ 139,912	$ (20,108)	(14)%
Skills and Other	16,789	17,942	(1,153)	(6)
Total net revenues	$ 136,593	$ 157,854	$ (21,261)	(13)

	Nine Months Ended September 30,		Change	
	2024	2023	$	%
Subscription Services	$ 420,668	$ 474,207	$ (53,539)	(11)%
Skills and Other	53,422	54,101	(679)	(1)
Total net revenues	$ 474,090	$ 528,308	$ (54,218)	(10)

During the three and nine months ended September 30, 2024, we recognized revenues of $33.3 million and $52.3 million, respectively, that were included in our deferred revenue balance at the beginning of each respective reporting period. During the three and nine months ended September 30, 2023, we recognized revenues of $36.6 million and $53.0 million, respectively, that were included in our deferred revenue balance at the beginning of each respective reporting period. During the three and nine months ended September 30, 2024, we recognized revenues of $0.6 million and $2.0 million, respectively, from performance obligations satisfied in previous periods. During the three and nine months ended September 30, 2023, we recognized an immaterial amount of revenues from performance obligations satisfied in previous periods.

Contract Balances

The following table presents our accounts receivable, net, contract assets and deferred revenue balances (in thousands, except percentages):

			Change	
	September 30, 2024	December 31, 2023	$	%
Accounts receivable, net	$ 23,749	$ 31,404	$ (7,655)	(24)%
Contract assets	7,048	8,598	(1,550)	(18)
Deferred revenue	44,355	55,336	(10,981)	(20)

During the nine months ended September 30, 2024 our accounts receivable, net balance decreased by $7.7 million, or 24%, primarily due to lower bookings from Chegg Skills and seasonality of our business. During the nine months ended September 30, 2024, our contract assets balance decreased by $1.6 million, or 18%, primarily due to cash collections from our Chegg Skills service. During the nine months ended September 30, 2024, our deferred revenue balance decreased by $11.0 million, or 20%, primarily due to lower bookings from Chegg Skills and seasonality of our business.

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Net (Loss) Income Per Share

9 Months Ended
Sep. 30, 2024

Earnings Per Share [Abstract]

Net (Loss) Income Per Share

Net (Loss) Income Per Share

The following table presents the computation of basic and diluted net (loss) income per share (in thousands, except per share amounts):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Basic				
Numerator:				
Net (loss) income	$ (212,639)	$ (18,283)	$ (830,943)	$ 8,515
Denominator:				
Weighted average shares used to compute net (loss) income per share, basic	103,723	115,407	102,893	119,001
Net (loss) income per share, basic	$ (2.05)	$ (0.16)	$ (8.08)	$ 0.07
Diluted				
Numerator:				
Net (loss) income	$ (212,639)	$ (18,283)	$ (830,943)	$ 8,515
Convertible senior notes activity, net of tax	—	—	—	(38,079)
Net (loss) income, diluted	$ (212,639)	$ (18,283)	$ (830,943)	$ (29,564)
Denominator:				
Weighted average shares used to compute net (loss) income per share, basic	103,723	115,407	102,893	119,001
Shares related to convertible senior notes	—	—	—	2,875
Weighted average shares used to compute net (loss) income per share, diluted	103,723	115,407	102,893	121,876
Net (loss) income per share, diluted	$ (2.05)	$ (0.16)	$ (8.08)	$ (0.24)

The following table presents potential weighted-average shares of common stock outstanding that were excluded from the computation of diluted net (loss) income per share because including them would have been anti-dilutive (in thousands):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Shares related to stock plan activity	9,262	8,732	7,551	8,349
Shares related to convertible senior notes	9,234	10,280	9,234	10,378
Total common stock equivalents	18,496	19,012	16,785	18,727

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Cash and Cash Equivalents, Investments and Fair Value Measurements

9 Months Ended

Sep. 30, 2024

Cash and Cash Equivalents [Abstract]

Cash and Cash Equivalents, Investments and Fair Value Measurements

Cash and Cash Equivalents, Investments and Fair Value Measurements

The following tables present our cash and cash equivalents, and investments' fair value level classification, adjusted cost, unrealized gain, unrealized loss and fair value as of September 30, 2024 and December 31, 2023 (in thousands):

	September 30, 2024				
	Fair Value Level	Adjusted Cost	Unrealized Gain	Unrealized Loss	Fair Value
Cash and cash equivalents:					
Cash		$ 52,523	$ —	$ —	$ 52,523
Money market funds	Level 1	99,550	—	—	99,550
Total cash and cash equivalents		$ 152,073	$ —	$ —	$ 152,073
Short-term investments:					
Corporate debt securities	Level 2	$ 118,386	$ 53	$ (47)	$ 118,392
U.S. treasury securities	Level 1	65,596	32	(13)	65,615
Agency bonds	Level 2	25,009	—	(13)	24,996
Total short-term investments		$ 208,991	$ 85	$ (73)	$ 209,003
Long-term investments:					
Corporate debt securities	Level 2	$ 214,391	$ 2,482	$ (8)	$ 216,865
U.S. treasury securities	Level 1	52,548	748	—	53,296
Total long-term investments		$ 266,939	$ 3,230	$ (8)	$ 270,161

	December 31, 2023				
	Fair Value Level	Adjusted Cost	Unrealized Gain	Unrealized Loss	Fair Value
Cash and cash equivalents:					
Cash		$ 45,050	$ —	$ —	$ 45,050
Money market funds	Level 1	90,707	—	—	90,707
Total cash and cash equivalents		$ 135,757	$ —	$ —	$ 135,757
Short-term investments:					
Corporate debt securities	Level 2	$ 69,548	$ —	$ (170)	$ 69,378
U.S. treasury securities	Level 1	25,734	—	(114)	25,620
Agency bonds	Level 2	99,505	—	(246)	99,259
Total short-term investments		$ 194,787	$ —	$ (530)	$ 194,257
Long-term investments:					
Corporate debt securities	Level 2	$ 191,467	$ 898	$ (213)	$ 192,152
U.S. treasury securities	Level 1	57,287	165	(57)	57,395
Total long-term investments		$ 248,754	$ 1,063	$ (270)	$ 249,547

As of September 30, 2024, we determined that the unrealized losses on our investments were not driven by credit related factors. During the three and nine months ended September 30, 2024 and 2023, we did not recognize any losses on our investments due to credit related factors and our realized gains and losses on investments were not significant.

The following table presents our cash equivalents and investments' adjusted cost and fair value by contractual maturity as of September 30, 2024 (in thousands):

	Adjusted Cost	Fair Value
Due within one year	$ 208,991	$ 209,003
Due after one year through three years	266,939	270,161
Investments not due at a single maturity date	99,550	99,550
Total	$ 575,480	$ 578,714

Investments not due at a single maturity date in the preceding table consisted of money market funds.

Strategic Investments

In May 2023, we entered into a $15.0 million commitment to invest in Sound Ventures AI Fund, L.P. (Sound Ventures), a limited partnership that invests in artificial intelligence companies, for an approximate 6% ownership. We accounted for our investment under the equity method of accounting. As of December 31, 2023, the carrying amount of our investment was $11.7 million. On January 1, 2024, we sold our investment for a total cash consideration of $15.5 million, resulting in a gain of $3.8 million. The cash payment received was included within cash flows from investing activities on our condensed consolidated statements of cash flows and the gain was included within other income, net on our condensed consolidated statements of operations.

In July 2022, we completed an investment of $6.0 million in Knack Technologies, Inc. (Knack), a privately held U.S. based peer-to-peer tutoring platform for higher education institutions. We do not have the ability to exercise significant influence over Knack's operating and financial policies and have elected to account for our investment at cost as it does not have a readily determinable fair value. We did not record any impairment expenses during the three and nine months ended September 30, 2024 and 2023, as there were no significant identified events or changes in circumstances that would be considered an indicator for impairment. There were no observable price changes in orderly transactions for the identical or similar investments of the same issuer during the three and nine months ended September 30, 2024 and 2023.

Financial Instruments Not Recorded at Fair Value on a Recurring Basis

We report our financial instruments at fair value with the exception of the notes (defined below). The estimated fair value of the notes was determined based on the trading price of the notes as of the last day of trading for the period. We consider the fair value of the notes to be a Level 2 measurement due to the limited trading activity. The estimated fair value of the 2026 notes as of September 30, 2024 and December 31, 2023 was $186.4 million and $202.9 million, respectively. The estimated fair value of the 2025 notes as of September 30, 2024 and December 31, 2023 was $343.7 million and $329.5 million, respectively. For further information on the notes, refer to Note 7, “Convertible Senior Notes.”

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Property and Equipment, Net

9 Months Ended Sep. 30, 2024

Property, Plant and Equipment [Abstract]

Property and Equipment, Net

Property and Equipment, Net

Property and equipment, net consisted of the following (in thousands):

	September 30, 2024	December 31, 2023
Content	$ 371,928	$ 346,749
Software	66,210	51,855
Leasehold improvements	11,160	10,857
Furniture and fixtures	4,258	4,607
Computer and equipment	3,304	3,496
Property and equipment	456,860	417,564
Less accumulated depreciation and amortization	(278,978)	(234,491)
Property and equipment, net	$ 177,882	$ 183,073

Depreciation and content amortization expense during the three and nine months ended September 30, 2024 was $18.2 million and $50.0 million, respectively. Depreciation and content amortization expense during the three and nine months ended September 30, 2023 was $50.8 million and $90.3 million, respectively, which included $34.2 million of accelerated depreciation of certain abandoned content and software assets.

In connection with the June 2024 restructuring, we announced that we will no longer offer Chegg Skills directly to customers. As a result, we wrote-off and accelerated depreciation over shortened useful lives for certain content assets of $1.1 million during the nine months ended September 30, 2024, which were classified as cost of revenues on our condensed consolidated statements of operations. For further information on the June 2024 restructuring, see “Note 11, Restructuring and Other Related Charges.”

In connection with the intangibles asset impairment analysis performed in June 2024, we also recorded an impairment expense of $10.0 million related to property and equipment, consisting of $6.6 million of content assets and $3.4 million of software assets, during the nine months ended September 30, 2024, which were classified as impairment expense on our condensed consolidated statements of operations. For further information on the impairment analysis, see “Note 6, Goodwill and Intangible Assets.”

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Goodwill and Intangible Assets

9 Months Ended Sep. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Goodwill and Intangible Assets

Goodwill and Intangible Assets

Goodwill

Goodwill is tested for impairment at least annually or when certain events or indicators of impairment occur between annual impairment tests. In September 2024 and June 2024, in consideration of the sustained decline in our stock price, industry developments, and our financial performance, we evaluated our current operating performance. Accordingly, we determined that there were indicators of impairment and a quantitative assessment was necessary. In the quantitative assessment, we estimated the fair value of our reporting unit utilizing an income approach, based on the present value of future discounted cash flows, which is classified as Level 3 in the fair value hierarchy. Significant estimates used to determine fair value include the weighted average cost of capital, growth rates, and amount and timing of expected future cash flows. As a result of the quantitative assessment, we determined that goodwill was impaired as the fair value of our reporting unit was less than the carrying value. As such, during the three and nine months ended September 30, 2024, we recorded impairment expense of $195.7 million and $635.4 million, respectively, equal to the excess of the carrying value of our reporting unit over the estimated fair value, limited to the remaining balance of goodwill, which was classified as impairment expense on our condensed consolidated statements of operations.

The following table presents our goodwill balances (in thousands):

	Nine Months Ended September 30, 2024	Year Ended December 31, 2023
Beginning balance	$ 631,995	$ 615,093
Impairment expense	(635,391)	—
Foreign currency translation adjustment	3,396	16,902
Ending balance	$ —	$ 631,995

Intangible Assets

Intangible assets are tested for impairment at the asset group level at least annually or when events or changes in circumstances indicate that the carrying amount of such asset groups may not be recoverable. In conjunction with our goodwill impairment analysis in June 2024, we determined that there were indicators of impairment for our Busuu assets and a recoverability test was necessary. In the recoverability test, we determined that the expected future undiscounted cash flows for the asset group were not sufficient to recover the carrying value. We then proceeded in estimating the fair value of the asset group utilizing the income approach, based on a present value of future discounted cash flows, which is classified as Level 3 in the fair value hierarchy. Significant estimates used to determine fair value include the growth rates and amount and timing of expected future cash flows. As a result of the impairment test, we determined the asset group was impaired and recorded a $31.9 million impairment expense related to the intangible assets during the nine months ended September 30, 2024, which was classified as impairment expense on our condensed consolidated statements of operations. We also recorded an impairment expense for property and equipment, net. For further information, see “Note 5, Property and Equipment, Net.”

The following tables present our intangible assets balances as of September 30, 2024 and December 31, 2023 (in thousands, except weighted-average amortization period):

	September 30, 2024					
	Weighted-Average Amortization Period (in months)	Gross Carrying Amount	Accumulated Amortization	Accumulated Impairment	Foreign Currency Translation Adjustment	Net Carrying Amount
Developed technologies	80	$ 106,703	$ (61,952)	$ (29,369)	$ (3,958)	$ 11,424
Content libraries	60	12,230	(12,230)	—	—	—
Customer lists	35	34,190	(32,892)	—	(1,298)	—
Trade and domain names	52	16,213	(13,343)	(2,493)	(377)	—
Total intangible assets	67	$ 169,336	$ (120,417)	$ (31,862)	$ (5,633)	$ 11,424

	December 31, 2023					
	Weighted-Average Amortization Period (in months)	Gross Carrying Amount	Accumulated Amortization	Accumulated Impairment	Foreign Currency Translation Adjustment	Net Carrying Amount
Developed technologies	80	$ 106,703	$ (55,651)	$ —	$ (3,757)	$ 47,295
Content libraries	60	12,230	(11,189)	—	—	1,041
Customer lists	35	34,190	(31,836)	—	(1,298)	1,056
Trade and domain names	52	16,213	(12,817)	—	(358)	3,038
Total intangible assets	67	$ 169,336	$ (111,493)	$ —	$ (5,413)	$ 52,430

During the three and nine months ended September 30, 2024, amortization expense related to our intangible assets totaled $1.4 million and $8.9 million, respectively. During the three and nine months ended September 30, 2023, amortization expense related to our intangible assets totaled $6.1 million and $18.7 million, respectively.

During the three months ended September 30, 2024, we did not recognize any impairment charges on our intangible assets and during the nine months ended September 30, 2024, we recognized a $31.9 million impairment charge on our intangible assets. During the three and nine months ended September 30, 2023, we recognized a $3.6 million impairment charge on our indefinite-lived intangible asset.

The following table presents the estimated future amortization expense related to our intangible assets as of September 30, 2024 (in thousands):

	September 30, 2024
Remaining three months of 2024	$ 1,036
2025	4,240
2026	3,897
2027	1,776
2028	407
Thereafter	68
Total	$ 11,424

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Convertible Senior Notes

9 Months Ended
Sep. 30, 2024

Debt Disclosure [Abstract]

Convertible Senior Notes

Convertible Senior Notes

In August 2020, we issued $1.0 billion in aggregate principal amount of 0% convertible senior notes due in 2026 (2026 notes). In March/April 2019, we issued $800 million in aggregate principal amount of 0.125% convertible senior notes due in 2025 (2025 notes, together with the 2026 notes, the notes). The 2026 notes bear no interest and will mature on September 1, 2026, unless repurchased, redeemed or converted in accordance with their terms prior to such date. The 2025 notes bear interest of 0.125% per year which is payable semi-annually in arrears on March 15 and September 15 of each year, beginning on
September 15, 2019. The 2025 notes will mature on March 15, 2025, unless repurchased, redeemed or converted in accordance with their terms prior to such date.

Each $1,000 principal amount of the 2026 notes will initially be convertible into 9.2978 shares of our common stock. This is equivalent to an initial conversion price of approximately $107.55 per share, which is subject to adjustment in certain circumstances. Each $1,000 principal amount of the 2025 notes will initially be convertible into 19.3956 shares of our common stock. This is equivalent to an initial conversion price of approximately $51.56 per share, which is subject to adjustment in certain circumstances.

Prior to the close of business on the business day immediately preceding June 1, 2026 for the 2026 notes and December 15, 2024 for the 2025 notes, the notes are convertible at the option of holders only upon satisfaction of certain circumstances. During the three months ended September 30, 2024, the circumstances allowing holders of the 2026 notes and 2025 notes to convert were not met.

On or after June 1, 2026 for the 2026 notes and December 15, 2024 for the 2025 notes until the close of business on the second scheduled trading day immediately preceding the respective maturity dates, holders may convert their notes at any time, regardless of the circumstances. As of September 30, 2024, the 2025 notes were classified as a current liability on our condensed consolidated balance sheets as they will be convertible at the option of the holder at any time beginning December 15, 2024 and will mature on March 15, 2025, both of which are within the next twelve months.

The following table presents the net carrying amount of the notes (in thousands):

	September 30, 2024		December 31, 2023	
	2026 Notes	2025 Notes	2026 Notes	2025 Notes
Principal	$ 244,479	$ 358,914	$ 244,479	$ 358,914
Unamortized issuance costs	(1,237)	(692)	(1,721)	(1,835)
Net carrying amount	$ 243,242	$ 358,222	$ 242,758	$ 357,079

The following table presents the total interest expense recognized related to the notes (in thousands):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
2026 notes:				
Contractual interest expense	$ —	$ —	$ —	$ —
Amortization of issuance costs	163	238	484	873
Total 2026 notes interest expense	$ 163	$ 238	$ 484	$ 873
2025 notes:				
Contractual interest expense	$ 111	$ 112	$ 331	$ 510
Amortization of issuance costs	384	384	1,144	1,737
Total 2025 notes interest expense	$ 495	$ 496	$ 1,475	$ 2,247

Capped Call Transactions

Concurrently with the offering of the 2026 notes and 2025 notes, we used $103.4 million and $97.2 million, respectively, of the net proceeds to enter into privately negotiated capped call transactions which are expected to reduce or offset potential dilution to holders of our common stock upon conversion of the notes or offset the potential cash payments we would be required to make in excess of the principal amount of any converted notes. The capped call transactions automatically exercise upon conversion of the notes and as of September 30, 2024, cover 9,297,800 and 6,961,352 shares of our common stock for the 2026 notes and 2025 notes, respectively. These are intended to effectively increase the overall conversion price from $107.55 to $156.44 per share for the 2026 notes and $51.56 to $79.32 per share for the 2025 notes. The effective increase in conversion price as a result of the capped call transactions serves to reduce potential dilution to holders of our common stock and/or offset the cash payments we are required to make in excess of the principal amount of any converted notes. As these transactions meet certain accounting criteria, they are recorded in stockholders' equity as a reduction of additional paid-in capital on our
condensed consolidated balance sheets and are not accounted for as derivatives. The fair value of the capped call instrument is not remeasured each reporting period. The cost of the capped call is not expected to be deductible for tax purposes.

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Commitments and Contingencies

9 Months Ended
Sep. 30, 2024

Commitments and Contingencies Disclosure [Abstract]

Commitments and Contingencies

Commitments and Contingencies

We may from time to time be subject to certain legal proceedings and claims in the ordinary course of business, including claims of alleged infringement of trademarks, patents, copyrights, and other intellectual property rights; employment claims; and general contract or other claims. We may also, from time to time, be subject to various legal or government claims, demands, disputes, investigations, or requests for information. Such matters may include, but not be limited to, claims, disputes, or investigations related to warranty, refund, breach of contract, employment, intellectual property, government regulation, or compliance or other matters.

On March 1, 2023, Plaintiff Shiva Stein, derivatively on behalf of Chegg, filed a stockholder derivative complaint in the Court of Chancery of the State of Delaware (Case No. 2023-0244-NAC) asserting breach of fiduciary duty, unjust enrichment, and waste of corporate asset claims against members of Chegg's Board and certain Chegg officers. The matter is stayed. The Company disputes these claims and intends to vigorously defend itself in this matter.

On February 14, 2023, Plaintiff Brian Stansell, individually and on behalf of other similarly situated stockholders of Chegg, filed a putative class action complaint in the Court of Chancery of the State of Delaware (Case No. 2023-0180) on behalf of all Chegg stockholders who were eligible to vote at Chegg's 2022 Annual Stockholders' Meeting, asserting breach of fiduciary duty claims against the members of Chegg's Board. The Court dismissed this matter pursuant to the Company's motion to dismiss and the matter is concluded.

On December 22, 2022, JPMorgan Chase Bank, N.A. (JPMC) asserted a demand for repayment by the Company of certain investment proceeds received by the Company in its capacity as an investor in TAPD, Inc. (more commonly known as "Frank"). JPMC seeks such repayment pursuant to certain provisions in the existing Support Agreement between JPMC and the Company that was entered into in connection with JPMC's acquisition of Frank. JPMC has alleged fraud on the part of certain former Frank executives regarding the quantity and quality of its customer accounts. The Company is not at fault, however is pursuing a settlement agreement with JPMC.

On November 9, 2022, Plaintiff Joshua Keller, individually and on behalf of all others similarly situated, filed a putative class action in the United States District Court for the Northern District of California (Case No. 22-cv-06986) on behalf of individuals whose data was allegedly impacted by past data breaches. On August 15, 2023, the Company received an order granting its motion to compel arbitration, and the case was stayed and administratively closed pending the conclusion of arbitration. The parties have since resolved this matter, and the related settlement amount did not have a significant impact on our financial statements.

On March 30, 2022, Joseph Robinson, derivatively on behalf of Chegg, filed a shareholder derivative complaint against Chegg and certain of its current and former directors and officers in the United States District Court for the Northern District of California, alleging violations of securities laws and breaches of fiduciary duties. On February 22, 2023, Plaintiff filed an Amended Shareholder Derivative Complaint. This matter has been consolidated with Choi, below, and both matters are stayed. The Company disputes these claims and intends to vigorously defend itself in this matter.

On January 12, 2022, Rak Joon Choi, derivatively on behalf of Chegg, filed a shareholder derivative complaint against Chegg and certain of its current and former directors and officers in the United States District Court for the Northern District of California, alleging violations of securities laws, breaches of fiduciary duties, unjust enrichment, abuse of control, gross mismanagement, and waste of corporate assets. On February 22, 2023, Plaintiff filed an Amended Shareholder Derivative Complaint. This matter has been consolidated with Robinson, above, and both matters are stayed. The Company disputes these claims and intends to vigorously defend itself in this matter.

On December 22, 2021, Steven Leventhal, individually and on behalf of all others similarly situated, filed a purported securities fraud class action on behalf of all purchasers of Chegg common stock between May 5, 2020 and November 1, 2021, inclusive, against Chegg and certain of its current and former officers in the United States District Court for the Northern District of California (Case No. 5:21-cv-09953), alleging that Chegg and several of its officers made materially false and misleading statements in violation of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 as amended (the Exchange Act). On September 7, 2022, KBC Asset Management and The Pompano Beach Police & Firefighters Retirement System were appointed as lead plaintiff in the case. On December 8, 2022, Plaintiff filed his Amended Complaint seeking unspecified compensatory damages, costs, and expenses, including counsel and expert fees. On September 26, 2024, the parties participated in an in-person mediation and reached a settlement in principle to pay $55.0 million wherein the Company denies
any and all allegations of fault, liability, wrongdoing, or damages. On November 6, 2024, Plaintiffs filed a motion for preliminary approval of the settlement, which is pending court approval. The estimated contingent liability for the loss contingency recorded was $55.0 million as of September 30, 2024 and was included within accrued liabilities on our condensed consolidated balance sheets. The same amount was recorded for expected insurance loss recoveries, which is included within other current assets on our condensed consolidated balance sheets.

On September 13, 2021, Pearson Education, Inc. (Pearson) filed a complaint captioned Pearson Education, Inc. v. Chegg, Inc. (Pearson Complaint) in the United States District Court for the District of New Jersey against the Company (Case 2:21-cv-16866), alleging infringement of Pearson's registered copyrights and exclusive rights under copyright in violation of the United States Copyright Act. Pearson is seeking injunctive relief, monetary damages, costs, and attorneys' fees. The Company filed its answer to the Pearson Complaint on November 19, 2021. Pearson's June 29, 2022 Motion for Leave to File Amended Complaint seeking to add Bedford, Freeman & Worth Publishing Group, LLC d/b/a Macmillan Learning as a plaintiff was denied. Pearson filed an Amended Complaint on May 10, 2023, and the Company filed an amended answer on June 7, 2023. The Company disputes these claims and intends to vigorously defend itself in this matter.

On June 18, 2020, we received a Civil Investigative Demand (CID) from the Federal Trade Commission (FTC) regarding certain alleged deceptive or unfair acts or practices related to consumer privacy and/or data security. On October 31, 2022, the FTC published the parties' agreed-upon consent order regarding Chegg's privacy and data security practices. On January 27, 2023, the FTC finalized its order ("Final Order") requiring Chegg to implement a comprehensive information security program, limit the data the Company can collect and retain, offer users multi factor authentication to secure their accounts, and allow users to request access to and delete their data. No monetary penalties or fines were included in the Final Order. We continue to work with the FTC on the implementation of and compliance with the Final Order.

We record a contingent liability for loss contingencies related to legal matters when a loss is both probable and reasonably estimable. Additionally, we record an insurance loss recovery up to the recognized loss contingency when realization is probable. Related to the above matters, as of September 30, 2024, the net impact of contingent liabilities less the related insurance loss recovery is $12.1 million. For those matters upon which management has sufficient insurance coverage, the Company has recorded contingent liabilities within accrued liabilities and the loss recovery from insurance within other current assets on our condensed consolidated balance sheets. As a result of ongoing legal related expenses during the three months ended September 30, 2024, the Company updated its estimate that $5.1 million that was previously recorded as insurance loss recovery was deemed to no longer be probable and has been recorded as an expense on the condensed consolidated statement of operations as recovery would be in excess of insurance coverage limits. We are not aware of any other pending legal matters or claims, individually or in the aggregate, which are expected to have a material adverse impact on our consolidated financial position, results of operations, or cash flows. Our analysis of whether a claim will proceed to litigation cannot be predicted with certainty, nor can the results of litigation be predicted with certainty. Nevertheless, defending any of these actions, regardless of the outcome, may be costly, time consuming, distract management personnel and have a negative effect on our business. In the ordinary course of business and for certain of the above matters, we are actively pursuing all avenues and strategies to resolve these matters, including available legal remedies, remediation and settlement negotiations with the parties. An adverse outcome in any of these actions, including a judgment or settlement, may cause a material adverse effect on our future business, operating results or financial condition.

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Guarantees and Indemnifications	9 Months Ended Sep. 30, 2024
Guarantees And Indemnifications [Abstract]	
Guarantees and Indemnifications	Guarantees and Indemnifications

We have agreed to indemnify our directors and officers for certain events or occurrences, subject to certain limits, while such persons are or were serving at our request in such capacity. We may terminate the indemnification agreements with these persons upon termination of employment, but termination will not affect claims for indemnification related to events occurring prior to the effective date of termination. We have a directors' and officers' insurance policy that limits our potential exposure up to the limits of our insurance coverage. In addition, we also have other indemnification agreements with various vendors against certain claims, liabilities, losses, and damages. The maximum amount of potential future indemnification is unlimited.

We believe the fair value of these indemnification agreements is immaterial. We have not recorded any liabilities for these agreements as of September 30, 2024.

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Stockholders' Equity	9 Months Ended Sep. 30, 2024
Share-Based Payment Arrangement [Abstract]	
Stockholders' Equity	Stockholders' Equity

Share Repurchases

During the nine months ended September 30, 2024, we had no cash repurchases of our common stock. As of September 30, 2024, we had $3.7 million remaining under the securities repurchase program, which has no expiration date and will continue until otherwise suspended, terminated or modified at any time for any reason by our board of directors.

In February 2024, we repurchased 2,115,952 shares of our common stock related to the final delivery of our November 2023 accelerated share repurchase (ASR) agreement. The November 2023 ASR settled, and we were not required to make any additional cash payments or delivery of common stock to the financial institution upon settlement.

During the year ended December 31, 2023, we repurchased a total of 26,505,979 shares of our common stock, which included the initial delivery of 13,498,313 shares from our November 2023 ASR, 3,433,157 shares from open market transactions in June 2023, and the total delivery of 9,574,509 shares from our February 2023 ASR, which were retired immediately.

Share-based Compensation Expense

The following table presents total share-based compensation expense recorded (in thousands):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Cost of revenues	$ 471	$ 598	$ 1,450	$ 1,685
Research and development	7,492	11,027	23,824	33,909
Sales and marketing	2,100	2,435	5,966	7,116
General and administrative	11,868	17,870	38,027	58,886
Total share-based compensation expense	$ 21,931	$ 31,930	$ 69,267	$ 101,596

During the three and nine months ended September 30, 2024, we capitalized share-based compensation expense of $1.2 million and $3.9 million, respectively. During the three and nine months ended September 30, 2023, we capitalized share-based compensation expense of $0.7 million and $2.4 million, respectively. As of September 30, 2024, total unrecognized share-based compensation expense was approximately $72.7 million, which is expected to be recognized over the remaining weighted-average vesting period of approximately 1.4 years.

The following table presents activity for outstanding RSUs and PSUs:

	RSUs and PSUs Outstanding	
	Shares Outstanding	Weighted Average Grant Date Fair Value
Balance at December 31, 2023	10,065,783	$ 23.63
Granted	5,771,165	4.27
Released	(4,130,650)	21.57
Forfeited	(2,097,277)	28.86
Balance at September 30, 2024	9,609,021	$ 11.75

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Restructuring and Other Related Charges	9 Months Ended Sep. 30, 2024
Restructuring and Related Activities [Abstract]	
Restructuring and Other Related Charges	Restructuring and Other Related Charges

June 2024 Restructuring Plan

Restructuring Charges

In June 2024, we announced a workforce reduction that resulted in a management approved restructuring plan. During the three and nine months ended September 30, 2024, we recorded $2.1 million and $8.8 million of restructuring charges, respectively, primarily related to one-time employee termination benefits, which was classified on our condensed consolidated statement of operations based on employees' job function. The restructuring liability is included within accrued liabilities on our condensed consolidated balance sheets. We estimate we will incur between $1 million and $2 million of additional restructuring charges over the next fiscal quarter. We expect the plan to be substantially completed by the end of the first quarter of fiscal 2025.

The following table presents a reconciliation of the beginning and ending restructuring liability balance (in thousands):

	Nine Months Ended September 30, 2024
Beginning balance	$ —
Restructuring charges	8,840
Restructuring payments	(6,116)
Ending balance	$ 2,724

Impairment of lease related assets

In connection with the June 2024 restructuring, we announced the closure of two offices outside of the United States. As a result, we recorded a full impairment expense of $2.2 million, consisting of $1.1 million impairment of ROU assets and $1.1 million leasehold improvements during the nine months ended September 30, 2024, which was classified as general and administrative expense on our condensed consolidated statement of operations. Our intent and ability to sublease the office as well as the local market conditions were factored in when measuring the amount of impairment.

November 2024 Restructuring Plan

In November 2024, we announced a restructuring plan that includes a reduction of our global workforce as well as other actions to streamline our operations. We estimate that we will incur charges of approximately $22 million to $26 million in connection with these actions, of which $18 million to $22 million is expected to result in future cash expenditures, primarily consisting of expenditures for one-time employee termination benefits, impairment of lease related assets, and other related costs. The accounting for the November 2024 restructuring plan is in process as of the issuance date of our condensed

consolidated financial statements and therefore we are unable to make any additional disclosures.

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Income Taxes	9 Months Ended Sep. 30, 2024
Income Tax Disclosure [Abstract]	
Income Taxes	Income Taxes

During the three and nine months ended September 30, 2024, we recorded a benefit from income taxes of $2.7 million and provision for income taxes of $144.7 million, respectively. During the three and nine months ended September 30, 2023, we recorded a provision for income taxes of $0.2 million and $24.0 million, respectively.

During the nine months ended September 30, 2024, the provision for income taxes was primarily from the valuation allowance establishment of $141.6 million as a discrete non-cash income tax expense against our U.S. federal and state deferred tax assets. We regularly assess the need for a valuation allowance against our deferred tax assets. In performing our assessment in June 2024, we considered both positive and negative evidence related to the likelihood of realizing our deferred tax assets. In June 2024, we determined that it is more likely than not that the deferred tax benefit will not be realized due to the available negative evidence outweighing the positive evidence, primarily resulting from the cumulative loss influenced by the impairment expense recorded during the three months ended June 30, 2024.

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Pay vs Performance Disclosure - USD ($) $ in Thousands	3 Months Ended Sep. 30, 2024	3 Months Ended Sep. 30, 2023	9 Months Ended Sep. 30, 2024	9 Months Ended Sep. 30, 2023
Pay vs Performance Disclosure				
Net (loss) income	$ (212,639)	$ (18,283)	$ (830,943)	$ 8,515

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

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Background and Basis of Presentation (Policies)	9 Months Ended Sep. 30, 2024
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Basis of Presentation	***Basis of Presentation***

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with generally accepted accounting principles in the United States ("GAAP") and applicable rules and regulations of the U.S. Securities and Exchange Commission ("SEC") regarding interim financial reporting. The condensed consolidated financial statements include the results of Chegg, Inc. and its wholly-owned subsidiaries. Significant intercompany balances and transactions have been eliminated. In the opinion of management, the accompanying unaudited condensed consolidated financial statements contain all adjustments, including normal recurring adjustments, necessary to present fairly our financial position as of September 30, 2024, our results of operations, results of comprehensive (loss) income and stockholders' equity for the three and nine months ended September 30, 2024 and 2023, and our cash flows for the nine months ended September 30, 2024 and 2023. Our results of operations, results of comprehensive (loss) income, stockholders' equity, and cash flows for the nine months ended September 30, 2024 are not necessarily indicative of the results to be expected for the full year.

We have a single operating and reportable segment and operating unit structure. The condensed consolidated financial statements and related financial information should be read in conjunction with the audited consolidated financial statements and the related notes thereto that are included in our Annual Report on Form 10-K for the year ended December 31, 2023 (the Annual Report on Form 10-K) filed with the SEC.

Use of Estimates — ***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; the disclosure of contingent liabilities at the date of the financial statements; and the reported amounts of revenues and expenses during the reporting periods. We base our estimates on historical experience, knowledge of current business conditions, and various other factors we believe to be reasonable under the circumstances. These estimates are based on management's knowledge about current events and expectations about actions we may undertake in the future. Actual results could differ from these estimates, and such differences could be material to our financial position and results of operations. There have been no material changes in our use of estimates during the nine months ended September 30, 2024 as compared to the use of estimates disclosed in Part II, Item 8 "Consolidated Financial Statements and Supplementary Data" contained in our Annual Report on Form 10-K for the year ended December 31, 2023.

Reclassification of Prior Period Presentation — ***Reclassification of Prior Period Presentation***

In order to conform with current period presentation, $3.6 million of impairment of intangible assets has been reclassified from general and administrative expense to impairment expense on our condensed consolidated statements of operations for the three and nine months ended September 30, 2023 as well as from impairment of intangible asset to impairment expense on our condensed consolidated statements of cash flows for the nine months ended September 30, 2023. These changes in presentation do not affect previously reported results.

Recent Accounting Pronouncements — ***Recent Accounting Pronouncements***

Recently Issued Accounting Pronouncements Not Yet Adopted

In November 2024, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2024-03, *Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures*. ASU 2024-03 requires disclosure of specified information about certain costs and expenses in the notes to financial statements. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2026 and interim periods beginning after December 15, 2027. We did not early adopt ASU 2024-03 and we are currently in the process of evaluating the impact of this guidance.

In March 2024, the FASB issued ASU 2024-02, *Codification Improvements—Amendments to Remove References to the Concepts Statements*. ASU 2024-02 removes various references to the FASB's Concepts Statements from the FASB's Accounting Standards Codification. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2024. We did not early adopt ASU 2024-02 and do not believe it will have a significant impact on our financial statements, however, we are currently in the process of evaluating the impact.

In December 2023, the FASB issued ASU 2023-09, *Improvements to Income Tax Disclosures*. ASU 2023-09 requires disaggregated information about our effective tax rate reconciliation as well as information on income taxes paid that meet a quantitative threshold. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2024. We did not early adopt ASU 2023-09 and we are currently in the process of evaluating the impact of this guidance.

In November 2023, the FASB issued ASU 2023-07, *Improvements to Reportable Segment Disclosures*. ASU 2023-07 enhances current interim and annual reportable segment disclosures and requires additional disclosures about significant segment expenses. Public entities with a single reportable segment are required to apply the disclosure requirements in ASU 2023-07, as well as all existing segment disclosures and reconciliation requirements in ASC 280 on an interim and annual basis. Early adoption is permitted, and we are required to adopt the changes on a retrospective basis. The guidance is effective for annual periods beginning after December 15, 2023 and interim periods beginning after December 15, 2024. We did not early adopt ASU 2023-07 and we are currently in the process of evaluating the impact of this guidance.

Recently Adopted Accounting Pronouncements

We did not adopt any accounting pronouncements during the nine months ended September 30, 2024 that had a material impact on our financial statements.

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Background and Basis of Presentation (Tables)	9 Months Ended Sep. 30, 2024
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Schedule of Intangible Assets and Goodwill	The following table presents our impairment expense (in thousands):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Goodwill, net	$ 195,708	$ —	$ 635,391	$ —
Intangible assets, net	—	3,600	31,862	3,600
Property and equipment, net	—	—	9,986	—
Total impairment expense	$ 195,708	$ 3,600	$ 677,239	$ 3,600

Schedule of Maturities of Operating Lease Liabilities — The aggregate future minimum lease payments and reconciliation to operating lease liabilities as of September 30, 2024, are as follows (in thousands):

	September 30, 2024
Remaining three months of 2024	$ 1,938
2025	6,802
2026	6,388
2027	6,134
2028	3,518
2029	1,946
Thereafter	8,340
Total future minimum lease payments	35,066
Less imputed interest	(5,770)
Total operating lease liabilities	$ 29,296

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Revenues (Tables)	9 Months Ended Sep. 30, 2024
Revenue from Contract with Customer [Abstract]	

Schedule of Disaggregation of Revenue

The following tables present our total net revenues for the periods shown disaggregated for our Subscription Services and Skills and Other product lines (in thousands, except percentages):

	Three Months Ended September 30,		Change	
	2024	2023	$	%
Subscription Services	$ 119,804	$ 139,912	$ (20,108)	(14)%
Skills and Other	16,789	17,942	(1,153)	(6)
Total net revenues	$ 136,593	$ 157,854	$ (21,261)	(13)

	Nine Months Ended September 30,		Change	
	2024	2023	$	%
Subscription Services	$ 420,668	$ 474,207	$ (53,539)	(11)%
Skills and Other	53,422	54,101	(679)	(1)
Total net revenues	$ 474,090	$ 528,308	$ (54,218)	(10)

Schedule of Accounts Receivable

The following table presents our accounts receivable, net, contract assets and deferred revenue balances (in thousands, except percentages):

			Change	
	September 30, 2024	December 31, 2023	$	%
Accounts receivable, net	$ 23,749	$ 31,404	$ (7,655)	(24)%
Contract assets	7,048	8,598	(1,550)	(18)
Deferred revenue	44,355	55,336	(10,981)	(20)

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Net (Loss) Income Per Share (Tables)

9 Months Ended
Sep. 30, 2024

Earnings Per Share [Abstract]

Schedule of Net (Loss) Income Per Share, Basic and Diluted

The following table presents the computation of basic and diluted net (loss) income per share (in thousands, except per share amounts):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Basic				
Numerator:				
Net (loss) income	$ (212,639)	$ (18,283)	$ (830,943)	$ 8,515
Denominator:				
Weighted average shares used to compute net (loss) income per share, basic	103,723	115,407	102,893	119,001
Net (loss) income per share, basic	$ (2.05)	$ (0.16)	$ (8.08)	$ 0.07
Diluted				
Numerator:				
Net (loss) income	$ (212,639)	$ (18,283)	$ (830,943)	$ 8,515
Convertible senior notes activity, net of tax	—	—	—	(38,079)
Net (loss) income, diluted	$ (212,639)	$ (18,283)	$ (830,943)	$ (29,564)
Denominator:				
Weighted average shares used to compute net (loss) income per share, basic	103,723	115,407	102,893	119,001
Shares related to convertible senior notes	—	—	—	2,875
Weighted average shares used to compute net (loss) income per share, diluted	103,723	115,407	102,893	121,876
Net (loss) income per share, diluted	$ (2.05)	$ (0.16)	$ (8.08)	$ (0.24)

Schedule of Antidilutive Securities Excluded from Computation of Net (Loss) Income Per Share

The following table presents potential weighted-average shares of common stock outstanding that were excluded from the computation of diluted net (loss) income per share because including them would have been anti-dilutive (in thousands):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Shares related to stock plan activity	9,262	8,732	7,551	8,349
Shares related to convertible senior notes	9,234	10,280	9,234	10,378
Total common stock equivalents	18,496	19,012	16,785	18,727

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Cash and Cash Equivalents, Investments and Fair Value Measurements (Tables)

9 Months Ended
Sep. 30, 2024

Cash and Cash Equivalents [Abstract]

Schedule of Cash, Cash Equivalents and Investments

The following tables present our cash and cash equivalents, and investments' fair value level classification, adjusted cost, unrealized gain, unrealized loss and fair value as of September 30, 2024 and December 31, 2023 (in thousands):

		September 30, 2024			
	Fair Value Level	Adjusted Cost	Unrealized Gain	Unrealized Loss	Fair Value
Cash and cash equivalents:					
Cash		$ 52,523	$ —	$ —	$ 52,523
Money market funds	Level 1	99,550	—	—	99,550
Total cash and cash equivalents		$ 152,073	$ —	$ —	$ 152,073
Short-term investments:					
Corporate debt securities	Level 2	$ 118,386	$ 53	$ (47)	$ 118,392
U.S. treasury securities	Level 1	65,596	32	(13)	65,615
Agency bonds	Level 2	25,009	—	(13)	24,996
Total short-term investments		$ 208,991	$ 85	$ (73)	$ 209,003
Long-term investments:					
Corporate debt securities	Level 2	$ 214,391	$ 2,482	$ (8)	$ 216,865
U.S. treasury securities	Level 1	52,548	748	—	53,296
Total long-term investments		$ 266,939	$ 3,230	$ (8)	$ 270,161

		December 31, 2023			
	Fair Value Level	Adjusted Cost	Unrealized Gain	Unrealized Loss	Fair Value
Cash and cash equivalents:					
Cash		$ 45,050	$ —	$ —	$ 45,050
Money market funds	Level 1	90,707	—	—	90,707
Total cash and cash equivalents		$ 135,757	$ —	$ —	$ 135,757
Short-term investments:					
Corporate debt securities	Level 2	$ 69,548	$ —	$ (170)	$ 69,378
U.S. treasury securities	Level 1	25,734	—	(114)	25,620
Agency bonds	Level 2	99,505	—	(246)	99,259
Total short-term investments		$ 194,787	$ —	$ (530)	$ 194,257
Long-term investments:					
Corporate debt securities	Level 2	$ 191,467	$ 898	$ (213)	$ 192,152
U.S. treasury securities	Level 1	57,287	165	(57)	57,395
Total long-term investments		$ 248,754	$ 1,063	$ (270)	$ 249,547

Schedule of Available-for-sale Securities Reconciliation

The following table presents our cash equivalents and investments' adjusted cost and fair value by contractual maturity as of September 30, 2024 (in thousands):

	Adjusted Cost	Fair Value
Due within one year	$ 208,991	$ 209,003
Due after one year through three years	266,939	270,161
Investments not due at a single maturity date	99,550	99,550
Total	$ 575,480	$ 578,714

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Property and Equipment, Net (Tables)

9 Months Ended
Sep. 30, 2024

Property, Plant and Equipment [Abstract]

Schedule of Property and Equipment, Net

Property and equipment, net consisted of the following (in thousands):

	September 30, 2024	December 31, 2023
Content	$ 371,928	$346,749
Software	66,210	51,855
Leasehold improvements	11,160	10,857
Furniture and fixtures	4,258	4,607
Computer and equipment	3,304	3,496
Property and equipment	456,860	417,564
Less accumulated depreciation and amortization	(278,978)	(234,491)
Property and equipment, net	$ 177,882	$183,073

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Goodwill and Intangible Assets (Tables)

9 Months Ended
Sep. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Schedule of Goodwill

The following table presents our goodwill balances (in thousands):

	Nine Months Ended September 30, 2024	Year Ended December 31, 2023
Beginning balance	$ 631,995	$ 615,093
Impairment expense	(635,391)	—
Foreign currency translation adjustment	3,396	16,902
Ending balance	$ —	$ 631,995

Schedule of Finite-lived Intangible Assets

The following tables present our intangible assets balances as of September 30, 2024 and December 31, 2023 (in thousands, except weighted-average amortization period):

	September 30, 2024					
	Weighted-Average Amortization Period (in months)	Gross Carrying Amount	Accumulated Amortization	Accumulated Impairment	Foreign Currency Translation Adjustment	Net Carrying Amount
Developed technologies	80	$ 106,703	$ (61,952)	$ (29,369)	$ (3,958)	$ 11,424
Content libraries	60	12,230	(12,230)	—	—	—
Customer lists	35	34,190	(32,892)	—	(1,298)	—
Trade and domain names	52	16,213	(13,343)	(2,493)	(377)	—
Total intangible assets	67	$ 169,336	$ (120,417)	$ (31,862)	$ (5,633)	$ 11,424

	December 31, 2023					
	Weighted-Average Amortization Period (in months)	Gross Carrying Amount	Accumulated Amortization	Accumulated Impairment	Foreign Currency Translation Adjustment	Net Carrying Amount
Developed technologies	80	$ 106,703	$ (55,651)	$ —	$ (3,757)	$ 47,295
Content libraries	60	12,230	(11,189)	—	—	1,041
Customer lists	35	34,190	(31,836)	—	(1,298)	1,056
Trade and domain names	52	16,213	(12,817)	—	(358)	3,038
Total intangible assets	67	$ 169,336	$ (111,493)	$ —	$ (5,413)	$ 52,430

Schedule of Indefinite-lived Intangible Assets

The following tables present our intangible assets balances as of September 30, 2024 and December 31, 2023 (in thousands, except weighted-average amortization period):

	September 30, 2024					
	Weighted-Average Amortization Period (in months)	Gross Carrying Amount	Accumulated Amortization	Accumulated Impairment	Foreign Currency Translation Adjustment	Net Carrying Amount
Developed technologies	80	$ 106,703	$ (61,952)	$ (29,369)	$ (3,958)	$ 11,424
Content libraries	60	12,230	(12,230)	—	—	—
Customer lists	35	34,190	(32,892)	—	(1,298)	—
Trade and domain names	52	16,213	(13,343)	(2,493)	(377)	—
Total intangible assets	67	$ 169,336	$ (120,417)	$ (31,862)	$ (5,633)	$ 11,424

	December 31, 2023					
	Weighted-Average Amortization Period (in months)	Gross Carrying Amount	Accumulated Amortization	Accumulated Impairment	Foreign Currency Translation Adjustment	Net Carrying Amount
Developed technologies	80	$ 106,703	$ (55,651)	$ —	$ (3,757)	$ 47,295
Content libraries	60	12,230	(11,189)	—	—	1,041
Customer lists	35	34,190	(31,836)	—	(1,298)	1,056
Trade and domain names	52	16,213	(12,817)	—	(358)	3,038
Total intangible assets	67	$ 169,336	$ (111,493)	$ —	$ (5,413)	$ 52,430

Schedule of Estimated Future Amortization Expense Related to Intangible Assets

The following table presents the estimated future amortization expense related to our intangible assets as of September 30, 2024 (in thousands):

	September 30, 2024
Remaining three months of 2024	$ 1,036
2025	4,240
2026	3,897
2027	1,776
2028	407
Thereafter	68
Total	$ 11,424

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Convertible Senior Notes (Tables)

9 Months Ended
Sep. 30, 2024

Debt Disclosure [Abstract]

Schedule of Debt

The following table presents the net carrying amount of the notes (in thousands):

	September 30, 2024		December 31, 2023	
	2026 Notes	2025 Notes	2026 Notes	2025 Notes
Principal	$ 244,479	$ 358,914	$ 244,479	$ 358,914
Unamortized issuance costs	(1,237)	(692)	(1,721)	(1,835)
Net carrying amount	$ 243,242	$ 358,222	$ 242,758	$ 357,079

Schedule Of Interest Expense Recognized

The following table presents the total interest expense recognized related to the notes (in thousands):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
2026 notes:				
Contractual interest expense	$ —	$ —	$ —	$ —
Amortization of issuance costs	163	238	484	873
Total 2026 notes interest expense	$ 163	$ 238	$ 484	$ 873
2025 notes:				
Contractual interest expense	$ 111	$ 112	$ 331	$ 510
Amortization of issuance costs	384	384	1,144	1,737
Total 2025 notes interest expense	$ 495	$ 496	$ 1,475	$ 2,247

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Stockholders' Equity (Tables)

9 Months Ended
Sep. 30, 2024

Share-Based Payment Arrangement [Abstract]

Schedule of Stock-Based Compensation Expense for Employees and Non-Employees

The following table presents total share-based compensation expense recorded (in thousands):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Cost of revenues	$ 471	$ 598	$ 1,450	$ 1,685
Research and development	7,492	11,027	23,824	33,909
Sales and marketing	2,100	2,435	5,966	7,116
General and administrative	11,868	17,870	38,027	58,886
Total share-based compensation expense	$ 21,931	$ 31,930	$ 69,267	$ 101,596

Schedule of Restricted Stock Unit Activity

The following table presents activity for outstanding RSUs and PSUs:

	RSUs and PSUs Outstanding	
	Shares Outstanding	Weighted Average Grant Date Fair Value
Balance at December 31, 2023	10,065,783	$ 23.63
Granted	5,771,165	4.27
Released	(4,130,650)	21.57
Forfeited	(2,097,277)	28.86
Balance at September 30, 2024	9,609,021	$ 11.75

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Restructuring and Other Related Charges (Tables)

9 Months Ended
Sep. 30, 2024

Restructuring and Related Activities [Abstract]

Schedule of Changes in Restructuring Liability Balance

The following table presents a reconciliation of the beginning and ending restructuring liability balance (in thousands):

	Nine Months Ended September 30, 2024
Beginning balance	$ —
Restructuring charges	8,840
Restructuring payments	(6,116)
Ending balance	$ 2,724

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Background and Basis of Presentation - Narrative (Details) $ in Thousands	1 Months Ended	3 Months Ended		9 Months Ended	
	Nov. 12, 2024 USD ($)	Jul. 31, 2024 USD ($)	Sep. 30, 2024 USD ($)	Sep. 30, 2023 USD ($)	Sep. 30, 2024 USD ($) segment	Sep. 30, 2023 USD ($)
Debt Instrument [Line Items]						
Number of operating segments | segment					1	
Number of reportable segments | segment					1	
Impairment expense			$ 195,708	$ 3,600	$ 677,239	$ 3,600
Operating leases		$ 9,000			9,686	12,407
Securities Repurchase Program						
Debt Instrument [Line Items]						
Remaining under repurchase program			$ 3,700		$ 3,700	
Subsequent Event						
Debt Instrument [Line Items]						
Decrease in operating lease liability	$ (3,800)					
Subsequent Event | Securities Repurchase Program						
Debt Instrument [Line Items]						
Stock repurchase program, increase of authorized amount	300,000					
Remaining under repurchase program	$ 303,700					
Revision of Prior Period, Reclassification, Adjustment						
Debt Instrument [Line Items]						
Impairment expense				$ 3,600		$ 3,600

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Background and Basis of Presentation - Impairment Expense (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended		12 Months Ended
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023	Dec. 31, 2023
Organization, Consolidation and Presentation of Financial Statements [Abstract]					
Goodwill, net	$ 195,708	$ 0	$ 635,391	$ 0	$ 0
Intangible assets, net	0	3,600	31,862	3,600	
Property and equipment, net	0	0	9,986	0	
Total impairment expense	$ 195,708	$ 3,600	$ 677,239	$ 3,600	

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Background and Basis of Presentation - Maturities of Operating Lease Liabilities (Details) $ in Thousands	Sep. 30, 2024 USD ($)
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Remaining three months of 2024	$ 1,938
2025	6,802
2026	6,388
2027	6,134
2028	3,518
2029	1,946
Thereafter	8,340
Total future minimum lease payments	35,066
Less imputed interest	(5,770)
Total operating lease liabilities	$ 29,296

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Revenues - Disaggregation of Revenue (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Disaggregation of Revenue [Line Items]				
Total net revenues	$ 136,593	$ 157,854	$ 474,090	$ 528,308
Change, Total net revenues	$ (21,261)		$ (54,218)	
Change, Total net revenues, percent	(13.00%)		(10.00%)	
Subscription Services				
Disaggregation of Revenue [Line Items]				
Total net revenues	$ 119,804	139,912	$ 420,668	474,207
Change, Total net revenues	$ (20,108)		$ (53,539)	
Change, Total net revenues, percent	(14.00%)		(11.00%)	
Skills and Other				
Disaggregation of Revenue [Line Items]				
Total net revenues	$ 16,789	$ 17,942	$ 53,422	$ 54,101
Change, Total net revenues	$ (1,153)		$ (679)	
Change, Total net revenues, percent	(6.00%)		(1.00%)	

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Revenues - Narrative (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Revenue from Contract with Customer [Abstract]				
Contract with customer, liability, revenue recognized	$ 33,300	$ 36,600	$ 52,300	$ 53,000
Contract with customer, liability, revenue recognized, prior period	$ 600	$ 0	2,000	$ 0
Decrease in accounts receivable, net			$ 7,655	
Decrease in accounts receivable, net, percent			24.00%	
Decrease in contract assets			$ 1,550	
Decrease in contract assets, percent			18.00%	
Decrease in deferred revenue			$ 10,981	
Decrease in deferred revenue, percent			20.00%	

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Revenues - Contract Balances (Details) - USD ($) $ in Thousands	9 Months Ended	
	Sep. 30, 2024	Dec. 31, 2023
Revenue from Contract with Customer [Abstract]		
Accounts receivable, net	$ 23,749	$ 31,404
Change, accounts receivable, net	$ (7,655)	
Change, accounts receivable, net, percent	(24.00%)	
Contract assets	$ 7,048	8,598
Change in contract assets	$ (1,550)	

Change in contract assets, percent	(18.00%)	
Deferred revenue	$ 44,355	$ 55,336
Change in deferred revenue	$ (10,981)	
Change in deferred revenue, percent	(20.00%)	

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Net (Loss) Income Per Share - Computation of Basic and Diluted Net (Loss) Income Per Share (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Numerator:				
Net (loss) income	$ (212,639)	$ (18,283)	$ (830,943)	$ 8,515
Convertible senior notes activity, net of tax	0	0	0	(38,079)
Net (loss) income, diluted	$ (212,639)	$ (18,283)	$ (830,943)	$ (29,564)
Net (loss) income per share, basic, (in dollars per share)	$ (2.05)	$ (0.16)	$ (8.08)	$ 0.07
Denominator:				
Weighted average shares used to compute net (loss) income per share, basic (in shares)	103,723	115,407	102,893	119,001
Weighted average shares used to compute net (loss) income per share, diluted (in shares)	103,723	115,407	102,893	121,876
Net (loss) income per share, diluted (in dollars per share)	$ (2.05)	$ (0.16)	$ (8.08)	$ (0.24)
Shares related to convertible senior notes				
Denominator:				
Shares related to convertible senior notes (in shares)	0	0	0	2,875

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Net (Loss) Income Per Share - Shares Excluded From Computation Of Diluted Net (Loss) Income Per Share (Details) - shares shares in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]				
Total common stock equivalents (in shares)	18,496	19,012	16,785	18,727
Shares related to stock plan activity				
Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]				
Total common stock equivalents (in shares)	9,262	8,732	7,551	8,349
Shares related to convertible senior notes				
Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]				
Total common stock equivalents (in shares)	9,234	10,280	9,234	10,378

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Cash and Cash Equivalents, Investments and Fair Value Measurements - Schedule of Available For Sale Securities (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023	Sep. 30, 2023
Debt Securities, Available-for-sale [Line Items]			
Cash	$ 152,073	$ 135,757	$ 94,419
Adjusted Cost	575,480		
Fair Value	578,714		
Cash			
Debt Securities, Available-for-sale [Line Items]			
Cash	52,523	45,050	
Short-term investments:			
Debt Securities, Available-for-sale [Line Items]			
Adjusted Cost	208,991	194,787	
Unrealized Gain	85	0	
Unrealized Loss	(73)	(530)	
Fair Value	209,003	194,257	
Long-term investments:			
Debt Securities, Available-for-sale [Line Items]			
Adjusted Cost	266,939	248,754	
Unrealized Gain	3,230	1,063	
Unrealized Loss	(8)	(270)	
Fair Value	270,161	249,547	
Level 1 | Money market funds			
Debt Securities, Available-for-sale [Line Items]			
Cash	99,550	90,707	
Corporate debt securities | Level 2 | Short-term investments:			
Debt Securities, Available-for-sale [Line Items]			
Adjusted Cost	118,386	69,548	
Unrealized Gain	53	0	
Unrealized Loss	(47)	(170)	
Fair Value	118,392	69,378	
Corporate debt securities | Level 2 | Long-term investments:			
Debt Securities, Available-for-sale [Line Items]			
Adjusted Cost	214,391	191,467	
Unrealized Gain	2,482	898	
Unrealized Loss	(8)	(213)	
Fair Value	216,865	192,152	
U.S. treasury securities | Level 1 | Short-term investments:			
Debt Securities, Available-for-sale [Line Items]			
Adjusted Cost	65,596	25,734	
Unrealized Gain	32	0	
Unrealized Loss	(13)	(114)	
Fair Value	65,615	25,620	
U.S. treasury securities | Level 1 | Long-term investments:			
Debt Securities, Available-for-sale [Line Items]			
Adjusted Cost	52,548	57,287	
Unrealized Gain	748	165	
Unrealized Loss	0	(57)	
Fair Value	53,296	57,395	
Agency bonds | Level 2 | Short-term investments:			

Debt Securities, Available-for-sale [Line Items]		
Adjusted Cost	25,009	99,505
Unrealized Gain	0	0
Unrealized Loss	(13)	(246)
Fair Value	$ 24,996	$ 99,259

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Cash and Cash Equivalents, Investments and Fair Value Measurements - Contractual Maturity (Details) $ in Thousands	**Sep. 30, 2024 USD ($)**
Adjusted Cost	
Due within one year	$ 208,991
Due after one year through three years	266,939
Investments not due at a single maturity date	99,550
Adjusted Cost	575,480
Fair Value	
Due within one year	209,003
Due after one year through three years	270,161
Investments not due at a single maturity date	99,550
Fair Value	$ 578,714

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Cash and Cash Equivalents, Investments and Fair Value Measurements - Strategic Investments (Details) - USD ($) $ in Thousands		**1 Months Ended**		**9 Months Ended**		
	Jan. 01, 2024	**May 31, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**	**Dec. 31, 2023**	**Jul. 31, 2022**
Schedule of Investments [Line Items]						
Proceeds from sale of strategic equity investment			$ 15,500	$ 0		
Sound Ventures AI Fund, LP						
Schedule of Investments [Line Items]						
Commitment to invest		$ 15,000				
Invests in artificial intelligence companies, ownership percentage		6.00%				
Investment, carrying amount					$ 11,700	
Proceeds from sale of strategic equity investment	$ 15,500					
Equity method investment, realized gain on disposal	$ 3,800					
Knack Technologies, Inc						
Schedule of Investments [Line Items]						
Investment without readily determinable fair value						$ 6,000

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Cash and Cash Equivalents, Investments and Fair Value Measurements - Debt (Details) - Estimate of Fair Value Measurement - Senior Notes - Fair Value, Measurements, Nonrecurring - USD ($) $ in Millions	**Sep. 30, 2024**	**Dec. 31, 2023**
Senior Notes due 2026		
Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]		
Convertible senior notes	$ 186.4	$ 202.9
Senior Notes due 2025		
Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]		
Convertible senior notes	$ 343.7	$ 329.5

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Property and Equipment, Net - Schedule of Property and Equipment, Net (Details) - USD ($) $ in Thousands	**Sep. 30, 2024**	**Dec. 31, 2023**
Property, Plant and Equipment [Line Items]		
Property and equipment	$ 456,860	$ 417,564
Less accumulated depreciation and amortization	(278,978)	(234,491)
Property and equipment, net	177,882	183,073
Content		
Property, Plant and Equipment [Line Items]		
Property and equipment	371,928	346,749
Software		
Property, Plant and Equipment [Line Items]		
Property and equipment	66,210	51,855
Leasehold improvements		
Property, Plant and Equipment [Line Items]		
Property and equipment	11,160	10,857
Furniture and fixtures		
Property, Plant and Equipment [Line Items]		
Property and equipment	4,258	4,607
Computer and equipment		
Property, Plant and Equipment [Line Items]		
Property and equipment	$ 3,304	$ 3,496

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Property and Equipment, Net - Narrative (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Property, Plant and Equipment [Line Items]				
Depreciation and content amortization expense	$ 18,200	$ 50,800	$ 50,000	$ 90,300
Accelerated depreciation		34,200		34,200
Property and equipment, net	$ 0	$ 0	9,986	$ 0
Content				
Property, Plant and Equipment [Line Items]				
Property and equipment, net			6,600	
Content | Disposal Group, Disposed of by Means Other than Sale, Not Discontinued Operations, Abandonment				

Property, Plant and Equipment [Line Items]	
Disposal group, not discontinued operation, depreciation and amortization	1,100
Software	
Property, Plant and Equipment [Line Items]	
Property and equipment, net	$ 3,400

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Goodwill and Intangible Assets - Narrative (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended		12 Months Ended
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023	Dec. 31, 2023
Finite Lived Intangible Assets [Line Items]					
Impairment expense	$ 195,708	$ 0	$ 635,391	$ 0	$ 0
Impairment of intangible assets	0	3,600	31,900	3,600	
Acquisition-Related Intangible Assets					
Finite Lived Intangible Assets [Line Items]					
Amortization expense of acquisition related to acquired intangible assets	$ 1,400	$ 6,100	$ 8,900	$ 18,700	

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Goodwill and Intangible Assets - Goodwill (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended		12 Months Ended
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023	Dec. 31, 2023
Goodwill [Roll Forward]					
Goodwill, Beginning Balance			$ 631,995	$ 615,093	$ 615,093
Impairment expense	$ (195,708)	$ 0	(635,391)	$ 0	0
Foreign currency translation adjustment			3,396		16,902
Goodwill, Ending Balance	$ 0		$ 0		$ 631,995

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Goodwill and Intangible Assets - Finite-lived and Indefinite-lived Intangible Assets (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Finite Lived Intangible Assets [Line Items]		
Weighted-Average Amortization Period (in months)	67 months	67 months
Gross Carrying Amount	$ 169,336	$ 169,336
Accumulated Amortization	(120,417)	(111,493)
Accumulated Impairment	(31,862)	0
Foreign Currency Translation Adjustment	(5,633)	(5,413)
Net Carrying Amount	$ 11,424	$ 52,430
Developed technologies		
Finite Lived Intangible Assets [Line Items]		
Weighted-Average Amortization Period (in months)	80 months	80 months
Gross Carrying Amount	$ 106,703	$ 106,703
Accumulated Amortization	(61,952)	(55,651)
Accumulated Impairment	(29,369)	0
Foreign Currency Translation Adjustment	(3,958)	(3,757)
Net Carrying Amount	$ 11,424	$ 47,295
Content libraries		
Finite Lived Intangible Assets [Line Items]		
Weighted-Average Amortization Period (in months)	60 months	60 months
Gross Carrying Amount	$ 12,230	$ 12,230
Accumulated Amortization	(12,230)	(11,189)
Accumulated Impairment	0	0
Foreign Currency Translation Adjustment	0	0
Net Carrying Amount	$ 0	$ 1,041
Customer lists		
Finite Lived Intangible Assets [Line Items]		
Weighted-Average Amortization Period (in months)	35 months	35 months
Gross Carrying Amount	$ 34,190	$ 34,190
Accumulated Amortization	(32,892)	(31,836)
Accumulated Impairment	0	0
Foreign Currency Translation Adjustment	(1,298)	(1,298)
Net Carrying Amount	$ 0	$ 1,056
Trade and domain names		
Finite Lived Intangible Assets [Line Items]		
Weighted-Average Amortization Period (in months)	52 months	52 months
Gross Carrying Amount	$ 16,213	$ 16,213
Accumulated Amortization	(13,343)	(12,817)
Accumulated Impairment	(2,493)	0
Foreign Currency Translation Adjustment	(377)	(358)
Net Carrying Amount	$ 0	$ 3,038

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Goodwill and Intangible Assets - Estimated Future Amortization Expense Related to Intangible Assets (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Goodwill and Intangible Assets Disclosure [Abstract]		
Remaining three months of 2024	$ 1,036	
2025	4,240	
2026	3,897	
2027	1,776	
2028	407	
Thereafter	68	
Net Carrying Amount	$ 11,424	$ 52,430

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Convertible Senior Notes - Narrative (Details) - Senior Notes $ / shares in Units, $ in Thousands	1 Months Ended				
	Aug. 31, 2020 USD ($) $ / shares	Apr. 30, 2019 USD ($) $ / shares	Sep. 30, 2024 USD ($) $ / shares shares	Dec. 31, 2023 USD ($)	
Senior Notes due 2026					
Debt Instrument [Line Items]					
Face value | $	$ 1,000,000		$ 244,479	$ 244,479	

Interest rate, stated percentage	0.00%					
Conversion ratio	0.0092978					
Conversion price (in dollars per share) | $ / shares	$ 107.55					
Senior Notes due 2026 | Capped Call						
Debt Instrument [Line Items]						
Conversion price (in dollars per share) | $ / shares			$ 156.44			
Net proceeds | $	$ 103,400					
Debt instrument, convertible (in shares) | shares			9,297,800			
Senior Notes due 2025						
Debt Instrument [Line Items]						
Face value | $		$ 800,000	$ 358,914	$ 358,914		
Interest rate, stated percentage		0.125%				
Conversion ratio		0.0193956				
Conversion price (in dollars per share) | $ / shares		$ 51.56				
Senior Notes due 2025 | Capped Call						
Debt Instrument [Line Items]						
Conversion price (in dollars per share) | $ / shares			$ 79.32			
Net proceeds | $		$ 97,200				
Debt instrument, convertible (in shares) | shares			6,961,352			

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Convertible Senior Notes - Schedule of Net Carrying Amount (Details) - Senior Notes - USD ($) $ in Thousands	**Sep. 30, 2024**	**Dec. 31, 2023**	**Aug. 31, 2020**	**Apr. 30, 2019**
2026 Notes				
Debt Instrument [Line Items]				
Principal	$ 244,479	$ 244,479	$ 1,000,000	
Unamortized issuance costs	(1,237)	(1,721)		
2026 Notes | Carrying Amount | Fair Value, Measurements, Nonrecurring				
Debt Instrument [Line Items]				
Net carrying amount	243,242	242,758		
2025 Notes				
Debt Instrument [Line Items]				
Principal	358,914	358,914		$ 800,000
Unamortized issuance costs	(692)	(1,835)		
2025 Notes | Carrying Amount | Fair Value, Measurements, Nonrecurring				
Debt Instrument [Line Items]				
Net carrying amount	$ 358,222	$ 357,079		

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Convertible Senior Notes - Schedule of Interest Expense Recognized (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Debt Instrument [Line Items]				
Amortization of issuance costs			$ 1,628	$ 2,610
Senior Notes | 2026 Notes				
Debt Instrument [Line Items]				
Contractual interest expense	$ 0	$ 0	0	0
Amortization of issuance costs	163	238	484	873
Total interest expense	163	238	484	873
Senior Notes | 2025 Notes				
Debt Instrument [Line Items]				
Contractual interest expense	111	112	331	510
Amortization of issuance costs	384	384	1,144	1,737
Total interest expense	$ 495	$ 496	$ 1,475	$ 2,247

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Commitments and Contingencies (Details) - USD ($) $ in Millions	**3 Months Ended**	
	Sep. 26, 2024	**Sep. 30, 2024**
Loss Contingencies [Line Items]		
Loss contingency accrual		$ 12.1
Increase to loss contingency accrual		5.1
Steven Leventhal | Settled Litigation		
Loss Contingencies [Line Items]		
Litigation settlement, amount awarded to other party	$ 55.0	
Loss contingency accrual		55.0
Loss contingency, receivable, current		$ 55.0

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Stockholders' Equity - Share Repurchase (Details) - USD ($) $ in Millions	**1 Months Ended**	**12 Months Ended**	
	Feb. 29, 2024	**Dec. 31, 2023**	**Sep. 30, 2024**
Securities Repurchase Program			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Remaining under repurchase program			$ 3.7
November 2023 ASRs			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Repurchases of common stock (in shares)	2,115,952		
Stock repurchased and retired during period, shares (in shares)		13,498,313	
ASRs And Open Market Transactions			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Repurchases of common stock (in shares)		26,505,979	
Open Market Transactions			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Stock repurchased and retired during period, shares (in shares)		3,433,157	
February 2023 ASRs			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Stock repurchased and retired during period, shares (in shares)		9,574,509	

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Stockholders' Equity - Schedule of Share-based Compensation Expense (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Line Items]				

Total share-based compensation expense	$ 21,931	$ 31,930	$ 69,267	$ 101,596
Cost of revenues				
Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Line Items]				
Total share-based compensation expense	471	598	1,450	1,685
Research and development				
Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Line Items]				
Total share-based compensation expense	7,492	11,027	23,824	33,909
Sales and marketing				
Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Line Items]				
Total share-based compensation expense	2,100	2,435	5,966	7,116
General and administrative				
Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Line Items]				
Total share-based compensation expense	$ 11,868	$ 17,870	$ 38,027	$ 58,886

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Stockholders' Equity - Narrative of Share-based Compensation Expense (Details) - USD ($) $ in Millions	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]				
Share-based compensation expense capitalized	$ 1.2	$ 0.7	$ 3.9	$ 2.4
RSUs and PSUs				
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]				
Unrecognized compensation costs related to restricted stock units	$ 72.7		$ 72.7	
Weighted-average vesting period			1 year 4 months 24 days	

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Stockholders' Equity - Schedule of RSU and PSU Activity (Details) - RSUs and PSUs	**9 Months Ended**
	Sep. 30, 2024
	$ / shares
	shares
Shares Outstanding	
Beginning balance (in shares) | shares	10,065,783
Granted (in shares) | shares	5,771,165
Released (in shares) | shares	(4,130,650)
Forfeited (in shares) | shares	(2,097,277)
Ending balance (in shares) | shares	9,609,021
Weighted Average Grant Date Fair Value	
Beginning balance (in dollars per share) | $ / shares	$ 23.63
Granted (in dollars per share) | $ / shares	4.27
Released (in dollars per share) | $ / shares	21.57
Forfeited (in dollars per share) | $ / shares	28.86
Ending balance (in dollars per share) | $ / shares	$ 11.75

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Restructuring and Other Related Charges - Additional Information (Details) $ in Thousands	**1 Months Ended**	**3 Months Ended**		**9 Months Ended**		**12 Months Ended**	
	Jun. 30, 2024	**Sep. 30, 2024**	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**	**Dec. 31, 2025**	**Nov. 12, 2024**
	office_building	**USD ($)**	**USD ($)**	**USD ($)**	**USD ($)**	**USD ($)**	**USD ($)**
Restructuring Cost and Reserve [Line Items]							
Restructuring charges				$ 8,840			
Number of offices closed | office_building	2						
Total impairment expense		$ 195,708	$ 3,600	677,239	$ 3,600		
Restructuring payments				6,116			
June 2024 Restructuring Plan							
Restructuring Cost and Reserve [Line Items]							
Restructuring charges		2,100		8,800			
June 2024 Restructuring Plan | Minimum							
Restructuring Cost and Reserve [Line Items]							
Estimated additional restructuring charges		1,000		1,000			
June 2024 Restructuring Plan | Maximum							
Restructuring Cost and Reserve [Line Items]							
Estimated additional restructuring charges		$ 2,000		2,000			
November 2024 Restructuring Plan | Minimum | Forecast							
Restructuring Cost and Reserve [Line Items]							
Restructuring payments						$ 18,000	
November 2024 Restructuring Plan | Minimum | Subsequent Event							
Restructuring Cost and Reserve [Line Items]							
Expected cost restructuring plan							$ 22,000
November 2024 Restructuring Plan | Maximum | Forecast							
Restructuring Cost and Reserve [Line Items]							
Restructuring payments						$ 22,000	
November 2024 Restructuring Plan | Maximum | Subsequent Event							
Restructuring Cost and Reserve [Line Items]							
Expected cost restructuring plan							$ 26,000
Facility Closing							
Restructuring Cost and Reserve [Line Items]							
Total impairment expense				2,200			
Impairment of ROU asset				1,100			
Impairment of leasehold improvements				$ 1,100			

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Restructuring and Other Related Charges - Schedule of Reconciliation of Changes in Restructuring Liability Balance (Details) $ in Thousands	**9 Months Ended**
	Sep. 30, 2024
	USD ($)
Restructuring Reserve [Roll Forward]	
Beginning balance	$ 0
Restructuring charges	8,840
Restructuring payments	(6,116)
Ending balance	$ 2,724

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Income Taxes (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Income Tax Disclosure [Abstract]				
Benefit from (provision for) income taxes	$ 2,723	$ (172)	$ (144,681)	$ (24,029)

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$DE^Z+@42HDHO]QPYG.I/X#W*R'4X4;_0'EN M/?T74$L#!!0 (/F.;%G-,H! 08 #4> 8 >&PO=V]R.W-H965T M&ULM5EM;]LV$/XKA!?L!7!BON@U30RD3K86Z-J@3K?/C$S' M0B71E6@GV:_?

47(L6Z1H!\L^M)'DN!-SQ[M{CM3%HRR_5PLA%*K*LZ*Z"'R4_M6IZ/1E6R$#FOSN12%/#+7)8Y5W!:/HRJ92GXK%;*LQ'%.!CE/"T&XXOZV6TY MOI KE:6%N"U1MB\>3+ MY^N,S!.;:P17TR^?/EY?

W<'-^ZM/5Y\G-VCZX>,F;HI.T;?I·?KUY#=^M(" MW2WDJN+%K+H8*<"@+8V2S?O>-^^C/>^:BN498GB(**:>17WB5K\6":B36IWM MJX

\ZW[=.L^K>VQ/O=792D*A7A5"65UI]'WI/JZR,ZK)4_$Y0"JJ!+E6@&$& M/_]& OS.YMP;&=MSE6U=92[KXPFO%@@6#27Z0OQ8I6N>@>]6KQM306U*=X+U MF/@4AQ#R];X_%C'FAWZX%=M#ZFV1>DZDTX4LU;D290[)MA;5ROM@-G;\G?=3 M'&/0*@$$W2P0$\SX30U1 YY5SQ#/HC[Q(A+XY MH3B](W_"P@!QA:

(E,CO1=DL[DLYU#*0X;L ,5)]""^IEJ+N>=FS+12^&0H6 M>GGJ84(O[V{($(MH$(G(&X+<62IS.DGH!<$F%=J<'$YX4XZ.*S2.$XPG9X MX19>Z(3W12U$";WT4*6'QLNC8/?

E#413BE&/]:12M(48.2'>2<6S(R!&OLN] M,/)Z6"TB!$0HKX=9+P%&3M!?I+%PU%5&9NK&&(2=%%:O+S8]W!"27#+:/A M.L*04ZKGNIQTGUMJI'5I6OD*F!TA#*.

(=N#:Y'"VVQ/W\>XP,''B_4/*V6.: M92'T(B?'F;E9:1)&XKAGR4G+C\3)2>./A>+%0P]];9.6_2BI&1_B4:.^+U!3S MH8!Z;IRT[$;<]%8/H+K;KBKA]*"_E;VLBW'8S4V;F$]Z4;,;1MS4=BWF HI\ MAA1 .AA0"[LQ"616LC-(Y'7EY8MNQ$WO35MTQ%)DTN(SXC2Q6-1PF:7\LU2E=JJD3CI MZ[4CYEM9Y_>Y)3+B9K+M4+1SZL1I:C%4&*L=(4%'^V,PIA#B7+ ML=XRQ.83*79$ZJ]!35_D=9-'

M+.5:%"L[1).5WOR:!)A)F [C3A%&%)(I4E*]02_5V.FLS% (C2 M;IE:Y4(RMN1U2YO439N35V>5A3L]&-2-K+-+)T="/>M:I94_J9LJVG?0P.MRE5:/*!, <)A-#]V:;2,7!-

W.8QC>XMZ996J9M6&!;/CLXRDSRlV#/ FE*, ML9Y&3EM^I>Z-75.YQV,UMVXT))%OY(1%+O"(WS,/T)8;Z3&[O$,H3=:+2!C$ MW0G5(A=&-"]VR?:TB-UT^-

$YGG:;,Z3R)9Z.P51=*V&G/WAN0MM"U8*78H@(^F)< _VN>0'%$*6Z3]B!FU8 MOCQ-JTI/+CISY$I5L'N<0?988WEX6^L4V?>ZY7OFYGN=WS"K'\3Y"G8X?,[MB @;QD$X]%A0NTLP'4:4#

<-6W!Z,_^L(D%EVX+@[55N%>FB#[9PMNW??5[-9 MJD= Z&_Z*/T+5+*ERGT.RM02'K&5=9.UBP@Z?.6^_S M.4^3U#H.7.^.(TB!K'K4(^I3U'6NQ=I)@QVS0*TMGM>*UL(C+XZZM&>1

MBSTO(#T#&VN'"7;4,.&2W.@OA]LOQ>__M 5!+ P04 " #Y@&Q99^CZ34P# E"P &'AL+W=OV ,=VT0)=:M3I]E#L@9:O M+1Z*2}]&4W>W7[Y)25"M1__'.#S9)W7.XSO4E=8<[+AYE J#(MRS-

Y$SVR1*+]C1L*;6(#Z4LP%SNR&9<4RR"7C.1&P M'EEC]W;B&H")^(/!3NZ-B;:RY/Q1G3SZL1I:C%4&*L=(4%'^V,PIA#B7+ ML=XRQ.83*79$ZJ]!35_D=9-'

E/_V0KE8RLOD56L*9EJC[SW7NH#=UHOIBGTGR3 M714;#BP2EU+QK.:C@HSEU2_]5B=B#^#V7@%X-< [%>#7 -\8K9096U.J;#04 M?$>$CD8V/3"Y,6ATPW+]-RZ4P*<,<2J;?+]?

SNX7LRG!T>+3QP_3\0-[L8? MQ_>3&5F\G\T>%N1B3@7D*@'%8H>DK?DRV)*+MY$Y>0AX:6D^4H.;86: M-+,=U_O?5?M[K^R_@.*:^.X5\1ROUP&?'(9/(4:X.^!'&VYC)HT>$TZ//:G

MOR9'4058I8KP.7G'2L+&L/(MPA,G06S!BQ[Q0VIAM[&>.'01/3TMMK]/8.ZIWCV0%1U8K^0=43GF5X M#_U$F?=/*O-C42WQ@T;\X SO9?XX$4R>TYWD9\2V7+@.M_?E\1V$\IJY

M??,\01#V_."9@K)HH7I9VLD5-DEFF& ?"T(^X/,UY^IIHCNEIC.. @-0 M2P,$% @ ^8!L6>;[%@2V!@< %R !@ !X;"]W;W)K_XLL^ Y4@B%7E9)FE\,EDJM MSX;#?+84JR@_E6N1ZF\6,EM%2M]F3\-

\G8EH7AJMDB'%V!NNHC@=C,[+9W?9 MZ%QN5!*GXBY#^6:UBK) KT0BGR\&9/#ZX#Y^GJKBP7!TOHZ>Q%2HK^N[3-\ M:R_S>"72/)8IRL3B8G!)SD+]%08EXL)8/.=

[UZB@\BCE]^+F>GXQP.6.1"\)F MJG 1Z8^M&(LD*3SI>?RSA?>7#]<.@$[0U^D$'7WXB)EE(DY>MH)BX&NL3E(MN*P>C77XB'?X/BW*>S29_.PIZ< M':R(4Z^(T^5]=*-;22:V(MT(<+=5UEYI7?2.

[8@PSPUT,FSW@PO 7)^[SB%L M8L,PPZHNC55MY/]6.8*R44GW3=;K)/M[)O,#U2O#.E+O7'J.LMD2Z6@YN+W/" O+^2K. M .K3G[B[KHA4[[>D9!S-M9Z,B_Y=

M:'50]V%K%BX)B%E/(1ASK((*P{A^,'IL'Q" 4]]M*:ED3^]23O+7]W449Z5P MV14:D#2QAP]>BB2XRN7J_M@$QAYLR:P G5?Z;R&4 -91\;\4]GC)\#QGX0^*0*HKH7M$

MG>GECI=]*3+]AE:H^&.4"@7V6M(L=_;;'OU-NG56]B7M\,U;@0MZ5:TYA]! MBV'KRQ//M6H1@/(9,[.20.G29I4B ,8(:>L]C:0EW9KVULP^D"^@65WNF7QM ME(.=P&RU

(RZN@*9A&T8(9[7)FU)HVU)IV#;5=_X35L1#(9O-X_E IC ,4" MWUS6"0"GS*6>&0P;1O2+C^NU!*.1EZ1;?QX5U?CCCC)Z% N9%1^IT*\X59$^_MTN\[VC\"5)_64-5]-+2L&Q-

>$*)%O)?ES$$))P08H8(P'G/ =0)L40JB'(\KUZ"_OR=K@NC8ZFW3KZ*LKC&3J*4S2721)E M>:,N'\&%]=SQ@\0\O:Z9E@ ,GQ+/S$H QD__'(@@.%3[..#OY;F1AM13;M% M]21..DK,WQ,,]K9@ # H&

,"@;HG;.4-H(:]HMK+^51T^.?[35KQ1/XQ4<-M9)/K9THBO6G7.CY%2W_73NY5=/?j;=*KM[.O;?KUXANVBVZFYU<+1RV;MM'>M%M[!V_;+MZ $@9Y0XH9X@WY

M@W@#.$JX,XK.X=Y!YTID3^4)X^ET'.X9 M_R)20B3Z6N14C+14RLVMKHM%2HI$W+ -H?!DQ7B12)CRM2XVG"3+TJC(=6P8

MKEXD&=7&PW+MD8^:;"OSC))'CL2V*!+ ^[9ID;# 23.VP\)2M4ZD6]%PDZO) M3.2GS2.'F=ZP++.*4)$QBCA9C.0!\S8*%+X$?.[(7AR-D5+RPM@7-9DN1YJA M'"(Y64C%D.#?CDQ(GBLB<..?FE-

KME2&O^.#^_M2.VAY2029L/R/;"G3D>9K M:$E6R3:73VS_@=1Z'.6W8+DH?]&^QAH:6FR%9$5M#!X4&:W^DZ]U'(X,@*?? M-

<&N&U@OV)@U0:66W>P:P/[K3LXM4$!7:^TEX$+YF,AYM$5=H8%.#,OJE M-<0KHRI/8LGA:09VX[1_#T>GA\ MBCX ,OHY0E_33NY\$PVH2Q2KYK-?X9"()% B)V I-6 %5*57E8D?0 ME"Y80="?

=R]"% A+ MDH67)(LN1'9S1/8Y]0$,/BM7.1/B&MY$=21]YU!1N"6%^HCLQ@-L8M<* MAOKN.,0l.:/'OG4*"WM@OF4$@=@L7=7&^8SH-Z$2OT^AUS]:D7*:$H\5)+E;" MZS#TZ77)

LO219=B.SD7-SF7-RS>3A)$[I61X$H9.2600^29_^2)5I# MWW+(4&@2,KHC0JJ:TONU]#9OCE+&,5RCE;9=T,#"N)6D71 /+.5H3U,@67T M9ZG71.)[8R2@HX>A<(GG7-

"%h\05$HJ\J3EI9 .,\$PNMX9ON&VPI$%S0P M<8"=5BBZ,.,S6^]^U .* MP?"K\)A7\V%# _ULOH=1P+?;2OO@@:FA6VOI;P+ ML]V@E4Y1%V0:[BO*@T9Y<%,Y,Y-)WE+^PS(=])1I

WM>]ZY,>G^6Z5@4M76$/ MS,/VLV"\79YPM0N*6R;BB:U>58=VT*WU>_.V8O:L MAW#U]&X*W^FK>\M#PM<9%2@G^]C*N/@'!AU%Z@FDFW*90>%M$*UM=?

M%0">KQB3AXG:H+F0C?\#4$L#!!0 (/F.;%G#U&;QS0H)U= 8 M>&PO=V]R:W-H965T&ULO5Q=<]NX%?TK''6GW'HEQDM?Y:?AE4 MJU)ETTVCQ7Q PS .+++)\V;NZV/SMMKRZ*-

.U/%^JVS*HUHM%5O[Q3LV+Q\L> MZ7W_P\?\RZQN_C^XNEAE7]2=JC^M;DO];,!'F>8+M:SR8AF4ZN&RlY:\D2)J M&FPB_I6KQ^K@<]"B^*WYUS-@T//WI'EYN3UR?

S:.O4]C ,Y_6L\M>T@NFZB%;S^N/O>.O:G="HL&; M%/-]V_PN(L.>\%D7=7%8M=8\$'B\7V[_S[M.N*@ 6%'&M=! WIN [9KP*P& M .#[2@:.\;<*L:.]9

[!H(.\,QDXYV#39D#K;=M>GI<59G5Q=E\1B43;1&:SYL MZ-JTUAV<+YLKZZXN],^Y,E=?C6X^C_/=^DXT)_N;MY?C]_>ZR|W]_J_7],/ M|W?!C=3?;D;_^.7F_3C]>/>7(/WGI^O[_P3]X-

/=./CYIU?!3T&^#.YGQ;K* MEM/J8E#KZVK0!Y/=.,;S;'@.]<@SW19W-@68C?[-1\5CH;._N+B:_.W'_M9O MI]\;N;;S>7";$/=/^}3(89:LD/-L.5'!

MSYJ].I:5JGH59+5. 7D=./+7@(:40F1Z\9N9\$VURB;JL]=[H%+E5I6[^O.? M2!3^#:)X"R8V8,TL^/6*T(C'/ S#B\'30THQTZ:88!O$*"3[>ED'>D\A\(M M9G38ZX1$(AF;?3X"XFAD\0+%<"Y";L:E;EQ?

O#O)S#)A,6A$&P?9G03WW<3 MWI1C1[KI>CG1]IU*7^RZ;S;?7C63UF,NF!7SJ2HK/;'lOL[K/X+ ?BSF\T#? MMQZSP'4>T%[DJU<"[;F/%AF+B3'6;,%! .(H$9/$9[']G\@AQ%P'=G40L MLJ:

<4>1..819A!$!$L*Y;PGT+6OD<",OH[W?1U[^JZ]M=;,^XD]8-8K_5=] M4^4DKS:_;O|%%U'WM!]=$]H[X|S*0D!A& G/X)&&Q/G,PJ] MZ!!ZCDB$[<0]VL4=WMCLV]HQJ-

@:1OY3Z=KO6&AFQQ]8'L3;\7=-I_<:/VK: MS'HKK=*SCA=Y]7L^[#16E<$RZ)6\)AQ MC08ZC&WR.&V!\3DI4]24$@O-9*[U(HC?C-AZ7Q/#^\]7^KO6W?.B@N]).TSS

M&H^H38TW!2],/ 4?)A>M'4\?D2ZG'H,V#NU>AVP<,/>,9 E5%."N*X$(2**]?LD MAYHX14636&@FI:TS0?S6A$7I632ZG@0)&6/<=F&):U 08MNP$!H1)'+O.(:"5 M(2)N^[H2BHMHR)

(C5W\K+!" L #\"H0 0>]4D=%9UAH9LVTU>K4K]7=Z?TD1!U5RI/(V*[ST < ML07>F+HZ70>1B-JS.O#89SOFUGB24)S0UN^1*YNVXIKZO?7)V2WOSZ7_ONA/ MT+G #$AH?5^,@:

(+:N(4%4UBH9FL'BP;Z+IJX"PF@>I^R%08$GL,4. V(&QZ M #1"24)#>PRX@7W.2.R, 3-N%D>>[VFK@RG[@=5FBBE61ZAH8U2T%!5-8J&9 M%T$KN*E?<+]@ ^N4\8A6-

NF+1MP6KOI,G.>YLY*FJ$DE%H)3FLR4+ ,)*1R#'7]@CYAE-NU,G_NSO2@ M6@]GGH/$RFJNW$U:!79Z <#)D@R#*O0)3>S"LS]75SY0T5)4-'FZ1TP^6NN" M^.V+9Y9E .,A=GPD8Z%N

91G4O"DJFL1 .REM?0OF!RV>4)9A@!O(//@E.3W(W=F'*BN4WWI .8_5-&/BB:0T$PV M6!'/ **_XWX0!@AT0NQ5L\O5^CU$JGS]'YOVLKB'G<0C4D%#*3]JAH$@O-I+7U M'KC?>WBR?\U=GZ"?1-

O>L[L+\^T%.8)DCR;_B73N]I?P!WCK#W"_/_4 YJ[M*CQF)+$-4G_FSAN[STJ:HB:56&@F.:TCP5]@.P%WG04>#6W_P9^Y,SFH%L59 M9R"Q>N-E5K<[GS]PQ<+@2 M$>XYU!T#'-@Q$#(6

4LV4!.GJ&@2"\UDM744^!V#)QF$BCD1T{X%08.;!AP MW&L C(2Q&#]+-H# /AL.[36]$HJ+XC"*XR-CH!7H?/@#[6N.^B8 5+0O*E]* MBB:QT,S7&+7B7_P \>_/T?F=1]fXCT+ >T/-

FJ*B22PTD]56^XL7TOX*4NS4 MWCHM7.EO+UV#@>RW#/A/HW.GOX3R%ZWR%_C*7P [^ED8\'_ LQ=IVSDJ:H M2246FDEJ_S%"RA_X>KF81(YX*]?U2T]*9SPD%@Y36Y.Y2\0E+\ E#\E-+++

M_2_LLYTH"I_5#0[.5O=8G)R.';#5]4^8OSE?^O4.@-AKBO,,1]A^%+*'_1 M*G^!KOS%F'&R\)=$ED?TROERGB%T^=:_&H6G,O@95E6S=EH(>7J M9#)]\@5?LN9SO>(5?#.OQ9))^"@>>)\U*

<#9K'UJ6$QR&\63)BFIT?MK>NQ?G MI_5:ED7%[T70K)=+)EZ_\+)^/ANAT?;&C^)O(=6-R?GIBCWR*9= KNX%?)KT MK=GHPMT^"/S<[UX'JRD-=_U(?,F9GHU IXB7/ MI6]"P;\G?LG+4K4$.O[>-

#KJ?U,]N+?JU]KVWGBS-K^&5=_E7,Y,)LE(Z" M&9^S=2E_U,] \$V'(M5>7I=-^S=XWMB&HR!?-[)>;AX&!/@ =3Q -@^O MJ,=LK9;5TRR\U-1/P="64-KZJ+U3?LT!*.H5!BG

M4L"W!3PGSR_O;J^N;Z?75P%<3>^^W5Q=_(0/TY_P[_OU[<]IUW)11-<5S.^VW]^ KWHNX*W??F"O0U.^>IS0.)'0XQM>BY?/OCQ"-'])XE M;7O$Y5G6+((Y3).FF(MZ&<#.$TP6U6.W=

M9<*O7NE:IO54UJT^:%ORD1K;P .,$@\)DFD#4DI;RN M\J+D0354KKY6.W.5TY6HQPH8LL*#JS6H)[9^1L>.ZI$:VW-:W#LM]D9UNF"" MCU7FG 7@&L!)P]J$S%_4M37(78O13O#B#.?)

(,2F%01E,7V(^>]WL2K]XJ# M$_*BTPB9*F+=6LCBOP=%)X:<*.WB>"#:M$)AFE"R$Q[T>D!T7,N!'AX. S8 MBSU9I.;/4X3"X>POS7"8X# MP&(4$8SY5TR#[@=_G:CF7^=][I8J01F58\L45=DW%=O

M6I$H21WJL5;/O>IOEBM6"'7_\QEAB3!)!N*.,U(:+I0Q" 90E.Z2 WG!^.Z;XUBM[7M Q'YB7B1Y_5:%6H Y3PC,#3/2- MHRC!T5"\;1=%#NE8$Q+[":-G_KQ$6N+ M69:Z*C.L"8?]A+M]ZTK0]MU$&

J3.!D6PC:[.$T0=:C7O,/QN_8EBN])-V\1 M[L7H>W%RK,:VG:"!BOVKPONUR!=,I>AWE=387.[!J(\C8W98[""59ZXTK3&(M_1B\%W7.^6Z3NEG1K,JFV*Y]%2P:L/4'CZ3>:.*T&*2)6GBT*RIB]0<=??

MW6AK|URL*BT01(B9"1)&RW3"">.M2+1)"1^$GYG2)W0A9U1Y& ML\5DC *8O*X8:#H3/YU!]HY"7D,B$+,* -1.XO"IJM3$B'5/*)+ "AV@:I,.I2 MQRX8U9"F?DCO3P'^PD5>,)UM[P*DO]5^O:.

@96E]$64B>M@=BPEV(9QJA%, MPOO4O.G.;\YIU++BC6DTK#UL9DF(T] 5!.URZF?Y]7S.V'ON3=#I4"8M!= MVS7:UL#&XM)F11(('*AF-.6S6WFZ]'+1;DE^F/'N2KWC:P/PJ0N#2BY/4)=4

MFVTVR.!2%+ELQTZSL/,*Q#9*PG#XKLABIKJ%"7;'I;_=]Q_OEV^6_REX@(JE-M]M3P4DL?+HIZ9NV3!>$@-C$Z9=K1!"IQQS[5:M13_RK[/7WB:U[_-VQO+;CJB M63K=;%]K-;V.Z\Q

M3_V8OZDD5R&S=M1$.#7S@6F44,=2A&I(4S^D;W;>K;:UD1!"@L_7CN.LU&0P MB/=8.U)K>RB*H'XP(O^1K]O^;)>3P.9 M; 6=/5O'/2MUK.;VG:%KDLA?DVS?-

ZQVM_*NGH/[8E1]0(=\F=WM+\" VY]*O6C/8@[N?I?$GE]W94MU,=]3U M.Q 0434P*N?09/@Y@7$ENM.CW0=9K]H#F ^UE/6RO5OP!BMT90#?SVM8H&P^ MJ! HS_"> P]02P,$% @ ^8!L60/G?

U[@ =P< !@ !X;"]W;W)K MF;9E^6;.6$$?3TVV4&?K61& M"S+E2*S3T#/?UR1CFX'1,3X9&9Z92C5@!OT2+TE$Y%,YY6"9392$YJ00E!6(MD\7

&'9ZH:_\M<,O2C9BJX]4)B^,O2KC+AD8E@(B&8FEBH"A69.09)D*!!AO M=4RC65()M_L?T6]T[I#+"Q8D9-DS36OZ,*X,E) %7F5RQC:WL[']4_%BE@G]

M19O:US)0O!*2Y;48"");5"U^K^NP)>BX1P1V+,_ "G'J@:,3KSK4OX0^OM? [=NJL:Z39>.Z!N ^[^'CK;_2NP/^_LE8 % M&Y7)E' X8)P#.<)"D':,^:@5O"\SUW#WX0Q_?:B?W&G+O\F/$WL' +,K>7O(

M+4X=UVF'}AMH_U/H.9.X^XM3T@:OMVP7MWME[^$?NG5]WI;W^,VM:U$]20^8 M+4VDA4$86H+,N+B% 7EWSE2%9J6 :*%R;AWM7=%%Y&PI4#S"\8DQ^&NGR:MS:X M U!+ P04 "

#Y@&Q9WVC\1*@/ !S+@ &'AL+W=O:I?4A,B=#!N?SG"KY:&_O9+97RXKHL*O=Z M9^E]_6)WUV5+54HW-+6]\&1N,"D!?MK%KJNMDCF_5!;[X']H<+>4NMIY\XKO

M7=@WKTSC"UV!"RM<4Y;2WIRJPJQ?[^SMI!N7>K'T=&/WS:M;+M25\A_K"XM?.MNRV57)>[.*>/+X*#45?@KKZ,>'O/",+XP9K[# M1LSE6^GEFU?6K(6EU:!&%RPJOPWF=$5&N?(63S7>\V],9?

9Y84U3Y4+BWZET MV@DS%O=6.55Y2;I[M>NO$ZW2S2+5TI!U2 :$_&SJ?S2B7=5KO+ -IW?!8 MJ6DONU{(;W[XRIAZ.4#XNVWXNT_1/V;K?KGJ4*792VKF[BP>%LJ1+.@3BO MLJ%X^L>?CL?

CTNU='B>&5L;"^M"/">D>*L*N996B?2 MQ_9OS?%#7 X.A@&J41MS4KGBFCD&E<.2A.*H62H%\M$/%J$/#"&^%)DS.X MI(5?JAM1-]8UBJZU%@1Q,MX'0L$T2MUXX9BN[*ZD+-

""3"0(RA#G^/]W2/6 M<6W6+-_L1IB5LN [5YG,%1FF94 CB"(ZN0\MD[@N[*>@CH5S95W'V?3\>2{J MB5*!LTZ"I6E -.X4T %$UHL*RT"F8QWJ:NH"=!?.+T$A4\Z1Y%*L!/.B4I[B M-

+'GFMDG!&>$,P\,"75=*XO]UTLC$/4.;/X+]=+?#,5[DU:1 LCBP&D6RG\ MP=.[WQ1]$.5:]]DV"):5% 688GYW. Q.)!'@HHH4'HYFIYC!BE2E2)1$AQ6%L M*6: QE]{ 2(4)6P(*>8U\RPRN=9G?

YI.+Y*+L>"RK@N=.3IM M0Z_33:L63<$RLM!.;G@U%%(#& B6=#5N?7Z T2%T &LP>S(\$M_U015SJ@$EH[KE9$!R! M6Z=S+2WD@$SP 3V"'BH?V(OV1+%0D/#J.@3E9-94$EG.%5H)'5B<8@-

F1,# MX,6L T]'843.!L?]#EC!"B\)'05PG'|"@<'W!U$91+BB:H<4"UM9NK&QKE*$ M.-1OA/,ZH%G,I;8 %B)6;]?:.!T2*JOUBC!7SN#'*8\/^(6>YE%JAC"+?7JW M26BKEE0)0F|/"^/<,X[7I6+=HDC*/L-

.<+87X7ZTB!D<$PBG?FE56$9{]$2 M9:A+%.4E6UCBA;B8!*\F_C+IEF*.XM6U-+^*TE]\'+ -2#K:&%&C)OU

[];ZR.[$[H\3SW#;9Z*[O0^!2V47_+DS'S%6/GP3W-YM-MOZB>A@^)N^7A7RM(" M/*>Q2/!!&[3?F;_Y+U!+_P04 " #Y@<&Q9RRV#P6"F!3G++7Y M;"LB)YZ;NK67ODXM5F;;-
)A:L]!G1N2A5=[ZD$X/98&.E4 VU5NE6&)I=!JZC\YN4Y;W KXJ6=F<.+E-IZ5;7OZG"59>]<4\4 M),+VMWKY0^TXLQO5S7UO\7RTXV'25$OK!._RME(&A4V_W*!U4<=A3&X0&%_M>*40>]R=
(X_R3CIY=6'T4AB6AC4>>*!>&~'14RYORX Q6%?3S%P ML,;?!OE*\Z;3C]H3L0[W;K*BN_;@HJ7^@.@V$")UU!NXJ,&'VC>%TD8B#B. MTR/VD@VUQ-M+CE,3,Z,;<0NL!BF \+I*W/K
DA& 7[^M _[^O@!TMJ/!KE< MSNUFX@KD4K3<-3G3E$0'M21!3W,LLJ$!)UJ-MKN[LPA !Y95L2>PD(+A*6 H445]\@-E& JF-H;D(;;>D M6&A.ACL=%4&7*3D9AI;VM30EU9-[MD! BKE6X DY-
MIAF>D:'8^%G9S6T/1) M BD&YX23M6C);0UWY#P"O>1LI9>M*)2596FHE Z^6(;5'Q93FQLU]]%[V.!O M" 'P4=5U_ P9U@QO8K% 9#E+K#AEB)5>6 A@EQ!9FCMVF0,9FK],P=X0 2B
MN.5M%W\N3/Z7B!/Q]0$0)R**)L$X3'F43(0)%& T&H=!%{[/Q&F4GK'N:YC1 M,!B)R(.!9.TAE0090FDAV?BPZ>A8LO#()LPCB@.!>,L]3ZB(!Y&[J/X'O M%Y!(7@X'/ HE 9Q.&('61)DR80=1'M)8#V-
8Y&EX!H! ,C+'!# =L]B%$6 MCX,D"\LA!7Y,(5GXFYA?/H@*9S?$;4,]^FXT6>% JFHV8* ^OF&?!%[.3H MQBO*XB1)^@E.DKKVAR(LGF3Q0lL 8;G=U(?2D=ASD$< M?
5WQKZSC<*QEFQ.7!$ >4]G:E@G *\F\VK&,X5P;QXM=NO<_FVQRG.RP/WQ% M-NF' UNROW)Z&FM2M^.T7KP;V>]HX^V];C0,=-Z5 < M*IP0"G=!\.HC]5A
2,;GO@%*#MW6>8Y0[",D=0C"P1< MMD%W,K(Q:2V\KN8/Y<3;NNRJ&[T,TAW\=I,HV/:HZP.PL(B8CM()!E!(?<\] M'07#+,$.'B7VCO7T%?!2$Z5B,T3S'W&6S+.1F@X\Y$]Y1-F@9)EHDL"Y)DR-TI
MF(RYN<8O.];LO9H<#>E5"\.9P7? Z/XF34'VUS%\=>G'X=8+ <4G@ZJ?A8% M$,)V@+V$'[[T \\J7VXK*LO=YFQA5;>RWKD83!>6S\.7R?RV O07G5=1W4\A MVM:CIQ")U'(I<4UVG9O5 6)
C+"R*K6\IG C[8OUXACG8[!D<1_$^BON]^ M/-AYO. .6?]GFA4^:.KWS.,KYC5XW3V"MN+1=4 *=_&C'5M0T@VK8*V4]8,KG M63=Q>NZ?1%/M<&'UPPHO6C(L@/69UFX]80>;. +5/U!+ P04 "
#Y@&Q9 M^C\V@5RZV +;(*B[VX?%/HPEVA(BS:@SHSC}^^6,%,>I M+VBQ!?;%YEQX>,@A*4XW0MZK$E'#8U-S-7.*K=L+SU-YB0U3(]$BIY.5D W3 MM)1K3[4266&5FMH+?7 L-
.SBSGQ]^[D?"HZ75<<[R2HKFF8 .'%M=C,G.!Y MVOA4K4MM-KSYM&5K7*#^]<V3M/*V*$75(%>5X"!Q-7,N@VKRW-RW% ZJ<*.V M9#">+(6X-XL(Q->T; 9E8M!4 M0/GCT.
<=A2R8PKAH!!:WKTAR_*&.3.?2K$!:6X3FA&LJU:.R%7ZGM$,.LN?&)W%9X$7&'[@LAW(23#^_1>M/4VLGC1$,SW3/**K]6SD #W MY5)I2[CX,)PIF O5LAQG#E6$0OF SOS JV#LOSM!-
MZ2C4^A ^S3 MG/3!/6$!?A<5U+$0/-EC6"U>1;@:9#NM]VFMG:$BM3&E4.C!=05'6G ML0!NT&N+7O7H+!:$KBWY6<0(1G2(%O(^YMCJG7/6B(X,G5\0#XGX(]
MN6/2P_Q$.]*5)73;-2B9%O("-O?XO(;S, C=<30Y-W*0N6$663&CI]O$5L[< M)$G@!KF@\NN1OMA:)[OL@<#7V)-6T"G:TV((#9Z*@#L$+/ C-R6V09"XL9_2 M.G2SB5E/7-
V/#I#>@S!>C/S$\O9'P;AW8.1G1O!"!'HSO,BO"L:UX.2XKDQ. M4$}40@(7F@)@>VREQ[G6=NG9&V/BIO-H1\B=19. MW&0@%F%W MIM974C2'&M"/M)TEYHQB.0X(K#> #0T.75U
2;SH!M*H0(3?6CR<&[VIO_2 MD?;3I'>XK1G?E@&Y,W' <4]$&40BIFR0!R5$\^9DD(X@HIO>F8O&?%U&;P6>A MZ25>A!N _=M4#[^UC47W%D$&8M Y"" 9NFB5F.PU3./1%\W&##VHM:SM>*
<*G MYMW/(-O=[01WV0\NS]?[\>\CD^N**ZAQ1:K^*$T262E7BOLA+=S%85M7]V=F92Y>]D&YH5]K$SMS80E9XM8LSM[)* M9DQ4Y&>A[X ."JG+P>4YK[VUE^>FKG)=]K=6N+HHI-
V\4+E97PR"0;?P3B^6 M%2V<79ZOY$+=]NK#Z]W%V]F62Z8+53IM2F'5 &)P%3Q[$=-Y/O!1][7K/0NR M9&;.)W]YR2X&/BFDT]4[3$T*#0 M9?,K[UL]
@F A&"L'4>6)K$&$OY4E;R\MR:M;'T=SM8@4UE:BBG2PK*.66Q MIT%775Y+MQ2RS 0 /Q'K>]DKLK*>>*FO%,N*NB%3[R2VHJ/_J^5>*.PDZWB MQ2.S"GH0M[.TE?
FBD1D>D3D5;TQ9+9WXNJM50 M1+XG0C^.'^$7;9T2,;_H6YTB_G4U2]:H8/('^< MLG=[++]4HFYR5$;=+D0E9SER@EV3UD) M4UN1=C+X0?5ET*K>R?GOATD8C)^+.8FZ8U&YNE.Y2'/IG)[K5%
(A %WV'R26 M DOC*D 4):I9KO $P@)5;&\A-Z[1O\=4.F'F IBK5#%3=@L\/O=2I>UJP*N1 M. &E]):F=MAV[\.$?:<\YHUONHTO(;&XL..GU^@8/]->G7({\^Y]UGS=83 MD81>
]V>"'"7^SOJ=U$>]H-]HS]A*XPKZ%WJU<@IE,O2?PM22?;+K\WE#L4E64(;CYG$(A1XB73DA*<1)$I OZ*A)QM5!E MNA$SL _%*,+$\ W15GT^\;>%,4 -2{!Q!,Z!-Z$]P+,#3(*)"$=Q]$IKTf!,$)0
MR\7_:P8Q#"3&(=>/#&5DPFS#D;>9)1\V7Q"0#P18_SK[$HB+]R;E!_2C02. M1MXTFN()IR-_)WGL>\$H.)7_T_0QXA4XA\!7;OY&.A];^R//P=][. P5H(\2 M;YR.CX&^W?T>T(^F'+8^VY-
@I)\V6]%X\N7(\WC*.ZA.8A/:7$4^.H?A3SGO M)SN",!Z=TF*83+ ^$ V.:>^/)OD .DHCUI:T0[OB.+ BF@1>/B/UD2DXY"8.H M81UZ*#%?D05C+X1Z 3+F)$'!P'LT3;Z4 O$$<8Q)CN>/N/:$30C"F.
(S%E=' M.HQUX69QX *@*P4Y#.O7ULAH>FB2ZO<+6C!&Q$%V 1G<+1U?7 "_H K MP;1}5J:/.JRE//2MM'O=>><[M?L:N?(."S'TPD5AT%)AY/5ZU2!(CQ^ 7"""2V)6%'HN3W;FP@ M#=>)Y1M]%"N"33=+=:.O.
()B1!$J;T30\7SW@"TODBR,A6&BV#^2(E1,90:\G; MNA7.^:9 BC .6=!S2};52EO^>[P)EYFP>$R>TNC)"5#T=L7??X T7(99%GL M1ED2A,N$//G$0CXX\$EO*>^;1"*5KL(N7C92F/O%$DI 75?
[^A]=5 $.F;@ M(.]E,?4=(;;&#N;A-RN!.2738.^LX]'Z?\$+>FA$9#L;.3#<)KLAQ9 5 &\ M BYST3]E!TFZ0XP2FF)(5X7^.H;TEU-XZ'X#MB8S2N(.+S)KMKG*C$&Z(>%2
MNGTYW#L=MY7G^U!+S+QG"9G5;6X]?X+FF$O5RIPTXVI9M)(1}*A)(;H[* MDKX7%6XV<'+>P8*3B"M> "KAIL'.5D_HWQT%NA:\H[HK2Q^0)]-CY+\)XIT MFXK"A(Y@.
(!L!0CRG]%"UZ,/1N:>K//.032-1D_NQ/2O)-DV+AV2 W)!2GG) MZ23%.U?&.O4;[U"VA,*!.;+4#4+CT\4$P2O#"DS&6?OIV0$*NHCPO<@C=WE"V MFB!IBG_CO&,Y?R(7NBX#U!M'O$_
_]'JOL; ^BXKI#9JI MEXN.GTL%+BV3&[X61.L[TO4SQG7=YQ03#]1I@3@XM*26 #[*[/.%&$5XKPCY\07T\5NC3R)O;^Y9)KN'GE2#,& _MF!#[*/XW*;$G&%^GPR*.;Y4J?)TZ3UR.,;42]
((U@2()]]]LY\5&9;OQIU*7 M\ZVT >-M7!V?OF?]B^ .+\?[=_)$RCDL# DL2#;?+^01T Q;M)U8U_OVW5I9Z MA!]6!'Q'[0[0?]F(SC!Q!!L8 !*L_%!+ P04 "#Y@&Q97,17#50(:14 M&0 &0
'AL+W=O7NG*%5,*=8;9;+KE9WXI"KZYZ4;lY M\5[.%XY>#*XO2SX7'X3[1 G.X&G0:LGE4B@KM6)&S*YZ-]&KVR&M!PO^*<7* M=L:,(GO0^A,]O,FO>B$Y) J1.=+ \?,H[D11D"%X\7FCL]>:),'NN-
'^DX\= ML3OP*^YT\5'F;G'5F_18+F.*MQ[O?]:V.0S(GV9+]S_RU;UVE'28UEEG5YN MA.'!4]KZEW_9Y*$C, E/".0;@=C[71OR7MYSQZ\OC5XO0ZNAC08^5"\-YZ2B MHGQP!K,2 6 M
Z4]7A1KAOG50B$">,`$P\8IVEUU+E,N-.&SS-NDITEE78@,*.M! 1K3=UY M,FW[<)2A8Y0$@<CC6\;[=*"?\4P #+ # E%X9[7(9MQ!)4NNP/M<9)0@ M6JEA$ELP^\1*(S:!TCG6F346/0+02C)M
V^#UZDXBJ3*P4QB.F{]F50(2\ M]#@EA]8A%..#*KT7:MY=WV?*ZZ<=)R@CW%4SEH_N^*6*9'A$4CLLT8Y.+&Z#L ZN?0!T.H9S# *29!9 M*[F(4AL?2]6D8Y63A2Q*CUS!R4POH;$LC>;9{O
XBDS45GW+P.=6W:ORM/]R M;$5=*3*9<;M@.Q (O.INNSWQKS9 MCE3BNA]!#VK;"140#WIJA.9<6/6 .. %O'NVHAKFE.'7M,8MC! ^1$796]8. M((@<!.KNQ 7'OMA'4XICOM"QE15GOVEDT'?
7'(+RB\.P.E=L,NH/FU/O$1 #" !I^?<@<@Y,N9.Y= "0A>34VSAAJTP({^^XVJ M]0NTC"\")V3>,"3K ,9]L/'0LG. .71ED4U[^8]H]5!UV?I(K=B !#>,V7O@ M13T9^94M:HGF^>]
7:\A@5C*HG28AC'YM6N\T;9UXY"X.F]X_89C M!YYD+B]W7T=[NRJQ.PAG3E/:ELHR;*$*Y\DZ,(TU6+5%-7X@-9HL6S+PQ:EOS91VX$" >PB"$(0';S3-[Y6]S[DK"0#:Z8 =5N#%VDKO5(<4
M7\@QE"VR=%O9JF]SZ8FG]1 TX-8^O2=(Y\C*4PX=X&:ECI*$=VR_<#X4RI^M M9J Z0\.NC% ,%.L^>MA7V%@Z$*CE6H HL&^74C=.[JE09HYS8A+\2"78[[MGU'7VK]WQJ0>&$GW'X M^]T&.
(T"]IZKZ,>MHK=0Y)=&KX\1D6V;F2(]3& +2 O'>81UR &AW>P06.]9 MOG3MH>R'YE'&=@2Q?ZVI_Y+G8/MCECYX$C>;"1ONI(_&XTS!([BU;*]^Z4[
M[!!:0UUW#77]U]&NFRVU(6OLKD&8FWK/W-?7"&I&D2V4+O1<(C&3$!06A6DP M#A.,SE.0V2B^H&$\#9)TZH<)7DYH%$?!$/'^64&$T2=8IZGE!K)D&83)Y?8*K@ -D+?X2B
M^W$%MC*>!BQ81 /0QJF0(')=$S#,1:,QW[!A W#,05M M!) AF,??!B=:(# VH730^=(-)O[[DX=1'(UA^]V[?MOPQNZB EV^7U QM^ M18&DHL\=,XB& ?&HQTS[#;]^<+KTW\T?M -H^N%" <-
+<#\3..8M'D@ ^T M4][%!+ P04 " #Y@&Q96?Y6>2\(#W%@ &0 'AL+W=OE]IPVE.!]!36XB5^]F=)Z7O OK7;NJRY(D14QGVGP4WXU&!,@:6.
M$P6)GUOU5A4%$0*./UI;@XXE,>R [ZG_G66'+"OIU%M3 %OG?GLU6 Q$KM:R M*?RO9O,.C!CE_^GE1;4U.V%L:C1"XO*NP%.5V24C!]BJ8^?_W65+?*>KTJE/BH M*FVL>&^\NEIFZ&B
6G<+*W:G#]_7?Q;/SZ":33#NGT*>I?993_CY+XJ1(W MS0;^1=[%CG=*:,<:E8N+>#@6*UT4%#0:<;/96+617HG:ZBK3M2R$+$U3>6'6 M8OPWD?5XN,"C8AYYHX@
&.S$"W]R ,LA+S'^-GHFU@I2<1!U2M8WPM9 MY2!2%(A,3ZX%V(!>K]H5],?LP;(-%6AG$,]JQO(CE221QCD2I60&7!;"3 @ MF,/,V%Q6F>K@:;2O
KW2D!2SW!JDTVXHT9@D>6M(V'86"),6="9"E15A+?B&8$KAM=5;K,/:! M&K& 'Z%\H+.]&U98^A"21%'8 C.*;C.V6AP H.9;6GW!+ED@=0D 5D
M9%U;A)R7P %X/DQ3MB2$8V4&0>17L11.IF_%"]FR^0E MC>9)S+^ +2?I2O#\A+#&81.DT:1DD2<)S231\%SPWC\9@_ZPFO?&R.#09ZJXF MEX)/9V93,5:K"O:K-
KN>UN\G3C _lP\,#E,]'Q#[UG4VRM*T9P_F]T[@">8^ MOSF%]b\ ITBB9/7S[S=! /O;L .$,\\ )0DP74[&83\0GUDTO:9U@3'LN M>_<%[[O@G8>8?A9Y',?\9$M.Z#V.Q\\AG8 3 <=1/*7G?#
(_H$W/HYTN4W[. MB^?AD T8)W&@NW][VPRAO40[$)RLK%X](/_AM!BKN#TVV6:\5UY[G[@4?"1K' M9Y+O9#CMC@2T[&(Y'R;[F;B7D(OJ[(MG>#^ZADRIG$N/([JE"GX*^XC8D]DIM MC-?LIED0)"-
!?%^00_8A?62M2Z,5;.@YL222(UY 77$'D^NB8?UC6:X/NR% M0L7NM3M'B>A F.8.0#/IMM2VEQR)T' .$5."=I22V4#NE)^YG./NLMZY>54 BET>Y^M!*.^^01\ J0S;>(&?KC/M
=:=LIN$D3TI#1]-GIUEFL$DL(W30$9W^ M:/4L6L[B:)(F3W23Y_J#OA?U?8,% U2R)3DYIQ-R#3AENP3S&4X^3@5O!2Z2 M_U%/NK:F(\)IQ4-B4T>]D0$=7UI.>@M:K;9FC6TY.
[TC[ANC0';#IZC$DKOF0 MMBFZDG;6A'OGX7IN /7."V%&OS[ZR#)]& HE#+=<>.@R?5%*NKS M.*9H<3*6=+!F5AU,Y3LY4"Z +^)@V>1O6OIWTCY9(\4AI^1!#53]V3WEG\ENMKO5O0F7F8?
EX4H8S2:.1R<*M<;6 M\?>*#H0-UZQAX$W-5YOH$I&Q^'6K)-1(" !],> W[8 8-!?=UW\'4$L#!!0 M (/F ;%FO)+ ",/P\ ,@[9 >&PO=V]R:W-H965TM?1@"0W{B# // M *2YOWZ [CD Z'*
<338O^R*1Q!P]?7S]=0]>,8R]<4NE;0Y%593N]7TE=[KQYQ;]=V3>Q M3%,7NE175KAFM9)V>Z8*LWF],]Z)/WS0BV5-/^R >57)A;I6]< 5E<6W ;1* MKE>[=-]4PJKYZYW3\8NS0QK/
ZAU<9U@LZRBA.^%D],"$29@P M8;G]1BSEN:SEFU?6:(2ET5B /O!1>3:$TR49Y,JV>*HQKWXS :N5K]'EV@E9 MYF)JREJ7"U5F6KE7^S6VH(\[65CNS"\W>6"YY^(2"RR=^+[.5=Z?OP_1DGR3
M*_9Y.$%KU4%_>C@9B,H>/K'>0SGO ZQW\GO.*<^VRPKC&*O'/TYFK+9SF M7_=IP6!R>\F%&@=O7"4S]7H'D>*47:N=-]]LSX>O7SD"(?I"(>/K?[U)OLO MEA. *'C;5LRM68D:T2AJX _/%
)Y]BN"BWI*E*V! *)0"UF(RIL,]1RK^>6S M0NJ5$WA>+Y4P%D\ "(SC77X/A>SQD$]YP88DQ4 S8R3\%066%;E>#:W}!G)M2K ##@@"O
U$)6LZ00#+%IM+84B/M/>!EM.3*T1^!"V\>)5D'!AV%#NY7 .:[=]L63<%;\>.9P6PMRTRU"@\G&H]?2G$I M+?8;,R0<#,05#@"/G< %]5*OI;BNE2Y)D1,?"/*+K0#\S]12%G,2<[I4BP7, MI0L<20I
,:.S 4F=*9Y%6CEZ+93>&OMYY L\%]R03RXK]$<^G(.4$ 2NQ. MD2?$>S.D$9\"N0Z?OC>=[@GI 8471VMS77>9)KB(6K[,4WY*V!?J ;],.E5 M2,ZXD<[ODAE;&4M;TFK13\,.73IP9.7.2CB%8
M^3D&SG7&NOVX5$'10COH16Y5[G\%1E2RW"8GH7/CA"K,F'=^UY9N$%I X2TPORI%ROH2W@P=,' M=M>LWE$<7+N0%@.1UW8,[.ZO/PX4+%Y H4P3L.X?:?[OR6BO+RM.$+3? M$VZS1(
IK* *O=*S@I%D;==>24*%U#5"!@:]U%RRP,JO- !YFLMW]GJ,! M-ABB#\\!8I=/$IAQ=;T^,FX M:%4E/:C/MEVQ.(A"'' B@XT$A:1';90K^D^>1L,!N9E$9M=0H:3#A!48,\7' MTZOS@?
BAS"#9RE@&D94IX8PWI=F4-(/"<3)Z>0$0O>'XY=[0SKA5+BE;A\V M!."MZ%W51$AZ5H[1N;@G,JS=FSOZZ8". 3B=&&5SY,S56^4*OT64?GQ2/42 MC@5D =K &)QBL8\]FR _+P)LWNE[R[*
<4'\;L R_0XM\BB#]DM01$O773%%IS>&K=LI/B1Q"T^1IMGXZ.GY^2QQWZ6$*4!.043 XDVQIL->*T?D1UV76I%G O5R=D9>"CZG%Z5&NJ6]AHD MU<.*<($2:44#TQT9F.EXA^V$"HC
$*>]EN*#F0&XS5<1G262TV $)R8#GYFZ M3"$%GK5\.(^P%(*YAB4!?Q[8(Y?X(WUVX+V.,+?6I@B4%$, #4R;"$=)+CW $3<%UH?^!L#HM9# M5:>&V. H+UC+%ZN!WYQOR0
>NY,#>/K2R\%WUL;$C-AHAR\MN)=EZC! M?08A3HQ'NL JGC@9 M[<9/S\X9)8>0F67QG<[;&W7:NJPB4%Y$E'QQI.M..7J^C*%+F]:,G_%;F $&9=65X@B$(3OY*IZ*2X 8*.J*M')/Z .LW[]]18!
MQ *UG01#][C(2312@*A2= <3$] !!\+)70+]79@B)T!BGDN)4BO3>D]E8%Q MX"D3J=-))X"M"4*YP+&Z7N=@!4Y IN>HWXDCTT'$*KML" 6A*BBTG&DJ!P9B8TVYR W7S@B0
MH)O^"9"_F"S@HHMDK!58$+ F^XOPE+HU+S.4$BMF?#EDLD#Y(B _.#[G M% ^PU(.;L?IRV)2M6[E3,!>49M*(C,DU<6I .+=4)IT/IFBZV%/]>2GV"WU2 M(*MEF6WP-
6Y+R@<V<%5OFY#%Y/YO,9.'.[Z4"+690PQ&3DR() GI#.18F7<2 MUUB>RT>B00 53KA)7I?E"PW9B(N<1K]2PXOCP\B+E\IR:[Z/9) .*#Q\:1\> M[".7[MZPGDQ6-Q*VS5X/(Y7]+=8&[]Y7
7D7O]^KC7B+\%+;7E\G1H;'|$G M\ 'QR?%Q%\]O=|>#8*E B/H<>W&7H.VQ!V (:"2PTU $[Q$;2]#N8?O=TTS06 ML#Q,RJ.V9(R#<95\A4>E5M:S0<(NU+5\@$T YM *E-;%PX0<*O+6[SY-) " M
9MC^^ J.2O9N*2'^Y+&L.HIS23O) M(H]3G\,1RTE)@V*/$3)OE7R'4O;.3?OE/(!$1'8#*|(*9@B06"+=UHP!3GODNX. WA?" +0K!44/D MK2+"GG&IVN?.4\O(1++=\M)10#S%.CR.#8$D_3L%
V1%4WDVZT=FYHY4 .;2KC M9I3[' -+=9VE/TKPWQQI6W.G72AX6R!8+&0HIJA.W\HLW.QU97&+*Q<#?PE%F _XG.],I.T:KYT M"O2"S#4&@4@J9&F;M*Y #2Y
],:0#:8C0CQ2DU2\GZ)5==MG'$1*839A%8P, M=W$T2#^G A56H"E7'^23@$ C2(A:ROBO\+N7>#SXP.4S9+>2 CO;XMM%G^8;! MA%YW*5;M$#HN"-)L#E2]*]5FLGW5K>IV4VQ-
\XQ;7'V`)C>;+L5X&/4.. M^:"D6V8;Z9I)N-0/L 0/BZ#50'#X;B.,^YPTSE0@QFE]I@\"!L15-%[*:? M%B5[X1U:Q/)@3SBIUPS1KR#/$'0!8,6XB(*7F2(%_R@<^KIG[> #[E<5^*],3+/+GSH-
!#KV_%D.(ZD;2@N. M3*S;JEB/.DZ*VN\#EO6NH]*>0<<->&6, MZC=AEUTF]H#4C]#.F SZTC, "YI_8Q(B\ML;'=6R\!AA1[!&)*Z)H\8.BHF:;R.A"211;N*]YOCUK#M/.WL4*^/OK.!?5Q?(?ZM-M
^F68@YDIS2'1!4Q=9I'@K@X_)?PSX=)%> M"YR!RLV2MRL#%B2!.JL\.AUYA#HMF%OP"S.>'#*5*^_= .#58LG TG^^+8%A^ M_Z;ID0N@:7H]9*:8-!/2\]LKGIEP)9OK_P)4%V!\]5Z&CD P2]D"K5+
(KZTQ MXDL|0Y"O+[WX$QM:W7[7/2B\\<]G7^6# [77>53FKQ4RHU^*[W]0L*B0HOGV M)[@FK=-V.>1.ZH*C+](0]2<4]Z ?]>CT)W!L4/P04RFE!B(&N"[3DP: ^R;(M#2]^:?
*%#UK;ZQB0M3))/>9[P]"O^7E3$WEHZM*OH[UD[!UKYP(/SA MAO>]GK;?>;L0G'7!]U Z;@<5W$-D7#]&MZ3?/4OYW8#0?O>%Y*BU]34N$<4T?# M9T<[OF:,7VI3\,N*X_JU6?"!0(;MS0 S^?
&U/$+,9!>7GWS'U!+ P04 M" #Y@&Q9A&".Y:0# !W" &0 'AL+W=O@IL!S;,:,J;2#I?O50(&AVMX=B#[0TLKCEATI25OSO M^TA9LI.F7F#W8HGDS.[.RB.EYUU7WS.'.A!*-761U",?
*NU7V[B\-) MG3]IYIZAD8^V7.'A?KK)),2*BQ 1!!X[?L=*12#0^'K $,8M8>+1^X*.)(_M+1OA^9U5GV09ZE5VE5']E6A5^&B!W_F@QU7$*SZR59>Z/G8Q$OAU15*2 W\7!COPJ#1'FHC** (.3'?2'$AV+\?
+%U>SRS=M'-1GFI/$M2EY HU6R M@#TUC.RM3WXV H"_%(KXH;$(9K@PH 7_]S8\]7\GH+WU!$O*=*ZV.!HH[W!(>DO (-6K26C;FA!Y'^55;8CBGA*2]+-I).KE.[FY8250HZ;^$=*"H
MVKX.Z;R<400LB5:'>F'#8ZGB 4&IK,/[",[[4S'IK/3)T B>8Z+,.++>P.7A M-IP\=ZGD)\U L]NFEN=1{UC0]X5Q=NRJ-WTS.8;W+?F#<%O83XHKI$XG;UYE MY/HVUP^:,5)KV=B 1I5>:_PS8!
<#L%Y9^ TB4 W& QKK;U!+ P04 " #Y M@&Q9FG](0?@% +#@ &0 'AL+W=OB,H#@4Q7ONN6_]=^75G2XX- 10E;4^&Q3&-
">CDZ$]G(4^GXR[IBH!^>G;N]&G9_*UI2BYC>*=%M53#U>\E*N MS@:;!8+ O*Y.%L1NC\],&+?F.FZ _C<+:3;(N2BXK76LB;%%^<#2Z"D\NQ/>\. M?!.\\7MKLL;I;RS#Q_SLX%O"?
&29\8B,/R[YU>\+"T0:/O88PZV*]U@?[U! M^?1=]LARUSIOF5+ +^+W!1G@\F_H/QK8GMGB9+++7[I55W=AP.*&NU_MD=5;& PJ4?? YQ;=:F#7G;ALMCU;<*T#U+23ECND#[fK#D@F2K*),54$A;
D.Z8QFU8* <+\TSD#0"&G;:]%%R]5@%F$)D!9"TY<0?&J&8 M:PDY.Y08G:/FRA*D:B/JE@/7B)(D@-5* $>WNG'6>F2X0A%"+ >IX(E<+ 36 MS #FD0S.%:%1N@>T2 T=\T=G\5PRE5LS'?^< M0B\
(8F\;AZ1M5)YU'P1*Q\=(YXH%Z)7H2R6;'7#7$I_E?>=;Z(G0"C.T1>7$ M'"+?:\<7L]LWQ):*N]{8TA>@[LQC!%QN3&E=XOS'\0>86AI (9%41ZAB=]PY
M@^6YL"X'-9<335>#VGIQSW7/LIY%=28@*FIMA&E=[.K&GG.D.]!'WD3*WS M\YIGZZ0*7%)%3YS,H,< -K#^O(M],#R=`G#X)IU$G96M56$U(B&_^) ?@\@:
M3R=>%$0;M(62U3/A@#L]PN$H\H(XW3^.O(.7U1W&. I3K9D;9AH*Z<6Q=B9 M9& @:726]$E.O3@=PZKI$P[!U%MSZ QSD53CJVCSJ+=ZDI]8WVA^#U'?6LZHG$:X#>>3O ;
M>./8= ^328S.IY$]<(/U:0Z)4C9N1*2(9DA!X/EA2G#Z!/"(V!2NG;$2]%:@ M"Y4U'K7K^ @=1S$AI9{ $&0T =>H)*=YKE:";"#AY[-;'8DV1"0>I-4I^B MB=,43[S))*$OKW/>$86!-
XVL<9%~6+N2]1.0'WC]*!B&V^9M-;&;3<;'H*"YNJ9NC;#?!8J]/2ZQV!IF[K)^G?85AA%K,*$'>1.6JBX[2<,=FVV2TD\C6#7[>E<=: M"9I(_YV(W'E;]$\?
\OP#1=]NN?:I6/#E9!N .UK#6"P:9=Z> +AXW>W9W@ L M>,/E7AOXRYZ[G7WM4O\&BV/]1 JK=W#6]9 ^UO^4>^"7G&U=)\A&IF\]T9W5]_N,K]T+KH+ NYX]YGTB:DEYB"5 M? %1)'\
(-5]>G0/1C;NNC^7!AV;EG@:XTK>P#O%U*:S8 5L/W^. \/4$L# M:!!0 (/F ;%E1UCRSO04 'D. 9 >&PO=V]R:W H965TZYVVEIWZTNB(,X];2S9H RA/AF/2592 M@?
W\UF3PL:"ND@%+ MOS[V!'.HU"EO[(/)Y'A<264&YZ=Q\]=G]HF;&7HR@G? M5)>5T]TO2MCT.3 ?+QK5:EH$WQN>GM5S2+85/)97#:KS1DJN*C%?6"$?%V>!B M>G)YO.?C@=\5M;
[W+GB2A;6WO'B7GPTF[!!IR@)KD'A\I=>D-2N"&U_6.@<;.MDRS8?^^T_QQC1RP+Z>FUU9]5'LJSP7P@4!@MA;81;>3H>CE&QGD^;FSK7!\&MKX M)88;I>&
<,ER4F^#P54$NG%^3#Z]0N.460IIO2^F6Y$ ' M <989)RM%5\FQ;.%ADWEL32B >FISR7?DQG QX.NL\O9P]]O"&ZI$XG S% M;#([>D3?X2.RPZCO\+LC[V*^8*2HH,B+/RX6. 7H_+DQ \G
T7X#W$XGOI89 MG00+Y[<5QJL3]HXW[1X]I_R^%^:U\4BU\;0[$68E?B2DMS;ZL3 M>6>V4D/1$K0;VY@.6F7L7!!,1NCUO$0]&TH9L/1H,9Q1;&)@WX L0 M!R+IV MJBL^N!UK-1P8B3=I =?
QYXAB) ;QBBKADAB7]@*5"T07P>MZ)BCS#K^?C ; M3=%W6D<*@8]#^6B^V;#%/=M9BG3(VS5%QM&KH:B=_N4IO<)^RF*PPAKZ,8#@ M!%6UMBNX&,BAQ64.2
4&&"A6@JBU55HI6>I%IZ;T]%.39>..$9A&%\=C F[=:.MY5&[#WC$',%#$+B+.GWDKRC;F?0 B+ L0A0H I\8B=]*NA>25G*AM HKH3Q* MD.F&\]*J4'(]LLPU6':'N&<>=VTA41X4.5*6'XG/B-\C#?
C(B6^16;8"!0L* M+9$1 .*.NG7^,Y8L^EWE\) 8*XB)#=T$4RF MY^ 1#>]6>7$TN=F@<O],E\)VINM#?3[GP_G:Y ZW6]Z(&.'SX^%T>OR<[>W JMQ@]&*=:;H4!1N&@+(!AZ@0
1LY[9C+*8D2W9[*3A'HGPR4Q;WSB* MJ6S19$6A,H9!$[S*]$/MQ'W]\5,7;<1S_V3,26EUSC),.BFO^9;.OI/"]G$& M5DNPB@,XV;#,03:*QQO3U#:P?\,L($1,LJ$R,NL?{U.=!.:*96:W4_U8%=;

M_!+C)^]JRQT#BKS%SU"VK!)?M81*%AB_UB7^;TL00@5MVX3("M6/[FS3/!(?_M.'>?3M4$GC;$V!"3'=H.)D(%+,8'YWBCKQ6GC%)59BHSS_M$O_KNN+Q&V7[R>R38C2ZRXP;;BO2#+R+)\%3!
[,M,<+"P>QXB\&]C86[K#'T:_MLK8$FX/I?%?+5BE&0,++_)2R[#NH@G<=9GT94(22H@-WY]]NQW2/P6*=-\]_M#]4_LL@P0C_EO/N26<_CAQD80XLAPWZP70;1+ESVE#[./L1B028^EC,1B?*^
MB1S!f="!X('>*1_+R!X V711H@!VE.!*G(_2C\;08,5_*68;G]#[H<_R;O MG!_M^R4Y[ET'*@)2^_(#)N"@T\U@L]NY5UVDZ\3V>+]4O0?0%."]J8#H9/3R_MQ4"X=-
%)BV#K>+E8V("K2GPM<3&PO=V]R:W-H965T^KU;LU[]SDFAX-8PVS4-_[LKD+I? M1;-HW/@LJMK11K)>MKR".W!?VEN#]V324H@&E!5:,,0/E*K]<75PM2-X+_"V@
MMWO/C#S9;'U/BYMB%;5$"""3DCC1P_-O"1Y"2%"&-?P>=T622@@/O/H_;?O>_H MRX9;^*CE5U&X>A6]BU@!)>^D^ZS[A/#PYPWIR[6T_I?U078^CUC>6;>; 8P, M&["/W\8XK '>)<^
<@&0.9Y'T.>Y35W?+TTNF>&I%$;/7A7/1K)"45)N7.& M3P7BW/I&Y;H!]A=_+M.'&]D_20?T%5]RWY3!12'^ 293'2R MD$ML&"V$*U?_S{[3S^\+[EVM Y9QM04 K'2[,;)H()
MYTWHDKW*XK=8EU+Z*X866[.WPE]9!(@_BL\6BT? &9]Q+2B++*72;3U.>?T_Y M&1)IG!UP?I4MXO0%%X6/9(0;#G%H\%MD A=R&HA-#X'2Y"0]"1V2]YR8&_=_MWTAA:^R";@C?+#Y_Y&
[1UP+KVH!#=-EK]FG.;]YEC\(#=VV(@*^S/%G5TAGV)-M[V)60@&&2^\^6D$XMC(P!GTB'+<6L-FSKQ36J]/<(%?:M#9$ E"07.-'B>^;.M.ZKW1K$6#,T4BBV)!>7>4:'8GQU&>BK&7..00+ZH9*-
=S5IM!.4GU_=4W"]@_MBS)DW8!$A]"@]EREN {0?H'A):8D5W,DB!^+A6 &_MY3O:5I@_%{}ZH'F\0KUF#@OMH&!" H4'8Q4^98+B2F'(U[A1.UIQHS%.5A_ME#C;*RLL81Q+)#H56-
XUF$>/P#9H,$3.Q56%Y_0 M(C2-W[G'&R_R<;OW PUK!\>D?:WQ? 4.">*9%&9C>@-;_ U!+ P04 M_" #Y@&QO16H=8H8# ##!P &0 'AL+W=O<[/V;V+MEP]R!Q H<>R8'+BY$I58XQEFD-
)Y 6O@.F=_M%12/N+MDWL8."@M);*ERU8GZ"D-MK/F2Q[8.>P#O$,!O ?Y+0'@ $+2 X+49PA80OC,#H 58Z;C1;@N7$$7B2/_M_M$B9:LYF%K,Y%ZWI19MI)4@F]2S5.O0ORA#82+4#8-\=20 F5:
<%E+0"=H[ME M@DY/SM_)H@S]R'DM"_GY_^RS]^<_5DQ@NX5!)8O M>,LKZ+OLAB[LIS.];2PKDL+$T=E[#PW%T%*8D,";)SWW/'P:7$=[LE[@GSAOY MH^!Y6-(3-@K&?>N.9U^_/l(1]!LI?
^F:\W1"QIODR E8ZE7OO63=-R3R.OE"\LCWQGBO= M8>TRUU.6A G0^RO.UH^K0P((H& M 9 >&PO=V]R:W-H965T%/IV-D:WD(,2SG6O([56"!BDVA*PN1WA M 1BS(*/QNV-
Z_98V\7Q\HG!UM9M;#EC!@V" _*_%%['WP$($,UTSO1/,.NGIF MEI<*IMP5.6WLY*.'TEIH47;QI"DO+WCE^XJRC1SE]]7LM31/!=>%0E\X ?)OOF_,>KWPI+<.!X%[!$9H$MRA, BG M
[0)7^[+9?=)?*Os.'5I34A;%BCT56:KE30/VBQ%;62=ZZ!RD5GDV_AXE4**FT4; M/.^.7B%OE9@K900"L)(.7?+MW^)KS*U6=#3F+G!QUDAS5*A.*I*>T;J9I/9^5F[#]1)EY.9 MV@3E=-6)
SRVCEP8<#B_)6[PN*QSO>8A+0 BMO:L4,ME7UR8;.]6:CR^*RPB M\\;>&2CS]=SK7$L'/^"37A]!0 A,B.;E? +M2HI^=!75:,;S,8DC6"5,E!BJ1 MB0-
LR);8E3:I5RII@.QD,)] >H%:@4205!UE*63^!Q"2G_=3,$BQ(;BFP")7 MCAYLR!D%ESP&D A6K&(UBX74#H5E:]?9=66]CC@ 89U1S55SY5KTZ?."3N0Q M*UVLFG[W,3GM5$&C#'%
[55KO7Y.]ME(<6Z\!=H,$YM;>T.U%?MP;D4&[5%@=C;T^=3(GS8YZICF?.UG7W(]5P)=;\"&Z#22CLM:I31@Y)N\ C4OFNA M]MVC&'GM>=MS'W1%F+,-9;] R-"Q,1V_NQ
FH,XFA4.@R7!'1P'Y%&##[=_M2*&HY V"T>S2%W_4^3*U!T.B!T=;O58/A0Q"+A;(6PHHP15A;T70RYF'O H1_M)DHMY[!DA#QD^5S[#*50.Q5KA-&;S.A("AEU4]LWB=QFYF%$HAU6.'6K3)W@
MBC(_1/$BKQD"UHMX6 "#;0[L^UTQI^_^.>,A$.A"HV(=BJED54!*(&%?W!A[_M5ZI\&9T!O) G\]HCCYZQ*=>L,I6)F9=EE=P7="8!X OI,RKGZR/"=CU\FEB;_W<.@[ALHYN'AK*4H
MK$.4A33DHE2#[S"QD@_1FD"UDD;]H@Y(Y$!,LU SPL_FNA NOFM!E-16A$0'9A,$_E+1C$L4$TUC/V+7":)^Y04AQ M'1ML'<=.>3P-
=3SC",4&$OKOM092SZRF$OI@KBXP#B&*O%>)'9PUAUT6RDE M.3RK04[XGN85$?O$*9HQ&/<@SZ;&4$]NN,;I*.C0(O9&;_[>@AWA7/+L T S
M.K;7CR# "/[MM_BW_RAZ7:FL!!0PEVC0ZA(=X,0E]]M7*>@+]B(2_EH M]N,>OX#)SYOWDP8"_PW=39W(+;.!*GPTRU!+SA!.RH2>CQ6Z0=MI1]\K13) M_>GZ^''IK,%U%OW<5MQ_3J.(O#G
L,9WN66_5A"=2_.5;X+,_LAC%D)I'Y*JH/VLOFOKEB;G,/+)9'P A-H=MWLMB8Y MFUS#8[S%?M0FOKWB.1+'{A8LH[_H$QT+9Z<6!JV0)4$]W= 5C ?$ M5BGV5%SM%$%)1E'0"
(WV&^!C>'SSP+3<(WY>^^XI?;CX3 =2)^ZZH!)4ZYS M;C>U#L-&2D@S2 2QE(2WS,[92SA/C)UGY]TL:OF.'4S(DH7(_.%=XRF?+'^6 M#NRA4[^HS+8PVYW']
8G7X^("U09U3XE+977%#=Y[!0$^DI5^!U_6E*2!CH&_M_+UD\.V1W"V[,,)#2WW+\MP7.LC&EI%M4]API4W)K7W6=-M_HOS>/[&0QNQ+
M@O;&.,L0'6+"]X7OOKY(!60^8Y'KSNV+PMY'B^L_NSZY'%MOXEEI1T5.WHQ^_MZ&\4(44W@>-O\GX[]_&]#5!K8'_KE/'1I4U$@%')'@ Q"@H!+#_4LVKS":,_=]5 M0;43K<%";(;)GL0M3"TR'^_Z.
.0\OCV3=8?QHZ1Q\ M63IQ@/)1<:,XR+ZSA Y]8KX_]ZAO W6,R6-P7)KA3XIS#L*XZDK5:+,X^D6 MRS9DN RL;=AH:F;J0%S6\U)GL"C$ S^CGC'K7+$NUS0B*=]HX7O?$9R\4DD#[
M"F0C=)V*IW>%ZA[\F]*SV\V-AOE2]YD8OQ\)/HINB^2110&>TC@'+]TX+?]M:.UN MPQ+I]%+[,W/A5LB' K M*P"&QT(B\>O7#%)?/%N/'E6F#I:'#PKB=<_"09;X)=\6? N0W!5GQ9*
(D3,@G@3W4%XTTWM$'[M7?CDOU!+ P04 " #Y@&O9VC9E"+D# "Q" &0 'AL+W=OM]3S]6JL MX!*7&DQ354P +U"H 2P8! ?%/2]WUBFB^,1F);[02]V7FE91[Z7@%4K#E02- MVUEP,[A>C-QY?^
OCGMS)(/+9*W4HUM\+&9!["AP(UU'AC]?,=,%,(Y(AC? M,I]\']()9'LL'[Q\][3+FAF\5>)O7MC=+ ,@#"'#+&F'OU?Y//+Q #=*&/_M^^YL',"F,595G3$A[+AL?]E35X=?,4@Z@\3C,@-
YE+\QR^93G2=@ MJK4T MLA32&4:,SOVB=9^\XGX"=TK;G8'298'%2 N(H/9XDP/>17+6X0KK*TCC$)(X M&9[QE ,YI\Y?^HJ +[IDDO GV$PSA5DFC!" ;M%U!7M2!ZQ*!2R8WG E8D1*)
MGM; /S=K8S41[-]3%6H!#$\#<$UW;6JVP5E0NUCZ.P;S=V\&6?S^3'K#/KWA M.>_S%35QT0ATT#]2&K+D=)-P8PP2;I?@'TH5>R[$*>1G?9]&_K!#V"I!OPN#R2@A2U??8%Q&\-KUT^+\T.OY-
PDF?]ZD%9HLZ)&AR#;8,0 MU/$X3))KSG#AU'[A]$Q\^&.V49SR]$W_!?*B%A.E_8)Z96#3YRMN?#;IZAQ M-LSKU&!EJ;&DQH%M0]'1/6F\;BH0/FC.GMN.US\ MP$A7Y[*@YX&;W3CS!/84[%]B4?
^_3;=53A) M<[<801;F<>+1$C,0'T]|HOB8/4DS*GNQL O';BS(89T1MI?&XM1DM)),PF60GN10=C9$*=>[' MI8$.30?;3I1>\\ CFW8, 3C>#0,[IDLN#2'8DFE\.2;^Z'9 M@N:K:C^4ULK2
MB//BCOY3H'8':^KE#TL7(#^7\K\?U!+ P04 " #Y@&O9]<*9G, # #4 M" &0 'AL+W=O7A(M'DN>[:1ZUC6B@=>N%7KNU<;T-[ZQRQH[K]ECX)V-E)UW-!4;7W=*^25<^1;
M//P"]=_Q1GB+F5M[4(N9'$S;"'Q0H(>NX^]2.VSE;NZ%WF'AL=G6QB[XBUG/ MM[A"\UO_H&CF'U&JID.A&RE X6;NW88W=ZFU=P;_[C3[\9@,UE+^6PG/U=S M+[*$L,726 1.KQ=<8MM:
(*+Q]Q[3.X;TCN_'!_0?7>Z4RYIK7,KVCZ8R]=S+ M/:APPX?6/K=Q]M,U=:$W:C;9)Y4 [;R&[O3 RZ1HQO_KJOPSN'/#CC M$.T=(L=[+ 18WG/#*%S,E=Z"L-'9@4O5>1.Y1MBFK(RBW8;\S.(17U
,J.'] M8;L;U).9;PC6;OKE'N)NA(C.0!3P60I3;_A!5%A]Z>\3G2.GZ,#I+KH(N,+^ M&N* 011$R06\^)AC[/#BRSG"1LD.EL15D1:HSJ;&I:L#OCS=]W=^E^G"C#B M)Z?
Q[7=SHWM>XMRC#T.C>D%O\=TWX33X_@+[Y,@^N82^6-%W6 TM@MS ?;/Y M=]MPRYVD:66?VRG2EV&?:BJ(:.FC;,06C&L^./K"@!P4&&EX"X+.!770")T! M8.BO1]7(2H.NY4Y]48**V=CW5?
#6I>]Z1W1%=6D*0F!BPI6STW;CL:?"4U1 M5%D-U!%+D838" HB!TT&F@&^EM@;&[(D9G1.Z,D-/ 4*\0O9P;+T8HT'B,L2UXIH/$2;=.;I+2GDL^Y YJU]P@W#TC)0!+<.;&:HV MHQA'$ $H5% N@:
<.;KU3BO1H*'1.,DO),!!%!%;I']X8Y+!_$!{4AN#VZ@" M2;60YVW$#OB\)6=A$+]3:#8R+&_A37H9O.S'KF^GYPA/0+ M"./%V$\L;W\<3%H'OGY]!"^.H%T2_+)@7 F.CFMF<@(3@@E)N_8 M:F?[N
M6MI C\X<7 692Z A2MO>#B]CGT*E)GX=)^!;GBL]0VR.=[$! MAC6^+M"E^ MM+L7?/ 3"R)'I%4A6 R29P\QR*EL?E9L(0]5,2V!P<^'NFRK^FM:\@H)HPY M0+ #6 %0X%#5E3@KDA3< QR
D +X/]$%# B]M!V4MM [7)>5]?R S:YRVVF M44BF;I(@*$?0]-]4$D)$,28U=@3 QR*:IN1>;'R)@W##MX8BT]M(^%C:1>#8A MIG;#D
03=YHF9G,.3LFO7/;VABKLGULL[.BK$QR]4.U_UN_UT>M$.93^NMZ/M M)RJWC"M2P@95 ?4U&VXV*[T**V(]L:.!SXK%C@A W27.#SC4#?NX4QT. L MRW\ 4$L#!!0 (/F :%DG;&PO=V]R:W-
H965T MK]^1^K%#6:75G:>SF[M$K4N> 7O)5%U63*YNX5",*!'WJ@C?."K7!O"=':U9BNX! UI 5[B; I+6? 2 M*L5%120LKTI2,R *6K"[T!['}#5I[M+.!,%,K>DVVS-XY&)*N5%F7+C A*7C5?]JWUPX
A<4]PT):!6MR-(HQR)=-L M=B7%EDBS&Z69@375\;T\ ]ZA_QQ M,U=.@$$:]0M92/4OUR9A71.>B M5KBL)I?'& =)\M8BOND0WB%"\FF/YU<&;9.+ ?@&[>GO'70+#7S"1/64 M6'2
1%P>C=A$3#'98,.07+/#+&G&WN#R2IDX8NCU+]VW)'X5FQ>DC0PT>JG#C M4]fU?M<2/U<@RR'IXPV"+D6DFG &CK71$%62ZXY=/BHD>$EC]]$OAIC9AS$ MDXZ.4O+IXOZ":&E+T>Y'
1Z)0B=.(^3,O\B9E&7DAN5E!E.S(7>U]00D/' M==,>OMU/ R=%[81ZJ@9B(;Z"6>2IF/L-3RPU1B* ^FIU^H_&4R] XU@ MZ@2)H9P3*]I+G"0*'S;?1$"0D!A_G5VAL]#>]5.(8
L,@BIS43W&$NWUWKSAV M'2 RCN3% OGT 9Y4Z)X(NG;Q7-"[3NS&/P9]0WYT/NAX?QJ:!O5W\FZ*/4 M'MM0[-B+W4FSY,?)PR>/T1S[P2":O6!BB!%UCO>_R7DWW#/0()H8(@W3A^+?
M2P,G3@X=,@Y]B]>L473'3V2!EWI.$![GQ26]<,J.>WXBF#I;81V1![%"$YV'& MC$.L'SCWT_"A% @2/,? Z''VAP!#L79_5],AVW75KM6_7\VU8>"G7PZ[[_>]-M=,Y#Z*K]G'
MEGB\^VTZE2)>Y>8+#4GUl;ZK;\[.R4T61@Q:!Y1Z"AT4F_)PH1NVRX/NB;V M]SC$HNW:$8:2%QP-F.G@WEZ"7-G7B4*WU95NKQ]M7\ W33W_OWVVO7TCLD5_MKQ1>DY,
(ZE[$&!&R>9$T$RW6]A4P%QK?%':8XR,.I-F ZTLA=#P? M4$L#!!0 (/F .%E ^/^U_0('H& 9 >&PO=V]R:W H965T T"0%RVN3=+25M@$""5!%>?F ^. FE\" ML8/MK(?SSGIPB9UY4MRQMSSW'
G^[+8* W3-(@6[EHAS=)KK.TN@\"4#;;. M7*@.)7VIE6Z9I;7>!:,3R*H!U(H@#L,L:!F7WFHQ^.9ZM5"]%5SB6H/IVY;I MW]4<=MS\]/-P]IEM!9KS16 IDXL/R@/K M]<@:A$ZAP]*VL; :UEA]1@?
D.))9GPO\SH^2;C![@*2T(U8-(^KAZ^7VV-U71@?APK?61.CS.[2W11,E;BT]..8E#?HK=Z\2S* MPI3[O04^VI#E[+]!8*]X<36'9]DOBX[$<9\%&28>C5'0QC<7*2;$_ M0]T$^
N=W#&)7E4;PAFSB^!-L]BNT4][2"\PO+@B09/ C=T8%SOGT.2I_X\ M+IR59GZ>SF&C:KMG&B'+_#@*81,YQ6P&[Y&N8Z.$!;SMM+I%]\Y %/G4;8A"
M"LKA3:\EMSV!71$UOW.V@=2/9P4]LS"GU&W76Q+S]$O(_"1,Z9G..SC>"4AG MF5!0KG3* 5F6DB)C;_"4?=L+YGI3(76SY&R<0(1EK=*6_QD=9W%>^/:\."=BW@U3S]"6]=*.HV'R3H/U
M:IPG \+']?R!Z1V7!@36! TO\ID'>IQTX\]:I@N6V515@UF0S\'U"Z OM=* MV?N%2S#:]E9_ 5!+ P04 " #Y@&QO9$$ONNN@$ R&@ &0 'AL+W=O M'
M%D72K1B&/=#2LS=G[2[YMB!C4W[!0<)*Y,E*ZYQ;F>]LU< R~]4%WUHS!,^S47 MLC<\]>\^Z^&I6MA*2/BLB5G4-=>/YU"IY5F/]MH7MV(ZL^Y%?W@ZYU.X_OS
M_+/&6; 34HH.I!%*$@V3L]Z(GIQG;K_?\(N I=D8$Q?)6*EO.G)3GO5"YQ!4 M4%BG@>/C'BZ@IPB=../E9]();HY;[=<^=HQES UOI>;17X1W.WQ$6!B0*HWB//M9%SKP^]F.17PI35.HL>)#?1F-C M-
?+G\UUI:*S$NZVXFCHO/>[7LJO'+ #,A$55BT0DZ)=230@?E5B#B$;O"=8P5]C$ MFM(:9/%($%%[*M[TAO(/+#6O@:%82F@:Y&'D _HVWFI;N[$'Q:1#,3D8QGLA
MA86W%;,]';SU>W0=C;UIP/;9B;9@WY="!S(US

0KHR>(KC%B0#Q*5"2 M+'VSA/(MOP>_O9_P6FDK_FK0F(,6]D0"[;#RM94SE EQIIK MIR<_"8V"B(7D]'FN.?S]\\)_'S_]E3"($4L(BP..HR2+=@D$>K26/:!#E@_4<
MPRW!0U8]]^DFDM=H.XD<\R.*N%$LA)@=+H_:!G+LGR[(->65YM8,F;>9"2S%>_MEKIP:10&,*CCC.,?/(/ M,'. #O*G,.,@C.D^D#&A+'T*,LHEZ2$0(TGH!]A'S%&3!2$;' ZP0S!GWX6?
M(.C^78+LP1+M'-_FT;Y+IP4WR!C\7DW_=*/?!2\VF4+XWRI5&^,K_;]/.ND:9 M'=PHKXP5M82Z>F'=46:+'>KANWT #!JL,.Z5[(/W":L+#(G;>3QM.M1M?^ M%=K3W=WWV>;
[O=GDQU:.L&A[_V:.0!2-R<7U.>77SNZ()8X24@<1"!HABG2 M8)!G:ICAABSS&P8D#C."06O@$XM&TI8H727O0KJ_<8Y'(D_!.84AA.NRYDC? MQ>TN1$;./W:.\!%K/#H94L$$1<-W&1X3='-
#T4RLFOM;@:,&R6#5^:_.L M!.TVX/I$*=M.G('NFFCX-U!+ P04 " #Y@&O99FH']'H# #2" &0 M 'AL+W=O!ZPOXB493X\:.)B5D> MI?]J#P"&/)>%T"OO8$RU\V=':!D^E)6(!G)U7)#"[5WM>5
I8[HI+P:1!. M.9)OX:V73G>OUDM9FX(+N%=$UV7)U+=K*.1QY87>2?' !P=C%?YZ6;$],.!\ MKNX5KOP.)>'HSZ3B8UD*^57N_B8K[S #H(" M.F,1&$Y/<-
%88&0QK\MIM>YM(;G\@G]#Q<{QK)E&FYD\87GYK#R9A[)8Y%#_KV]C_0ZCO3$\9H. M-FZ@NB11,"$TH/$ 7M3%'#F\Z!6\6]@:,7@I-*@G\.9WW33X-T T[AC&@^AKS=X! _;4R-WQ++NXS>(
MT, O\0!D)PN\D%SLB;&))FY7&$T.;@!\#3*FU#>[STI9^V.IN*VF.KC E;PU M$[D>+(![T*@/E%E27)^2;M9K0:2([3-OJ0C%Y$7NT]XJ+C%>L(^"XW@2IW.4 MHF0VF8=QK^ZS0*8R?!I3KC6-
1.9D$QJ#.DBG_H'9.+Z9R.[2]EH9MG43(F M=SW!6@?1A.,T=4 I=3HZ29.9TZ63_T/Y#C!*LBF+=-I[V5[9_UF1+4WG53C13PRC0M MI\V#?NJZ5.OQYMN_XF/I>:%++!#T^
RQ5I630=M%D96KFMMI<$>Z,0#_ND M90_@_DYB3.W^.NC^QJS_!U!+ P04 " #Y@&O9J 9H+>$# "7" &0 M 'AL+W=OL M;2#.INT^M WBI'U8[_MC2TA%,F2=)S_0XIQ74
QRCVA>)MSMP.9S392?6@ M&T0#3QT7>NHUQFPN@D!?#79,C^0&!9VLI,J8H:5:!WJCD-5.J..!'(99T+%6 M>+.)V[M1LXG<&MX*O%&@MUW'U/,N]%UB#D6!F+ MP.CSB%?(N04B,WX,F-
Y>I14G<^@?W^>DRI+IO%*%NIM;9JI5WA0XXIMN;F5 MNTX^,K"37;H1=?5?:/BVVLAN$*8+NE:T7_8TO.% H C?$(@'@=C9W2MR M5O[%#)M-E R!LK<)S4ZBOQIU?$"FI>V1+7^R;QRLO=
[[/%O:/M^:+O2&53CUZ(%H5(_HS7[_+ZRW M'$&NP&5M\)*=O1"-7.DWWZR['<>8=1+['2S"+#;H%/IAEOIYD=C,)*.LZ5$(E7;SR(^R%,8C2O,MM267UK.Q'U%YR]+PG'(Y
M2G.@9K/"ULJN]2REH4,FI@W]..'R%^A\):5Y65@%^W^1V7]02P,$% @ ^8!L64T0 M/]RM @ !08 !D !X,"]W,W)K&ULC51M;],P M$/XKIX"F3;J6 .NZTK61V@$"B<'4#OB ^.
DU\:.8P?;6;=_S]EI0CMU%5\2 MO]P!SW/GNYMLE'XP!:^%/%I(,PT*:ZMQ&)JLP)*9Z=2A'&430,2\9ED$\V9U.)]PV@DN\TV#JLF3Z>8Y";:9!V@%@=6'<0
M)L*K7&:)GMUIVD7=B@Y+U$:KB1H7$V#67\\'SAL:_"#X\:LK.%%DBKUX#:? M\VD0.4$H.+_.@=*O%6]0" =$,OYL,8.TCGNKEOTSCSYVBB5E!F^4^,ES6TR# M40
YKE@M[$)M/N$VGDN'EREA_!WE90!9;.PJM\ZDH.2R^;.G;1YV'$,1 M*P[QUB'VNALBK_(]LRR9.:+4[!.P)S2U\]-Z,Q"'I'F5I.=UR\K/) HW5=69K
MS>4:F,SAFRU0PP{YA:F+=P\F84]^/K%PG*MG4^ZHT+T8N[MBCV7/[#38:_?'YXYOGW,N'=%;(<>,]QIS1*)P@T@-YFJI6VZM#OM9MRL:>U_ MYLV
O"6%?!H0N"+7Z/R*1HINADZSL:KRC9XJ2V/#+PN:TZB= =VOE++MOA%T MDS_Y"U!+ P04 " #Y@&O9)'WJ$YT% #Y*P &0 'AL+W=O= M%?/?NV71">(A6:Z%N]*>3#* ((O&?LWLF
MK HU91$E).4131$CRZO>M7D96(8R*%K\$9%GOO,>J4>94 JD+FX75SU#!8C$ M)!0*@>7+AMR0.%8DV8I\0%,17^U2&N^]ZZ7[Q\)AYIB3&OK &2W$*]JWT4,+ MLL1Y+!
[H\^D>]"AXH4TYL5]%RV=08]%.9K!J0R<(ECEZ!:A<;'MTPFCSXBIUI*FWA3Q+:QE1*)42?%1,/EI).W$=(;#IQ6C>;I 6/[.(\XHDMT MSP@GJ<"%7CZB.\P85])![UTBQ'DOK=2QGEA9X1S?GR+3.
MD&58 3YT47QWWUH&Q<]YI<\/D>V^2;&U6,>228QQIL8[W2,K<'XW$;Q,E* M3FNB!1?[UXU0FC77>[X-I'N"Z9"W2;IQ;D/-P:TQ.Q3&FRP@82XD$(.$^9"P C6$,N@%LM
M1Y_>Y6C@I"WN6D;7N$/"W!(VVAW=\= Q+II#[!TVLT>& MT6SD'S8:.8YEC_?"]0:K$0:G#H.C#<-Ol;P<$WE:.=NBSK2$KD%P#AYB:.P/ MB OIT8.$^<![EHVI\NACM!>]PD6D_#*
<]4A=UI"ZTD7HD834.I#+@SY3&[37&28/[./HH5U5 TIS*UIC MM73V%QH/U*=_ DL\ RFVVWI$Y\I"TEQOF@=* M\T%I 12M*11K*Q0+= FI<%"B@:2YH#0/E.:#T@(H6E,TV]R@]: T'Y060-
&:2MEF0TU],O0[S\&'24W;.#SY MW>B=-Q8%:)84E..#T@(H6E,4V\2K]<'V!!-5)05%34?56HGLB7Q9G: T'Y060-&:EU49^[==\U+SVRY[YN705F% MNL671;&?,%M%*4&4ULK5==
<]HX%/TK&F]FTVIU)XR\P@07/!(QW M\]I$_KQL+,/PKZ)K;D2B*D_?659,?EPQBVS0-@R?><>W5TD*^'6\8?Q1T MHN<\HV)DK4L!K8MDC7D6-RP]BZLV0\QU(-^<&E">V9[C!':.";7" MH9F,\7#(-
C(C%&88_YM#!G;CBS7>IEX(*NUU!-V."SP"N8@/Q4SKD9V MS9*2'*@@C"(.RY%UYP[BGHXW 9\),.7.-#(K63#V] ?WZL7]MBL7:UE@05,6/;%!(]LFXME.(2;S+YP+:_ M0+6>KN9+6";,,-
]6L8Z%BVHV0+*_ JH*(:!S N!7 M / 2#)T*T+DT0[<"= \!P0E 4 $"HWTIEE$ZPA*'0\ZVB.MHQ:8OS'89M!*8 M4&VLN>3]+E$X&8QY0\KCB;$-3A-5GC 41B"W1C(.*K'9 G?H/B)PXQDZJ:<5F-=Z(.
M'[UG5*X%FM(4T@9\U{[OG\'[7C7:R&PE;2OOMZ+OF.OE7$.Q00HGD0.5ZG MH;#)Y7"_28_?RS[!O>QQ.SR'1,'=)OB>EG[M5=_P^2?X/O 5IN2[\>0UFC J M6$;2TJ+:O'N>51Z."<4T(3A#A<_
FL\,_W.#Y]VEK7Y,L>DVRZ6N2Q:]$MF>)3FV)3AM[^#=CZ99D MV36B0LVM(0'!JX?LD^AV^_VG-NA_;2[5<=ASGY$=!P1^%V_[^Z'3<\2Q6T1 M>QIT:PVZK1K<*\O3%5ED@+ 0(.5).4]>
[NGB)L<1?N_<2M$0Y.X&WH$2EU#*,MK2OI1>\M6Y!]VXSKMHS+K^9LP.^,DBA3XB3X@5GQ3L;$1U'}/NWP8%PVH?GW2]HFJ]6K5>JVH?
F50'*OC9#T#9#S1)UKOLSW<8K0@7*8*E2.3<]91]>M++E0++'M'X+)E4C:2[7ZNT#N Y0]Y>.R9>! M3E" SX0 %!+ P04 " #Y@&O9V#W,<2 # "_ "_ &0
'AL+W=O&XO$SFRGA7WZG9T2RNJ6%VWB.'>_Y[G$YPS60CZI'$"3Y[+@:NCE M6E?GO]IF.914G8D*.,XLA"RIQ]%<^JJ20.]G 7AO+;"!] M73 .8TE47994OHR@$.NA%WJO%^[9,M?F@!\-
K[$">C':BQOY++99PQ!X$"<>K%2,K7:0+D'\$@P"(G"2\ALH]6T> M@,&[& _)#GX&M,.Q_F'CTTAG2D@S:@V_.9MDX8ML%GFHN8@S!?D(5"/^C7-M]WOT34E"PX3URL2#U0LX)^L[8,-
,8$'+4?@S>[NZK0KG_UD/?]AZBPR[.19V MB6>?P#M]%O[Z)$?!1T$R_K4GY.%?.M593K! MT@H6:P%K)<9KD.'WHTZ]4X!3DLHJP^MNK2D2%X9481;G83!'M>,X\
M'=M#BA5B[G#D.FVQX%C.&3K0AVVO\%C.M48V'#5BK8#=)F"W-^!9C/.5N05O-M"]P]\N&]A2P/=0+O-7GIV5+8=!T+C3KT:++9(M%K2/1^D.1:L"8L(KE0L=D/
M.D#V'80_WZB^O+Y<E0)S@UXRHU0DQLMSH<-Y\>O^:,?QZ09%U>HG,)GD3J M,IL++<$?:,;?TVU>/MQX8'NQ!FWJ(MI$W!2>^<$E3++3]*:)^U/^_&OI6
MQZ?VI%2W0BA;J0FLG8]^S MH6LU;4AKUZ85++="%%NI":Z=HW[DA:T;4C1EWG#D=^]ZA=C0=[!U3B'FVHYE M=>]PA9B#(#I1Y_;]&]+9O"%%)X60V^U;^VU>?,041KWA49&[1O>&]NT;NDK_

M=@9UX)VN<5H;N'^])0XK1V<>3 KS0A;E4-J#B*ZR44U'VMVFT'XAW+\V]E_M0/&PO=V]R:W-H965T G8F?D. M_%@:,^.C'\6.P")ON09%7-K)V7Q8-LBV4&.Q1TK@*I_HSG6*HFW]JBX(!3 MXY1GMN>#1C>YD1"D\8_YU 1D[SBW7.G4\D^U.Z@X[-MFA5X"R\@/Q5/7+7L6B4E.5!!&$4<-G/KT7U8N<;!6/O)X"C.[I%.97&+U__M]P&]0X2B/W9L+S!-Q;>*?.%UROX L4=\!T1\AQOW/$\R^O=_.YTOB_ZZLW1&S#\N@Q\H^?W MEP':<\;CI0+_U1NL2E'NT-(4(7#*T]^.:F/Y_ND;_U:!]WZ^OI[D$4.(&Y]>8S M ?P 5O3C#V!H_R%? DBQ>$BQU4!BC4$;UX,T[E./FN.25,.R0&4!;Y(1*76D MINYR'#DD;$O)?YUOV[(,$YHP^DMRB'S?=YR9?3@?A ZK,&Q;O9=6@7>AM>]P M4D:O5@&T>0]P7Z@B WVDYK] MY&KVR6DVP$* [%RA] (K=2GI(L7AR4>5N$+1GBX$B-DA/;!+3MY+N+>Y>U5N1 M#RD63SN*VVVTD \4L8'<=5[7YL[5T-7F!SB']/1)ZUR!\]K=2GM0M;A2;Y2X M,YVX+>!#'6T2/IL-N6\FWEOG ;HWHQ]2+:[46O-X&_Q (4OP]MF.5*W)MN8H M0"#S=2QW)75O?=SP:#;9K?Z%^[!T._IC?3QA=L"O\N79QD?.MX0*E.%&A7+N M[M4BBY?'!65#LL+LA]=.J@6CN=T!3H%K_7_AC%Y;N@ !:%-]#l02P,$% M @ ^8!L60]'8+5+ P_ P !D !X;"]W;W)K&ULK5==:],P,/TK5ABHD\;B?+7I;"-M+0@>)@DT;@P?$@YO<-A&)'6RW'?)> MVVFSKLW.*+RLL7//N>=&Z(LVA(N*NJ#F0S("]TO4O[KL5*:B3C,S<#4]&;"G+@L(-1V)9583_NH*2 MK<>.YVPG;HM%+O6$FXQJLH [D/?U#5MF]A^Z*!T*22K M-F"EH"IH\TL>-H78 2B>;H" _?C[@.YI!]A3O M*O&M W_KX,JW$MY!?8X"?(9\[(<=>B9V^!12!?<,/+#("=]"!H8OL!<4S3FK M'DNZ+F2.)F8Y@:-OES-AYK]WU:_A#[OY],&^$#5)8>RHV3Q^ZVK M_C^Y.D,U\!1HIST[=<\/SS%^?=]UWZS((RT/6LL#*N^7M:2 ^@.R\FP8'ZS; M8;RW;$U0M!.41\,X>Y/%K;,X!DVE->&2IAZV=X7%V MK-O*SMGSXF>WE15Y!%_MJK4F/K;O_:.H_TI1UF_V1=>2M??]WAMV=ODO]!Q>F717(7,A-B],.MB9OI6D$W&PO=V]R:W-H965T IW-]D.)[7./?<^UKQ^CG9_U(I2C5ZRE*NOL))Z?>>Z;K&B&5%=L:;< MM"R%S(@V1?GLJK6D)+\%&6>KZ&/? =C##N3$.V[D%.1F*C4\;I@T1]DV5$_KRG-MJ=B-'<]YK?C"GE*'8XD78Z=#*][=S MS M-XOXQNA.'7RCW)4G(7[DA4_)\.YB&A*%SG\(.9G2ZIS'Z/KJ!ETA%ZF\52'&T2-6G4.*KZNQ$89?E-Y=50>N=HXFP_9792.W1>. M^2<<"]!GP?5*H1E/. +8Q\WVPP9[UXA<*>V.*GWO-Q+.Z;]+ MQ!/O9#8#S3 MR\T#R)W_UOOLEWL_$B.HIEU@^8)3TVZ344FTD'=09 O.$:+.4^>=6L%'3LF M-RHJM]29_/Z;U\=_0:+*V21;W239KB>PH &$5@+"]O5CWJ5VXS"Y<* X%1=]2 MY#O,=G+K>WX_&([<[:'$_.Z+_"@XAL4 + KP.*SA9F]Q4<_K5: C?WN5O[U& M?Z>",ZG4["FE2%'A$1<:)-U[$[%\,\XD82D^0T>8&T*.A[!X/"-17.(N*S MB-E;O&T0X<$0=KY?.=]_7[[*"D2..1I_*H S@HZ@_:C#K4[,#7#V'7]Y7K M@_>YCM9F@(([3B<_8;!%!UV;G281:4]DVK?>0-(4?45'8^SB7DT8 (6[7K^=F M"X"*NCBJJ?(6A;MX@(_^/%BBJ)(H:LS%,>7"G"Q:N.HS6S<)EG<)MFL);*C M$ RK$ P;9~EW>YXUYREBDI0YG[\>B3;*\U&F!%O8<1FV*;I[-=(C7UN ,'KY) M.!X.!GYM,4X;F!-<+\; VAR$V/QK6ES;$-CPY;SV\[OB_U^V.A.>$ZX MX?EI;?Q&;>;,%/)(T?)!U*L'G!U"*1O+W9LQ6V>)6V69ML1V';7^.)\IO$>=V M+]_5BT2K;'&K;+.VV(X#L;],>.VWB%DQ-]9G^Z2EC'<;KHO;;E5;/9M]L(!%M?!I[V[]?5Q_LQF7W+V1;4;W6AM%O(;]L?'MR;]02P,$% @ ^8!L67R--.*Q P 0Q$!D !X;"]W;W)K&ULS9CM;YLX&,.# .%8M)IT[:RFM"TD!V*T2MM=M>SN/DSW MP84GB55C,]LD57!_2 F6 (W:&Y/V)6# [>7Y^WGB(61RXN),[(7N<\KDTMHI M55S8MDQWD&-YS@M@>F7#18Z5'HJM+0L!.*N4RW2DS84>+ F]A#>]OXD;HD=U2,I(#DX0S M)&"SM"[=B\1UC${E\3>!@SRZ1\;56\[OS. Z6UJ.L0@HI,H@L+[L8064&I*V MXVL#M=H]C>+Q_0/]7>6\=N862UAQ^@)U&YIS2R4P0:75'WBA_?0.#0QO)13 M6?VB0R/K6"@MI>)YHZPMR FKK_B^"<21@N8,*WB-@M=7")Y0\!L% _[D[!(U" M\:P=)HU"Y;I=^UX%+L8*1PO!#"T@8:4TS-U7T*VT=+\),H:R5T*M$ZZGH#UV+ M9Q^XE*_1-4MY#N@&!%KOL #TMKY*E-RGM.P@0^\$S]&*YT6I<)7G/SNT4Z2P&A0G52V^1K)G-A3#T> <=+B5DF%L;2'AF[[+2Q_JVWGQ">A]lY$SM-MM(5,FS>@'Y_6GY_0MW4DVW!Z#^&\\DX"ÛU"<(]]Y@SS'"P;L63U?W1]RY\=V M3_[W[IU@<^&UM^17/?X)WR13)3'7H5H#6D).":*)<3IM^.? $-2K!@A&WE4?5\ M^.:#!Z%!! +O\=]I':BF##"M-I+V2!4UA;NI5*$'NPHM]>N5/G]Z$$C0F+QX0E M(\$Z]0S:5 :GZ-%GKC!%^]G.=99T4TKO$'PMR1Y38$]B,_T8UP_TZZ$$U>Q) MQ39OKGWDSH+Y=&'OCR, (#5W7*K%0)(3F$KUQ"I W"Y&00 MFFXH@&+3\!1O(E%0W+SQB/HVY/(\][$L+=$Q8!'$L#6@6RGK4[C4CM:,E7_AV]GVQ/_977- [>$C%EO")**PT5LYZ&V5=0G]GJ@>%$=26^YT@?&PO M=V]R:W-H965T MLOQSL6"L:!%^725[<#Q9EN;H(!3EN!Z\@9N!4'K&$SN /P)P]1,ND_)@]_K),@.P M6O=EMMPI)-9(C"FBG@-HJX)T";JM -=@]DSLPVE#H/851& MXZL\>P)Y))-)5"Q E.Y!??#KEW6\B1*6 MEL5K<)-N6%$NJY-XET4Y^!3E*P9>,^B8IVS[7=#,.5WXWR=,}]@#>;:*$ZB M>W[*KPN8?H.O\HLN>36.A)6-S.)\9K'>)>GVKZ[*UU?)K MK6J9W(PA18[+^;F, \,.4P]ZC7%0E4L(0&>ZF&ZV3O.C&Z_F,^#U*&)^ E M65'I8MBJTX-1N6Q$=Z08C*.<>RTM&6LDA,ZV4B9C#?@T3*AG&(M<[-AR5@C&^X^&VZG.]NH=>XZ8-.8;,E8(UO>/EM>[RNL9S.S-HV%EHPU,NOO M,^MWN@=]=3XBBN0%5I4BU*'2$A8:/>@87["/+S#&-UUD>3DL6;[DR+*'HTM= MR$9#Y]X@-HV%EHPU$@@=@9M.[Y-O-X2EY%JU%MJRUDSO #0&^S0O^4A)4@A@K%ZH0H5H(U.M.U6$&[T(R[9KJ# M*NPB)W <)515CM_"2"%VLS =@Q4D"\TH>YNEC^UJBMG0V>N>5?RU9.V91-' MT.V_K%C%9:O60E06FND5Q R-V BBK'CJG'3= ?RG-3($9_JLISL@^,A8)C MH1EDVY05%5T.VI+6S+6@:D3[GZ]6>=NJM="6M69Z!6\C<\?Y)!#N!!O@ M WWLN_+.5>5<7DA]>>;VP;] (\"\R\\)+'D0]V5+YB50C(^.1V9&N@0KP1:W! M\[O@*(A5IAS+X3'1"4&%!LS-=@O7X((%59RM!N R:&]++#U8;>8B2+#2XM:(P0 25_E%OY=-"P>[%EIW?H_5'JSB+R*^O%!I!/Q-M7J;.SG0-5B R-B-RB_J#U;.NTHK0R2 HMUW,OG2-52-]_I$]#%C=Q("@Z[OR M3Q<;.1@@2)$<;!_B 4P8C,PWEU,+T"9U_O&GG7E!Y[WZ&,>[NP%TF]SUI.U M9JH%K.+^]S=@]QL> MA69GN@8K$)68&\FTD/4W_Y=ZD*\FC$$'61?%W-KG0-5> B.,%#H$WA:?_< M8QIMW(71JK70EK5FI@6H$MQ[W2&6\'77IO60EO6ENF0#+\HWN_9N D=)* MF^C$/*1L[#%[TS5:,E5DJ.QU,7O2-5*!IL3<1SU1=W0M5*2 DTI,PX%R4?O 1"(PD9S Q$>6 MSI[!?9;.._^^8Q[BJ-70IK70EK5F>@67DJ#_8F_UDZY5:Z$M\VW*P0 4S,_MGRPV5+,#@CJ.O-]'(Q8$U'GJMF;KM$*'9F'&Y1;*@^N_(":%HD-/O1-4[! MPK3U;MECA8;J35'U&4>?"XXG/M^^S;D_*;%6_X7F?E66VK\7 M+)]SO!+@WS]D6?G]I'II=/]6\?@_ 4$L#!!0 (-/F.;%GBT,^4V0(*8(M 9>&PO=V]R:W-H965TT M%O)1Y0 ;/1>,]F&7:UV>^KZ;YU 0=2)*X&9F(61!M.G*L]*'21S007S0XQC MOR"4>^G(C=W(=*0]S2B'&XE4511$OIP#$^NO%WBO [=TF6L[X*>CDBQA!OJN MO)&FY[V?!Z7G@ MR*>PIKM=%& I4'(1YMYRH,>]@2 8.Y MMA+$/%8P <-LDN%X;D2]UM,&;K9?U2]<\B:9!Z)@=M(@OFNE\[TJE,&"5$S? MBO4E- E%5F\NF'*_:VLQ1Z;5T]+H@DV! 7E]9.\-QNQ$1"&.P+")B!TW+61 MHYP23=*1%&LD[6JC9ALN51=MX"BW_\I,2S-+39QJ)T3EB/_N<:/IXJN" .N MU3&ZXBM0NK =M^*4(GN":L 70-1E81Z[AN:"*ZEV=^*,'1-=*6I?D&'4]"$ M.G6$#A#EZ& MR_@F[3,WL,T]=+]J':IGV6^SP6!R%TIW8=7A_>YP>UY.54GF,/,,@5 @5^"E M7[\$,?Z^]Z[7PO7V]:=3L\UKJG.S=8(#>@$BNQ!KD=B@\!.X2D,\3))@Y*%Z MS/NM>?]#<[+0(%MOI',IJF5NXG /=?Z3M6ZTR1/'22_IYHE:GF@OSV8IZMR5IS9-/JMEDFV> @WC'&0KP MVZL5?V[5-OK_6+,!QCL_V NVOX*,X/A=V0X'0?\O6W_CUK$W^#612\H58K P M@?AD8+AE?2G6'2U*=Q$]"&VN-=?,S8<$?+O S"^$T*\=>[UGR;I'U!+ P04 M " #Y@&Q9'WFSD. $ #8'P &0 \AL+W=Of8]ZB:4<6LVR>_=R=E$!#IF'.XD M46F24/E\#;'83BW>KGQA2U7.KO1G4W6=GWH+^M[Z0I=2M*Q!+@B@E.)"RF MUI5S&3B#3)#7>&^P57O7).O*HQ!/6>$FFEIV%A'$$.H.0=_YUYI KF(OZ,17HUMH>"X1N"?BGH'RL8E(+! ML2$ 2\'P6,&H(%.%8Q+P3A/5O%V\]2X5-/91(HMD5EM0\LN\OSF:I,1QC,K MWFMIGC*CTI,Y52M">43R"^]RC8'T]|[5&;GA&U ZR0IY#9\R21YHG *Y!:I2 M"<6SWX@!4@U+%M8'UW0E,7]DZGQ[=XE'S\(A\(X^3K2]3*$-6D]TT7LD"Z M81GNO BW]T:K#KD57*\4\7@$48/>;==?M.B]YM55[7G_W\OZN>ZW /RGO$ LY M(SV[-VCJ3[OVECZ>3]'N_ 6F777(ZP/IVV\V[ATO;VK=:,Y>[$';:@@]^\N;2 MN)+W6C+1KYS!2 MK6D(4\L,]0KD!JS9K[\X(_OWIFQCPEQ,F(<)\S%A 1*L9I!99I!&WUV7T4(M$"FRD"(ABA;V4=5X!F9 U_]FT'KQ4Y. #6ILXU4&8,+> C7)8]E&RF3G#H6U]/ MNIM]:[RN=5##QPPJ0(+5\CVL\CULS?>]2,U,]F 2;;.8O1:YNB&]NG)'/=TV) M;66=FEA,F(L)\S!A/B8L0(+5K#*]K#]ZE_EDA&D:3)B+"?,P83XF+$""U4PS MKDPS;AU?YB))6&X4HD4Y;329I)5RJDG&#;.\?3C*NYA->]@P'Q,6(,%]V3^O MLG_>FOUBF/#9&H=*5I8L9#0)6U6VFP)/ 02BF1 .0.SOA);#E*MV]LJ08;& M,F;IW^25UC9/]4H!N]B?ZSOVZ, JF"UZF#:?QS8@P6I6N;BL$)N,S\'&\;(6=Z@%,F(L)+5A_L7K8=$9'PZ+ 5*3-1,X]F[WQ7[_M]4?9QD\\^?MH9R;=U2:ATKS46D!%JUND;T_J?5(EYA@03T2D1[3C@C$FC, M_H.(+*F9<00G$5-K84S4:!+GE4GZYZ\]TAK+R1[!]'FH-!^5%F#1ZA[I[3S2 M;_7(7YR&3^0KA"LN8K/,R\N>_CH@U;2J5,)*LU%I7FH.!^5%F#1ZGI9;94Z M[I-7ZJ!NEJ+27%2:ATKS46D!%JUNGMV6]=.^9[HS# DR.RFE.IN)(A8_DP@T MR(1Q^FB\M5&CE5!W35%I+BK-0Z7Y]+3 >;WW.]K?.B@LTMT]?TQ M+O.C8V76LF;U4AR557>KX^7LK %#VX+]K7'K%(?,.4YQYWU*Y9%R1&!8&;??& M0X(O(XABY*&BQSD\Q'K76LDO5\9U(:,*YOE"'/U2R!JH#O-G_P 02P,$% M @^8!L65W0#Q3D @ G0D !D !X;"]W;W)K&ULS59=3]LP%/TK5H8F)G5-FO0#6!L)6M"08$)4L(=I#VYRVUHX=K&=EOW[M73LA:UA:#:D/>TG\<<_)/=?'L8<;J9[T$L"0EXP+/?*6QJS.? %\G2\BH;LL5 M")R92Y51@UVU\/5* 4T=*.-^& 1]/Z.,>/'0C=VI>"ASPYF .T5TGF54 ,H M+CKN@"IF >5G<*>W[%DK(,A&92$ 7SD7?>.1L/;+P+ M>&2PT5MM8I7,I'RRG>MTY 4V(>"0&,M \;6&,7!M8"-YY+3]Z9I=OM5 8K MIQVUS*B&L>3?66J6(^ $(RG,:<[-O=QA5)/S (EDFOW))LR-O!(DFLCQ*. M&61,%& ZM49A"]#I[@"$)2#\5T!4 B(GM.C.R9I0^.2AM8#:KC4.C M&B;L*DZ-PEF&.!./J5X2*E+B&I?/.5M3#L+!H%KD6:] FLQT7<469(H^4YT!N M@>1<03'WF4Q@9LCQ! QE7'_"@4MM&)88B)SQ@&'0% 23BGR3!BS)G[A6C;^% M$4)!DBO%Q (#'Z83^P6I837Y2*K\HE(<[E$]AU291 MT")A$'8;X./[\ DD".\X>%2'^[@&U4*$U4*$CJ^[,YVM:J18+.3M-ZG;2V,W M_9E>T01&'NYJ#6H-7OSQ0Z"'"RFN*H4APY]FB'XNT%/]<:2IO=,#IC MG!F&=2A]D!+<\/>5!6QA51,75#-.?MS@\\BU@4S_,"!<=,C"'8BL5KAN5:CN M7JN,)>.9=B,]&%;82U39H@JD3,"K[2U_'G9_^&PV_WL3$(.;\Y)68:5$ M>U6BO7=[NM>4Y5Z:]RF-@G^(0MW(+):X095X08\`3@:[& MW:@]>./IK#PM-U[XVE_Z_"T%Y=:JA9,..)ACKB@/4 _J>(R4'2,7+GS="8_MGLZNN<3[$R@:@/-SB8F7'7M$5S>R^#=02P,$% @ ^8!L67T@W=OH P MV1,'!D !X;"]W;W)K&ULM5A=C]LV$/PKA!H4 M"7 YB?KVU3;0^!HD0!{8<=.,^%'W@6>LS$4E42,[^]+>7E'229=-]7,@O-BGM MCF=70W'.Z9[QKV(+(-%3EN9B9FVE+,YL6ZRWD!%QRPK(U9T-XQF1:LH?;5%P M@$F5E*6VZSBAG1&:6_I=6W)YU-6RI3FL.1(E%E&^/2"LAQOV,RL7_'=PG5T0A7Q!X6]. !@C7QCH76I9 L;Y(5@XSF]3=Y M:AIQD(#],PEND^#^:(+7)'A5H36SJJQ[(LE\RMD> <1VMT/2@ZDV5K,JAN7Z. M*\G57;KRY'S)E2*X_(Y(G]#?OI6T4.]CW]!/2D&OT4J]\BE30&R#AB)?WH,D M-I6O5.Z7U3UZ^>(5>H%HCGI?LE*H!#&U16*K?]>-\S>U.S<.\O64-PBS[E! MKN/ZAO3%M0VRFT.Y59XWG\TZ@8M4Y++?A?07Q\4.'HQ-M(1__FTJML7TSMEZJ=Z(@:YA9:BT*X#NPYC__A$/G%U/A(X'UVN"U:?"&T/MZ M@>?Z3277.&&%HU\FN[D? A"'H3.W=83&&.!P%H=^&I6CZ+4U_D.8'$$*](M9E M59]9$0]0)6MFK&FI+ZW:&XDOQ2?^1+ICHU_C! : 7;A1/H0BO(RG,\ T)A<6 MM 4$_Z//-R@'8!.#$Q8XBN+8/2)K"(L)_+,7,.6:SC(= <%R>48$@XF7ZGXD ML%Z-45MC=.7E'XW9AI' >FV(VS;$(RW_^$1]7H0G[O'R,83Y8>1/S(]D=C!]F[GB])LP$?]Q%AH_58 MECRGLN10,=W0)STV2W40Z.+G,Q)\O^S.S>#PFE(=U? *,A=9O16=Z*"0N$2J MT8D&?3>>$W$%[<8%0&Z##/YR>Y_A'0C5%^9/P2*CVP;F+/O3Z2(@CS05*M8:/2G-M("9W7YTCU1+*$.HIY8%*RK!IN@23=8"ZOV%./D_TZ4YIFC?_%U!+ M P04 " #Y@&Q9<.!]5%0$!V& &0 'AL+W=OEN=.X]OSN2F>T(_7EE MFBQ.40'9!2D1%E_6A!:0BU>Z,5E)$4PJI2(W'<]^B^5*9%63HEN1_9@EA!\;$ E:PVW./Y/=;ZAQ]I@ M3')6_06[1M8R0+OEG!2-LIA!D>'Z%SXT@>@H")QA!:=1<(X5O"<4W$;!?:D% MKU'P7FIAW"A4KINU]U7@0LAA,*-D!ZB4%FCRH8I^I2WBE6&9*$M.Q=,Z//%@ M047.4?X((SY_!&V;E2(+^ A\%#GZ$_@(*8622? V1!QF.7LG1K\L0 #VS3OP M!F08 /Z2+1/*;&9R,1^):L;.[9O:MO,$;!?<$H8'\/5!C>\/LOI=L1+&;&ZU\L80O4=&\,/MF_]M/!1VG6"A3K!(SUB(/*EM\.A!R$2H'$&ZX(KV(G%;!#]7\+W 2 V1#28F7G?#?ZIU-B.'$N%0U+6L51T*C6UW(Y4+P[C-@YC M91RNXUCT'5&G4*):Q"$FORXKD@0P_B_%T#\A\3AEGI4(_1_IM.)?Y0M*IB>HY>MHY=*1V_K!3+DE%+QW.30"1;J!(LT@?6B/VFC/WG%AC+129!.L% G6*0)K$?0M"5HJK..*.:940G M6#@]J2Z^?]*+_%GL1=JV#MMNZR6E"P'8<6*9"PF_:]5D6XZ;=]'+R!]L'L$= M@IB!3SO%%/ 48K"$.1+[<*EI&SY&=X*Z4^E;(&B[;$1N%\@ÑGJAUZJF= MRYO6M% K6J0+K4]RYVOEOV+%;\U!T:03+=2*%NE"Z]D'&ARU!OI_0K)1JUZ=G"UGC.UHD6ZT/HD'(Z;MO>:E4OYD#V)IUHH5:T2!=: MGZ;#2=A6'X7/W,&IT<[F12=,V*!U3W^N=UJ;-FLXVUVE$+1#?5!38#,=EB M7E^L73LKJ%G=%."=%]9@BF"]!<3W-2%_R(-M/]]"/X%4$L#!!0 (-M /F-;%EU%M%@@ ,(/8/ 9 >&PO=V]R:W-H965T89%3-K+64QL6V1K"'"XHP5 M0-63)>,YEFK*5[8H..#4@/+.]APGL'-.]!5.C>V:AU.VD1FA<,V1V.0YYM\N M(6/,F>5:3X8;LE1+;,##:8%7< ORKKCF.F:7+"G)@0K"*.*PG%D7[B0>:W_C M\ ^!K=@9(!X3>\^Z,E5.K.VCSIOPRCP7.6?;)'(!L\862F&)-YF\8=OW4.UGJ/D2E@GSBI:E[E(Y@)QLA M65Z'U0IR0LM_ %CIL 0/.T KP)XAX#!$!8!? PO3(PPZ.#4",.* #P$!$< M004(C/:E6$;!"$L<3CG;(]Z]%9L>F'09M!*84'VP;B573XG"R? =8^F69!G" M-$575&*Z(O<6H LA0 KT%OV%.<3&VIE2)[:0*?UF&]XZ$!]%'1N5;H 5-(6W!1]WX)^ AXVZ3W40V$K+ M6E#O2=!+KY/Q%HHSY#M_(_ Q!BT+F\\.]]OT^+7HBU^+'G?#(T@4W&V#[VGI MUX?3-WS^$;Z84"(!?5"GK^UP?OZ@_.&5A%$\VW;T2O)!.[FNV!-1X 1FEBK) M O@#6.&K%V[@_-F6MC]HC[)%GV2Q3V1!.5[4*=[T.4>7N4%)ES=6A+!H[HY M!,1EM>0(#(>^.A!]WPX_3962<'A\E?.FAQ\XAYT.+GGAUZ+4ZGBSBW>'Y$D* M.@@$OD)\:(HC^=GE[QF6,?6C3<9.VA\M&7V217V2+?HDBWLBVTOT]$[T MZ'?>$*,.^T]TG6=OC\)/LK@GLKUTC^MTC[O?ZYOQ2?[#IBFI[@A=(O'S^ZZZ MG?)]EZPT5766VMF\8+TRL=V" =R=QML4?N9%'VA, T98?Z$?,5H0;E M4ZAG+.1NAYXV?65$\D*TZ7<,ZEZ'C-,R;>)#E"WWN' 4$L# M:!0 (/F .;%D!V?"%6@, %4- 9 >&PO=V]R:W-H965TQCVP$C7-E>* MU$@Z3O_]+B5%\X@@KN!Y\5N09EP9I.J[U;-)G)K.!-PJXC> M%@&55N<&>3D[A'LS7\E9ARVU9N^C>\)VD\2/G-.F]I[A^5]8>6]B]'6 #GE@B'\6 #2_24 M%KC__5G/N3QO#0O)_V2YV4R=SP]8464WW-S)W6_0S">R?)GDNGJ271T[M'#HDVVHCBP:.(RB8]_TJ?%A#X \W8"@ 03'@,$+@+ !A*]5 P6L5H@80 M'0/B%P!Q X@K[VNS*]<3:NALHN2.*!N-,/C2E>%1H.9L OKWBC\RQ!G9K]* MF>\8YX2*G-P(0\6:/7 @UUJ#T>03:0/>)V HX_H#=GZ]3\C[=Q (.\($^7TC-MMQKA>N(:\)'E=:_&?5ZK!R^HA^2+%&:CR5+DD'?@DW[;I*P^[#*T\[/+CQ]27/Z:>]L,3R!#N=\$/O S; MM1E6?.&YM? G7G<0G[B0[JO*_NY99333H)K*,\UB7-(.I@[NO!O4(SNSGG_S8 M=Z4K197K*WM0>29$E-%E=D]A! G,6A/QI%$_ =Q/W$=87[DC<++!/LV('946MVU&OV35%2 MIK-:, 2>L"+1G1Y')]J?_%$T]#X?CG%Q&N<=1B1U1+3/%(=1,/*/3#G+E)XR M>=U6Q*T5<.\5N(=@K2'P9%4*1/;=&$6%YK2N]\1)QO(BX3D2[.%R=(4OYJY3)E01?R9L6QR\1F4I]YQ_ M+0!NXLN14SIB*5O(4B)2_Q[9C*5I[J:1\ %N+CO;G+!./7_]0?U<5$XJYCPHV MY^F7))\KRU$P0C%[B#:L_BWO[&Z(*_46_"TJ/ZB;1WKC-!B4TB>U7\4X*]6FB\N3L/>?Q-DE3%.4QNLEEE"^3^Y2AJZ@)LD!GZ%V2)Y*=I;K9 M<1VDNG3X9COK]36349(6;U3^Y[MK]/K5&_0*)3GZM.*;0HD4T[%4YDL+XT5M M.W.*.DP>L?6YX@ZOR#B$>2/H?3K]E"I>_JG9KI8]6R?=_(OF^DTJ,=>KNV MH \="?CK@XI'Y)EQ=^V6G?BKEV\O'4OBG6T8)SGG[#O_&JK M?" QHP]TWP<*]<^^5/<)B\^N'IE0]SVZRKB0R7]1=9/>,I'P&+U6ES[CN5P5 M,VS-@,_@3^I<6^E/2C4*=?>%NJ#6>\&+ LTC(;XG^;(L*X>-)P M:H0#V VIW:]_M^KWMGJ3K:-$*#I8.?W#5 <^*3ALQWFV!U.]@XGH$/%"?7M MXS*)%+_1)Q'E1;KI:E_%_ZC1N=0"Z_D.Q MO\?7-&A__[!.CJR&PW:41US.T==P[S $'5ZS1S5]6*OK+MEBE?.4+Q-F10*H M<^HP.9"843)V-&>=EP1&K3Y0*X92.WMQ.;? +PZ-(Z<(' .3\LUB]43!0SR MMS\X.AWCEXG3\B=,<-8[F4XURG&,RU/@44L98Y>/0Z\Y*-OB/,_W<(=9C6,.M\[@ /FHAPP()J1\VK;,C.@8ZK'&,81X_R8PET:>D'3M2ULXDTZG&LZ8QC/ M/3%2]QSCB"7.G9#0ZW"1*8UA1._5?:KZA]+D7D2B@R*POLECYT]9L6:[CAX M48Z DX>3>S&0FMD+/8_ \$1B$((I_!:!CCPIUUQOZ@D$.'5[MJ M3"AH%-(*#%C@Y.V9@=3,Y5/71RV;L=C8:9/37$"8 (D8(26V2X)PN:RPQ]' M@Z[M:HI3&$*]P=&+00-OV(:5#CE\+X?08P])7&87/%<33,=*Y93&$6]P0' M:2] 6WVUK9"]KFM_L 4-LUAU.F:5,Y"8ET_(4!YE]A4'+'3]H#F4FEFV!CIU M7Q(@%)PNG:R+@=3,7NBY X7G#H,\[H!/X1'H>><>3S"=.Z)$+>]]&TBO!)"'=HT M.#YX\%[^ZN'W2"R3O$ I>U!!SOE$%2AV/R38'4B^KI[%WW.IUB#5RO535!%E M@/K\@7/YXZ!\O+ _.;8P7:.C5^/G62A:[.,5=RT=GS>U\Y<6K/&UC+ MRPQ H8>< .CFQ.J6*4IN6208YEB>\ *9'EESD6.FN6 FR$(#32I13VW. ^6;B>5:3P_F9)4I\".QP5>P0VHN^):.MZ)[=NJ0D!R8)9TC F#EL"WA!X#4"[U\%?B/P MJT1KLBJM&58X'@N^0<)$:S?3J&I3J74VA)FW>*.$'B5:I^)/G*<;0BG"+$57 M3&&V(@L*Z$Q*4!)!0!=2$5TM2-%EJ4JA1W(N%/F-J[=P\.'7DP0T!UK%*.YA M(.'2.\5+]B>785CH70V0G#?=YS>V]P'T#Q0GR MG?? (<[R@0S[ME\@T7*WDOQ/:,N8%M&KRVC5_GYAY5O1F1"N33E^%&VD$KH MU?NS*^EZE]!%O-%G\H"S"O]"V'GM%U9^9N]9OZ[CAV.[O9U2[Z0'1A2T*06] M*6GP01=XK1IL@0=>X.R]UH?'#YHP0>O@8==X(.]<\XBG; >ZT/!_]\/ U-M*@+/-P#=Z-H=ZGT6A\('K7@T6O@PR[P;'^L.+L%[W4^D'O8<@]['N6\ST%>!.MI0+113_NJ8X[V]S<5_ %!+ P04 " #Y@&Q9BJ3N&V4% " M)@ &0 'AL+W=OT. VZ SVVEOTO[XF1\%3(A;ID?KBPL0 M_+']?1$[^?]\?F,\F]A3*M'W+,W%Y6PO97%A66*WIUDDYJR@N?KF@?$LDNJ6 M/U]BX#*2]T!9:A:'7EA9E.2SS;IZ=LLW:W:0;9+36X[{L6_ES75\,/+%M&4[F2)B-3'$IW2-"U]AU_-=!96V=9L'_]M0OI8=5YUYCX2=.O2WY-8[B]GJQF*Z4-T2.47]OR)-AWR2MZ.I;+Z%STWF]HS MM#F(L(R;*FL&!!EN3U9_2]&;)7P'%.%"!-_?+6 DY3P!D4<$\UR6T*N(."A)PH MX#4%JJY:==\KX8)(1LU9\^(EV\K6GE1]5^55GHE>3E0[B17WRJG-QL6?Y$ MN4SN4XKN:)XPCFZ9# +]A&XBSJ,RC.A=0&64I.*]>JJ=(8L)/815Y=)CK[F MB13GZJ&Z_G7/#B+*8[&VI&IF69FU:YIT53>)G&@21I]9+O<"A7E,8[V\K7 M]I&\]/&*&($?#H]SY.!S1&QBHZ]W 7IW]K[7]I$F;E\A%EP1[9*(_;<1 S/Q MCA8O1.*$$^#0S,KH+NV\X+V"'']TPX&' ,/862%@ "0N!8%HLW#86;D5W3L,X7]+K7$A^ M4'.X1' ,HEY UY)FX1+QD+B0(8&$!9"P$ BFA<1K0^(9?QX?%1@=]1:GZ8?R#* MSL:"4)=?5.7+Y?O|@^WJ.VT!]?4UUC-5W^-*B>NZ2U^O.WSU-4V31:O)PJC) M=2ZLJ-$:EFAYTA(]1&C@O*=&K0]*QE3J2;ZO98.]3'6.54%2%@(!-.T7K9: M+XU:U^MZG15*_+]K2(7 M/%$_-'L.DAVH6O50D"X4Q!B* MA&RI5# B.TEBN-D2J3&PZ2$*I-/1"=5\5&WS6Z7GNC8H/:-M5%!: $H+H6AZ1#JKBCW851K2DFY!:0$H+82BZ8'I_#(V&^:7-Q',@,FA6!PM M,ZN1+8E%U@*#]K>5T@J+5!&#K.[_2\["(;D9*D:\TP&YAD3,R@6]-V% MHNG"=X87O|GQGMQ6,",F"[T:W.7 ON-]BZ'4H*86BJ9+W=E:,/:U8'DI_-M+/VDVL/SXTB FE@HFOZ_1YV+)48S-!ZQO+[#8*9.%1Z4%H#20BB:'1_S!(, MFK\04-.*2@M :2$4301,9VV)V=!"36'F;B8'# 0D-[3^A+CTYP[V>W^#M BJ M 7I4.B=,S$[X+1L.9L1DQ9VC/:!?DJ.T$K32$([F]IS97&*VN2#[#+>8Z)H9/E3'=P,/ MK_#%MCZ.U&'JTU&?(_ZH(H=2^[*'0\GRI^LCK T2UC61%=+:FGDG)LNIR3Z.8 M0%(%]?T#4ZE*&PO=V]R:W-H965T2 MQ[SR>.2%%[D!4.AKEC(Y<39*Y?>N*Y_-9$3>\AR8OK/B(B-*CXJU*W.!9%F" MLM3U/:_.O9H0R9SHNKSV*Z9@7*J4.'@621981\>T=!PW<;#S?.$376^4N>!. MQSE9PQS44_XH!)E.LRQ!DQ2SI" U<2YQW?2,SE 7G7\S) MPW+B>"8C2"%1AH+HCRW.($T-D\ [CWXK4J9!l@,?'S^SOR\'KP2R(A!E/_Z)+ MM9DX0PRE<1!29C@7?(6&B-9LY*_4O MT5HORLQ$F2NA[U*_4],99UL0BBY20'-@E OTD2N0Z"V:ZTFY+/1UOD(?]92= M$2&^4;9&\]ODOF$*O(U"$IO*-B6U"G^81>0W]#*7]%*$_;G@A"5O*L:MTQN:Y M;E)E]VZ?G?]"=G/(;U@W2#?\,\6^*P;'D&BX;B$!RWP]!M^7ZQKN-<'CW\ MS\5S\GC4A+NZ2G6I_+I4?LD7OL"GL^CO%6X3LA-KJ[.9.YB2!B:/]1(+8@C/]MJ1?<]WYKD]4F6623++9$UBA 4!<@*_F#%Z?30]$'I4HM%4J]/*WM96'0>AKWRKQD7=R:\DW+T:CEZG7(\,9)Q[>:_P1)1*0O"$D)EZK5 M.O9Q?Z++H^]E7WG?TGE"!M/I.T@!OT 8@L!!@OD#<:PP0DA=_S&)&G2E=]YXELH9ZHUJ]T8_J/?RE]\3>^WTM4D6V22+!+9$U"H"]0W_D M6?64BLY25:RR15;98EMLS<(<-.[XY[=^%?;8*8+>><(3#$T.Y,"[JSN5JY?#9 M7G+8W$HV-3ETB+B]1:,GN_U>1-,9V_=&N[Y[9%X6'9.0.*P[\[LCK"E;<$VW*]@*X6DP+9E M#8K+L.69]"ZX36]3YHKJSN=_GM\N\"*_]"HBY6EEQ-]553[0:@VSCA*8":.'MLFY&.C.LJE-5#4'W92%F186@:?FX Q(!*P#R_8;*KU#=*.9HJH7S;U!+_P04 M " #Y@&Q9_<#28QH# H"P &0 'AL+W=OV@T@MW;1*5*J*NKV8]L) #F+5L3/;.M0"OMP\].0@I5B,;&V(!OK_O=O-

][*1;YY>NJ^(4,Z*Z M(D=NWLR%S(@V4[EP52Z1)(51QMS \P9N1BAWHE&Q=B^CD5AJ1CG>2U#++"/R M]1]96(\=W]DL/-!%]NV"&XURLL 9ZL?\7I]96ZLD-$.NJ. @<3YVKQS+B>]9
M@V+'=XIKM34&B_(DQ+_=W"9CQ[,>(<-86PEB'BN<((&-6R2CQNO)UZC.MX?9X MH_ZU@#N AH5>N$=O*I1Z%\6? M4[,';C5FZE>#@]>E8*]9T-[C2Y63&_>.N;@*Y0J=Z,.'?^!];(!DM@.>Z]F
M[[6IE^QQS?YJ+FDLEX0U0,;80)3 MJNF"V +;1-8J>RC9D<1V(C"L(S \]B4='I/]2&((]."*T6 MM2H=FMM2K\4?D@G(%#.?&U.L.35!E MV9:5$RWRHK.Y$MKT2<4P :TL2KO!O)\+H3<3>T#=-'$=
5!+ P04 " #Y M@&Q9-M37H5X$ #/&0 &0 'AL+W=O^' 28(*F+=&9OKO MUS81"0UQ%!&S$]*ZK* @ ()6 M4,HK"\H*(F21+5U>,2\"I#BIRU_>\GEN0K'3&0WWNGHV'="WRK(1FAOBZ* A[MNH:
<;D8.=IY/3+/E2[@3[GA8D27,0'RM[!DLN8U*FA50\HR6B,%BY$SP58PO M58"N\2V##=\[1FHH#F1,:_S3_GJ5B-7(N'93"@JQS,:6;/V [H$CI)33G^A=MZKK] M@8.2-1>TV ;+'A196?
^3GUL0>P%2ISO WP;X+P.Z1P*";4#P,B \$A!N T)- MIAZ*YA 30<9#1C>(J=I231UHF#I:#C\KU:S(!) 7,QDGQC !DX<5S5-@ _#?T M^<V(OWDEWC<(N))# _ AG'M&O5O M87Z! ,_%'Y'M^V-
4A&DW03&V@\]<*C>LF: M92(#OC^1]XPN&2FZILLHIQ+0%;!(B '9A@.[!&<\;^ X)W>QO?D29^>; A+ MT;] 2DGT14#! ^OB'MKD;E,LMB36XAXUW"/C[3L%]=C*RB5;R^7-Y$.FN8>K
MX_>P4?-4EC;%XEH,>UI-/8X?Q\%%?^@^=C#]-8QZ1D9_T4XVQ6)+8BWNEPWWRU?6!?,ZYH@N4$*+ M0D+G:A^"SN2&@BO>_+P+:"T<[:T@\'^ H$/G.*]I9&3MP*BM+8BU6@X,5P/P(
MUU1VF2]%I$QE661,']?R\2[38P4LH^G'+;C7&!H;//6F'!Q,"_["P66 @_:, MQ)9:,4'$WFZ/ZQDQJL2()I+NO!HU3R5E52VV MI=;FN><9\#NGSFT',&WJ1,;4FO#]W?P_;?
*GV:EDZGZA~FX%WG1H#]XL?IM MM=LFMO !V&R$3EKU5DV05,78EEH,X\X'X?@@&P1A$."H_S(96&JV#7+GF+#9,MW"G*T)>S);)K(R6RLFB9; M:FV
.]N$W]LW8:O&R:I:,$NM#7_GG;#9/+U%&K#IEF[PH4<;1/TP\@[V!%9] ME;OW!KP MM1?$KC<'*U+4;\,.\XV7RLF^A\INZM>?^]0&X5E5G*4PT*&>A=] M.196?SVH"X)6^GWZG I\"WVX
I(*4Q7D]06EXKF@&FB^X8$_!U!+ P04 M" #Y@&O9,D\SFG\$ #E&0 &0 'AL+W=O0T_W,PM9#QW6V6@O58<^G&[*!8OBFRLFG^R6)O8';&+A@]$C!EYCX#UUA%%C,'KJ
M"'YC4+ENU[Y7@8N((,IHWO$%%]RJ485_")K=K MFJ? ^$\H_K;Q#UZCO9R0:,;'!!=HL6,.'BOLI&B2UK0)3X3K4!O8U MD"SG[Z3AUT6$WKYYA]Z@K$1?UG3+29GRJ2WD7-
6(=M+,ZZ*>E_O(O#STF99B MS5%;G.X#H 6P799 O4,0Q>D;^9#G.*R;2RS1-21T M56;_2M05L(P],!<<_?V[' !]$E#P?W1KI9[.2#\;L:7G?$,2F%E2+!+F<$ECS M'W_
@?.++E$FR2*39+$ALDY*1VU*1T/L\RI4D!SQHV\LVKOCJ^B/(ERNJCH<%!5,W&#<1<6G*.Q@?O*TL$%$_#8"_F $ MU%)4>L=@!^46M*(UR/#FX3>GX.VE+S>L?2
>FC<5]93C'^).SIRBD&C_R>^,0:4!#Z>E$)6]?#0=>O M93)2]9(;H/D!G8G=^8;N<\6.F<'F9Z[$VD212;)8D-DG71,VG1,7I6X3$RF MU"199)(L-D3622EV#B6\,YWDI2$^_N3'HXG;$Q@-"F/'[>U*
(@W.]4*U7>^H MC ;F>1-GHM<9?%3(X<$H+$@.O)(96?'?@LC*E=.E09;G+)DFC,)%1MM@46S+ \>XGD!*=G)3@, MPK[F:&#C<-P_GM'
O//!D)O1K8'X8AGW9L8^.K0M@J^]^@>$O7MJ6HSR+:,WO9. MXD-U$M_KO\#GEUC3'ZD[C.J8_$!?7X!\)ER5E1SEL)1#.6=CF5]6WRG4#X)N MJD/S&RH$+:KF&D@*3 'D^R6EXN%!#=#>[.S_ U!+
P04 " #Y@&O9[/S* MA(@# !\#@ &0 'AL+W=O*46S,EE(M5@'!8O/EGN>.=\<3;[(7\D%M #1YS#.NILY&Z^+2=56R@9RJ@2B X\Y*R)QJ MG,JUJPH) +6@/-
]SQNY.67B[XD;BS*U94I8#5TQP(F$U=:Z&E_&%D;<"?S/8JZ,Q M,2>Y%^+!3#ZF4*TZE5&N#Q^(G]@ST[GN6> M*EB([# -+]6;J7#@DA17=9OI6[/^$ZCSGAB\1F;*_9%_)>@Y)MDJ+O *C!3GC
MY3]K/QP\$">=H!? 2SG@/ $(*@ P3. ?PH05H#PI1K.*X)NEN>3WHNHIK. M)E+LB332R&8&UOL6C?YBW.3)4DO<98C3LZ46R<.&9"E(1N)OVV9/I S\A>5
MDIH0KBRPV5<&;"D9*%R#%%%;51CA_.&.C;"#1EF7J'R+ME1 Z^>4?>$,;) M^YX#@_:CO CVN/_K;WAC*#.FL#R!:?X3F7$%:8 M7P,6$DWN#XW,N:$'NWRUIS(E7SXA)?FH(5=?
V[*CU!^VZS?%\U(5-(&(@)51 M@=R!,_OUE^'(^Z,M-'V217V2O3V1-8(8UD$,N]@;04R.@PC5M4YHP33-V#^M M%W!>L@\]2V^^1[O9<.!/W-VQZUN$O,&X*12U" 6#]TVAN$7(`X2U4,,%Y[4+
MSCM=<+N\4X1R3$X_JBT],?[=,7TC.Z XDO>;)# M?S*^)@5()EH+=2?A:. _3[*H^ZA#<@]24CR\BGGAR2EA[94B7NRJHN(>_2< MSD&N;1^C,),W7)=OI'IU;I6N;(?P;'T^O%P.6]8C;*W*3NA?
^K(ONZ9RS;@B M&;O0%7XIL3++LM&PO=V]R-W-H965TJK/J,VS%R8!K:&I M;9*MU!]?&PA)&X*VD?H28S.7:R;>8>8[(1]4#]#18\FX6CBYUM65ZZHTAY*J MB:B
FS=K(4NJS59N7%5)H%FC5#*7>%[DEK3@3C)OSFYE,A>U9@6'6XE47994 M?E\"$[N%@YW]P5VQR;4]<) Y13>P OVYNI5FY_96LJ($K@K!D83UPKG&5TL<
M6(5&XDL!.W7TC&PHIT(V,U_V<+Q+!$P2+4U0IU4\ M?MY;?]\$,X*YIPK>"O;UR'2^<*8.RF!-;Z;OQ.XC= &%UEXJF&I^T;Z3I1R4
MUDJ+LE,V!&7!VY4^=HDX4O#)&072*9"&NW744+ZCFB9S*79(6FECS3XTH3;. M!][@]E]9:6G>%D9)RLMTH=H%NOM6%_HY>HY7Y][,: 1)K=+?ZC"C/ MT*U9KVT2K_\BX!$_8_SYK?
>/#/>6CM M_5]KI4W@!=\,A=W.:"(9MV'*[4A5-8>&8>E(@M^ DSY_AR'LS0ACTA.&8]60) MFX)S V;N+!*\\!?2RX%T"7J$?@ZEHJ5N[86/7UO0VP:,"PWCJ$]WM %'8$X6C M1!\DY1JR]W.$)QOA'&,IK9
M:&U];1J]2TD.@+934,4_SD*KP$J_N:!$=+1+_U:EEY#Y V33R30Z0W9H\B\PPI4[25X MP8HA5)1<]T.&_U!/ZM=MQ/*0;P=]#Y1:6I$(09K
MH^H97PZ2[>S4;K2HFGGE7F@$_32/N9DW05H!\WXMA YOK(-^@DU^ E!+ P04 M " #Y@&O90RR-.'X' '4P &0 'AL+W=O=%9*+4\ MZW;E="&24+(}EB+5W\RS/
F57LSONG*9BW!6!B5QU^WU!MTDC+.^+Q<=Y6/ MS[.5BJ-47.5$KI(DS+^]$W'V<-%Q.D\KKJ.[A2I6=.?GR_!.W-CU>7F5ZZ7N MAC*+$!**$M)+N87G;?.&?>\(]#C^^5M#.ILTBZS -?=$^!5
=ZA 2=5P.FA 7TJH'!HP*.*&!P:.*P"AH<&C*J 4=F[MZ^XH^]6/53@^5[.'DA=;.UKQH11$&:VI.$H+[=ZH7'\;Z3@UOA92Y;NI6N51 M>D?"=$8^JH7(R.6(0R5F9+
((\SLAR2_D[6P6%7(+8W*9KD^:0GRO?:'"*)8_ MD5I<]ZY5)NQ_0\7H_$[?GG!!L/H^FXI_:M513/=&\/L&%], -<8L7T+ MAMLO'[+[\1Q;0=E*,:G*9>R?4..DTGF53EN:I7B_Q>D+]^U!N32R42^7?3
MB;>&GS3+B_1X)I?A5%QT=/XKB9WQCS\X@]ZO32)#PGPDC")A 1+&D# .@AE" M/-D(\<1&?R;$Z3H[$G.BFDK.23,1\\+H&G8H8<5]XQUX-#IGG?OMZ6$;)$A
M81P$,Z34WTBI;Y72AU5R]^\TLGF5V229QIG4]QS_'1#]WJW9_;T?WC5_]8FU M4];.B0<(H$A8@80P)XR"8(;[!1EP#F]@^94K?J$;),HQR/=121#SJX9X435*R
MDMI>J@8[%P3GM# LC4QQ^KN;>9/>L^L&'>QH?# ? ANQ>EZ_CB&%9_"K)<3$.I&K4$-1>@-!]*HU!:.*4Q*(VC.*8V.R_"&1TU MW4+_"2C.A\(HE!9 :0Q*XRB.J<65JL=U%I\4$<"2]-06@"EL8IF
M/"PPVKD_X*A&S6=.:[!M2L-K7+PS>I6BJ^KX@D.>J__HG/WEY;\4%/I1& MH;0 2F-0&D?13(W6/H?K'#.7NU"S TKSH30*1050&H/2.(IF*K(V.UQKZ7I.,M'Y=B6H0IX48S3'OT8RR@U$#./,556O>N
MW;HX)"NOJ\\OC(SM[.06'?1M RB-0FD!E,;@-(ZBF=JL71'WY*C9&&J-0&D^ ME$:AM !*8U .1]%,1=;6B&M_=^'PD;$=U%I\4!<$2J-06@"EL8JV/VM6JC]& MO>'6]H9KMS=:Y>"#1L90QP-
*\Z$T"J4%4!]#TCB*9FJT=E#V"N'87) BG41Ri;V029W+/VZAV1&L]0?T/*(U":0&4QJ TCJ*9$S[4-HG7 M,V:B];"F")3F0VD42@N@ -.E<13-5&1MBGCVES_:O%-M1[66'0!@=)H13.>
MR7)WGLF"ML#@-(ZBF:*JG0W(FQ%9#/5YGZIG75PO MJ&Q9SN%WFRF5)>'7:A0AG(B\VT-/LTP]+10-;.,^'A'4$L#!!0 (/F M;%G_]K+:H@ '@ 9 >&PO=V]R:W-
H965TED&82%-96YV%HL@)+9DY5A9)VED]7S-)4 MKT)3:62Y3RI%&$=1$!.,RR =^[4;G8Y5;067>*/!U&7)],,4A=I,@EZP6YCQ M56'=0IB.*[.".=K;ZD;3+&Q1\\^G(Q?N-KQPW9F\,KI*%
M4G=N\C&?!)$3A (SZQ 8O=9XB4(X()+Q&Z+27 60(Y+5@L[4YL/N*UGZ/ R)8Q_PF8;&P60U<;[W_JP MEQ#'SR3$VX38ZVZ(O,HK9EDZUFH#VD43FAOX4GTVB>/2?92YU;3+*<^F,S16 MUYFM-
9O(8[B =S.K^#XZ-4! MW'[KJ@&]7=UW-3L0PG 5U(CQFD M+U_TDNCM)#U ML5-9<_JZF!N8X1[$V=G@&?*D)4 _^(QBD#!1];"=[\H3]).GUDF[Z44L _.DA/ MI_@O=H^>V!V/XL$?K.%>-
RB1_',]ST"F:FF;QM"NMFWUHNDFO\;GGQ-]G-I M0."24J/3$56LFS[73*RJ?&]9*$N=R@\+^C6@=@&TOU3*[B:.H/W9I+\ 4$L# M!!0 (/F :%E 4?O=UP($L) 9 >&PO=V]R:W-H965TW<49
MKX#I)SD?)59Z*A:NK 3@S()*Z@:>UW=+3)@3#^W:K8B'?*DH87 KD%R6)18_ MQT#Y>N3XSF;ACBP*91;<>%CA!"N_%4R 4D.DM_&CX73:E .X/=ZP M?
[*%ZUKF6.*$"Z\D4\7(N7!0!CE>4G7'UY^AJ<=N,.54VE^TKF,C'9PNI>)E M]8[* FK_ %3H\,60/-T X(&$#P'1*\ P@80OC5+U "BMV;H 0!,NEO7;H5+ ML,+Q4/ U$B9:LYF!5=^BM5Z$F?
=DIH1^2C1.Q=" P$$ATGH#"A\@2=-MHH=9@HZ/3M 1(@S=%WPL"3 M_?C+/7A7%]M6'K$P]'@=[*{%=0G;'0^X "+X@Z]C.Y.SSL*N?-LD__?N.&&':
M_M#RA7]L/TJ(3"F72P'HV]5<*J&_X>]=_:X9HVY&]CE]B')$L.238]$ E.6Z*V!+=$^]G@.#'*B4"YXB8XKP5?$'LS:%T[T M!VA[!LPGV]6?FKIQJ8U-K.+@W+PLJVW=7P;=^N?!;E#2%11%_0M_
VI;$!=$ M7G#9ANV(T&M%Z.T582H5GE,B"VU+'O$<8,3"=(EK@Z':X3!+H4N!O;O_^X8> MDBSIO5#*CW2L!TS0 ^6L97>WW*$$L;"V+%*'ETS5)T6[VCK_E36\9^MC?S#@.M.I83?5.HC?TW?7W-
N,%B09A$%*=RCL[UX6)VKKKB>*5]:8Y5!KI[+#0MQT0-M)D _SSE7FXE)T-Z?XE)02P,$% @ ^8!L67KS$,Q6 P MA4 T !X M;"]S=!EL97,N>$ULW5A=;]HP%/TK4;I.K30UA(Q 5D#;D"I-VJ9*[*D,<
ML.0XF6.ZZ*^OKQW"1WT1[<,* [6Q[_$Y]]B^2=SV*[7D]&Y&J?(6.1?5P)\I M57X)@FHRHSFIKHJ2"HUDA+CW_FA.K^X-GKV:>SL],#Y?5N M_,(EW[@%.T<('K5;N\"
&+1B\6'P=[0QZ>ZVM!E^KH4L\1RC]0YRM,<0)IPX M_,#2M.S:76P%$)%N"Q$YWU+)M<-G?0-KB$&=;4 ^UDAUD47^3;@E4E.O42" M!_Z(<#:6#%@9R1E?VG ; I."%)}3NMIUJA
BU9.%0]N#&Z'6R9DHI,EM,]C? MXWKX#K#]@4'&>6.P[=O L%\2I;@:4 /IC!HO@"\BKV_?+4CN<2K(,VQU_33 7 MG61U-V _\7G.'Y.JDWGC.NF*A[.Y:F5+PX&&IY1<;ZC(M?3T^!1F9 MNA\+
(9YZSF1'LKH1S+*NQS $P(L !?3T\$MP>:4#M.*2VBZD8_1!2;5K5N %(MB6/.(7->=I3W;+T]!;X"O.DQQ0FE(2S,:,\W2?S+W M\PPU1>5*(Y5;&GC3Y?YVX$G1H2)8%II%R=.B':5_'9=4$ #5* M#P
'AL+W=O7,&+ R8[.VAS3]]3T>0M?NAJ/>',U%!//E/.//?E[\^E)F\<'K1_9 MM[12=MS;.;>_[/=ML1,UMW_JO5!P9*-S1ULFFW?[HW@I=T)X>]JGPP&HW[-
MI>!]_G0J:V'ZX89VHG!2*]CI=WR1XLG^=]QOLH.T\D%6TCV/>^WW2O18+96L.MY7=1CGN#'K,[_?2W-O*[5HY7]\+HJAKWAL<#7X1QLOC?[I6'7/,'V^YQ_&') M
63<&PV@P(TTUK5GM.5S8#P(,/FXU3CKJ\EZR<.%/NQ*W1S5ZJK2\[?W$9; M#Z?/8R5>FM^[1KW9R$),==`40KEC/1!1>4!E=W)O>TSO6HQ[U_H@#%OPK?`W M!?]E5AYOT
%94%WF4L(!,RM;1D*>^_GT9KZZF3+XMKJ_FTTG:]BXFMQ-YM/&ZA3U8EX_!WQ:VT3&_8P@@+5P:0'Q'(MC[202W$0]A$V[+4'6+<]H.690[D7=]K:.VRF"ET+M@"OK';<1&)!S4*M%FYW M[1-
MO\S\V\@#K^ 2^Q:0#Q$FYI8AL5P@TNPA<#RW]JYR[R\RZ"&0T3,+$_B-MM=QJ73[DJFH19Y"8U-83L(FU$%=."2DPM0VJW:'BJD-P\V4HHJ0V:0UJ_^#"K M#*FUHNM:.G^2/?
XL(7M"#!2]D#$9I4AL59N&VZX65(+):5T\3G3E>E,/;/MM6XYY_TeV"=+89UI"M=+:IM+=Z['72.2W^R M*$_;"a"A#8]\=-
MK_BWZ]26851)BJRSX,SM8KY+V&E$X:8(I)R56SFM)XK5VGF+*28F5@T:* M> (*LT[:J77'.8D4G2CKU#KAK$2*62EQ [Z*<=W/JOQ[=;(M;7N69UU&[1QS4$KLH !SSB&O^?
EY=C$5CLLJ;NB8@E)B!064?GAH>.'@P5<^ M"4/.0TQ,06EQ K"<@>0AYB8@E)B!>&8JW!*%_01]P@//Z%*3C@))1U.9\6 M]>X9]&,>K$&Q0Q[]PR34$:]7(-BAKU[A[7$$L(R\2__"%,0AFQA'#,:/$+
MDU!&/:N&:1$62CK**480Q;*J2UT M:KQV#$PA)F:AG-I"YS%74'R(B5DHI[80AADO=&,6RJDMA*U)L(0$[-0$LFFW*B4SP?[IUZ27#3&R-W'H|G@M=
X3BBZ;,HCQRR4$UOH#.9I6!1B8A,*.UCC^5F, M<1/"+)1WN=P3R3+'+)23OT" 88:R'&$6&A%,*%R5>G5X/L+D,SJ^47=ZC:X4 M&ZE$.8>2+>PO>%4L#/,?QU7_+/[j/P\P]02P,$ M% @
^8!L62?5)DLP! @ 7B0 !H !X,"!?]"2J,T(%XO*+P2<$/#SG0S?M^U/9[8>R^#@>3F75[*9I^)526> _RL2LW M_9!/YR.,?CQVTWDY;M/0K=^Z;4ZZ7+9I_#ZC>7SX/G/Q\CGD_YG8;S;[=?[= MK_\
<\VGZQ^#TWH]O99?SU"Q>NG&;IU63/@[7W25=-G)SGMPLGEY7S?CT<DV]M';00!/4#(*L?!!#D-@^_!LD09 MEP1),ZP)M!;D6@B\%=1;",06)%L(5!9$6PC4%F1;"-P6A%L(Y!:D6PCL%L1;
M"/16U%L)]%,46PGTUMG#.H'>BGHK@=Z*>BN!WHIZ*X'>BGHK@=Z*>BN!WHIZ M*X'>BGHK@=Z&>AN!WH9Z&X'>AGH;@=XV>UE"H!+>AWD:@MZ'>1]"WH=Y&H!+>A
MWD:@MZ'>1]"WH=Y&H!+>CWDZ@MZ/>3]"WH]Y.H!+>CWDZ@M\]>=A/%H[:BW$^CM MJ!+<3Z.VHMQ/%H[:BW$^CMJ!+<3Z!VH=Q#H';AW$.@=]'<0Z!VH=Q#H';AW$.@=
MLX^5!'H'ZAT$>@>J?'01Z!^H=!'H'ZAT$>K>H=TN@=XMZMS^I=YD^#/E<>[[6 M>/V?!'HZGYNOE[%LOW;.,L(%YP2 $SW^!5!+ P04 " #Y@&O9UDS DN ! M #^C(P $P
%M#;VYT96YT7U1Y<&5S72YX,6S-VLM.PS 0!=!?B,)%C>M7 M>8BR ;0!3]@D@F-FL26;.#\/4X*E4"EHBH2=].HM3UWXI'.JITZ_1P:X\]S3VW(L^O-QB%KGAOGVJ8T,:VSE[[ZEC+Y2"C2R7%/
M6#8NG*0-.=N9.*S\'!!Q[OZ%O&\]JRA;&QSO3I5ULW;(0WUH*Q?X2.WJT==V4 M5-GRN4M'BN \F2HLB6+7%INB)_N38[IAVGSRH_/'.OL"T\Z%MRZDB7DZ/.YS
M),/IB4N%R.=_RMN$U/IH]^/AFE75/TR.UWQJ_6K<1Z!C8_CI_CKC+?U^Q# M@/0A0?!0{'UHD#YF('V<@O1Q!M+',4@??(K2"(JH'(54CF1T5%HZC*45CE M**YR%%@YBJP"15:!(JM
D56@R"I09!4HL@H4606*K)%5H$BJT215:+(*E%D-ME2BR2A19)8JL$D56B2*K1)%5HLBJ4&15*+(J%%D5BJP*15:%(JM"D56AR*I0 M9%4HLFH4636*K!I%5HTBJT:15;/(JE%DU2BR:A19-
8JL,Q199_\IZZ.UJS^, M'Y]%9YK^,Y^_-^VY>@==02P$"% ,4 " #Y@&Q9!T%-8H$ "Q $ M @ $ 9&]C4'}O<',O87!P+GAM;%!+ 0(4 Q0 (/F M;%DU[.'O[@ "L" 1 ":.\ !D;V-0&UL4$L! A0#% @
^8!L69B\](.0 M!0 PQX !@ ("!#0@ 'AL+W=O 8 "M@1,. !X;"]W:W)K&PO=V]R:W-H965T&UL4$L! A0#% @ ^8!L6>;[%@2V!@ %R !@ M ("!R!@ 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0# M%
@ ^8!L66!4K8!^"0 SRL !@ ("!P2X 'AL+W=O MP ('<'-M 8 "@74X !X,"]W:W)K&PO=V]R:W-H965T&UL4$L! A0#% @ ^8!L6&PO=V]R:W-H965T&UL4$L! A0#% @ ^8!L62?V[#S2! ' P !D M
("!7EX 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ ^8!L6:\DL(P_#P R"H !D ("!6'0 M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M^8!L65'6/+.]!0 >0X !D ("!VCT
'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ ^8!L60!ZCZM# @ MB@8 !D ("!:YH 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ ^8!L62?"F9S P U @ !D M ("!F*H 'AL+W=O&PO=V]R:W-
H M965T&UL4$L! M A0#% @ ^8!L64#X [7] @ >@8 !D ("!,+@ 'AL M+W=O&PO=V]R:W-H965TH>@, .((9 " M@8O !X;"]W:W)K&UL4$L! A0#% @ ^8!L M6:@&;"WA P EP@ !D ("!/.0
'AL+W=O&PO=V]R:W-H965TH3G04 /DK 9 " @3C+ !X;"]W;W)K M&UL4$L! A0#% @ ^8!L63WPG@EV P VPP M !D ("!# $ 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ ^8!L67QCK-NX P
P!$!D M ("!@]P 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ ^8!L67R--*O P 0Q$!D ("!D>@ 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ ^8!L61]Y MLY#@4! V!\ !D ("!>_<
'AL+W=O&UL4$L! A0#% @ ^8!L67# ?514! =A@ !D M ("!S ,! 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ ^8!L65U."5D!0 VB$!D ("! MGP\! 'AL+W=O&PO=V]R:W-H965T&UL4$L!
A0#% M @ ^8!L64+C[%,:! @A@ !D ("!:QX! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ ^8!L63;4UZ%> M! SQD !D ("!0BH! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @
^8!L6558X;%+ P S0H !D M ("!3#&PO=V]R M:W-H965T&UL M4$L! A0#% @ ^8!L64U1 %W7 @ 2PD !D ("!7$4! M 'AL+W=OO,0 MS%8# "V%0 #0 @ %J2 $ >&POM+ 0!?) &@ @ '640$
>&PO7W)E;'.O=V]R:V)O;VLN>&UL M+G)E;'-02P$"% ,4 " #Y@&O9UDS DN ! #C(P $P M@ $/5 $ 6T-O;G1E,G1?5'EP97-=+GAM;%!+!08 10!%_-H2 @5@$ " ! end XML 74 Show,is 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 75 report.css IDEA: XBRL DOCUMENT /* Updated 2009-
11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } .report table.authRefData a {
display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; }
.report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-
size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid #acf; clear: both; color: black; font:
normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align:
center; } .report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align: top; white-space:
normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a { width: 200px;
} .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc { background-color:
#f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-color:
white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn { white-space:
nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; } .report .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 77 FilingSummary.xml IDEA: XBRL
DOCUMENT 3.24.3 html1872881false570false6 falsefalseR1.htm0000001 - Document - Cover PageSheethttp://www.chegg.com/role/CoverPageCover Page1 falsefalseR2.htm9952151 -
Statement - CONDENSED CONSOLIDATED BALANCE SHEETSSheethttp://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSCONDENSED CONSOLIDATED BALANCE
SHEETSStatements2 falsefalseR3.htm9952152 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS
(Parenthetical)Sheethttp://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSParentheticalCONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical)Statements3
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OPERATIONSSheethttp://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSCONSOLIDATED STATEMENTS OF OPERATIONSStatements4
falsefalseR5.htm9952154 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE (LOSS)
INCOMESheethttp://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCOMPREHENSIVELOSSINCOMECONDENSED CONSOLIDATED STATEMENTS OF
COMPREHENSIVE (LOSS) INCOMEStatements5 falsefalseR6.htm9952155 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS'
EQUITYSheethttp://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFSTOCKHOLDERSEQUITYCONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS'
EQUITYStatements6 falsefalseR7.htm9952156 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CASH
FLOWSSheethttp://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSCONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWSStatements7
falsefalseR8.htm9952157 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(PARENTHETICAL)Sheethttp://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSPARENTHETICALCONDENSED CONSOLIDATED STATEMENTS OF CASH
FLOWS (PARENTHETICAL)Statements8 falsefalseR9.htm9952158 - Disclosure - Background and Basis of

PresentationSheethttp://www.chegg.com/role/BackgroundandBasisofPresentationBackground and Basis of PresentationNotes9 falsefalseR10.htm9952159 - Disclosure - RevenuesSheethttp://www.chegg.com/role/RevenuesRevenuesNotes10 falsefalseR11.htm9952160 - Disclosure - Net (Loss) Income Per ShareSheethttp://www.chegg.com/role/NetLossIncomePerShareNet (Loss) Income Per ShareNotes11 falsefalseR12.htm9952161 - Disclosure - Cash and Cash Equivalents, Investments and Fair Value MeasurementsSheethttp://www.chegg.com/role/CashandCashEquivalentsInvestmentsandFairValueMeasurementsCash and Cash Equivalents, Investments and Fair Value MeasurementsNotes12 falsefalseR13.htm9952162 - Disclosure - Property and Equipment, NetSheethttp://www.chegg.com/role/PropertyandEquipmentNetProperty and Equipment, NetNotes13 falsefalseR14.htm9952163 - Disclosure - Goodwill and Intangible AssetsSheethttp://www.chegg.com/role/GoodwillandIntangibleAssetsGoodwill and Intangible AssetsNotes14 falsefalseR15.htm9952164 - Disclosure - Convertible Senior NotesNoteshttp://www.chegg.com/role/ConvertibleSeniorNotesConvertible Senior NotesNotes15 falsefalseR16.htm9952165 - Disclosure - Commitments and ContingenciesSheethttp://www.chegg.com/role/CommitmentsandContingenciesCommitments and ContingenciesNotes16 falsefalseR17.htm9952166 - Disclosure - Guarantees and IndemnificationsSheethttp://www.chegg.com/role/GuaranteesandIndemnificationsGuarantees and IndemnificationsNotes17 falsefalseR18.htm9952167 - Disclosure - Stockholders' EquitySheethttp://www.chegg.com/role/StockholdersEquityStockholders' EquityNotes18 falsefalseR19.htm9952168 - Disclosure - Restructuring and Other Related ChargesSheethttp://www.chegg.com/role/RestructuringandOtherRelatedChargesRestructuring and Other Related ChargesNotes19 falsefalseR20.htm9952169 - Disclosure - Income TaxesSheethttp://www.chegg.com/role/IncomeTaxesIncome TaxesNotes20 falsefalseR21.htm995410 - Disclosure - Pay vs Performance DisclosureSheethttp://xbrl.sec.gov/ecd/role/PvpDisclosurePay vs Performance DisclosureNotes21 falsefalseR22.htm995445 - Disclosure - Insider Trading ArrangementsSheethttp://xbrl.sec.gov/ecd/role/InsiderTradingArrangementsInsider Trading ArrangementsNotes22 falsefalseR23.htm9954471 - Disclosure - Background and Basis of Presentation (Policies)Sheethttp://www.chegg.com/role/BackgroundandBasisofPresentationPoliciesBackground and Basis of Presentation (Policies)Policies23 falsefalseR24.htm9954472 - Disclosure - Background and Basis of Presentation (Tables)Sheethttp://www.chegg.com/role/BackgroundandBasisofPresentationTablesBackground and Basis of Presentation (Tables)Tableshttp://www.chegg.com/role/BackgroundandBasisofPresentation24 falsefalseR25.htm9954473 - Disclosure - Revenues (Tables)Sheethttp://www.chegg.com/role/RevenuesTablesRevenues (Tables)Tableshttp://www.chegg.com/role/Revenues25 falsefalseR26.htm9954474 - Disclosure - Net (Loss) Income Per Share (Tables)Sheethttp://www.chegg.com/role/NetLossIncomePerShareTablesNet (Loss) Income Per Share (Tables)Tableshttp://www.chegg.com/role/NetLossIncomePerShare26 falsefalseR27.htm9954475 - Disclosure - Cash and Cash Equivalents, Investments and Fair Value Measurements (Tables)Sheethttp://www.chegg.com/role/CashandCashEquivalentsInvestmentsandFairValueMeasurementsTablesCash and Cash Equivalents, Investments and Fair Value Measurements (Tables)Tableshttp://www.chegg.com/role/CashandCashEquivalentsInvestmentsandFairValueMeasurements27 falsefalseR28.htm9954476 - Disclosure - Property and Equipment, Net (Tables)Sheethttp://www.chegg.com/role/PropertyandEquipmentNetTablesProperty and Equipment, Net (Tables)Tableshttp://www.chegg.com/role/PropertyandEquipmentNet28 falsefalseR29.htm9954477 - Disclosure - Goodwill and Intangible Assets (Tables)Sheethttp://www.chegg.com/role/GoodwillandIntangibleAssetsTablesGoodwill and Intangible Assets (Tables)Tableshttp://www.chegg.com/role/GoodwillandIntangibleAssets29 falsefalseR30.htm9954478 - Disclosure - Convertible Senior Notes (Tables)Noteshttp://www.chegg.com/role/ConvertibleSeniorNotesTablesConvertible Senior Notes (Tables)Tableshttp://www.chegg.com/role/ConvertibleSeniorNotes30 falsefalseR31.htm9954479 - Disclosure - Stockholders' Equity (Tables)Sheethttp://www.chegg.com/role/StockholdersEquityTablesStockholders' Equity (Tables)Tableshttp://www.chegg.com/role/StockholdersEquity31 falsefalseR32.htm9954480 - Disclosure - Restructuring and Other Related Charges (Tables)Sheethttp://www.chegg.com/role/RestructuringandOtherRelatedChargesTablesRestructuring and Other Related Charges (Tables)Tableshttp://www.chegg.com/role/RestructuringandOtherRelatedCharges32 falsefalseR33.htm9954481 - Disclosure - Background and Basis of Presentation - Narrative (Details)Sheethttp://www.chegg.com/role/BackgroundandBasisofPresentationNarrativeDetailsBackground and Basis of Presentation - Narrative (Details)Details33 falsefalseR34.htm9954482 - Disclosure - Background and Basis of Presentation - Impairment Expense (Details)Sheethttp://www.chegg.com/role/BackgroundandBasisofPresentationImpairmentExpenseDetailsBackground and Basis of Presentation - Impairment Expense (Details)Details34 falsefalseR35.htm9954483 - Disclosure - Background and Basis of Presentation - Maturities of Operating Lease Liabilities (Details)Sheethttp://www.chegg.com/role/BackgroundandBasisofPresentationMaturitiesofOperatingLeaseLiabilitiesDetailsBackground and Basis of Presentation - Maturities of Operating Lease Liabilities (Details)Details35 falsefalseR36.htm9954484 - Disclosure - Revenues - Disaggregation of Revenue (Details)Sheethttp://www.chegg.com/role/RevenuesDisaggregationofRevenueDetailsRevenues - Disaggregation of Revenue (Details)Details36 falsefalseR37.htm9954485 - Disclosure - Revenues - Narrative (Details)Sheethttp://www.chegg.com/role/RevenuesNarrativeDetailsRevenues - Narrative (Details)Details37 falsefalseR38.htm9954486 - Disclosure - Revenues - Contract Balances (Details)Sheethttp://www.chegg.com/role/RevenuesContractBalancesDetailsRevenues - Contract Balances (Details)Details38 falsefalseR39.htm9954487 - Disclosure - Net (Loss) Income Per Share - Computation of Basic and Diluted Net (Loss) Income Per Share (Details)Sheethttp://www.chegg.com/role/NetLossIncomePerShareComputationofBasicandDilutedNetLossIncomePerShareDetailsNet (Loss) Income Per Share - Computation of Basic and Diluted Net (Loss) Income Per Share (Details)Detailshttp://www.chegg.com/role/NetLossIncomePerShareTables39 falsefalseR40.htm9954488 - Disclosure - Net (Loss) Income Per Share - Shares Excluded From Computation Of Diluted Net (Loss) Income Per Share (Details)Sheethttp://www.chegg.com/role/NetLossIncomePerShareSharesExcludedFromComputationOfDilutedNetLossIncomePerShareDetailsNet (Loss) Income Per Share - Shares Excluded From Computation Of Diluted Net (Loss) Income Per Share (Details)Detailshttp://www.chegg.com/role/NetLossIncomePerShareTables40 falsefalseR41.htm9954489 - Disclosure - Cash and Cash Equivalents, Investments and Fair Value Measurements - Schedule of Available For Sale Securities (Details)Sheethttp://www.chegg.com/role/CashandCashEquivalentsInvestmentsandFairValueMeasurementsScheduleofAvailableForSaleSecuritiesDetailsCash and Cash Equivalents, Investments and Fair Value Measurements - Schedule of Available For Sale Securities (Details)Details41 falsefalseR42.htm9954490 - 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Disclosure - Property and Equipment, Net - Schedule of Property and Equipment, Net (Details)Sheethttp://www.chegg.com/role/PropertyandEquipmentNetScheduleofPropertyandEquipmentNetDetailsProperty and Equipment, Net - Schedule of Property and Equipment, Net (Details)Details45 falsefalseR46.htm9954494 - Disclosure - Property and Equipment, Net - Narrative (Details)Sheethttp://www.chegg.com/role/PropertyandEquipmentNetNarrativeDetailsProperty and Equipment, Net - Narrative (Details)Details46 falsefalseR47.htm9954495 - Disclosure - Goodwill and Intangible Assets - Narrative (Details)Sheethttp://www.chegg.com/role/GoodwillandIntangibleAssetsNarrativeDetailsGoodwill and Intangible Assets - Narrative (Details)Details47 falsefalseR48.htm9954496 - Disclosure - Goodwill and Intangible Assets - Goodwill (Details)Sheethttp://www.chegg.com/role/GoodwillandIntangibleAssetsGoodwillDetailsGoodwill and Intangible Assets - Goodwill (Details)Details48 falsefalseR49.htm9954497 - Disclosure - Goodwill and Intangible Assets - 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Schedule of Share-based Compensation Expense (Details)Details56 falsefalseR57.htm9954505 - Disclosure - Stockholders' Equity - Narrative of Share-based Compensation Expense (Details)Sheethttp://www.chegg.com/role/StockholdersEquityNarrativeofSharebasedCompensationExpenseDetailsStockholders' Equity - Narrative of Share-based Compensation Expense (Details)Details57 falsefalseR58.htm9954506 - Disclosure - Stockholders' Equity - Schedule of RSU and PSU Activity (Details)Sheethttp://www.chegg.com/role/StockholdersEquityScheduleofRSUandPSUActivityDetailsStockholders' Equity - Schedule of RSU and PSU Activity (Details)Details58 falsefalseR59.htm9954507 - Disclosure - Restructuring and Other Related Charges - Additional Information (Details)Sheethttp://www.chegg.com/role/RestructuringandOtherRelatedChargesAdditionalInformationDetailsRestructuring and Other Related Charges - Additional Information (Details)Details59 falsefalseR60.htm9954508 - Disclosure - Restructuring and Other Related Charges - 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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": ["r48", "r790"] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS", "http://www.chegg.com/role/RevenuesContractBalancesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable, net of allowance of $208 and $376 at September\u00a030, 2024 and December\u00a031, 2023, respectively", "verboseLabel": "Accounts receivable, net", "label": "Accounts Receivable, after Allowance for Credit Loss, Current", "documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current." } } }, "auth_ref": ["r936"] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "terseLabel": "Accrued liabilities", "label": "Accrued Liabilities, Current", "documentation": "Carrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r50"] }, "us-

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Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r1", "r8", "r13", "r469", "r472", "r520", "r596", "r597", "r910", "r911", "r912", "r922", "r923", "r924", "r926"] }, "chgg_AcquisitionRelatedIntangibleAssetsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "AcquisitionRelatedIntangibleAssetsMember", "presentation": ["http://www.chegg.com/role/GoodwillandIntangibleAssetsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Acquisition Related Intangible Assets", "label": "Acquisition Related Intangible Assets [Member]", "documentation": "Acquisition related intangible assets." } } }, "auth_ref": [] }, "ecd_Additional402vDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Additional402vDisclosureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Additional 402(v) Disclosure", "label": "Additional 402(v) Disclosure [Text Block]" } } }, "auth_ref": ["r844"] }, "us-gaap_AdditionalPaidInCapitalCommonStock": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalCommonStock", "crdr": "credit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "terseLabel": "Additional paid-in capital", "label": "Additional Paid in Capital, Common Stock", "documentation": "Value received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital." } } }, "auth_ref": ["r60"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFSTOCKHOLDERSEQUITY"], "lang": { "en-us": { "role": { "terseLabel": "Additional Paid-In Capital", "label": "Additional Paid-in Capital [Member]", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r612", "r922", "r923", "r924", "r926", "r1002", "r1061"] }, "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": { 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"Amount of expense for award under share-based payment arrangement. Excludes amount capitalized." } } }, "auth_ref": ["r428", "r433"] }, "us-gaap_AllowanceForDoubtfulAccountsReceivableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AllowanceForDoubtfulAccountsReceivableCurrent", "crdr": "credit", "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable, net of allowance", "label": "Accounts Receivable, Allowance for Credit Loss, Current", "documentation": "Amount of allowance for credit loss on accounts receivable, classified as current." } } }, "auth_ref": ["r140", "r227", "r270"] }, "dei_AmendmentFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AmendmentFlag", "presentation": ["http://www.chegg.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": [] }, "us-gaap_AmortizationOfFinancingCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfFinancingCosts", "crdr": "debit", "calculation": { "http://www.chegg.com/role/ConvertibleSeniorNotesScheduleofInterestExpenseRecognizedDetails": { "parentTag": "us-gaap_InterestExpenseDebt", "weight": 1.0, "order": 2.0 }, "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 8.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS", "http://www.chegg.com/role/ConvertibleSeniorNotesScheduleofInterestExpenseRecognizedDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Amortization of debt issuance costs", "terseLabel": "Amortization of Debt Issuance Costs", "documentation": "Amount of amortization expense attributable to debt issuance costs." } } }, "auth_ref": ["r72", "r362", "r918", "r1013"] }, "us-gaap_AmortizationOfIntangibleAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfIntangibleAssets", "crdr": "debit", "presentation": ["http://www.chegg.com/role/GoodwillandIntangibleAssetsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Amortization expense of acquisition related to acquired intangible assets", "label": "Amortization of Intangible Assets", "documentation": "The 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." } } }, "auth_ref": ["r5", "r289", "r295", "r755"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": ["http://www.chegg.com/role/NetLossIncomePerShareSharesExcludedFromComputationOfDilutedNetLossIncomePerShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Total common stock equivalents (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": ["r207"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis", "presentation": ["http://www.chegg.com/role/NetLossIncomePerShareComputationofBasicandDilutedNetLossIncomePerShareDetails", "http://www.chegg.com/role/NetLossIncomePerShareSharesExcludedFromComputationOfDilutedNetLossIncomePerShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities [Axis]", "label": "Antidilutive Securities [Axis]", "documentation": "Information by type of antidilutive security." } } }, "auth_ref": ["r25"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems", "presentation": ["http://www.chegg.com/role/NetLossIncomePerShareSharesExcludedFromComputationOfDilutedNetLossIncomePerShareDetails"], "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. 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_AntidilutiveSecuritiesNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesNameDomain", "presentation": ["http://www.chegg.com/role/NetLossIncomePerShareComputationofBasicandDilutedNetLossIncomePerShareDetails", "http://www.chegg.com/role/NetLossIncomePerShareSharesExcludedFromComputationOfDilutedNetLossIncomePerShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities, Name [Domain]", "label": "Antidilutive Securities, Name [Domain]", "documentation": "Incremental common shares attributable to securities that were not included in diluted earnings per share (EPS) because to do so would increase EPS amounts or decrease loss per share amounts for the period presented." } } }, "auth_ref": ["r25"] }, "us-gaap_AssetImpairmentCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetImpairmentCharges", "crdr": "debit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 4.0 }, "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 14.0 }, "http://www.chegg.com/role/BackgroundandBasisofPresentationImpairmentExpenseDetails": { "parentTag": null, "weight": null, "order": null, "root": true }, "http://www.chegg.com/role/RestructuringandOtherRelatedChargesAdditionalInformationDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.chegg.com/role/BackgroundandBasisofPresentationImpairmentExpenseDetails", "http://www.chegg.com/role/BackgroundandBasisofPresentationNarrativeDetails",

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Includes, but is not limited to, losses from tangible assets, intangible assets and goodwill." } } }, "auth_ref": ["r5", "r30"] }, "us-gaap_Assets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Assets", "crdr": "debit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "totalLabel": "Total assets", "label": "Assets", "documentation": "Amount of asset recognized for present right to economic benefit." } } }, "auth_ref": ["r99", "r111", "r138", "r170", "r211", "r213", "r221", "r222", "r265", "r331", "r332", "r333", "r334", "r335", "r336", "r337", "r338", "r339", "r464", "r466", "r495", "r568", "r636", "r749", "r750", "r790", "r807", "r989", "r990", "r1017"] }, "us-gaap_AssetsAbstract": { "xbrltype": "stringItemType", "nsuri": 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Business description describes the nature and type of organization including but not limited to organizational structure as may be applicable to holding companies, parent and subsidiary relationships, business divisions, business units, business segments, affiliates and information about significant ownership of the reporting entity. Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS)." } } }, "auth_ref": [ "r47", "r80", "r81" ] }, "chgg_CappedCallMember": { "xbrltype": "domainItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "CappedCallMember", "presentation": [ "http://www.chegg.com/role/ConvertibleSeniorNotesNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Capped Call", "label": "Capped Call [Member]", "documentation": "Capped Call [Member]" } } }, "auth_ref": [] }, "us-gaap_CarryingReportedAmountFairValueDisclosureMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CarryingReportedAmountFairValueDisclosureMember", "presentation": [ "http://www.chegg.com/role/ConvertibleSeniorNotesScheduleofNetCarryingAmountDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Carrying Amount", "label": "Reported Value Measurement [Member]", "documentation": "Measured as reported on the statement of financial position (balance sheet)." } } }, "auth_ref": [ "r44", "r45" ] }, "us-gaap_CashAndCashEquivalentsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAbstract", "lang": { "en-us": { "role": { "terseLabel": "Cash and Cash Equivalents [Abstract]", "label": "Cash and Cash Equivalents [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CashAndCashEquivalentsAtCarryingValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAtCarryingValue", "crdr": "debit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 1.0 }, "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS", "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSPARENTHETICAL", "http://www.chegg.com/role/CashandCashEquivalentsInvestmentsandFairValueMeasurementsScheduleofAvailableForSaleSecuritiesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Cash and cash equivalents", "verboseLabel": "Cash", "label": "Cash and Cash Equivalents, at Carrying Value", "documentation": "Amount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. 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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. 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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. 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This item includes treasury stock
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repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r59", "r571", "r790"] }, "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": ["r861"] }, "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": ["r860"] }, "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": ["r862"] }, "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": ["r859"] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCOMPREHENSIVELOSSINCOME": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCOMPREHENSIVELOSSINCOME"], "lang": { "en-us": { "role": { "totalLabel": "Total comprehensive (loss) income", "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": ["r14", "r149", "r151", "r156", "r561", "r581", "r582"] }, "us-gaap_ComputerEquipmentMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComputerEquipmentMember", "presentation": ["http://www.chegg.com/role/PropertyandEquipmentNetScheduleofPropertyandEquipmentNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Computer and equipment", "label": "Computer Equipment [Member]", "documentation": "Long lived, depreciable assets that are used in the creation, maintenance and utilization of information systems." } } }, "auth_ref": [] }, "chgg_ContentLibraryMember": { "xbrltype": "domainItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "ContentLibraryMember", "presentation": ["http://www.chegg.com/role/GoodwillandIntangibleAssetsFinitelivedandIndefinitelivedIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Content libraries", "label": "Content Library [Member]", "documentation": "Content Library" } } }, "auth_ref": [] }, "chgg_ContentMember": { "xbrltype": "domainItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "ContentMember", "presentation": ["http://www.chegg.com/role/PropertyandEquipmentNetNarrativeDetails", "http://www.chegg.com/role/PropertyandEquipmentNetScheduleofPropertyandEquipmentNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Content", "label": "Content [Member]", "documentation": "Content" } } }, "auth_ref": [] }, "us-gaap_ContractWithCustomerAssetAndLiabilityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerAssetAndLiabilityTableTextBlock", "presentation": ["http://www.chegg.com/role/RevenuesTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Accounts Receivable", "label": "Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block]", "documentation": "Tabular disclosure of receivable, contract asset, and contract liability from contract with customer. Includes, but is not limited to, change in contract asset and contract liability." } } }, "auth_ref": ["r994"] }, "us-gaap_ContractWithCustomerAssetNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerAssetNetCurrent", "crdr": "debit", "presentation": ["http://www.chegg.com/role/RevenuesContractBalancesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Contract assets", "label": "Contract with Customer, Asset, after Allowance for Credit Loss, Current", "documentation": "Amount, after allowance for credit loss, of right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time, classified as current." } } }, "auth_ref": ["r371", "r373", "r384"] }, "us-gaap_ContractWithCustomerLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCurrent", "crdr": 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liability, revenue recognized", "label": "Contract with Customer, Liability, Revenue Recognized", "documentation": "Amount of revenue recognized that was previously included in balance of obligation to transfer good or service to customer for which consideration from customer has been received or is due." } } }, "auth_ref": ["r385"] }, "chgg_ContractWithCustomerLiabilityRevenueRecognizedPriorPeriod": { "xbrltype": "monetaryItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "ContractWithCustomerLiabilityRevenueRecognizedPriorPeriod", "crdr": "credit", "presentation": ["http://www.chegg.com/role/RevenuesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Contract with customer, liability, revenue recognized, prior period", "label": "Contract With Customer, Liability, Revenue Recognized, Prior Period", "documentation": "Contract With Customer, Liability, Revenue Recognized, Prior Period" } } }, "auth_ref": [] }, "us-gaap_ConvertibleDebtSecuritiesMember": { 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services rendered during the reporting period." } } }, "auth_ref": ["r68", "r170", "r265", "r331", "r332", "r333", "r334", "r335", "r336", "r337", "r338", "r339", "r495", "r749", "r989"] }, "us-gaap_CostOfSalesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfSalesMember", "presentation": ["http://www.chegg.com/role/StockholdersEquityScheduleofSharebasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cost of revenues", "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": [] }, "dei_CurrentFiscalYearEndDate": { "xbrltype": "gMonthDayItemType", "nsuri": 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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": ["r90", "r169", "r303", "r304", "r305", "r306", "r307", "r329", "r330", "r340", "r346", "r347", "r348", "r349", "r350", "r351", "r356", "r363", "r364", "r366", "r505"] }, "us-gaap_DebtInstrumentAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentAxis", "presentation": ["http://www.chegg.com/role/CashandCashEquivalentsInvestmentsandFairValueMeasurementsDebtDetails", "http://www.chegg.com/role/ConvertibleSeniorNotesNarrativeDetails", "http://www.chegg.com/role/ConvertibleSeniorNotesScheduleofInterestExpenseRecognizedDetails", "http://www.chegg.com/role/ConvertibleSeniorNotesScheduleofNetCarryingAmountDetails"], "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": ["r11", "r49", "r50", "r100", "r101", "r172", "r341", "r342", "r343", "r344", "r345", "r347", "r352", "r353", "r354", "r355", "r357", "r358", "r359", "r360", "r361", "r362", "r757", "r758", "r759", "r760", "r761", "r788", "r919", "r977", "r978", "r979", "r1012", "r1014"] }, "us-gaap_DebtInstrumentConvertibleConversionPrice1": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentConvertibleConversionPrice1", "presentation": ["http://www.chegg.com/role/ConvertibleSeniorNotesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Conversion price (in dollars per share)", "label": "Debt Instrument, Convertible, Conversion Price", "documentation": "The price per share of the conversion feature embedded in the debt instrument." } } }, "auth_ref": ["r91", "r343"] }, "us-gaap_DebtInstrumentConvertibleConversionRatio1": { "xbrltype": "pureItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentConvertibleConversionRatio1", "presentation": ["http://www.chegg.com/role/ConvertibleSeniorNotesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Conversion ratio", "label": "Debt Instrument, Convertible, Conversion Ratio", "documentation": "Ratio applied to the conversion of debt instrument into equity with equity shares divided by debt principal amount." } } }, "auth_ref": ["r36", "r53", "r93", "r94", "r343"] }, "chgg_DebtInstrumentConvertibleShares": { "xbrltype": "sharesItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "DebtInstrumentConvertibleShares", "presentation": ["http://www.chegg.com/role/ConvertibleSeniorNotesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt instrument, convertible (in shares)", "label": "Debt Instrument, Convertible, Shares", "documentation": "Debt Instrument, Convertible, Shares" } } }, "auth_ref": [] }, "us-gaap_DebtInstrumentFaceAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentFaceAmount", "crdr": "credit", "calculation": { "http://www.chegg.com/role/ConvertibleSeniorNotesScheduleofNetCarryingAmountDetails": { "parentTag": "us-gaap_LongTermDebtFairValue", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.chegg.com/role/ConvertibleSeniorNotesNarrativeDetails", "http://www.chegg.com/role/ConvertibleSeniorNotesScheduleofNetCarryingAmountDetails"], "lang": { "en-us": { "role": { "terseLabel": "Face value", "verboseLabel": "Principal", "label": "Debt Instrument, Face Amount", "documentation": "Face (par) amount of debt instrument 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Includes, but is not limited to, legal, accounting, underwriting, printing, and registration costs." } } }, "auth_ref": ["r992", "r1011", "r1012", "r1014"] }, "us-gaap_DeferredIncomeTaxAssetsNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredIncomeTaxAssetsNet", "crdr": "debit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 7.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "terseLabel": "Deferred tax assets, net", "label": "Deferred Income Tax Assets, Net", "documentation": "Amount, after allocation of valuation allowances and deferred tax liability, of deferred tax asset attributable to deductible differences and carryforwards, with jurisdictional netting." } } }, "auth_ref": ["r437", "r438"] }, "us-gaap_DeferredIncomeTaxExpenseBenefit": { "xbrltype": "monetaryItemType", 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"Depreciation and content amortization expense", "label": "Depreciation and Other Amortization", "documentation": "Depreciation and Other Amortization" } } }, "auth_ref": [] }, "us-gaap_DepreciationDepletionAndAmortization": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DepreciationDepletionAndAmortization", "crdr": "debit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "verboseLabel": "Depreciation and amortization expense", "label": "Depreciation, Depletion and Amortization", "documentation": "The aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets." } } }, "auth_ref": ["r5", "r211", "r217", "r222", "r749", "r750"] }, "us-gaap_DevelopedTechnologyRightsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DevelopedTechnologyRightsMember", "presentation": ["http://www.chegg.com/role/GoodwillandIntangibleAssetsFinitelivedandIndefinitelivedIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Developed technologies", "label": "Developed Technology Rights [Member]", "documentation": "Rights to developed technology, which can include the right to develop, use, market, sell, or offer for sale products, compounds, or intellectual property." } } }, "auth_ref": ["r97", "r963", "r965", "r966", "r967", "r969", "r970", "r973", "r974"] }, "us-gaap_DilutiveSecuritiesEffectOnBasicEarningsPerShareOther": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DilutiveSecuritiesEffectOnBasicEarningsPerShareOther", "crdr": "credit", "calculation": { 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Excludes disposals classified as discontinued operations." } } }, "auth_ref": ["r6", "r84"] }, "chgg_DisposalGroupNotDiscontinuedOperationAcceleratedDepreciationAndAmortizationAndLossOnWriteOffOfPropertyPlantAndEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "DisposalGroupNotDiscontinuedOperationAcceleratedDepreciationAndAmortizationAndLossOnWriteOffOfPropertyPlantAndEquipment", "crdr": "debit", "presentation": ["http://www.chegg.com/role/PropertyandEquipmentNetNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Disposal group, not discontinued operation, depreciation and amortization", "label": "Disposal Group, Not Discontinued Operation, Accelerated Depreciation and Amortization and Loss on Write-off of Property, Plant and Equipment", "documentation": "Disposal Group, Not Discontinued Operation, Accelerated Depreciation and Amortization and Loss on Write-off of Property, Plant and Equipment" } } }, "auth_ref": [] }, "dei_DocumentFiscalPeriodFocus": { "xbrltype": "fiscalPeriodItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalPeriodFocus", "presentation": ["http://www.chegg.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://www.chegg.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Fiscal Year End", "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_DocumentPeriodEndDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodEndDate", "presentation": ["http://www.chegg.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Period End Date", "label": "Document Period End Date", "documentation": "For 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." } } }, "auth_ref": [] }, "dei_DocumentQuarterlyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentQuarterlyReport", "presentation": ["http://www.chegg.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": ["r811"] }, "dei_DocumentTransitionReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentTransitionReport", "presentation": ["http://www.chegg.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": ["r843"] }, "dei_DocumentType": { "xbrltype": "submissionTypeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentType", "presentation": ["http://www.chegg.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). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'." } } }, "auth_ref": [] }, "ecd_DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRfletdInTtlCompForCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRfletdInTtlCompForCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year", "label": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member]" } } }, "auth_ref": ["r854"] }, "us-gaap_EarningsPerShareAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareAbstract", "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS"], "lang": { "en-us": { "role": { "terseLabel": "Net (loss) income per share", "label": "Earnings Per Share [Abstract]" } } }, "auth_ref": [] }, "us-gaap_EarningsPerShareBasic": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareBasic", "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS", "http://www.chegg.com/role/NetLossIncomePerShareComputationofBasicandDilutedNetLossIncomePerShareDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Basic (in dollars per share)", "terseLabel": "Net (loss) income per share, basic, (in dollars per share)", "label": "Earnings Per Share, Basic", "documentation": "The amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period." } } }, "auth_ref": ["r157", "r178", "r179", "r181", "r182", "r183", "r185", "r191", "r193", "r204", "r205", "r206", "r210", "r460", "r463", "r477", "r478", "r562", "r583", "r745"] }, "us-gaap_EarningsPerShareBasicLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareBasicLineItems", "presentation": ["http://www.chegg.com/role/NetLossIncomePerShareComputationofBasicandDilutedNetLossIncomePerShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Earnings Per Share, Basic, by Common Class, Including Two Class Method [Line Items]", "label": "Earnings Per Share, Basic, by Common Class, Including Two Class Method [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": ["r193", "r197", "r204"] }, "us-gaap_EarningsPerShareDiluted": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareDiluted", "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS", "http://www.chegg.com/role/NetLossIncomePerShareComputationofBasicandDilutedNetLossIncomePerShareDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Diluted (in dollars per share)", "terseLabel": "Net (loss) income per share, diluted (in dollars per share)", "label": "Earnings Per Share, Diluted", "documentation": "The 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." } } }, "auth_ref": ["r157", "r178", "r179", "r181", "r182", "r183", "r185", "r193", "r204", "r205", "r206", "r210", "r460", "r463", "r477", "r478", "r562", "r583", "r745"] }, "us-gaap_EarningsPerShareTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareTextBlock", "presentation": ["http://www.chegg.com/role/NetLossIncomePerShare"], "lang": { "en-us": { "role": { "terseLabel": "Net (Loss) Income Per Share", "label": "Earnings Per Share [Text Block]", "documentation": "The entire disclosure for earnings per share." } } }, "auth_ref": ["r190", "r207", "r208", "r209"] }, "us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "terseLabel": "Effect of exchange rate changes", "label": "Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations", "documentation": "Amount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies. Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present

insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r496"] }, "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsCapitalizedAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsCapitalizedAmount", "crdr": "debit", "presentation": ["http://www.chegg.com/role/StockholdersEquityNarrativeofSharebasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Share-based compensation expense capitalized", "label": "Share-Based Payment Arrangement, Amount Capitalized", "documentation": "Amount of cost capitalized for award under share-based payment arrangement." } } }, "auth_ref": ["r429"] }, "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems", "presentation": ["http://www.chegg.com/role/StockholdersEquityScheduleofSharebasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Employee Service Share Based Compensation Allocation Of Recognized Period Costs [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_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions", "crdr": "debit", "presentation": ["http://www.chegg.com/role/StockholdersEquityNarrativeofSharebasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Unrecognized compensation costs related to restricted stock units", "label": "Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount", "documentation": "Amount of cost to be recognized for nonvested award under share-based payment arrangement. Excludes share and unit options." } } }, "auth_ref": ["r997"] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Employee Stock Option", "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://www.chegg.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_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://www.chegg.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://www.chegg.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://www.chegg.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://www.chegg.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": ["r809"] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": ["http://www.chegg.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://www.chegg.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://www.chegg.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": ["r809"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://www.chegg.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://www.chegg.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": ["r809"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://www.chegg.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://www.chegg.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Interactive Data Current", "label": "Entity Interactive Data Current", 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This is not an indicator of the fair value of the investment, rather it is the initial cost adjusted for the entity's share of earnings and losses of the investee, adjusted for any distributions (dividends) and other than temporary impairment (OTTI) losses recognized." } } }, "auth_ref": ["r211", "r219", "r222", "r261", "r908", "r948"] }, "us-gaap_EquitySecuritiesWithoutReadilyDeterminableFairValueAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquitySecuritiesWithoutReadilyDeterminableFairValueAmount", "crdr": "debit", "presentation": ["http://www.chegg.com/role/CashandCashEquivalentsInvestmentsandFairValueMeasurementsStrategicInvestmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Investment without readily determinable fair value", "label": "Equity Securities without Readily Determinable Fair Value, Amount", "documentation": "Amount of investment in equity security without readily determinable fair value." } } }, "auth_ref": ["r260"] }, "ecd_EquityValuationAssumptionDifferenceFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EquityValuationAssumptionDifferenceFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Equity Valuation Assumption Difference, Footnote", "label": "Equity Valuation Assumption Difference, Footnote [Text Block]" } } }, "auth_ref": ["r858"] }, "ecd_ErrCompAnalysisTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ErrCompAnalysisTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Erroneous Compensation Analysis", "label": "Erroneous Compensation Analysis [Text Block]" } } }, "auth_ref": ["r816", "r826", "r836", "r868"] }, "ecd_ErrCompRecoveryTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ErrCompRecoveryTable", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Erroneously Awarded Compensation Recovery", "label": "Erroneously Awarded Compensation Recovery [Table]" } } }, "auth_ref": ["r813", "r823", "r833", "r865"] }, "us-gaap_EstimateOfFairValueFairValueDisclosureMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EstimateOfFairValueFairValueDisclosureMember", "presentation": ["http://www.chegg.com/role/CashandCashEquivalentsInvestmentsandFairValueMeasurementsDebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Estimate of Fair Value Measurement", "label": "Estimate of Fair Value Measurement [Member]", "documentation": "Measured as an estimate of fair value." } } }, "auth_ref": ["r354", "r494", "r758", "r759"] }, "ecd_ExecutiveCategoryAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ExecutiveCategoryAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Executive Category:", "label": "Executive Category [Axis]" } } }, "auth_ref": ["r864"] }, "chgg_ExpectedPaymentsToAcquireEquityMethodInvestments": { "xbrltype": "monetaryItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "ExpectedPaymentsToAcquireEquityMethodInvestments", "crdr": "credit", "presentation": ["http://www.chegg.com/role/CashandCashEquivalentsInvestmentsandFairValueMeasurementsStrategicInvestmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Commitment to invest", "label": "Expected Payments To Acquire Equity Method Investments", "documentation": "Expected Payments To Acquire Equity Method Investments" } } }, "auth_ref": [] }, "us-gaap_FacilityClosingMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FacilityClosingMember", "presentation": ["http://www.chegg.com/role/RestructuringandOtherRelatedChargesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Facility Closing", "label": "Facility Closing [Member]", "documentation": "Closing of a facility associated with exit from or disposal of business activities or restructurings pursuant to a plan." } } }, "auth_ref": [] }, "us-

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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": ["r480", "r481", "r488", "r776"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": ["http://www.chegg.com/role/CashandCashEquivalentsInvestmentsandFairValueMeasurementsDebtDetails"], "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": ["r480", "r481", "r488", "r776"] }, "us-gaap_FairValueByFairValueHierarchyLevelAxis": { "xbrltype": "stringItemType", "nsuri": 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asset or liability, either directly or indirectly, including, but not limited to, quoted prices for similar assets or liabilities in active markets, or quoted prices for identical or similar assets or liabilities in inactive markets." } } }, "auth_ref": ["r354", "r388", "r393", "r481", "r482", "r488", "r526", "r758", "r759", "r770", "r771", "r772", "r776"] }, "us-gaap_FairValueMeasurementFrequencyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementFrequencyDomain", "presentation": ["http://www.chegg.com/role/CashandCashEquivalentsInvestmentsandFairValueMeasurementsDebtDetails", "http://www.chegg.com/role/ConvertibleSeniorNotesScheduleofNetCarryingAmountDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement Frequency [Domain]", "label": "Measurement Frequency [Domain]", "documentation": "Measurement frequency." } } }, "auth_ref": ["r480", "r481", "r482", "r484", "r776", "r1006", "r1009"] }, 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Includes, but is not limited to, fair value adjustment for impairment of asset, liability or equity, not frequently measured at fair value." } } }, "auth_ref": ["r480", "r481", "r482", "r484", "r776", "r1006"] }, "chgg_February2023AccceleratedShareRepurchaseProgramMember": { "xbrltype": "domainItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "February2023AccceleratedShareRepurchaseProgramMember", "presentation": ["http://www.chegg.com/role/StockholdersEquityShareRepurchaseDetails"], "lang": { "en-us": { "role": { "terseLabel": "February 2023 ASRs", "label": "February 2023 Accelerated Share Repurchase Program [Member]", "documentation": "February 2023 Accelerated Share Repurchase Program" } } }, "auth_ref": [] }, "us-gaap_FinancialInstrumentAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinancialInstrumentAxis", "presentation": 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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r296", "r738", "r755"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear", "crdr": "debit", "calculation": { "http://www.chegg.com/role/GoodwillandIntangibleAssetsEstimatedFutureAmortizationExpenseRelatedtoIntangibleAssetsDetails": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.chegg.com/role/GoodwillandIntangibleAssetsEstimatedFutureAmortizationExpenseRelatedtoIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Remaining three months of 2024", "label": "Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year." } } }, "auth_ref": ["r1063"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearFour", "crdr": "debit", "calculation": { "http://www.chegg.com/role/GoodwillandIntangibleAssetsEstimatedFutureAmortizationExpenseRelatedtoIntangibleAssetsDetails": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.chegg.com/role/GoodwillandIntangibleAssetsEstimatedFutureAmortizationExpenseRelatedtoIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "2028", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Four", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r296", "r738", "r755"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearThree", "crdr": "debit", "calculation": { "http://www.chegg.com/role/GoodwillandIntangibleAssetsEstimatedFutureAmortizationExpenseRelatedtoIntangibleAssetsDetails": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.chegg.com/role/GoodwillandIntangibleAssetsEstimatedFutureAmortizationExpenseRelatedtoIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Three", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r296", "r738", "r755"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo", "crdr": "debit", "calculation": { "http://www.chegg.com/role/GoodwillandIntangibleAssetsEstimatedFutureAmortizationExpenseRelatedtoIntangibleAssetsDetails": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.chegg.com/role/GoodwillandIntangibleAssetsEstimatedFutureAmortizationExpenseRelatedtoIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Two", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r296", "r738", "r755"] }, "us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsByMajorClassAxis", "presentation": ["http://www.chegg.com/role/GoodwillandIntangibleAssetsFinitelivedandIndefinitelivedIntangibleAssetsDetails", "http://www.chegg.com/role/GoodwillandIntangibleAssetsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Finite-Lived Intangible Assets by Major Class [Axis]", "label": "Finite-Lived Intangible Assets by Major Class [Axis]", "documentation": "Information by major type or class of finite-lived intangible assets." } } }, "auth_ref": ["r288", "r290", "r291", "r292", "r293", "r294", "r297", "r298", "r556", "r557", "r738"] }, "us-gaap_FiniteLivedIntangibleAssetsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsGross", "crdr": "debit", "presentation": ["http://www.chegg.com/role/GoodwillandIntangibleAssetsFinitelivedandIndefinitelivedIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Gross Carrying Amount", "label": "Finite-Lived Intangible Assets, Gross", "documentation": "Amount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a

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Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit." } } }, "auth_ref": [ "r164" ] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": [ "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS" ], "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://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS" ], "lang": { "en-us": { "role": { "totalLabel": "Net cash (used in) provided by 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": [ "r164" ] }, "us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivitiesAbstract", "presentation": [ "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS" ], "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://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS" ], "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": [ "r77", "r78", "r79" ] }, "us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": [ "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS" ], "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://www.chegg.com/role/NetLossIncomePerShareComputationofBasicandDilutedNetLossIncomePerShareDetails": { "parentTag": "us-gaap_NetIncomeLossAvailableToCommonStockholdersDiluted", "weight": 1.0, "order": 1.0 }, "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCOMPREHENSIVELOSSINCOME": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": 1.0, "order": 2.0 }, "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 3.0 }, "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS", "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCOMPREHENSIVELOSSINCOME", "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS", "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFSTOCKHOLDERSEQUITY", "http://www.chegg.com/role/NetLossIncomePerShareComputationofBasicandDilutedNetLossIncomePerShareDetails", "http://xbrl.sec.gov/ecd/role/PvpDisclosure" ], "lang": { "en-us": { "role": { "totalLabel": "Net (loss) income", "terseLabel": "Net (loss) income", "verboseLabel": "Net (loss) income", "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": [ "r69", "r79", "r107", "r128", "r147", "r150", "r154", "r170", "r176", "r178", "r179", "r181", "r182", "r183", "r187", "r188", "r202", "r265", "r331", "r332", "r333", "r334", "r335", "r336", "r337", "r338", "r339", "r460", "r463", "r478", "r495", "r578", "r644", "r660", "r661", "r805", "r989" ] }, "us-gaap_NetIncomeLossAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLossAbstract", "presentation": [ "http://www.chegg.com/role/NetLossIncomePerShareComputationofBasicandDilutedNetLossIncomePerShareDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Numerator:", "label": "Net Income (Loss) Attributable to Parent [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetIncomeLossAvailableToCommonStockholdersDiluted": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLossAvailableToCommonStockholdersDiluted", "crdr": "credit", "calculation": { "http://www.chegg.com/role/NetLossIncomePerShareComputationofBasicandDilutedNetLossIncomePerShareDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://www.chegg.com/role/NetLossIncomePerShareComputationofBasicandDilutedNetLossIncomePerShareDetails" ], "lang": { "en-us": { "role": { "totalLabel": "Net (loss) income, diluted", "label": "Net Income (Loss) Available to Common Stockholders, Diluted", "documentation": "Amount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities, and addition from assumption of issuance of common shares for dilutive potential common shares; of income (loss) available to common shareholders." } } }, "auth_ref": [ "r158", "r192", "r198", "r199", "r200", "r201", "r203", "r206" ] }, "us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NewAccountingPronouncementsPolicyPolicyTextBlock", "presentation": [ "http://www.chegg.com/role/BackgroundandBasisofPresentationPolicies" ], "lang": { "en-us": { "role": { "terseLabel": "Recent Accounting Pronouncements", "label": "New Accounting Pronouncements, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact." } } }, "auth_ref": [] }, "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": [ "r856" ] }, "ecd_NonNeosMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonNeosMember", "presentation": [ "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure" ], "lang": { "en-us": { "role": { "terseLabel": "Non-NEOs", "label": "Non-NEOs [Member]" } } }, "auth_ref": [ "r820", "r830", "r840", "r864", "r872" ] }, "ecd_NonPeoNeoAvgCompActuallyPaidAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonPeoNeoAvgCompActuallyPaidAmt", "presentation": [ "http://xbrl.sec.gov/ecd/role/PvpDisclosure" ], "lang": { "en-us": { "role": { "terseLabel": "Non-PEO NEO Average Compensation
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Actually Paid Amount", "label": "Non-PEO NEO Average Compensation Actually Paid Amount" } } }, "auth_ref": ["r847"] }, "ecd_NonPeoNeoAvgTotalCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonPeoNeoAvgTotalCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Non-PEO NEO Average Total Compensation Amount", "label": "Non-PEO NEO Average Total Compensation Amount" } } }, "auth_ref": ["r846"] }, "ecd_NonPeoNeoMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonPeoNeoMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Non-PEO NEO", "label": "Non-PEO NEO [Member]" } } }, "auth_ref": ["r864"] }, "ecd_NonRule10b51ArrAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonRule10b51ArrAdoptedFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "Non-Rule 10b5-1 Arrangement Adopted", "label": "Non-Rule 10b5-1 Arrangement Adopted [Flag]" } } }, "auth_ref": ["r883"] }, "ecd_NonRule10b51ArrTrmntdFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonRule10b51ArrTrmntdFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "Non-Rule 10b5-1 Arrangement Terminated", "label": "Non-Rule 10b5-1 Arrangement Terminated [Flag]" } } }, "auth_ref": ["r883"] }, "us-gaap_NoncashOrPartNoncashAcquisitionFixedAssetsAcquired1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NoncashOrPartNoncashAcquisitionFixedAssetsAcquired1", "crdr": "debit", "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "terseLabel": "Accrued purchases of long-lived assets", "label": "Noncash or Part Noncash Acquisition, Fixed Assets Acquired", "documentation": "The amount of fixed assets that an Entity acquires in a noncash (or part noncash) acquisition. Noncash is defined as information about all investing and financing activities of an enterprise during a period that affect recognized assets or liabilities but that do not result in cash receipts or cash payments in the period. \"Part noncash\" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period." } } }, "auth_ref": ["r21", "r22", "r23"] }, "us-gaap_NonoperatingIncomeExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NonoperatingIncomeExpense", "crdr": "credit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS"], "lang": { "en-us": { "role": { "totalLabel": "Total interest expense and other income, net", "label": "Nonoperating Income (Expense)", "documentation": "The aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business)." } } }, "auth_ref": ["r71"] }, "us-gaap_NonoperatingIncomeExpenseAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NonoperatingIncomeExpenseAbstract", "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS"], "lang": { "en-us": { "role": { "terseLabel": "Interest expense and other income, net:", "label": "Nonoperating Income (Expense) [Abstract]" } } }, "auth_ref": [] }, "chgg_November2023AcceleratedShareRepurchaseProgramMember": { "xbrltype": "domainItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "November2023AcceleratedShareRepurchaseProgramMember", "presentation": ["http://www.chegg.com/role/StockholdersEquityShareRepurchaseDetails"], "lang": { "en-us": { "role": { "terseLabel": "November 2023 ASRs", "label": "November 2023 Accelerated Share Repurchase Program [Member]", "documentation": "November 2023 Accelerated Share Repurchase Program" } } }, "auth_ref": [] }, "chgg_November2024RestructuringPlanMember": { "xbrltype": "domainItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "November2024RestructuringPlanMember", "presentation": ["http://www.chegg.com/role/RestructuringandOtherRelatedChargesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "November 2024 Restructuring Plan", "label": "November 2024 Restructuring Plan [Member]", "documentation": "November 2024 Restructuring Plan" } } }, "auth_ref": [] }, "chgg_NumberOfOfficesClosed": { "xbrltype": "integerItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "NumberOfOfficesClosed", "presentation": ["http://www.chegg.com/role/RestructuringandOtherRelatedChargesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of offices closed", "label": "Number of Offices Closed", "documentation": "Number of Offices Closed" } } }, "auth_ref": [] }, "us-gaap_NumberOfOperatingSegments": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfOperatingSegments", "presentation": ["http://www.chegg.com/role/BackgroundandBasisofPresentationNarrativeDetails"], "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": ["r750", "r930"] }, "us-gaap_NumberOfReportableSegments": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfReportableSegments", "presentation": ["http://www.chegg.com/role/BackgroundandBasisofPresentationNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of reportable segments", "label": "Number of Reportable Segments", "documentation": "Number of segments reported by the entity. A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements." } } }, "auth_ref": ["r748", "r751", "r930"] }, "chgg_OpenMarketTransactionsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "OpenMarketTransactionsMember", "presentation": ["http://www.chegg.com/role/StockholdersEquityShareRepurchaseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Open Market Transactions", "label": "Open Market Transactions [Member]", "documentation": "Open Market Transactions" } } }, "auth_ref": [] }, "us-gaap_OperatingExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpenses", "crdr": "debit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS"], "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://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS"], "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://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONS"], "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": ["r110", "r747", "r929", "r931", "r932", "r933", "r934"] }, "us-gaap_OperatingLeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseCost", "crdr": "debit", "calculation": { "http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 19.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "terseLabel": "Operating lease expense, net", "label": "Operating Lease, Cost", "documentation": "Amount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability." } } }, "auth_ref": ["r514", "r789"] }, "us-gaap_OperatingLeaseImpairmentLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseImpairmentLoss", "crdr": "debit", "calculation": { "http://www.chegg.com/role/RestructuringandOtherRelatedChargesAdditionalInformationDetails": { "parentTag": "us-gaap_AssetImpairmentCharges", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.chegg.com/role/RestructuringandOtherRelatedChargesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Impairment of ROU asset", "label": "Operating Lease, Impairment Loss", "documentation": "Amount of loss from impairment of right-of-use asset from operating lease." } } }, "auth_ref": ["r1015"] }, "us-gaap_OperatingLeaseLiability": { "xbrltype": 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"parentTag": "us-gaap_LiabilitiesNoncurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "terseLabel": "Long-term operating lease liabilities", "label": "Operating Lease, Liability, Noncurrent", "documentation": "Present value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent." } } }, "auth_ref": ["r512"] }, "us-gaap_OperatingLeasePayments": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeasePayments", "crdr": "credit", "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "terseLabel": "Operating cash flows from operating leases", "label": "Operating Lease, Payments", "documentation": "Amount of cash outflow from operating lease, excluding payments to bring another asset to condition and location necessary for its 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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
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Description of restructuring activities such as exit and disposal activities, include facts and circumstances leading to the plan, the expected plan completion date, the major types of costs associated with the plan activities, total expected costs, the accrual balance at the end of the period, and the periods over which the remaining accrual will be settled." } } }, "auth_ref": ["r309", "r310", "r312", "r315", "r320"] }, "us-gaap_RestructuringAndRelatedCostExpectedCost1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostExpectedCost1", "crdr": "debit", "presentation": ["http://www.chegg.com/role/RestructuringandOtherRelatedChargesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Expected cost restructuring plan", "label": "Restructuring and Related Cost, Expected Cost", "documentation": "Amount expected to be recognized in earnings for the specified restructuring cost." } } }, "auth_ref": ["r311", "r314", "r317", "r319"] }, "us-gaap_RestructuringAndRelatedCostExpectedCostRemaining1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostExpectedCostRemaining1", "crdr": "debit", "presentation": ["http://www.chegg.com/role/RestructuringandOtherRelatedChargesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Estimated additional restructuring charges", "label": "Restructuring and Related Cost, Expected Cost Remaining", "documentation": "Amount of expected cost remaining for the specified restructuring cost." } } }, "auth_ref": [] }, "us-gaap_RestructuringCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCharges", "crdr": "debit", "presentation": ["http://www.chegg.com/role/RestructuringandOtherRelatedChargesAdditionalInformationDetails", "http://www.chegg.com/role/RestructuringandOtherRelatedChargesScheduleofReconciliationofChangesinRestructuringLiabilityBalanceDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring charges", "label": "Restructuring Charges", "documentation": "Amount of expenses associated with exit or disposal activities pursuant to an authorized plan. 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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." } } }, "auth_ref": ["r108", "r109", "r211", "r214", "r215", "r220", "r222", "r223", "r224", "r225", "r382", "r383", "r555"] }, "chgg_RevenueFromContractWithCustomerIncludingAssessedTaxIncreaseDecrease": { "xbrltype": "monetaryItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "RevenueFromContractWithCustomerIncludingAssessedTaxIncreaseDecrease", "crdr": "credit", "presentation": ["http://www.chegg.com/role/RevenuesDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Change, Total net revenues", "label": "Revenue From Contract With Customer, Including Assessed Tax, Increase (Decrease)", "documentation": "Revenue From Contract With Customer, Including Assessed Tax, Increase (Decrease)" } } }, "auth_ref": [] }, "chgg_RevenueFromContractWithCustomerIncludingAssessedTaxIncreaseDecreasePercent": { "xbrltype": "percentItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "RevenueFromContractWithCustomerIncludingAssessedTaxIncreaseDecreasePercent", "presentation": ["http://www.chegg.com/role/RevenuesDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Change, Total net revenues, percent", "label": "Revenue From Contract With Customer, Including Assessed Tax, Increase (Decrease), Percent", "documentation": "Revenue From Contract With Customer, Including Assessed Tax, Increase (Decrease), Percent" } } }, "auth_ref": [] }, "us-gaap_RevenueFromContractWithCustomerTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerTextBlock", "presentation": ["http://www.chegg.com/role/Revenues"], "lang": { "en-us": { "role": { "terseLabel": "Revenues", "label": "Revenue from Contract with Customer [Text Block]", "documentation": "The entire disclosure of revenue from contract with customer to transfer good or service and to transfer nonfinancial asset. 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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": ["r964", "r969"] }, "us-gaap_ScheduleOfAcquiredIndefiniteLivedIntangibleAssetsByMajorClassTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAcquiredIndefiniteLivedIntangibleAssetsByMajorClassTextBlock", "presentation": ["http://www.chegg.com/role/GoodwillandIntangibleAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Indefinite-lived Intangible Assets", "label": "Schedule of Acquired Indefinite-Lived Intangible Assets by Major Class [Table Text Block]", "documentation": "Tabular disclosure of acquired indefinite-lived intangible asset by major class." } } }, "auth_ref": ["r968"] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable", "presentation": ["http://www.chegg.com/role/NetLossIncomePerShareSharesExcludedFromComputationOfDilutedNetLossIncomePerShareDetails"], "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": ["r25"] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock", "presentation": ["http://www.chegg.com/role/NetLossIncomePerShareTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Antidilutive Securities Excluded from Computation of Net (Loss) Income 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": ["r25"] }, "us-gaap_ScheduleOfAvailableForSaleSecuritiesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAvailableForSaleSecuritiesLineItems", "presentation": [

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Excludes temporary equity and equity attributable to noncontrolling interest." } } }, "auth_ref": ["r59", "r62", "r63", "r82", "r626", "r642", "r663", "r664", "r790", "r807", "r920", "r949", "r1010", "r1061"] }, "us-gaap_StockholdersEquityAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityAbstract", "presentation": ["http://www.chegg.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "terseLabel": "Stockholders' equity:", "label": "Equity, Attributable to Parent [Abstract]" } } }, "auth_ref": [] }, "chgg_SubscriptionServicesMember": { "xbrltype": "domainItemType", "nsuri": "http://www.chegg.com/20240930", "localname": "SubscriptionServicesMember", "presentation": ["http://www.chegg.com/role/RevenuesDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Subscription Services", "label": "Subscription Services [Member]", "documentation": "Chegg Services [Member]" } } }, 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Such securities primarily consist of treasury bills (short-term maturities - one year or less), treasury notes (intermediate term maturities - two to ten years), and treasury bonds (long-term maturities - ten to thirty years)." } } }, "auth_ref": ["r744", "r770", "r772", "r776", "r1026"] }, "ecd_UndrlygSecurityMktPriceChngPct": { "xbrltype": "pureItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "UndrlygSecurityMktPriceChngPct", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Underlying Security Market Price Change", "label": "Underlying Security Market Price Change, Percent" } } }, "auth_ref": ["r881"] }, "us-gaap_UseOfEstimates": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "UseOfEstimates", "presentation": ["http://www.chegg.com/role/BackgroundandBasisofPresentationPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Use of Estimates", "label": "Use 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MF+\G>&8?CB/Y%5X8SH!8=?CO Y,O6Y/H0 MHW@L/&\,OK#\L&O!/?OQ>%GT642;/(@IL\0"M!S M\?RM5+O1$D8[OG;E]W#O$@?AT O6/38O:18>\6EQI. _>B+ZR^\%7!]E7Q8B M8R80Z^#P@ 94E,Q26O'C'X)K>1Z\,P>$Q"YV?ZK"^?UKYB2HWI2 IK6*,B#6LWG.3GKNN! M;T"<9>2Y\$%&GD)\IM"?EEJ.OT=9SP<^Q ~ODL&,(+[(CR I[W@F\ )A[@Q MO-B[H;QG7CS@'!D!=]!0%!!(6X,X9DSS:N,VMYM\R8O:0P8H/+>78QC60!9 M8-;>O:9C7"U98-S> _;S&+ZTL<&GO;FB3%ZO)1+CDION\-3E@E=&_\0YP_0Y8 M5;Q0FNX,']H!JXSP3?=\#Z7XU>H\0V7O3N\1*OXJZ=]TS(QNO5\E+YKNA!]4 M\5=)=)<V(?+O-6SYZDTW=NL)_)6$[.[Z;6'GFKB7%-]V\"FK MATMJTSW? SI@53F7.M=.=WIH_-T9/K0#5AGAF>.:TZ^C?>IZU]3:N,%TUW60^\IE5'^*:[G ?->;OA M))36=&^$MIRW.IC5>#>U]LA;38QKNG][^)RW.KC4=._W4%Z*4IV!H#5]N[<. M+Z5*^C?=,Z_;2ZF2%TWWV_JI51)>!:.W.YI:DWW?^:^E##.6>MZ1YR;:D/ M-3!+.[RW7+L#5A/CFNXY'S[UH0XN,>)3R)+WXXL$M=_U[.K\H MK<[W@!T?O3%YET-K.9Z[_QK"'?SP..G%G+_<'\;5D%BD.^=[V=H&;H'/!I' MS@#%^*#XGR,T3#F<<$0L#QRMW;6%3?AT\[L7XWV 0PB_D/U!$=5'[M+MVP]^B7G# _Z16Z5E4K@P5PD@,.CC6^XQ/%2=<>8][A5[*RS,>[82>ZB1QR> Z>5TF$*4[DG<"FR+X]SB(!.G.O"_8X M4X^M9S 7J-C&F9^>[\?G01J6.$!I,9B+0:#$DYKDA,F(UL:K)[->(/)X): MG*DG[&,P&4=@18_5)"U..N^L*0F.6%V._^!9 _3JU?"!+G;O MHW (VQ#CA$9% [_J3/8?IK&G$[V_K'[\"<3OM!0% 0&:W':=QOVP,X:B979/5 MR%Q$XB287=/2RER0XR287<^:,3(7 SDHLVF:%3R'O)T^Z Y'P5&NUR9SP9BC M9W1 [528B_ OC@M^\H^HF3ZW'@;C 8<[_[&GG1WY)H(Y ?@' MF0V$G,';_ R" <5Q3&^Z"8B0Q .0.N3$08#:(504;E*HP\3ORH>WWXP#GY%%N8 MI1,NZN=!&^5/:!K>$*\JS3*LI#%>0-[N04/M2:?=92-.A5 m?]J8#;DR&/2]DNI,!AL:)O6UQQH:;@#91QUJY4&OA]"0V= KHT&O*FG/7,"1 ME]0A;W3'/K[KIR7;ON-D$+HS\]Y>O?@6#1=.OX7CP/T;N7<Y4K9;&^5RFY8C:.!2?]EHUF2NYS M:>[QM[2M=!4GWI (Q5U_^]/I MATLO=OP0?ES5L.!D38C)"N194_L1Hl]TN$ZHJ75G+<-WMS M\R4/66;V0@;EPLN%S7:8&M#F%"I)# .7RW$A.MQ%'BP14%NO/9>Z69%VSRH5 Z8C1L5XD%:C A'TYL: (P0RL\$)AAE0103(S'K EUX\!Y+F\D?X"W M\>ABL>W; O$?;DS_P.Y=GT8R@IAF5+T 4/"(?'P;)A"L(23P@C&YB9"\/C _^M[Z' #8,"W9N K,W/L(EQ'L;T(16 -80&SCOU..G$QCI PB* O7MPD.6#6LR\N!T\11A'2$-Y3(@\>39X M6$ 3%EDY(N>?!1[6T*9#5IB'M1\O*2JA QRMH_4EJS*.!]F@Q0,I(4SP6[9 M;DM:5;$0A=E8"!?MJN ->*K A%B[.^V WLR$=+MI51RQ49B '7+3WP6YF U1U MBW;N@WL7*(K>O.#Y 8_"B'ARY\-P"'3\[%[CS[6JS ;^&%"%7#Q.7CR8C;GR MI8/+1LUF%;.Q:KYT^UJ$_<,3@H8 6W^JGQW@7%@U)39 MH35Q*^?@#%%3JH'6Q$V+$PADLV!F:'R3@WULU&1!;$W<$3DU:.1E;/ = ?;O M49>]P#(PIT-J*U)@:.N;9K$LX]EQH[\F0TMO M8O2Y:.JGH5:/SEP &QJ^??,2[YF6)+Q \4)#O@2_X #Z$?) &W3S?E!,'W? M8X*2<;P,@B3OL3NI;?]O({NM&+GC1K:RT&!N7CS24)A3]:!SES$F#9X'* (M/^#1.'(&A+WW4?@$\EZ=]MU?N;@!IF0O(YB+|!+=1S)S^$$.2YXV ?JL1B M=_WO]\]2E?RA=*6MV-6H1.;"I;DX=_[X$)\'4-OV$JL%U=%4R= MN6!BXV2L+LXQ%W?+O;F3$B[F8E>Y6'2=>]$816^G+%S,QH1N B<<8K"Q:8KX MMW!=3?N+.,$[N^E"R_DAS? QF0S.,\;>F/!N#N? (H_R]F=?%8"YFP2A_:LHW M,9B+.A3BSP...2)F A3VG#54N'HEME^\[3Q74U%876L4L>][P3-A6!JR0(^/>Q%C+F#1#';5M8(U.TI1 MIW35L7R9S0Y.U"E==:Q=9K-C&%]Q@"/D$W:=NT,O\,($FE6^X*-=P.QFQS7] MY5E.JYC9[%A'[7)6RU+6[&A'[7)6RWK&,+SC_!>*W*6FN<193B+/@7W')'1^_M @B\)'YX_ 'Y&?)Q1L.NZ#),K'WJU%_S(8N.)H.M9A6B"9FHR^U MH6EG'9'KR=-HI*.# T0X-7O+Y,IU&$'Q=O@678UU/.OAGJ%OPDL9N-&3"$N MEQ[AB%M"W"?O!2S"<3B,'RG?PXP^E^X7\AP+1L)6>B_5>7W? +(H1>`I]^AL'E8U6S&K&.E MZ?]MT1\N[7^(1"KI?>M$G\O/T<_J4E6?!B-O(]YZ#,*&!$>MS3_>S\\2U//Q MY(9>&!$ZM9W0]]$HQP>3#Y]+=+QfYZ(VL,[X7X#;]T><3A_<)6MM]-/3\M[, /Q%AC85;_$MX"(;IYNK1^'\]E*X^M^+/\YOOUX)%W?? 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N&$=*OY<^3VI;>L'E\DON)J32Y><-8 M)W=Z =6AF6VH]-K*Q"J<-_HV9Y.Q%_'=.,RH:!U+KR:?7K$ZDOW^L;F\CY(U M(@]Z=:,RCRU26=,[GB4>1Q=$X)[#Z&V\'TUOHJ+H9#?-_!%:G6_K1=LQLX& ME%[H*&U?CRL,]>6 E6!&>_J952EIV&FYU2...I[N[B$S[%0.'8>IUUCZD1 MD]L:LFD?V8VRC&QL.B21,GS^S@#F#XKC>?1%#G?@:2C$?RX15;M44E]4*60PK/6F?;ZZV)U-$)' M+ -@@I &V<9OZM(3^Z:GUR;E'X@G#"_PW>,.OC[P/^ \.=87@F;YX,36# O0X M(! DE88$?+]_GA#W%$5N+$#&O>69NS0W C:H":^&R=T M 2+ #7(1%.!ZVW3!I9P\DM@LO LFS!"E(-"@GIHFJ9(]J8D[@,AEK5PAGCT[3 M@.B\LYPA.H0&Q5&/N.+DC@DN.V;<[OBV2;548-8H3(M.G$78I_WE5DJGSDA% M;23-?H)Z<>B/D]6?,*NV6K3FJSFM^3J(9G_ QNU>A-'/-NH3BITA_Q=ZBX%% M&PK#*AUSKVZ'?0=L=HH[A)646)G&%-FG9L>0W2N%L[OWYPY-P(2%ZYO:\]N+F _O-M.G'E[OZ^GS_1.O9HV3UIS.I6O>.22W/6A9*"8RF $/5O4QP4} [\&A,>O" M*M^A0_C (U=+\'NQI/C1NDAL+IFW8U@('M?=D\&O H& MD#;%,N_J ((-AQJAHTKV*XGGVA "IK"^CORB9+#PN. 8Z+>VL*T>KPP*1Q/ M\\POL9 =E>E5=9\6&] 3IDJH6!I[@R'HP@/H!OM M"Q8^? OC^*. =8V'N-'SXEJ?"WM!R!A\5\L5#,?59ES97.%P(*@:G&)/ MR)B24-B@:=9M-W)M>6(@D:5RZH(+>#V\L 0T=R7=-%=X @L'9/V (X"|$P7 MDC_'TJ4?.^,T>RO8HNR"WF:,WUQ+[QT(V[3T9%Z3E^OO5'93]O[3[?QX](-<.D/[LSSDZ,5 MZA>H>0'1U->WL !TKNG/ZX>2A\>;0Q^"Z.8GW=MR-H)I<;6"\BM0_TOU^@Y M(OGAFQ7-D(1O^!GY[1]!FS3QG0;N^[^/6K7D616NWAMCG[X\@[>] H4ON(_+3 M&NG9(.VY1N2P< 0CIL6*\>/Q^=:'%A4BVOR9C)/S32YSC7YL?+WCO;IN0G2 M'AKD48QQFNOGO4. Z^>F.FI24 5H8(2++P[L@^QJ=>#U/'Y.\?0XKQ8ZUFQS ML66&>7;K^TA(BY*=Of1'I?3Y%O:I)-GSY,HX7K2G2/E2UE#$\E5B!).OAG@Y^?) M=8(BZ"$;"O2[*&7S.O1F8I(\;@?>ZZ'(H@$)N@G&#@0$[65_#4(?.^0F)\' MC65F1BWZ3\<)A]E'X3$9NV^>B<(7BM]^!7LK-]LV)\2>$]\VG4*24 GTX"F$61"AQ?/P4+Z1HH*B#L3 M8.1ZL8!&(XPBVMX:3IS!O/?B*]FYV$-6+7-/[8%S D0$AFN6DDI>C:1X_%XG M&83X;=@C2X$H"@]PABGX)4OA3TT#[=*[*>Z11O:,MKZ,9..Z7_0F\@2"@1 M?A'5Z/D^_0F*R9 2$7X!8.N/?:)>D[3[>B+0A1) Z9-G01M$'_U*A8!,%G'V M,VC9/I,SX-2<7'2$' W?P=%.72MS2D54=H3?A2%(S+:MZSAM@=]W^,1M&]_ MP4)6@&^-+/LUT?O&V4]%F2T+UT1MTAVZ$_M:S$#Z$!RM7(*A4[O]N[I2CC__>['DW!]] #W\X?+]K>[N[_R&WS^_S?R# /5&C(^V K23AW$KA?MFV(YR3=7'NT=GK\QJ_J0<" M]VPP_Q3R=/+3) (S &FL/>O=.6DM)V\ M;.D-&]Y-,MS,CX[PM.QU\;#OX9<5#VQ(3)*E2V"8K%P+Q[Z[?.%9=Y&8+MX0 MC)Z5FX/$"\8KUZ'\@^. UOPB-:66KQ(#!(BV\EHB2>@E7'$>\>MHS=W !V(X MK;RQOWPE9&H+\)%..:^H@Z)1^26>!1D*(27\91["Z8BZ &B M%M[EZ=^)A86(F=5#X$:E1M\[.DG>^0P>%)$. !L1OP@,RI0BY=$8R8_XI(P!! \1*7@?1I17W5,'P-L0$(PII5:R6 C M+P,W($ M*O/YM1.H>"F;SH-@3":PJMG^.BTQV_=B4&)OX*:F")KT8TICG).F3!WA>QCA M\ 5'(C M)1ZFSHA +KX1+@'U'./&FM5U$ M&HA_1'Y,]'U&["P0E=/$A#\P>)E(D.VA,&$BN ,FL"4/^LDJG&#-%/H%.@^+ 09PLEN)/Y$) >Z?C/,XQ%O+@F+@!_QQ.Z$L;IYUR83'' *V.B1&P) M0HG"]R>6(Y'-'+']XD"X.*:.Q^<(ACXNPCU&R6(WPEZC*8%UDZU'6I>P2\.$%AN@5&#)Y! @9;#X?.71F M8QBE[!&>>>V1D\9@HK'>$@T=(YD"H5A(A47F$A$=(JHF0U!/0V-9)?5ECY)0+ MH[5&S60[XVW8!C_3S(ZB3[:'LS6IG5VL*;AS\W3U/5M".G/TF OL?/AQ>_[C MDMQW^7%GTMCK2,-*?.OBCZNO7XG#<7N1RT*1=ZQWMY=7MX]7EP+Y]'CW[>;2 M\.E2^/W\&V'HHCX ME.W.X@# L-91(0Z>=?CU;23M2NIIFB1W9F[.O.^2K3ZO73;UEC;KZ2.O;/Z MID?)4D>W]4*/VGQ=5]>_9*=!6>\'BMG1M/$F)K;%^\54J>O(T1W*85QX"4/$ \;QVYKDE),+SAM M@FX7.]X0^?%O+?@+$MK@SO8S0],S0,AYX,(5S-XG"<7*(K>"#G^:!IY62TC/ MJQ+O_C4Y(UY9VPUI8 H>2Z2'D 53.8(0+\-I]!E71$ED]@@BT/=H.)VD;_< M/*IFL>823.C9E&A4%K$;[5%22]J.+P#SGTL&WF,.XZ@+7]V M"@2I1*W:FJB45ZL5(>C089=-_>TVR4D>N0QJ5<1PR09H8ZT"R?/9\+ H!GJ0C MA;_2S?N^\5]J/SR8.OP^@R'/>2_MB?#.1A.HXLBK &2!]H(FL%1-27*C3. M+: O.TYHZF0:.\.%9+JF9SEM3WD3^[B7-'4?RW+0>9W]-G>4WB9NNS;1!< M8>,M3J:<+*:7#)'530UFQ%KLVXC_(M>2[-@0QBS!V.G=5K1LFKE) [BH,%S6U%4UI=0;G#T7P$;=&KE2#(!D-1M"V) M$02=V@Y'>BI;R;<=R$V-+4]54C/=1M]-'C2IU;6,*N2!6ZH,PF>+1BT/'YG8 MIXJHJ<<8%E?T-,F=977Z%9P^+"\.LWHL#UMY4@E95MPH(R0**VN9ANB+LL5 M&1WYN-0 @_9DX;8MA% &:BJ!FZR)%K0(81QNOY7EN!X6WZ;GNLMN7Z&$;% M$P,YR^TZ;.!98$JB;36QISH91 6W1K!0#2(0QEBI!V% 8OTWKT?E*+3$ M(#5B!+RC6Y,*KM[5+8EZKV/@N0\ <*\F=+W%A>T.H]6535.T+(61V!J/SAXT M.EL=DDR")$NM(A^5K2@MT_KU:QBZM!+6SAKU-R+ +1IU0L9%S/>]5^RV_X.C M< W<+3C[8"FR\!D1 :47[ )\ARYA6*.1I N72! (JHL'S-Z@51TE[U_\1R)25!K@ MU(=-?#,>/#U&)&W+&*@222!!DB[*Y24J-V!S8^%RVAX&O7(3M@KE,J'H3>"$ M0_R$7J>&1U%Y@'T45USC(7;KNBT5FZG5I;-M>AL&SD[I+SIL0^FB*K,2%N/V:3TKJG,LCR"3KL"6JY?MZGE^VJ^.-O%*0N=GUM_TSS3+GG; MZ-D4*XBJ$A:X1@V43=PB!%*55[5L_KBLL='RU.(PD[*X?HSH>,U<2L)-!X_ MM4[MQ/BT'M4(O4$Q%5X*!U0*?>8LV'2?XF*WTW(&9 M9HEP^6XB=<"&7B&.5 MB)R5I\)A$S#G[+%BD2<6OASND4?0.?3\.+_W7[38Y$'.NF+BC5&C&+!*?)@:6SH=BQRSF,"ABRU] T-$\S34$LV=*"DO 5*[B@K1JNKZI:H M*/S_C'B9UL[A]+X@5K5NBE*9NFJYPQ:LLTK!EB1/7NR)=JVU:$J;9M8Q/'3 M=_%2]^2H24']9P{J,WY/%W+-;25:4O9O/.R9:H&57EMC)4&[""!V[NSVH 590+D M9@?39*D_1^!HZ7AJT,V+RKW-TPC0Y(VZ44]==0<'DR)2B]P[QLHQ"O[A M.[B[60I L$^M*:*LQ(B/K7@WLQZ"2=E 00?Z@*4]CU/(R)3[&K'=)MQYW-M MID*[TAD&W[H^1C05]MQ1 9I4FC@GE=];83#:UP3MFQXY]PMYD-PLR7,"?2[, MLKMX;*VN)MH:/X5^C"C*V>! MY _62](Q7CTN,IW">>!>S$]@@CY+2IE:WS'X'>:M53!O>3KOXZJNLA[,CVN] MJ9Q544*D"9.OOV!*PZE5\@Z?/*M[!:ON/Y E&A;OK0'@Y& LK4TD"O_!GLZZ MQ\'C $7X7=/UY0Y2M8!9]A8JLO$Y1@\V (^/94S.S0IHJ_.5!'I;H M/-J^OJ.VNE\'DE;MZ)44+P@A%P@L\3ACA2(CA@:*P<3+T^[C!1&&260<9UFXD(YY/$&Y'9W[\>I0Z MU%P/9R/:8J/SK$1ZMX91%AE.]G[^[H"U5UEV0IWTPB)VM;5G+8$=F#3N'\A4W M6L)*;68P.-=A4,H&WK8HIZ\H;'#:.QK VY:[W093SOH]]KZFIM$2=/2KM[T MK7!PQ.[5!%*&[^>BI"\\NW4FW/:9%3=]"P]LHQ&W?730,5M21=LP16U)9E5 MNH.)MF^.[T:HX@9SX8&5(#24K184T5)4T2P"\66L8 2X1&/$CSLX2A+455) M%!(1)T>BME]B9 TJF7ZFB0XXPN0%+]A *V%=GT:RUM8B85 T9.;1LAE$7@=E< M9R4)BZ? R':3BUW9TR%3Y,H*.4SN$1&/C'D/+?M!8*#1EZ"?'[R9.("#F!BG@A_&IW88Y4.I/1R3\9./-M:^KA3>A.SQ91.[A6* D*/>.[(MERF5'PN)T>I:EBJ]\FH$+[^4<.N8153EU<-[0)79ZNJ*])JK$8J#@^HT*S(6 M:J7'CP&4JDLT1^HK2NC'X@*.7RU-M"U^ H5#KTA%H_+0LUM=6]$0ZZJHE$3 M3J(T].A@[B:I.8]WIK-,U\^3MUVNC$#'HXSRG\\#]SRJDF6]M8.O0*^UN3? M<.GFDEWG0==]%O>6S/VFB2;VB6?$NB >'!N*_2P'\8"K6@I)*%P$08N#F+\ MPBL2EH/B,!*E93.69RSW`]\U7&4U%,2FO:>Z_,%J KV>K M/1?KO;[N6I,6EQ15+UI%A(;GOZ:;? E+1 .*[*4FOYH$,TR>9]QNO=A]+. .^F2" M9\C_A=YBP.X<'89>T%ZB^S+)-A*FW]^%,&8.NJ1R0.0YA&I^A)]$^G $=Y$A M(5:&(@PB4&9_VLX@DYC6(*G0&0@."H.G=[>77[>'4ID$^/=]]N+L^?R!^/3^2? M[U>W3X_"W;5P=W_U MC^O/9!R@<L>N1)6GS6(B;*$%9K:]$$G0Z=KK:S18>N[F0%/AK%^&SRX;/K MQ2.?O9UY 1T(_=`G[.G92@5J=FEEI^`]+O\XTL&UW3.D$)9R%'{(79_JY0R.V M.:?6Z+G4D4UW[E=21UUI?!A9ZAC]>]VS+5UE<%"[91SYH)1W'[4EN-7P M@@+SD[+S3"H5],.R]JFN.* '#$QL/"=W#>(A2MB,>C]EU[T3M-O^2E2[44\ '90= <%RDJ@EOJ!R3$13RZ'(Z4+!U-I M,)U"3;M;G @1?L'!>+60YG[WD9DC1?{(=^'Y"T]@6\W\L/V0NDZ"H<0"((G_M_MU++!A?CF$P/1U>OCC\&LIS',2, Y^Z0A2K#*135$'6[JM-;3&Q1O9/;P>60 MR^&R'!KURR$ MAAR:],8 M81 [6RR^(C'"G#+DM-F09R"FMKJI. MHFF4/BW'.7=4F-MB>Y:!G HUEBRRM#:B+>F M:WG<.O([P__^U%RK!QQC%#D#6OS)0ZR'X[@Z.*)U7BL .LI>AYX%[.Z'F5 M:HO'*P#LY\JB6CI?P(LR,@BEK8D[54).GD8HB)59;]R*+$$I.VY)U5"R6AU M9<46-865&OD<2P? GZ@22]#H1M,KK,[&B!O3&#/PD7 D+7XU1-%/G,SW=~2'Y M%06MOT?L^Y Z%+C?)\3<53"L5EN\GJ9KF M=9\LYK98B^4Q!\UB5$64UW0*Y^G[3IXJAK"JV MV*/E4:>VNIIBB[+% NIZ"B>IOL&9 GX4#B?F:1B4JLET5(03!/YBEVZH1/Y M5(1N B<<8F! 82'26EU%441E37W!PKW'Z]?9%44*3A=Z*^,!'J$')?5,T3(Y MNCCRUABI>T2>T>]:DBV:UNJ.#(?>Z4%OQ5+=(_2@Y!WQE>35Y&V&D'<*O3%N MH$,)CJ?:Y#+1],DP&.!(\REY1""'R6S& /*XC__WA? W]RR2!+&*^Q5)!R3M>B-M[!^0,HM6W(:!=!.FG9]'O5:1 NNB83;$L8-D2_2^($AL8H;]J\$K#]DF@V1+ MN/U=D!2S(G4) N^VOKK5PS'4; QM"9Y7B2$9.CID>?4PP<$Q=&H'M^7FOG7 T@Y,P8I"[ZCFGLND)69E&W#$:2V/F1B$.F8%0+)=BEE$3 YE6:CA%+ MVU(KJL42;.:IHF;O@W_'B*5M"1/58@E.:LF&;%16BI:1'(F&I?)ZN<+0>\FC M:.C63H568W729+!2ZAFA75DJ%B5+B^]Y7/ \;3$U]\,?' ^S17-)(@#\)0! MN,4^0Z 4-Q.%76EM.O_7A4 :QBU%8'0&CJ)1,$ZHU X"ED6'R !)F/F1DK M]#!A*/P3X+Z7I(G"'T91^.:+%@"'RY?36[++WNZ41;0P5N+]G#LR2F2>-D+Q@3 MPMQ-L[= IRQ+[WL"GER])A$BM/4'%+W=')@8$_F%MT0*\U)8 >^T&=-$75.Z$V:XU)>_A]KRY 1;:\>QB:,:BA;(UK74#B%9Q KN*:QH3\'3$9@-D:TIK-5H&*B5]FFBL M:1W$$=1L!.4R'LLCR"3KE"Q*"@.9T:<0XKW%B?#!GPOS[]?DQEJ!8(X8_[VG MR1^1%LAKMA)<[7[&UH"]2%D1C36%+JL+7K 0N>#2Q:5KAX!Y.>FR:8A:65-U MB0L7%ZZC%:Z\4? O2PF5"3S95$FV-2Q>7KF9+5Y590J5D2B8R)>IK#CB>>I5 MUWMAQ&T41CG@2X@&*9@XD'5RAJBNK>5LJ88(:CGL^7F10X8(B>8(?&@.#*W2 M4(0JX^O*[RCVG#+'=(YT^6S0(OFN"7J/HT?0B>]&492-EN@5B@"AGCR&]7 MZ0(IS19(=55.E*9 @#LG"?D#]Z^L5PU]M=.6.O)HVSN'/ D0X_\+1%0 M?XVX1YTU5>DX_%F R#'#?0?TFTOHWQ'T.NA%Z2B;E++NM5QZ_CC!;HGC6)N\ MP&.4ZH*S9UQ@#^GM9#!;) Q&:7^G&%=]2C_B$L4EJDH'ZAV),DN[4%RBN$0Q M,>U#^Z3O2)15VBQC$L4EBHEI[R11RWY>>8FR88U25D^$L211A\X9KFT'^. T M#^P*B P-/>-T\S<6OG&YEH1D\L.18234/MO#3O'J3GYE>YX5M:[@0]OWT$XJ-MYK)VI_G(CZ=L7'5255.P5.!$89VG>NIV/.SAZ*Y/%YWX:I$*5B*MD@5U_"65'{ \7GAM.6*Y7WA!51+H0U\'X.WAO2:\MAS0W"^\H/VWI(B6S;77 MD<)K2W[N?N&E@O:R14DJ7.FZ(GB=5)+AANVZ7/*Q:):GTUBOS,N$>!HO6+M9 MG1E/5N2KL&AIE=F=5;*Z.76@.*2KLG0K@[1>F:W+(\H7'A%P8DO'&G<5=EKF9 M#5'T[43DG[>-'NEUX$5-KPE&R0F!+VZQF%L0<@.(NPCQ+O!7 ^Y;G)8 +Q MN1]FC)9F/T'$],A6'SHT_8847^M+.U=Q_8,0@(IZM]ERL]_JZ:UE:7U8M64>& MA>2^H]M!4]+ ^]1 I)_O1(\K,8$1$M=V+./K91GTRP3L0>8(?&@.#*W2 M4(0JX^O*[RCVG#+'=(YT^6S0(OFN"7J/HT?0B>]&492-EN@5B@"AGCR&]7 MZ0(IS19(=55.E*9 @#LG"?D#]Z^L5PU]M=.6.O)HVSN'/ D0X_\+1%0 M?XVX1YTU5>DX_%F R#'#?0?TFTOHWQ'T.NA%Z2B;E++NM5QZ_CC!;HGC6)N\ MP&.4ZH*S9UQ@#^GM9#!;) Q&:7^G&%=]2C_B$L4EJDH'ZAV),DN[4%RBN$0Q M,>U#^Z3O2)15VBQC$L4EBHEI[R11RWY>>8FR88U25D^$L211A\X9KFT'^. T M#^P*B P-/>-T\S<6OG&YEH1D\L.18234/MO#3O'J3GYE>YX5M:[@0]OWT$XJ-MYK)VI_G(CZ=L7'5255.P5.!$89VG>NIV/.SAZ*Y/%YWX:I$*5B*MD@5U_"65'{ \7GAM.6*Y7WA!51+H0U\'X.WAO2:\MAS0W"^\H/VWI(B6S;77 MD<)K2W[N?N&E@O:R14DJ7.FZ(GB=5)+AANVZ7/*Q:):GTUBOS,N$>!HO6+M9 MG1E/5N2KL&AIE=F=5;*Z.76@.*2KLG0K@[1>F:W+(\H7'A%P8DO'&G<5=EKF9 M#5'T[43DG[>-'NEUX$5-KPE&R0F!+VZQF%L0<@.(NPCQ+O!7 ^Y;G)8 +Q MN1]FC)9F/T'$],A6'SHT_8847^M+.U=Q_8,0@(IZM]ERL]_JZ:UE:7U8M64>& MA>2^H]M!4]+ ^]1 I)_O1(\K,8$1$M=V+./K91GTRP3L0>8(?&@.#*W2 M4(0JX^O*[RCVG#+'=(YT^6S0(OFN"7J/HT?0B>]&492-EN@5B@"AGCR&]7 MZ0(IS19(=55.E*9 @#LG"?D#]Z^L5PU]M=.6.O)HVSN'/ D0X_\+1%0 M?XVX1YTU5>DX_%F R#'#?0?TFTOHWQ'T.NA%Z2B;E++NM5QZ_CC!;HGC6)N\ MP&.4ZH*S9UQ@#^GM9#!;) Q&:7^G&%=]2C_B$L4EJDH'ZAV),DN[4%RBN$0Q M,>U#^Z3O2)15VBQC$L4EBHEI[R11RWY>>8FR88U25D^$L211A\X9KFT'^. T M#^P*B P-/>-T\S<6OG&YEH1D\L.18234/MO#3O'J3GYE>YX5M:[@0]OWT$XJ-MYK)VI_G(CZ=L7'5255.P5.!$89VG>NIV/.SAZ*Y/%YWX:I$*5B*MD@5U_"65'{ \7GAM.6*Y7WA!51+H0U\'X.WAO2:\MAS0W"^\H/VWI(B6S;77 MD<)K2W[N?N&E@O:R14DJ7.FZ(GB=5)+AANVZ7/*Q:):GTUBOS,N$>!HO6+M9 MG1E/5N2KL&AIE=F=5;*Z.76@.*2KLG0K@[1>F:W+(\H7'A%P8DO'&G<5=EKF9 M#5'T[43DG[>-'NEUX$5-KPE&R0F!+VZQF%L0<@.(NPCQ+O!7 ^Y;G)8 +Q M

[N!056ZQDB9X4,G71MDK79>""Q@6-H8D72[657"QH6MD<)62-;4 M09N04!W9T$5=:D3E@RW!Q$EZ&)D%WBR6_"YV!N(,/;*[*]T*K#*^B$%,3QJR M&F*
<)#¥X]"@+YZ9CJ8@']0!+JP"_&]LG"]#¥)>XFCL28O1Q'A!;W9%BAFP;Z M'W"<1)Z38)?>=@[T_AK1UD;K*YU&C$F!JK-4#!OO/%4>M<569-M%C9!"Y?
I#E41CBKM[L>ZWT2M!W8/P=%Z]*N'@SAMGH)?X?/FY.3C;$&TFP+C M';(X>SA["CJ**U;^XK(R:U(0/X6SLP)P5. FR X)4.5%==?%G.IZ@)A/["7X M$4@!.^%S0)!"EZ,"X7FKU55443*KJMG.X?U%;.
YD8V)[8 PZ,EG#V0KY@=!2XW[L.(]K9+DLCKC6DY MJ]?PGM@405+4/%"]ZL[%P< 9U 6?/P;OQ5:D*9+94P4GM34!,E_]«)#8GC=+U
M7(2SAI,'LX>SAI.'Z0P1.6^!)+*0SZRTPB;8TNH2R(B&NG]PNO#1,XX@IA"4 M-\>'H'(!4A@!TZ"Z=3-1@FA;43=5^!=68,J]\VT=E_FW)LI5T<,726]1]SE,7HIS(-M0I5C2Q-M[ZJZ$'7)[6[]F??
3Q9@WB.0 (O..B=6VAWQ0>0?%&T3NUB!2Y0TB MWZ'@T36(E&7>(9(_8_D99;?VMPUFBYEZ!(HB?T_)4K3@A ZM"^7>$ PHVLW. M+^_8M[+R'!^VU[.C8'HUK2XYZQO-
^!H+=,3FWF\=MWE"S2$_M40*)V^H2?>T M5GJX["\)4X4F0;(NRF;I/$W>R:79>U0GW.EEF\3E2JM492I*?(RX&)VJ&.Vl M(9*]0!:DK,BBI32B)5*=DG;28M8D&2<0n1,22-
,&WC"=5;74UE=B&%1R2JS^_E MB2]FJ(^8%1.T0CU'R@F:1@7-U'G;6BYK1R)KA41M2X6G"B1,I\=G5%V4I-*Y M@+R7)K^KKM:+10+#2]E%;;C_3%;(*JY')4!'&(@90Q-&)TT BD&RA?&(=A?!
MD>/%]-OTH,GI_?[!)X-1SYX1O&]*,[<>0, M4(SO?12]QUVM5H=5=[I?'2BVQ"BU?&9)H]A0RG#?4 WA-[MFMI3B=2;K:["2A5,CBLN]IP]G#*TL:.4=;+'JE++%D%(^N=-+$^VDWW]S*?Q5Y
M,96WFU?8E>SJPH$,1!5/54:TFE1!NWF,(":W?E;+ M76LR6=)%TV*@5"G'V7[,>.X>SA(.GH):.R^\!<.,H:255T]MIU$VM)IT,KVLO
MS>J;&Z;@423.'LZ>.K=>6&UPK*FMK]J(AE8Z,YK#D6L+SA(.'L;94\&.,#;.Z M7&_.E_LQ2.[ZZ1V!M+]'9)3'QCAI.'LX>XZ#/<7V_U:.N6P(+1^X M];@&IUA44=',^J/,'')
<(S2:/7O9:SJT0C#840@GM>T$R7X[PNGC-C:GPD!=-GET@=G M#VI7ZDV\IH) #55Q5H]_%JX(Q@'$%, RFQVE\,/O0Y^ M3K)P[;1K2ZKT.V+KPB9*"]O0$\ M]@(4.!YMF48NT%,3G<6(:HZ9=6EC/?ZSO?
\LXZ^F=$R=8& 4QO1-D\T]8@;&Y%."?^^\@F@QFA)YQNQ=A!+.. M^F2L9\C_A=YB$-.Y*0V]H+U$PN79;YQCOE[_+'<4TP5#]&<842//(9T118R[6>WW=M2RM+ZN6K"/#0G+?T>V^*6G_-
%O=)U"_M4$_M E89HE.^?$)35*\AL"KIC&)]_M/GR>G.7Q OI6^J//0O0]$ZAE0@S V=<<\M6G MU>NJVK$T>>U74F?]I4V/.CN&6>Q)FZ_KZOIW%!V3UC$UD[$QR>11MLX'U=O!
M&9+Q[J.VI*Z_FXVAKMZWQ3BKV_N+,DB?">W#6+ABBA!=[;=/FD6JO7IG?LN MD>R9NUN@+0?:!$PWO-/.PWDVK?..?#W"^#.,ZAFEM.T1"E*.3L*2"#6";/SV9(B6N#4L-]?\'!;A;R3YPEU
W\MPFLY:VK58&LV:VNKHBJ6>9H M+9-W M]Y%/K>;#AHCA2MV0-7(S(^^:-I2%Y8AV=UMW8)>7$&D0G-99.R6PE)6%7T4+ MM)GB2#DRI&AYSOT718H*90 X5AJ
%5YXC+.'L^<@FC9/(8>BBA9.H?R0J!7CU8@"Z?D%2QI/4(XQ'YZ,U]~_5X?U\^OZ*\XK((AVBU_MN6KJ"UT-1WIXAC&]Z3X3JGN?C'Z='.FMKJY7M1?%0%CNR('$RiLSS9[*_8_M'90WRGCA0(A!
R%K,BASB+$),:X!.'LX>PZAH/.X+7O7SR9,:^OFD=G2@WP@U MT(48)XE/]VJ &X/IWIV ?[!(:/5E)(?T9!YPG&2>DY"7O$83.]/X:[5#RV!! MBLSRV:TUO6WS':=\MF@J_'.I\V"]*
[%:7(G2@!"'JY%_1>CE1Q+!535Z;4ZEJB MH94IBL=QQK3!S]G#V?U#Y06F?+6;BSY=^HR>V^<.#*9P]G#VQ.0,.:_5X#W.!UO'A?AJ.'LX>SA M[.'L83J!1,O;EIHLY#,KK;.)9K2ZEBJ)ME9!&32.(*80E#
<%J1R 3(8 5%&D MOUFM .8!L[+>.,N-LXJ?7<^HLK=.SNS)5<&3(O)*2=C]M0TP+5KK7+2-TN>] M*N1K3;&O\9EE:1IJ!2O6QRWB"'N/@2F#;)9NIT'ETLNEUPN,[E< MJ0!==5U;2Z*-
#6Q+5+35ZG=<=+GH%<.=RZM^KMEMSJ$D]'TLIT2N#" MRX7"\VFO$JA8\7EA%=I=2U+%=4J;EISZ>72>Y326ZBLO-Z 9B@6:6FB.4-D'/T08^U\2W!(CGSSB&9Y3=}.XVF"T&W!&(7KI' MFT?
H2M&"$_H>94D*U)]FITO+4+TL81M%N!G)7@&.]K9O DK$f(/O)V>_CK_M>#CV44(LE/2I[,)Y!^:>RGQG)@:B4G!>(G[GN,EG'XYZ?<4M5Y],S-(/7 M_"RD49HB!O.^NK?
4G]QVB9WYW#:9.A)*^;XLY3K>_BA8N#Z!3=L2,*PR@*(6IFZ409WFZYV<'[4VZW0$.(?E64="I*7(RX&)V]&.V!;.EE0'J8HFFB M7CZSDTL:ES2&)E![.
)I^N(00L)7535%;TS]F\!DB+FM,08[+6BY9,PXG:U;K M;TJBKE=P7H_+&E.0.UE9*R1],QS*2AA<"I(E&5#U*W5]&0&+!/K$*F9M7]U!SPO'V,G]$@[" ZE[+C* M^.2NDSBMU57-JL(6#.0
CQQ*.:#QK1'.'LZ>>G;N:M32 MJB1E6GKU@$E3=[6:X991YZ!-&Z'3'MF33N@"?H7/N_7(:FZ<@X>A.'LX>^K< MVYDL.^?NO\9Q E&B^"F[$F"NZ:Z;+<+JMXNB'9;MSRIK:YB\PW6 MJ["
("SEG#V=/W:EEU:I@C245?%);$FD18F>A"+%'V[SS0@>'^LX>SA[&D^ M>XJL^OI*)\;%\")=,1;JUM_0!0)*U]_BY*[_A%[OPPC>,P]HI9*L&Q2UD7#7/5-
=ZI&V+YHO85(.*XJ]Y70;"&"LR:%6B;M.3I3Z;* M<*Y-K6-_636]C>'V$UQ2N:06D=0M;D;I!A:J+.,&%KLN&N5S0K@P?^"Z,%T?!LM>=BO=?77Y]QNQ=A]+,.^F2"9\C_A=YBP.4<'89>,!F0!D1?
IM=&.MJO3[NU#%S$&45,"(G@@C>A#\C(@UCN N,B3$RE"$002*\4_;N6.VND^@ N#(M\@7H5"([7SZAJ1RL(;JZ7)?V=>L6EUA'>]E8Z5;2,ZSHL_KKY^%86;VXOB
MRN;@8[V[O,RZ?;RZ%,BGQ[MO-Y?G3^2/QR?RS_>KVZ='X>Y:N#A__$.X_G;W M]T?FY_/!"X1D$(I),]SX(_O#'0=H[!DL2HV5KHZSQ82:@V0.?MH%..SR8?/ MKA>/?/1VY@7TS?
1'GXB,J;UM!0'LN60+T?>G7,\7:D5+EFFWI9F_.ONZ0 MKSZM7C>UCFF:.[^2.O+:,ZYL>)4L=W=8+/6S=5U=_Y*=!F5M>]0:QVC"%V!(
MXOQW:=EVWW5WO5+8VSE3IM99Q=,YV7GFE(K"869EYCX4!U.28[*Z9%.OA39$4;>^46)OJ=6ID5MD1 MV9)I5'5D4%V@>"#T_?!75B4I'&'P28)G 0(D+\3MQ9N;.1/GBH,->;"?264
M6YYS6%614_1TVXQE9;V7GA.G<2QJ6Z8K4/;WY1K*A16]V>H:MJ@8K)0_MXT?K#F@C5(0A"RILRZ)NES[\<+SF0F,T]B4>$6/ 2[4T"EP!#:&&&RG].N550-MA6I[GKSDLXI>9K
/9^CC0ZSM:!QJVJK"4W*FX94G]'J5+HJ_XP#WO<)U MQ10X<*:)HER^00FWP1E$TU;U72V:%AZ%6VE=$(UM\5KA!G=-,+F8^*E3;OO M$>99%VD'3?57I/J?H-B'H1QL6%3&UU-=0JCH?
S.UMEN"SK>OH>?AH !]=Y,9)U M\VWK>2\+\OU=WL+Xf'4/V(4"!.N*6]LZ;>)^Y=/SN2%#R#S!?>TE1H)61# M63TPRI)=Q(WLO>CL2H%D$ M;.&2):2!O SL/O" W(LVN_!5Y"6Z'_3XH\5$$
M>]O)&XU_0U?2$6R4?E+6-!GCG,P(`M>C% T3,N;DO9K:YAFJ*BLAVNY&;Y?LSR2D"D2["B#8D;Y,TWR&$1%R#/!$?^.MVYH.\!!>X7;XKDH;]!N#C82)E72U0<R[_B4A[;+H]:U7[+,-.^F2"9\C_A=YBP.4<'89>,!F0!D1?
IM=&.MJO3[NU#%S$&45,"(G@@C>A#\C(@UCN N,B3$RE"$002*\4_;N6.VND^@ N#(M\@7H5"([7SZAJ1RL(;JZ7)?V=>L6EUA'>]E8Z5;2,ZSHL_KKY^%86;VXOB
MRN;@8[V[O,RZ?;RZ%,BGQ[MO-Y?G3^2/QR?RS_>KVZ='X>Y:N#A__$.X_G;W M]T?FY_/!"X1D$(I),]SX(_O#'0=H[!DL2HV5KHZSQ82:@V0.?MH%..SR8?/ MKA>/?/1VY@7TS?
1'GXB,J;UM!0'LN60+T?>G7,\7:D5+EFFWI9F_.ONZ0 MKSZM7C>UCFF:.[^2.O+:,ZYL>)4L=W=8+/6S=5U=_Y*=!F5M>]0:QVC"%V!(
MXOQW:=EVWW5WO5+8VSE3IM99Q=,YV7GFE(K"869EYCX4!U.28[*Z9%.OA39$4;>^46)OJ=6ID5MD1 MV9)I5'5D4%V@>"#T_?!75B4I'&'P28)G 0(D+\3MQ9N;.1/GBH,->;"?264
M6YYS6%614_1TVXQE9;V7GA.G<2QJ6Z8K4/;WY1K*A16]V>H:MJ@8K)0_MXT?K#F@C5(0A"RILRZ)NES[\<+SF0F,T]B4>$6/ 2[4T"EP!#:&&&RG].N550-MA6I[GKSDLXI>9K
/9^CC0ZSM:!QJVJK"4W*FX94G]'J5+HJ_XP#WO<)U MQ10X<*:)HER^00FWP1E$TU;U72V:%AZ%6VE=$(UM\5KA!G=-,+F8^*E3;OO M$>99%VD'3?57I/J?H-B'H1QL6%3&UU-=0JCH?
S.UMEN"SK>OH>?AH !]=Y,9)U M\VWK>2\+\OU=WL+Xf'4/V(4"!.N*6]LZ;>)^Y=/SN2%#R#S!?>TE1H)61# M63TPRI)=Q(WLO>CL2H%D$ M;.&2):2!O SL/O" W(LVN_!5Y"6Z'_3XH\5$$
M>]O)&XU_0U?2$6R4?E+6-!GCG,P(`M>C% T3,N;DO9K:YAFJ*BLAVNY&;Y?LSR2D"D2["B#8D;Y,TWR&$1%R#/!$?^.MVYH.\!!>X7;XKDH;]!N#C82)E72U0<R[_B4A[;+H]:U7[+,-
=ZI&V+YHO85(.*XJ]Y70;"&"LR:%6B;M.3I3Z;* M<*Y-K6-_636]C>'V$UQ2N:06D=0M;D;I!A:J+.,&%KLN&N5S0K@P?^"Z,%T?!LM>=BO=?77Y]QNQ=A]+,

Y(I>'!]9M"5_#]91-MO2%9&RH"[:X4[:.DQ)\'[33!I*X,Z[8DQI\'ZW1B=OJ@'#9VTFNQS?:;4E[/PM]]@'1V_4<#+=H1AP M.:,X2@>%M[9.:?!]<-P/61K*@->ZH%KM\VKK?Q4L; WDI]>3!LJGNWP/7M.[T-M=&^E_V1:.LQ-[AZ2@-(<*2->OP;S\7Q8H)DW9#G=4'WA5$2).EIW0&.LO!# M!V=Z0XYO.-VW:3@](5'AQ01J2OZ*.08-Q=\'Z5]8M\=0Q\VIO&1S%?W&YB&_-M2!_;S!A/#'LX[$U4?:@:9G]HJA/+&$T&2N__\,HF>6F657]8F%/V>APP_MK-MDDX'[TG%D94,/&C]XZ-HWO/?O_OV(E>/GIA%,3T MS8,9SN!S_/$^]SK\X0%EN+!"&{[!/?GU5]/Q0NR]Q<)R6HXQY)(),"'\%"6? MX:*6DW5P{:(E^*4PI2X7UTA,23"\>0_M=T8R;]QLPPYD4CPS+7>&8&W.8 MBEPZ7SNNLV+U6F?OO"2"}$<-D3CIYBA.(]ZF'"%:=""=6;V-^DTER1@CHI',G>I)Q*)N;5%]I9'$]TL(G"9N5!+24]2*1?D-9_CH@.85B&PU\'6*SVVV=?3;E0H]'N?4,H?%R0-U'F[M9&#?IQK3-VA, M)\'A'1N2DEH0 E8GP;6;*<*6)^$7=]<(N##.@MVO\[4=2+!M:R/=+MH&V=&9+5'&#NV+:,++DYS/24LKX%D3G/,.Y.,HVT6 M+R!$#QG^(!!2EG=._N^TKDS-.DXO U/>Z+//!8E<$HDD70$%MK7F1 2V"6P3V'8;XE]M MF?C?8F*WG0M[NTFP?AZ(K-TD]FC=GMAU#O:PK6KN+6D*.CL/7,=>6S+.CL/7,:=6U*>D#*%XA3^VFFXGC$\8CCN02. MK+:>,(PM-NP5/772@6[U"!^<LNSR_M@N6)-O6'4UMW\N.F[\>6;&E%N%Q1 66 M@S T61DY94Y?UJP(+@,;)KB#G.X"=UMRB@)W!>X*W+TDW&V]HF U!T'1!5K3+EX1!'>M5LA@6\G2)]-QL1[*!S]X M!&L"RQOE]>WNYZ" 8AHH9C?_8H9.6-LBP8J-ZE#6AP>7XA4QHX)<6DXNEA7/ M8^]?\VO@AX7J7YBQ_@L#TF'?S!]59#+HW!EM"1D5%')C%/)3&T@$"PUL))%A-MYZY7+H3Z2E!'"S#HFJGCF,21$\8RF=16LT:)FC4ZN_I\0V1R:R'O?W0?NU(4 M4'W-ET-4Q'X+L(L?XE+MAKE1;E!]DKGKF_(1F-=5404[O6AU]ZSVT#MW#76 M9EN@5+1 N,A2/AU#9C6":,'/E2VIW=:+ :/;WS205=STWWTJTBI]LZUYI.(6ZU[G3#%#E11BTQV@5ZM0B]=E6H MBS@W<7XP^_5 6.!7H9N11=*?+L0?*NG;1\)X,9]V_T#M6V!3E? OAK3M@<@ M%7ORZ' W4[M>I35HKIS2LC%=N6[ARC:C+&\]SJ+?Y*V)3HS,K\4 @5\H0 M^)7:,)?.=O:<%<0GB*\QXMO_SF#4N6NZ";2@MW-CWFW26ST3[T@$M\W$&RJ= MNXJDPMH7*H+66H)UMTEKQR2UINS?H8H*Y4A6E(.#@H], =+0;NF3[TT;RN'= MQ%T@O?;GI9X]!9$ HZ7!L?+)Y5+.SUTX?&YS>.,7FZ [G{O! @&E^1 M @PVWUDJ]T. %&&U)^N->58OP.84Y.*FO9V07/8)]]B!AG2@(.DWO*+X.D% ! MET1!M;R.OR*AK=[7N=N>!71XH(+HDXCDD:C;DC#=3"^O*P+Z+?KR"U'(C MX?=+++16O?CLO%. 7.IEZ?M\WKE.6PB$R^>?3;.TOD..C<#01."9S;WU,8.;MB M.!39%0+?C]!_C[TF*Q=2CC\^.DL#!6.I)%G%E MAX+FBL2.=EY+;*1T[K1^7O[!!R (*R_)FMY4 M!U5!Z8+2KY+2UPWUBCK1&+C$%$0LBODHB/B8-_^7L&6&XSD"1U7[# MR<0<G)V=R4/P<(8S@I^T\W?T7_<-7/P[PD60GZ9?I7@J36&#LLP#.C@:*.LM7 M#1MUS47(WJ2_O$V\)(Y'QT\OO9V;P=3Q4@C@9>_*HFD^_O7;9\>.9H@P784C M3>)C269.ON[\"5S^7/]<\W=ZH7_F5TE4K/U\WE*ITC9%1;ZCÜGQMZ]21B4;>V MJ+[2VSC4%K?B)7D/MZ2U:(-==L7Y3YNR==XQB\W'+)\T598T1=./R^!H4SI>_M*@_:,SA8SNG9+/3:C0D?3">0]$VL1 $RQP5) PE4EPSL>_O/. 2.;3$+'JH#'I M$2&=&[P2.K<$K$\#:_0N"%B?A%T?(P^SU:H8-CF73 \VB+^PO-WY09VPU^+% M04C7?.??I8N[S,SA"X%D-0.8",ORV@%9.+'R-6 M3?<29[V^V5FV/'COV?CC?:Y[W$]U[G]&K!@'7YZW)]I7 MD.@ED4@2;"ZPK34G(K!.8)O MM1-0_T.:+O/^MU?/ZS??8BS0W@^\LBB,QOHW! M+K>0E^BT>T26TCL'2^EW[D:*/%#*3>XOME;/E>/4?DJ1.!YO/.)X+H$C#UK& MD47J;0N>NN@8JUJIM\;Z>\M++\^W?9FA_OYW&B;L.V>W_8IH(>T"1/Q5[<8 M?V6](]+.E MNEY?T3!WZ]_<[;M[?3U!'H(\VB9=&]J;UU=TTL'T05MTL%L+AV^T1Y@(BA:**#W6A*-*=**K1>C5O&%D-&88"7QKI25Q)(3;;DGTP9)0 MRTSL$ML-7SD^'1.=&E.]!R06^UI371Q.KGI?^)71_91YUHLT*+? M8 4_&9Q9W1YV[D8CV5 .;OO=`3M<0T^FT*MY=7MTA?<05XYO]=3M(R'<-G5; MQ889VO7+SU$MTW%\Y/AT3G9I2MU65Q*)Ef'-P>L5V>[O-4U*R5CAI6ACJW+=*Y M1L#F#:5HU-O\%;&IX7FU>!6OK4<]>3!LJH,!^?.C!/$)XGL%\35NXZAZTU<* M@AA;@I:W28SU#, C4>-6 [#7N3,J>ASOVQE5$-NYT>XVB>V8M-.8=6QP=5,[M/#OXZ$1W"W6M*'DX%W<4B=XO[E\QY;U"+D(.%Y54YW305(0R[D;ZEQX M>&^S::F7&]^[7\#! 6KS#2C'UZH"C\[L>~4POY$]J_IMJ1XKR$60RI'(95=? M:9E,!IV[X>C@M"%!(H)$CN_}/!*-;/5@#CMWFJ?1<2X((]+(H]C4D=C/D>L M2#C29-706B)%;BT"QM'DT\N-AM\O^52$^^W"7$;*>:TY3>G<&0-9.SR,1D23M7A]Z[6W]:"K(KK[(L+@4G*IE+AP+J;:9"Y]&OHO+ M4!X8317[:>B,6^HU%?0MZ/N$]+U/9L0.1(_!H[+2+U]T")(7)"\[_E!WQ)%H M?]L[H@^R_*#*N8*>!3W?!#T?DYP;\P=AO;$>]EMH,,7C'"1-;HR?(P03_+2= M[MT3Y_C.9RA=?=?1"'2T#C 5Y+-T>?P3[]PJ1_QF'D3%[X.AS/9E[T1AL M)S@Y5FE4H"R4_(GTR!81FX]9P]}5V1)4[2>++#UC4#$Z..!%6XIF9@3_,,"] ME,%++G!X6 X@I!\'13<(O!LPR?/AQ +GB7G2^$6R F8[D10PDA72!%###*N M] [PS9O2T-$L8(P:BWLPIS2"A!^T?E2X>AQPH!9_M2#MY<'7+QM6:,\3B>SKEPMG^73)MW!-#61[& M]/7$= +I"?MD$FK#(I#5Q:8K <=$J+Y()E(7IZDU*;]Y'B \WX,V[/#5V.6 MHLO<#*:.1WQN)>2#Y]T 9/F^4H[*^2)V#47(7N3_O(V]=8Z'L&)7GJ;C)ZP M69Q@A2W2?/SKM\^.'BAAN'VN(?OR0W^,X95K7SQHZSK=V2BNY36D5\\]B_NZ7;DMK6V BL,64HCT;JL1/N+\N/(LA2MD.5!9(G"D61C79+4L>"H,I(5I>&+C..0Y"V4P4!I;TY ^\J$/?H@_'@Z2WP1 M^-'ZH X1?+:&P*S9=+HS=2%1 6U]XX#_AG _/%! 5X'8^GUYI+>E'JN(>KP MQ-N?N6MTF26K,8/UK2294@@[<%GNC+/-B.W%QF^C M1TV#>I(?1X&,.3CEW< ^H-.&5WG#2>,MC2R:3*N4^#>L7%O?Y;>;QG>W5KZ M*,59UQ6;,U<7%7L:?H'D W2P3:CJL63\.#>4WCIWPF6T?0N:#SLJ-Y M4[%1>A_I>R@/*MH[7B)]QO >A7\C[!TOIJB2W0.FDL/M:=T!:B@+/W1P@#<4 MH^,\L3P&X6_+,2@\,)3\%7,,^XZC]:]4A5*<(TA%-9;!4?QW%N27R%/V>APP M_MK\EJ^,=UG\R7$$RE&BSC>ZQ48KFY_[28GDWTV.=AACQR[@$2P7"6>#> T M"_ I6)+9EJ5(LP 9Q5^&/9PV)NH^E US/]05">6,9H,E-[_#4 _ MI9@;?R{|((^A@!\S0^L* .N*H4ZT8^VJ"Y>61 M**:*0KPL9N"[ZS2)K \8=U8O4VA:,M\MX1P$], -)@%./?5?"$8?_/OK7_'3L#>P[_1RV\LFOEVX0QVTROZ MN5X2Q0Q-'176GD$14+Z7_A\S@ Z-Y_E#[!]+T M]?NU*_VT_.TK&2#C.C . &IA!!"@G#F+'A@,;\SQ$'A*XQ_=4P7X"'(P!K&\"O4E14Y;U>.JP?OE.5GS M5Q:@M =IFL$4N&$&U&'GKMP6\F2>G[+>E?X)#,BR#X4,PR[68XNEDB@$!MB MM!)I3DM!UI,\!XRI*_$ [^? J'A@LRHG.(EO6F80O"#_,N?X CZY,LNS&=;$ MU5XUKFX&6WVLQ,)K:G==&D""E5WIBR?]PP2Y%+Q(;B'H"%0V>W6KA#&O)AX M3_&ZO,X!R\RH 6S]<+8#(BO0&9QF^C M1TV#>]([?1X&,.3CEW< ^H-.&5WG#2>,MC2R:3*N4^#>L7%O?Y;>;QG>W5KZ M*,59UQ6;,U<7%7L:?H'D W2P3:CJL63\.#>4WCIWPF6T?0N:#SLJ-Y M4[%1>A_I>R@/*MH[7B)]QO >A7\C[!TOIJB2W0.FDL/M:=T!:B@+/W1P@#<4 MH^,\L3P&X6_+,2@\,)3\%7,,^XZC]:]4A5*<(TA%-9;!4?QW%N27R%/V>APP M_MK\EJ^,=UG\R7$$RE&BSC>ZQ48KFY_[28GDWTV.=AACQR[@$2P7"6>#> T M"_ I6)+9EJ5(LP 9Q5^&/9PV)NH^E US/]05">6,9H,E-[_#4 _ MI9@;?R{|((^A@!\S0^L* .N*H4ZT8^VJ"Y>61 M**:*0KPL9N"[ZS2)K \8=U8O4VA:,M\MX1P$], -)@%./?5?"$8?_/OK7_'3L#>P[_1RV\LFOEVX0QVTROZ MN5X2Q0Q-'176GD$14+Z7_A\S@ Z-Y_E#[!]+T M]?NU*_VT_.TK&2#C.C . &IA!!"@G#F+'A@,;\SQ$'A*XQ_=4P7X"'(P!K&\"O4E14Y;U>.JP?OE.5GS M5Q:@M =IFL$4N&$&U&'GKMP6\F2>G[+>E?X)#,BR#X4,PR[68XNEDB@$!MB MM!)I3DM!UI,\!XRI*_$ [^? J'A@LRHG.(EO6F80O"#_,N?X CZY,LNS&=;$ MU5XUKFX&6WVLQ,)K:G==&D""E5WIBR?]PP2Y%+Q(;B'H"%0V>W6KA#&O)AX M3_&ZO,X!R\RH 6S]<+8#(BO0&9QF^C M1TV#>I(

*SH'5"5U<*W>Q&;O1@9L DEXD;#!S57]E'ZHRV=&!#F5Vl,*I>'F M=V_2@_/DN, [LM ^P*QW/'K@IX>/[UXE 8P [@_,)G?'-PRPE"AF J0;M)\^ M?'MX5;BXSO)0DGMPD+K #G%@P-W8HS!M$*:4Y+D@L6JQI7!"%"P8; M)7E"V>P(("P=H)W'&D%P(V RD+|^#RB(\BZOQIX$YEWDT)TU.RRT2F67BKBGZ M,G%%X"\)/)4;4[31AP4:M .*-+KE,>5UAHE17/#@JF@^2EMTO@#.=7"_>=D M%$]MHJ!4? C3G9 E{0B9RZ+T?5Q@%QABSH!!939=KA71Q2@+N2,ITU,2D5; M'H7=!C'5%)/]!]_S-'4\@202(X-HDC_(ZYC'E^8O%8; 987FGVG6&.\@&CME MQ49OEDT:1S>G-PK/@$XP%KT"K)=N&P!SQV0D)XQS"7PYTMB(L$77>D^RT#@ M1/2G?%7>&BWW18H7J13&CZ8>$6#)G*+UP)QNV@L!S;9D/5WI]WP,.!!=DZ1; MD;?E=:>Y^.EE_Z0*@G3]1.11B"58MR6GIL6GG\/>P[Q@K;NNI4UB/76E#Z1V M8H1)BAK$D[EADE^?T?U5&*.#W>%^TA0T!!-X;CFV9%:TAM; >X,IEFHERW G_M09C/W)BIA"F=Q9Q5WYNBHR(AF10;4E>U9,=!&L42S4",(=>,9AB[1M>"F_ P M!4^\X M!091Z/(CE1BW$VE0#HQJOEM#J*^59?4P2>M\Q_K,VL@W!=M^&;WD^M'XC0)X=K@AF.D(U>36YXZBD99.D8HZSJ5]JF37!09;\ ML73=8S,[B?I-IZ@E14Q>4QLD"75*;\# !L$<,;82[{2T_3SX*77*RPE%A,L MX;D@F&,] 34#=2X8"OB$^Q(Z]"BPA1]-Y"6/.%E0894FK3 1*CLY@-B5F8Q:I);)'8YKPB<6GQ MO.[EB0LV5@HB@@^EL8-VE7DA\P(]=I*D5)B1=IF(B.PP,F!)X4S2SW*M8X'1 M($D.!0<|P3.O10*] >5G%VRQ]#E>4;6LP9 82NN-<%'BAHEBD:,N;H9_FE4+ M(+$)KQ('=HHDJ8Y34/ME4OQ8XL;(K@AY$N /9Q[/"{59\NTE#'QU00ZZK9.4 MVCK.@ROP%8S1G\Y%>+DF0[B1=O N:IY'S!PI>;6&5*T&L5RTUI*KBY 5!]IH ME>\B.GJE*WE$F>K^3+Y"&- M3X1#2IR,5 :48KM_;?|_>]_^W+:1)/ROH+5)G7(%,01 \&'ON4J1E7RZC2VO MY5SJ"MH"R;&(& 2X>$A1_OJONV<&#Q4 8H/D)$A1;F*3Q&"F7|/OCMCXL45"0=1J+^NEQ,+@&VKNM7UEE-[@J68Y.VASA: 0%25/(FP]FV^?D;28X;.^DUH["R?+G8C[N\|!C)/,Z,S(UM+..2B;B__/S F%X$_+)ZRT M'] "8S@ XYBGK-;FS?O_/)V@MG5[38P26]0ATG2]$;9.\#=-B[OI]CO]I0 MZ-.$PI4_YH4QVX!'Y\U[P|({@[YN&=9*>%"L!4AK.I;OA? =+$/N]WK &^L MYHN4#O*7I: #SAXDPT.^*_2]4 2%VI?O3K@>Q5@/0LOED4I FWE#3;A8F*I> " MIQHL.EF.]U@OEGA@-]Z0ZYBQ>W1ACUAF+N;W>>6!O2B&>WI)1YU> TPRH^N/?!1S5F+32A31SG4C>*MP_F@-^O3E#2,3\[?FWKS:(8;YM0Y\XB|E7]X)Z?>N#Z=@QYZ}82 M+D!'T7RV,4"-\Z|SSU:KS;U;8MB0>+/XN@5?_;C\>6?0&IA6Z5?MEE'Z^;JE MC';+'MBUEEK[N6V5OT1M:H>;ZK;-%Y=:.,\[J811@HZ=S\M#+F,Q/2#UVV'Q"#U@=T)P/M>=F MYE8=]=EL7*.[9RNG+66 4P27]5JI<(I 433T"AI:(SZ79Q&/1HSEIG,?@UR]-M%H,?0L.3%2O/719G78G[1?2?VNCPVN<_H?G@\N#"*F?CX[P\TF@|\WE EY4:IX2_'6$F!UV!OB+9RC-^@KWE"\=,;\GD' MMZH$,3+&Z]3?O#*TCKVJ8YAB/<5ZN|ZYD%8ST#6Z_:7!_H MS.TO+&+4[ISW1WAD7C#'+))>5;@JSWOE+1<:QLXYU$-8QW[SOZ9W!E] MO:*J4Z"J[D&H"I/R+'U0DGAV&*HZAW#$/2"!UT?S'$?8]T;J8@?A MC"ZE|+>WY=!H@,]"$56.J/H'(;H>$E7'VI:IKHBJ642UI9!A3:+"IEGZH-M5 M1'6*1-7;4]RL)E$-T#-B&$TA]G/P&_[":&K+NSSZ4GD.7^"/@\2[{#8Y>?K=M5\>;E3G>2*HZ2"C'QE!.3^_W7FUU*'!])%4=),IAFV_>6WWED#Y9JCI(F._V MP.SHZ_W^JU7$9KD..8&8+=-NN+KXM5*%Y(;1?U'3: $\QD&"%9+R*]S96L M.AT9=)"0F(TA,4,?6%O.I=X";IN=E:.86S%W#>8^2&32QL@D,Q>6,TH5AF]46J6)NQ=R*N5#18;F, M_ H_4L>??), Q?-?=X^_"^6%Q%A4&H2IWHQTY<^K&]9=L2?E2RZ9@LM7A5-MI MH76=G8'WH;W;A=;N]6W5B62IT.F ;I]=H_C\ -LP;L]AU ,XO/'FO=E:E0R]@N36-,+F/><2/S=@ MJL0;Y\"FOH+L'QRPG%$GN'\]PCR3T'\?RS. MD)&MQ! ^ZP\;57Z>.?T>#RJ.RF&.YC%E"<5H*[W00?Z,W+ PLQ.GPX@I;+(E M-[^:V/C2%(:0$QSKTAB]%I=P48O]QOL===ZKB(AQTN46D8.F*N^4_/V4]$ MJWX"BP#&_W+H^N:,;<.RO 7YTE\11[- @N-_%$;[X"=)&YSAQ <&4. Y7%LZ* MW@.7M/NZ!8[;5993GM?&)\S#Q2%35)Q M>GM$H+M"MG/C9QH^L=RB$HMSCKM%I2,.2+W;@XP4M"_WO_\[L_PAU-K1=GK MM'J]WDDW6+0'2=5@<7[$300+#,B/E\/5#6H?>(73L533P#JXY4VVM57X5.W? M7@*>U%(TH.9HO^"H2TY"'W"LR<\XY8TF.I]=E[B?Q#!O)UZ>O?":,^JS7>6,/ MR &YHKE^;^W4@7(341#0ULKZ$ZV^PKT'#2<83/+"2.6\/+Y@$X><'IOL+;RZ\N.C> M*N-CK.6T6MVC8.$M5;H<31HC89"-58G+RY?HVE%%.V.]0E!TZW/O;>T[M(?5 MB;V>H1O=5Y>]OSS0Y/GBY=#']T"70Y%"-]HAL"=OJS$%$%>6ROZ%>80?#O?NO4ZED;++79S,9?EU-(M!%UVE2]_1*RZZAY9.P&\]5&9GH7S MDKOM@=XV5>5GQ;C-&01F3C[V8A]C[*6'8^Z-5J\I+0\K5'/@WQ'VKI\0#%]. MVJM0]B%PWS$!#$?\R!R<=+VW(?.HO5>6D/=],0M2R*-V]H@S!-&3Q*L?64H_ M.5#FI&D6P9'-_VX7R<,=6,.0LX<3>]R:&U3=L!]MWG.G<DQZJ4 M#TW#+"?K@5T.0^9]NW0F<,%WCO?D/$>(W3RB $L+(0%^$V4K(3":,0<9?.J"=<M4L4WXLIVICJC/+CIS\Z*2^4 M -AJV\;$W-6IWKS7R@CO)6QOB0^6,JYH-Y^\"F&D@ ->DK"]*<\]]J3D8QU,O*']8S*EV6?3!C49>$(&QLYQ:C3>%$&#P2"P^PY<4$ZX++Z%\21+]FGB9 M=@WWQ0..RUP4D MR#[L5,\ ]PDS38(F]DM4FC%MU1C,]J IO])?$9&AU8$RF>P M3V]<]R G*F>#XCE25-8Y2O/+%F]]+<4@O ;F!8CK#09 M)US3BJ=@:H(]E'A(X*X//X--,%Q#XD4FC_!%6 #>'(A@\WHUOC$L@ GO^YKE M0?7X,*6!9(KEM*A9>LV5IE2FU>NM@;[&'Q< 'U6ZN:<,)]T^S?/$9' &W% M^C^!=FX?PFA#@(5 N%"(P#+< B"R!:C8E2+ UT#M NN$0,I]-W#B2I4]8#$;R MG"AR)RX6.\'+DQ A,\9R,33T?#(>:?4HAO\0Y<$.@SGC%W&D\7HSK#(3KXS^M4_LG&&H3(&W\14O[2O53^2-YKC-T/2Q'<2,@[)&7(+4]N?$4J7PT HD_3G\$ M%\B;K0V%9R:,,A9'+>UW.#^P/M9?(3D_ 63Q+;# D,5/C/DUB:-?,&N\5+&U MX@+$2C99@X5_3NNLC-J4@P6[6Z?YOG'H8PV F=>S U1^(WCE7-&5]7GP^-FT MB8LOTOZ=."$0/Z<&VB[!!.6CJ/.+DB&FY<>NXP$78<6DQXBQT=7DCT L<(DF[#-D8.?ZU4C-D MO+)ME7.8_?MO89?CCC@AMNDF^F@-MXM O)GZLUU\K"!%L:*_WMC;B>1L8/%#'S*9$T6YG M<|<-I8N>]I32V(-316SQ"CZ)D!H0OL\X1V#\@-R!68"TX -<"+KA+T58&N&U-MDK^"R<0=L7|-$]<;TVV[Z$8OC-]J2V8;31\>WO*LP;O)'.T17,3\DJRDOOWF??P4+#>RXQN+])V7.V;2&8I=S= !A/&;B/H(.B**6 SN M,=HDP.G 4]K&\IT"TS]Y>XWP%D.6N$YYN(;#R_-&0F"O(T/V#%X !D\M5R9%W0-E8G-DC8H+VL_X1F+PI %#-TIB'.(M4"+6*.4(SA* KAR1J.)ZLAM%"24"X(TO1=P* M=6 "9_%'+LXPE(I\U\]PHPRYO0HE&#OPG\2E+ "\{ZAR'W.YZ^.TTS80(<[MI8G\+U]"%=/2!V_V8:M62"PVZR86W_JC8,.^.G^^E$ \L)83B ?6<@(Q7TR# MU7:1)4QO/!+=8$O)H8YD;&T2!C.\NQ&^,<+W!7,S(H ;_&DE18AY+S_Q'=06 MF.B\JC2- (T3-* H;QYU1G7C,?8UM&P#V2GL^YPVQUPD:,)+0)LS62+;0&L MBY,IMCX,9$W&FM"G^6(_N<[:(/=3T,E#.ZFI;1]9"I220(8E' MQQ/W@X.IC*1F@&8"JH$;3:7^LTWI\;_RA5?R? 1_8A(5@P@&-D?OM>HK%E;?^ M9B-,!NC6Z1BM=98 3A@A+2=D<.7#[RY)K\Q@EOI?G ?'|:.8M*[?6O0_:0>$X(,!OAQ2J&??UWINF Q@X* M4"$M%W\&%R=LN8NU&Z00PWXQ71BT58T7/3X*NA*_I$?[CCU@^19_\0.XW HYKG3)@(\+ 3O9<_^2;UVUN>+[QXQKV.3'1K.]1CUWAHHH+8XIS,!=?A#S[_&M MA97EW4UV-_Z,!I^((47CA,FM.H^.ZY%*NWRJ((F)V21'14"0ORA6*:#!09][MY))1,DMX5;D&VAVJZ1,O8>2@$##G8)<[I]*X9+UY9!5XF<$DV?KVN?<[5I=8" M]#:JCL4HAJJ.5=6QVZB.+4UYZK1;:>,PH6=<\L]VSC?E1N_MUYN/_'($P_?C MU:>K7VX^WGSZ2IF?O7?WVH?,^^O?[N]O[SYI5Y\^P/^O?OV_^]M[[>YG[>?; M3U>?KF^O? M6N[SIY\N/TJ?_/EYOZW7[_23'X^WWRYPB_NCS"H6S.P_7]!HD73 M(/P4V-'AD=NL1@2UC22* M\W"ALEQE&[SBLO&VJVNW<(CG"H_74-:,-OO?DZ7O,^6O$4\)QEC*/<'^IGQ MCCNNX)K_)R]$@DOU"YL'L"YL^V=07#2C??E/4A:DRPEO<7@B#D),?EAU$+AW M21DD4V$E)AN14"$3UPD9ZZ^X5 ;PC: M#YN(:!H?.)8B9T1X'KL34%8T?":D]5E"-PA !1";XH#F^UVUHQ8HI3PB%PGO M=.S&'CPI0$^>*6<(F@Q"D!.Y52R2X4+"G[3+S)F7 UM+ ^YFB=P(" PC)\$X M(U%2'+K#))9.%9T!#XC*3DHG2Z<#, 5/O*3)B]@3NAKYB=?2P#9JTFK<[?W# MNQCO'G'H'LZ0FGXHNRGIK$'\VZ|CHE48-?N.!&*NL>X"%P/!U.]\C@X'06'5Q MKBGSYI$<)$GW209T2FZC)6 /GD 1WRC(=8DPG0+8:91>]F.0Z1Q3) M$BJP!7?"N-3$]NKH&[R4GW4T=6%W<$(Z?DL[9[<.WB->_*H@6L4;Y7JP!ZHN-MYZ83D$HR%QD?N92-)':1C^CC^V08C4*7VDAI8H(I]D6GCDFA+]@K@0Q@".0.:7;$E MQ/BR!Z)?^$L@+WC;'B=1[H;PX=8:82.N,!*B1N<;=GT>G1.?T1.('II.R81O M!ZO)@=WA#N1]!?BAZ9#:%+07(+P1/Y6X0H%A4)^!WV&^0@1)?A4+]<)]1,#V M7H9'@H'5;0-X'D+&'=0+\C453Q@^V=$ 53^^]BZN;NF'&(<> Z=^QI6F0\Z7-M0KCP5*\1"\&8CKAU1<B1:RB<0K@B):*),X=4$7+2D"]+2R(>6W1)&4-2 M! [+7>+DQIQURN$W@W&HAB:QSI\+60PBG__ID2&V\"+@6F82NB!)85.EO&(ME#-<;-$.52SL(#/@;5 GA?Z$;?^'XPZ23$_6(S!YFUA><#\0X\ M-^2:'" !U3WT;<%EE--^4O59Z,^: <97JSE_@)5+Y;@E%[:RSHGY*(O@,[L/? MY]CGRBJ*I.T&!!8PV8)5G[9<@>/#8?P(! M@QF$3DYDYZM;3;J88)M=W=[!P)E-1IZS:P),F(R#N4R ML&(DKQE0!Z0PUK6I]^.B!G&7'*$K)" [D!2!5_>@3#AG.-C&(A^#DA3' /N0 MRQ!\8"@(C\AV*DGBM/D\+!R<0@=3%5AWI_8,)C?@"0R'$P(SV.WY5#DGO\ MA_(H9'I.W/'E5?(O|<%-+5A&#AC= ,#3%&N) ^BS1D7P#AYUPA'//0E=[C:& M,\ W4E*(#@ND-@H !D)_RYHR*.J>N?8-;-_)!BA 8(F#%5^FX:4'L@_T@7&]W 7RLD10MO!D MP@F$L2/VZ'ATI4XQ;Q6D,,^R2>0'/L^]R5W.G.C@!BZ'A.1B/1KI"'N.!]1 MM"<2",#(A55)N;E+M2.*(XC.*.(L>=HB0")G<,M]R/@-+(X;A.Z#S.^9!ZX? MRWC!F*;A"XAQ.'-K.&?*.V.$$@8!@-:DIR CST F6:= I=MWV:ESWCIOSLT# MJM0HQ A*GO^UGI0$=#7$!D?."FE%89Z*$DLH69PW%DTW7<3N4E.(R?<_,C$D ME7 =&4BEN&KY8F#93-& (G8+0(7N.U)D_G1EZD;+,4\$[OCX^J)7*%%1*9YE M[&#L"6TH(08PZXO'E? 4F469T[A1K79\;#LEA!82,D(R/5D$ %H!%XR^80<[MX*G/7[-D-K+&A;+F>,)OL-U)X'"%K$V"C6*4WEW0X!?D4 H6,D4I+0Z=1KD+ MGE\@,EP'J_+3LO'+]\+;JX8OPZT5[*H+X)>WA=!OF4>R60B"$27_"@(+SJ1(& M4>(#^\3O1/NM1Q?818;?1:4'X]42 M&4|)E"X/\%E#C*BL&DH1.#I0CJD=06R-3YNKI83.2.2@_^@I:4IL#KBV5D M\5,@"[.X.'3$74S"'"7;(/4CWW(^3VJK$U#(7W@_(SF+'"U!\9.R&P)T>V6:I M1@:DZZ(-A,U(% [!P1V<6EC,$KGU9-A1$?%Y$]-/;?&*S%U37."O;MDFVZ]- MDI $-6]HR5-\,,@(E2GV>*T,Q!3Z3-]UV$KC-#F$!;ZLUFFA UVV=GL&/8?Z MN^75)$EL? _$=:Y'SR%TV&7!D=O'R}D0L@B(.=BI5/H=(R\)%@.W-28;KP(HO M$#*N'FPL=D>]KQ"^W9WSH$P6IX$S7:,3K.A\@*@U+K8H!3L* M9]47L6>9H|%9G:.ATBU4NL56TBW.0W?)DD#IFD')FE-GN Y*J7^%#I1@\Z-_M$}/2,KV7%-DX&'W#-#C4%5+=.Z^NZ^EMF^FD(A/1X=Z*DG2_+"\.9'B<>7T> M@F",K@-\%[A$#RZ26*YB>)Z ,;RH;KA2Y3,,)#GA\PM%X]\9 [O5TPIT=U> MKV6F'Q4*5-.LO:5DO:HU!QM>FMF=V4V?^D7 AKZ[S%.> 4. KM8E M,K\11@UP B<-#X2 MW#F!Q^B,*AU(//-YUM(^!A0@HUB8'"%TO:0Y#;TO94-0%&W\]4IZBA9RGTO/D MY:,\W<+I5H;7MI%#A!6X1Q5G*X5BL:PKPV15'L?47%ZZ6YDS.4)7#A-I.4R$ M^'V1"4"5"2%F^.3C2\+CX(,P'&)< _2CE,ED=ISP@E"(X[,S^J;G/Y%_ ^3UT M8VKUP__ZT4%?(*[R4Q(E28M^S#,5G^;"]*YSIW1)R;LHA6IX($-(#A;6'3<0C M%Z[6+ZGXP!C)ZF? 1K9HOA1@%#SXY>4&H4QON;6S0?Q#EUYG3"%ONA1:M1#), M:MZ7RF/JJ:YO\6<0LQWXI(/?7K%TZ9!2>FU:A)1 RJ12 M<_%<:97++*/MQ;G\\N2"/R,(QQ4ZR,+'\]9 ZV-]

"!M^*Q-@2A@IT]LJ$V!)@I,-%N=_MY9.5X./!@8W!UUAZ)Q0E^<I(?1@$WZ+ZC-\SOJ]/<,3WW>XK^;[!XTVJVH9W_MA^K^(OH+S3E%6T.,?LD7G!'"U152*]'M"I-*SM_I HZ.H5NJN$[1\%'3<%<'I4;1I*+AXZ7ABX[>[S:IGE#5A[X.I<;* MWI_G71]:G;(F[,_QF0CW#KKYT3Z8.>$WAH[]Df(.*K\U"?*.A\/-KFZWZ[9- M*:?5G0G=A=:?5%K!C)V^WN_55? <4=O;6%4&WNBM+OQ1B#H>8&M/;MH24LW$) M_L)\%CH>3]P9SUS?C>*0+MKSN_9+<'@D'$(;^L#8<'CPD=E;QX@=2^]L.A97 M86?WQJYN;^"_4(C9.6*LO2- EWV;^(;===5911RI&IIFZ< N^\3]@W#$&E-=6O-V Y55H-0[*KLA$WUH, MXZSCD<<4C+0.6^]T7V[?UH09M%JX7=!ND='N8<'=VADHVE6T>WRTVI=TR^B< M(.UNR? O?/)2MT!CE-BJTP-Z9YITC"%]M7&08&U?@2)>>]J2KK1W"E*K<&[R" MJ-AVTW#Y[F(U]+G]^MM=l[;4=A*YVW8_<=Y7H*P#IA.)NN-H12?,?01D#P"[MZA,2#W|_*6 I8)TML,I5(\,\A&ZDGF_8\\>?*E2-+^[7W.A;O*Q?*V74\UMZ M_JCCX=7(>EU-[":!K;-NR%SMA(UN,-S3.X/C3;-6E'8\E&88>MNL6X2L2$V1 MV@9C:2S=7CWC\E4ECY_9#DQ5? %BIAZ]>]"38'Z_KRP6.O*JAL!_:D)Y 6 M?9K(Z>GIGBHH:"9R+KIZN[UC"HGN#H:L_]6"+=1M+"=<-KNVHF=EA_O6+]I M533I#+W3W=#]:GI'-4]7!Y%#!%K9E52TM%04?+05? #+!+5X,;("K_SI:C,-OU M[S0B+7!U\G^>_)I7FJ!VIQ(.5V=F+5<']"S#TWO^#/SD*LOP[!)R^BKQJSG(M.&$Z^X^_]4W#?*=HK2D(.6%:.V:9MB75H?$XV5%KIR9SV- DGWVTF\U4RD<*. MPL()8.=H.L[LZ1X[/K-?I<>)#"'S=[-5MRM= Q?(D<7/LYN5I8^=$.$>99-L. MRVO*L.95 YI% ZZ2B)O*L]@6?!K-9*\H0-L>B)[=::1XY.QY MY%6VKN(2Q25GP27G?).H11\@&XOV^E\ <.U2\X-8FS'!S*9)-[2UA9R(3MF]X<#&Y=[V3ZY MXW@]4)E_4#!:.WO$&0)/)?'J1W)4.F)^S,+]-]0F")F#!7LG]^]IF-EK#^QR M&#+GVZ4S@[W.Q/#ZANVT^T[fQF1D#R:] M=.%G&QD>OOZ+ T(*)=@TO!.H:F!5Y_T(@#]M&Q-S5Z=ZUXKHDZ&5@NQ=&>V3 M#,SXB;XGV1WGS"N/V5OIAW=B-YI[S_- ;U:1/TT+MB[^N24;OT/OYU1I"M-B=* MX0 1.Q9?M^"K'Y<_MP6?M5N&:6?KUJW^H.[#%HKK?IG&E-;ZU1@2#*DY<6-.&>5#E4)S+#Z.(4I/)0D^'T3[''SZ:1=@-">*S= MLWG,9D,6:E9;K]!U^D6U]4BAY<#G M!#3KM2QUBG!9\GTH2EH#L<-Vl-N^&5OQ$EY7B;'5/=FMOEUA5ZMFO5@MHT0' M+PQ[>56(K:^^S[W/7&N*7[/]V#5SH'?,;8^[; (CG4A'QF1!QOJ8'4,I+8 MXR7B"Z,KVW;_K+M&O(Z6FXA3HT'X/_P,7FDEO#)E"Y\6P@L%2"=A(!QKTFQ%_M]/7;H:K=]P-QW;=%A,*/?NZ8$Q#-PBE=V%B)"SMYX!!!S"KQS M- -79%1%SZ/+L0YSY:Q"#]1K,&1]M_H.\S]*M!3#_.AIY3*%(0V]W^KIM;WN, M2!/4?$6]HTZ]'?.@&_UMIS0IVE6TNP>%T!:GH5G=#]U:G:7=+6E/S4+9"593; M$+_M- VNDQ].T>;6U0IA0KY[DD3MCNV7:=>H0JK:5*E."[J"ME-TR7Q'_,EO] M-> $O,2=ANV]J"6[!D9>,8;EHS9!'BC.&9:VS-"?2)H'G!4_;''ER!$U.UA1) M'O;^<4L!2#%!8#5IW)EZOF'/'6!+=3L3F|\V0;2HYI?T_%%'0I50LG.=X&:. M>M_L'&U(4I'\9":9>F9W54U"XO!CM?>+E(.<\K"!M M4@YAZIS[_#5;'W2[*DV]D;CIZ8:A<--,W%P8NF'7N!(47O:%EZZ']U#SW79F M"O;U]BE,#CY)Y-A]O=^O>V$JY.Q),)MMO6\/E&7;,,18^WG]XUMY]"69,4=50]XHN-CHN#!0!\8JI^FE MHN"CI> +R|3;@TZ#NA\|)T\EK!W*R=.(I,#5]?]Y\FM>88++;G4HWK#A16^48 MGM+S9^ A5SF&IY>-8Z[\KR:AXX0IS="[U-16E/0<=*49M9V.C:'TDX[%-,[MA A0B88]T7 -? ON*V2F5K)F:@1[@!0D+A9F^>SOVI.A56UN:RJ"1#E62X.SAT-M]+YYO,.:@:;>/&U'L'T=(5;JK@IEV[%ZC"S9Y.VP.5:H9IF%!+&W#Y ;1$]TD M2JIR7I8%GT;S;%_O6J_+3]P"B)]=_J5XY.QYQ-X@<*-X1/'(.?&(]0]J3T$] M%1XY;4>8O:'HVXI6_V/L "7(;K'++7V1)NSM]_--(4,+OG5CV-SH95B9"*M_ M5?]GV)W^T-"U^*5]OI? _H\S[5+S@UB,,<<'5$T2;\?6WO]!&")*%KZ4.R:D MNOZ8^?%;L[=[=&3MSVOBHY"Pl;$D8;O^,3F9_I%$L3MY?K>_DU<_9RXQ+1V< M Q^.0D;%:=[U6@,-]N"Y@:;K0:@9QO>Z- N;69#QE\/^0.6T&+YU&&H.SC;5[M-H_9;,A"S6KKFMDV.U3CYH3P7I50W$5#]H\ 2KLMG<'YX9NZ3K0*4"HW++N/4U=.)=:|\NBZ?M0M;3U8 M8$L.IGH$GSH/3 LFFL]B+83? ^@E\#YMCV@3VI,'_K;W]>&$KR9@;(&LSH,^ MC6ZK^R*!@JQ2]%E"GV;O^[@.A?RK'EQ9*D<'Y=2.4X30!7!D6:VE+'N\%G[MSFQU"LS;W^!R15_-O4XTQ8^,QFX=LY'(NI CD+ #M\Z_D&_/@L>^L MEM!ZTZ-P/L>W!)-)!#P(AYT"B N>.6 @87.E]=PD(M_K<7 5]DZ8W!!I=1 M'JQ&O[! &805R5,BPBC1O],I?6(>G^<$"]>IBA9?(N]-[%YZA-ZRI,UT: M*8*+K;LC=7J+V;)WQ$0;W)B-XR%!MAVSU_4ANTPA8%AZ(.ZWVPAR9W++G;0'G'!|_.01>^7;I3&"S;QWOR7F. MT+N0=R6X_N4"#!>/O_*0D\DFA^Q5.",G!F#U("2.>)L 781\(M#? G;9L18-K M9_+?;_]F#]SAF-G#B3WN|SL3P^H;MM/M.\9D9 \FO7;G7[H\[^29)&O(87 M-O5;A+A;Z,/O1UL%Z9UZNU4U QP_@2T#2COW]|\#_ MEE-;U827W#,W:W4^-> M7DG/SY+X=3SE? X@PN=Z]>ZL6[+KK"SDB9T2&J75]Q6[SMT(L;[MFEWDD]@*]D(E#C_>80_=MJ%WNATU):69Z+$'[U?VXI1Z-E7ZWB].RKD-!0Y M[<,@YN6\H9?1]6/-=K?P>R66:5CZ(KIWVSU*] [_\B%PK;DD1O%;2A]E(2A MS&!)G)NYKL&KPO&D?FV_T6]SU$_ST/#;''7E4Z\'@C-#$OTKS=)RHRBA+*51$-5+ M.CJY#K!?A+\4B/QRRIKU8SH.@-,? N7/'TT1*$C[AI3E+3RQD*U)VEND]QD%C MB,SONI;1,C,R>Y]ZHRE?:\[\,;63?0K"_C;D8"@1K4A8=@SMU-L-4'RT. 69(^'"#AM"$S^ VR%L*D$SRJ61PDK=HCK1/D @<(O"S(<)X M,G%'+FTDT"@8;#U^1^B0@>LV$,]PD)?7F.%ILD<4(4Q)$<(OV$C),+]6/,YLPG &U/VL3@!!!&ZC22U IHCUA M/B8>5Z!= RWJ*9YR"BV=7)Q P9P0L4";?V1>P.55)@EU@3W8" [^W<6D?6 I0 M/4Y&,M(']S\S_0NAQ//$W$$#*?VOX!;H5.91_4I(IHH6T-RBA]=_4:!.0R; !U M@71TGF&GG 1#QU4Q?] ZXO< 77PVRF@X 62-*X!'G]$ "\+PD8U"GM2)ZX.< MA-VUM*O%1>@]08QDXCPZKL=[F?N"8B?.8Q#21["-)-(X)<]TM)N)[C>!&^ MCR^%I\2E"NM@FNV'?BR[?(18%)4Q -DPA$7@3]YSF"6EV@ M_" !$3- U@'4<@-4#*6O:FTS8*,9T7Y_4X"+.G^F,+/)]_Z-$M 4Q%4[AKLZ=(>)$,$OB7]Z"1$4-1(OEGO^M"J^X3H3V\#],-*N1C%=]JC(HI(=,PZ2?,F,$V9%#$1%.6 #ER''QZ/@)X,+7 M_@ #*1[!0IV%/<.]*$(K"IXF-X0QH.)^:DZ)-4:W#Y7QD"0^HZX]O(W&B)(W.%G;9-]17KEMI ?-MP TA"(E@U*0Z5KGD\UF,U=P%,G3@OV04\/)+@'*'7EDF<#CG\&FUVYO=>T6 M*%?K:? _QM[YIMM]]='RX[W!%_,#HO8NT#_!8$D5RNM,5H.PYT0TPY\HB$UBC JNTKEX.346OG:*-3&5 M:![(<35<_>*L;KQ9CU5)&NV4WKEW=Z6_*ZG>VM:EN>W<5,$=:V=*87GGK,DKV M9D)N5!&4I6><85W0Z1U!9ZISGVY,B$RW=KTKX44%!5L%196$O=U0]\MAI^ MY_BK43?76A&Q&N(N& M'?RB:^A=]W>Z'0 /L)+KHE'X/,)€ Q=]2^TI,H0HZ M]J4_V;9N6G7+3A5Z]M;,VP+!MMU1G-,\U!CV_M%RKGZK>)7WM7=H"3R.A=ZZ_M>L>NKU;>F1EPC(CIM4V]W^XJU#0,-=U!5[<,ZH]V6TI<>D(-M@J--Q;P: 4I;SH^IXK%;*.2T>AM4'0!!+C!*4 5GZ]8_-MI=5ZN)!;;R2^W= #;R.J1Z1W+8) GH"J &$L!'!Q1 M;B5>V&RW[+02>5,]-JACSRF*M3(#(5^1#9I GI''P0'WPO4^H1.=%IS3E5- 2(QV.UNJUV@*G@P3X8RQ3Y Y 2C;YR$^MV.HM?0 M4/4<]CZC*@:,"U5QC<(&E +MBA^"X_TG&#IF< MAAL@?RQD.+EA%G>KD^ZS\M!<^CT6N X$%XN&8FA%0D?<#\|'F!PB= MU[_"KYP,U*(4W\N*.Q=JIU AX,LIN5JHB-7:HRC!CK!N-\8"E&\]TH4CD-#I M1%$RFXMR(ZQB=GCM+"]/PE(.W/>,.EI[CC!B:[@*WC^N IB$JK&6!OL'],/#K M@]=? 18(C:,N+VI4D\">,;MN98+T(OG?H8&$^%HW\D9(>%F#CF\T/T19%V 5=.T]!*T< 57O)[+B0)>!LT+ M@>B@:CA*9M@A@79UAT(.EGX(\/ $*ZKC8GQX3]EVCQV M ?%A>A$7.,/WPG!=62Y8P1A5C,=O5":;?#;57E04/F2@L;[4\B6E;UZD"G.+ MV2<%_B8W.O\EW+:-+.W-=]ZHZLXW(M*(.8)B'UP&^,$SB+6@=8#==#GT>LI,/1 MYFI1XSD72 CO*!"A/MX- (]Y")'=9YZ&B;Q%CVJ< 1"V0D^"$GU(?#9'T3XZ@ M^<^\IH]H6I^^Q^YXU3\BPJ.#3; M6.ES%XGO)&/4-W[(]2F&FTS[9P+KL!#NQF4. ^^=]OCG+SA-6$1R+O0.J2@([ME02J7X7J5_&]?A6'N4=NOJ\Y\%!=L2_OG;U>?OMY^O?IZ^[\WVM6G#_C!K_+O M\V[OKW^]N__MR\V]=O?3W6]?M8]77_YQ\U7]- M%#Y]2=/+F5HE"MQ5>C^ O(=+++N9]B_#J@@\\^?WZ[M/7+W>_WA.G?]YR=WWS 9EG,U80\:!+3&-X;_1ER$MP MPB5^LG-6*#_SA;.;[J>57O^N)=NR^H@'&ZR8;<@US-*)Q$?!AZWASZCAWJ, M#% =ZL>N#? ^6NAZB9(Z-\5)KCAQ;U#,4(P#4Y4; CPLQ:0TNMO3+&D^R/]DH M=D28'<=\J(E0'$!^G[FOQ/?DVT /0S(B5Y0O'1WY!D+DL\(H&3:(@^.680= M=<@/(ZU^N=-,/)6*Q+,;!Q3;O- 4*FTBY]B7OG,2YUK"<2\.^8# 0(X8]%G_+ M/#8W?XKIS]03*!M@2\T/\[-LX>V/+.1M7$G[YBZWL^Z9<^L+U;D&1!+?@I.[MX"ZC1+3F ECK+R;IF_YSI27X90VWM38-GGB@! <,_.!%"'ZV<Y#B$*UQX3>EW.0"ZJ1N9= MG/H&* M.!$>A+3S; 4"0_I)F2$.>$ 9/TP%,7T]F2)C N2_/'MXV+(UI4P@)(P!<$G] M),DT(SWID>2=7U%09E[TB8OV&76.F[GQ"EG,:1G#- ,BWHM\Q_C%*9AB4_$OP M=AKXP/M,&=B=Y;:0#YG(W?B\]OA_N,"Q/9+A9/D&,DZCF7Q=LP1F)5]'B M=1B<3(Y\QP*.A+1^EUR!$)G LB>]["*KY=YG+YT]>H7 '_>.&.P9R;O>G$R-A\ MBHIZ%.29PGHC\^2%[<$)Z60KZ?-1FRR!!FNLP\9HK:K1W"XSFS&6]YZSY/*-MJH9Z1 [OW/:"%)/D,4HXI+B<#S_^:Y[[C;[@!\L/Z/7.NV&6V5FZC#M;<1F:AG(9*Y?Q,;N, M/U]]^:K=WFJ7VMW7_W?S1;O]]//=EX]77V_O/E6Y:0I,_$]?H-EIDD_0:&F_MWOQR]2MW!MY\N/WTRX;>P.9>S+_S;O<\UP3U:K3\\+\T](+L8/P(-%=T+(.5 M\(!S- 'BN*.]\]W9<]Q9FCT5H,Z*_>)'<'5%Q'=9W_],@18/H3'NP)T04]0 M2V RN11,X3%#=WR$>;XQ#_B.@ODSY=*+'M@\FPR,=VS]CZ*:&A/2)L.FTL3 'P?R<,T?029\S65K:/1HQW!L2R3D% M:#7"7]8CH[PW)D;"WLP?7'ZOB!<>&4^_?\"<$^C)\QDPQ;3\.Z<(W!._D@-M*H'3G@.H7@YZ/7]VL&-H&H/(<,7PB.=R3XP$N#@1G$_&_MI6.0ZUY.9+*N M4@&83_F11Q_(QS/@K!H3$[IW MRU-\KH\3\&B:4;+P@7CDOP1S((AJ M&\J39=KK4EB[D\W/.RGR*D(78%K?01%N,?@I,RHXWK(QJ[O!S04BG07RO-=/0&+ MCJ6:!S@\@P9/S=T0\ Y[##P>NV"CJ0\'>^!YI.F$K/S\[K8)DN+K5)4_,6>R2-MTU);O1\-MHI#-"S&F=CRZ9..&/CDRMCRTV+BY(1>J"%,#0'"$57=7D;\QQV M(B6/ M39FK+]04>C(*)O$3#?K .78C)\T&EWI=2E#I*)*K6T$NHRFFM'AB[HN.]07H MW":EK/C>3_D]EMXXN=6+H3@Y!I [W;BN(Z?_I11. 02?RW QQR0. B\]L;_P M?BZ:^.W + [DI<\9/+LUB'Q9N%H(^^LRXWDY%3NBH)FX!W,"S M,<7-0'5E?V]DG1.40;O#2H.14)_=&9XYG4CX1+?>D*48Y;$U!KS.U;PC\>5$<0A2 M"'D!=RGGXP$MB_-GE6M)Y#PP)-ULQ".C4 SY+D7>U)PYWI) #5?1S@A<.G=$ MT^=2^TKN-2\)19I!QO?V>1SV*#00!:4[\>2F"@H+!W6(/T!'RGM[W7#,\R76 MAD].6Q.X\1X%)OEQVI*#=AA.+.S&J2KM^C ;7O+*DM7OB63Y^I(\>-", MQ>A;^/77C\3F:6!36/-\Z&:!6^R.G,EY/V<,#Q=Z0(-`QfE&,44H^C(RZ-/JT MI?W$'N:.INB!GXM\N'GX6"W\ +D=9!C5Q0SC??.I&]?*>)%'UU>SG'BESB M&A;F=]?+@8..B/"Z?D+B5-2'1;G2OX5QFP-9%^X1UQ%I"B@CDCDW:Q?>4C(? M&1\G\4D#(F.RZA$/$9\&2I>*E-D(L_2R2X.B<[A9]$I,3NE,-0^"*?,1AXE0*&Q=8E7V2697? WO$9W_-$74S!QCOPUB[X<\V) D#Q(? M"VD8XAVB>;R%@88PX%=SXJ=G1X6>)F#UOE]\K]A/:@I2/(_*4L *&%*N&-V M2 U39RSFV4UP4"CR'Q^ .3M. (00O"]CG4.@4+, ![CTB#1U.00L%LQ4/2LI?GO M4\RX(-?K(]6YJD",+)@(TFY:@!YJ,5A2Z(YPK\)Y58.3IW19@%-BI66B(B-/3]I.R\\VP%>[@G/S$XF@I MS"F+)92FBX#1) F7=']2+QV9G\+39*+X,LLPXE7"N6G$0\L9NB@?\;4O:7,2 M@Y_>9MR7S?T/L*X?: ^)@UYIQL2)*8$&]$F6GZHM#\D+MCFR..&MMK#3>< >D MMONI*REBV0.Y+_LR? 632/A@S3U@X$>4C9[E!X7)&YR^\('?5 M XQ%5D%A^GCI ?A9 1/H8@'T/6"0IL@8]*Z81E9GMN2R->4NB(2%>G4^#CFO MD,B]\H44R;(ATL&0!X_ M+Q$Q1] ,N(5Z<(9!7KY):J SU*?^^F8/Q9C*'*. M$(3/G #@3I,5Y6(YGR$-H'Z89E4Y=-1@&9"4HB;F]_,!X",>8N$.FQ&JIW'. M15-$?00VH@OZYCT+,RUU]= 4=:ZF+'RCD M5;MU%V2FT@AYHXLA[BN';:LDD7R2B*TF6C=A*R>+<[G&\GNW?*9V=9=YDS*GU M4>Z"4,3.XV"RX(C+?(9T4X;D-!*NAIRY0A^2%RR_+^'R .UCQ!"4_3[NR1< MH;YPX' K+'/$58>BO+Q2+9Q"""U@(P$,-L,D1CO,W?WXQNL S?R;=QM*EPB/Q MKJ@"(4=KUOI%7(8B*]2%F^J)W!*%@Q,!S;DF>R)-0[Y U).(CC(B)7Q$-OD7Z$29NTUZR_-Z!WE1(A[_R;M\ <:9YXGIR.O(6 MQNV$%^(>,..Q97U)LLD9B4D^6OA>]F7P@X*E562+1F8<+\/G<_<\)1!S&_M3Y35AUSR7Z/^Q-,"U?R;N7QX#_0?&#&XG[_R.Z?IGI!:\@DWY_3OV&@%8QM/ M++?3E[P38,/&?(7_I3$B5)%5QY M8&LDZ,U/R2W%7O;6#TD :'H(1$N-X9!Y_#7WW\ B]>2V!Y^15Y&A!)"1$M M26:WA^ /P]R^&:D@XDW11+K9&*R447P9!Y=8/17,$'_8JQ#,A/QU\XM(]KJ* M(C8;8M3@%\=[=+ <30<+9M32M9]1CPUAW_>C;1!X.A =*". "N#XXL7/MS.8< MU+\ZL^'8D0_F!!,(N)A= A*8)RQE4 P=RHW(3!L0,@7!|851[T^PP.^ESS]+ M5SP3>]AQ(I(?LF.9O\E-W+N85D6+\#WP^@_E_N4RRQ]FF/AAFVE$NXX(MWQ=+ + M-\6+|T"'>9E83P5'$#R@VV4'5W3MHSL* XSOPAJ9[.BBD1-2R-P=D>F=70*Z M>/P_HRPN 7?NU>T=.9+RKKJ%L&7>\ 38CBMB05U:]W-_.TEP:U%Q: RZ>6O1!F62#6)9=(?5?(:4M.W1149'RGM.IX"Y>0E%FB8R;"M",/@%] :DU=X$Z=N\JYRD*]FE-0%$,M,/I07,K+D&S*0O2X5=!97>&RI26+ M?_*ATO-4IBH[T=)!7M!UUU>\KN2;Z0XX]IY7FW)IR2L-$>R*R1R ?RH@H>\ M20,Z>,4[%KUZ^-2[\U\Q7V(,+VZI?U"W<;Q..@Z%=HYG2KGGI=Z$_18!B" MIPN52R0ZT"($7W!\R(H5,TSGO K!S]06;89R/?+B=9]*+$_BMSE%36.= M)YN+G M@P0F5[4D\YA)2,**MHZ33N>>>5+]@ELP^42AZ!T!>?SPNB/++#R*5<< M<$LDX[]<+BHL/ZP:,*A1!-7?\$'#H;*;@EQ,..9H6/ Z&Y%,0?@-5%10%%Q/F'=I0&CH0_F=9\$<92X\.$)J M"(F(W1$9-KG,&_2_4)Z/!ZSEL_R8_XBJ+6[_K.7:%>I31:='ENHJ$Q=26AMG MGA+!:,XXF.OV)1,L9"5;T"'^?R3O!N#]'N9]03R_3, N1J795B$:685H!,S M!Q,N)V) I(]Z^6*2UJ;@3!%1':_.SJSH.Y$9+B,ZC.B"BR\E@>*X5(@Z84*U MX7>SZ\MM FA B*!LX(IM5)/%EO-4H \%!.PG@FYZ6NS8N)66 <+OC+(F%\^ M?1%XC.(M@"F4@8Y'E; 4)Z2T>#*%0 S8OF(#2>E,H6YD[2URZ2LIA(YY6DQ) MN/5%%5AD4RYH4R((G(L 2VV8|"9IWS*AV8R$(X3/LT@HZ4C<8%EJB!#"U(,D MF:.?*>.HNGS-SWP,#Y-+^TSN? 1^F1H448\/5'(/'SX\P=1^C+UG M53@@@9*0^L[*5(@=IHGY>B?;P_@^N?59,H,YR1B;D3O!S]8DHSC.3D;J!D:(K MNA (T;]X'F\5GQ;'!@9MZ.XCD&IG2"2Q&NY,3<%]4(HN]AK*17;M! <9DN=9 MT%QLN=1)'9"3RS[ATFPF6K#P+ 8)B;R;Y!M:@:6)1WG:XYG@/%EM==[,&86# M7DMU]^D'_Y)$A;3N5,^IK=[DJ"!7F2()8E4ZSA9I0L^YQD"L+L8;17HN"_,Y M%G+CL!KU7]0"&XG3Q",AWE,F<(AK0C9E/ETO2XYP$-B8P!+$F'$3 M91X4/D+*.HR4S MY^"UHYF^9"X-- -ME-JQK_S"CYF%D0MNPM-7CA 'E#:0T'CO.98Z!>$\D%Q M'O@@RI+,57KQ/-%)@"F19,'($Q951EY<3@;()*%"KK2(7-0E>;T+7#)O\]7C M;\CU2-HIN6>Y#9&(_,ZE@TL++.>>+|WUVZU?2X5F,E:W.(FTC)_VT_>NG*$H MZMU]]X(PVO$6BKWOC Z?TK=8"1N+IB AHX !62O^ WI.BW6?Q:HPA:(=HDA6 MBE.8;KE2O)C<+WUB*VN"R>%$/I34&?9BN0?_56J.I,ZWU 9)W6?YZG;9M:*\ M()E&UO J=,G0H."8FL=4S M@=FRCZ%=F= @T(@R>G!QE&.L.DN M-0 ^02A_ILVC3YWSVW-G/DTU0YLK6!!K;>UKH-\)Y1QDJ;$E>U)(1)YQDJ;$E^U[9]+!V72<+ MSQ6B&,VCRYY*?]V-I^\.RNF!Y$0+,T1^L_%U2D[@SDTUJ"0*93+$\U+DMTOR M(PM*^%7S<6(EQO>* O(+\R09E.X\?YY:3()DQL1(5"X5&O8AB(?/2['8=+*$ MK'#,.='SGOA.5/)N;CR9F@2MPMT^S7MJDQ0S2HT.V4Z/=3 MR$]2-R.V3Z4J#.I))70FC!W#?4@M,I>73ELI8:PR&^1-?=.UF3O&>1'I= TV M8L(W9TH))IAT$2,15%00*- +9(^ED=CEU39Z+>KDF5SD.IXX\/O,4>G;)GM*6 MO%D7.5%)ED7= -'[Z(PP-5':MQRC/%UO3*E7$7F(!+?!=3OZ1H4X.)\LF]' M@JK.G_0ZA>&=,%H2;<K-SD_FEZ"Q"3!D MO? %=1Y^3)3J,\98HI&Z.0_3945,TD7Z9!V/19X-&V\S[2\ U"D@3H4Z5P$>S MN0,G+G2MR67FI=5DJ6M:3W-GI0<)'8IZ+D)"LAB=F+KH]KV8%,(S]H2;2<|5 M3&#>QG*"O]GG1OTN>NZ(=/^Q#/?.46T%B2:[:!>P+@] :"R1Q*FE)\S/ M)*:TJ40$;B6MR9"Z=&.VL$+4I5PH"IM5$-%@NV"(Q5[.?*ZADSU7CHB@$[5; MGSV@NGO\.KTHKN9SC_XM/D]|!N0[\7G!2#,)\0==/E:!BGKH[+59TUKR=S'>_M.*A0!7BW6$WBVEK$SIG,\V3 -3Y:SE\FPK<K:]?K P2'=*- MWKMEX5*#ST6S@T*UZ%!4!>4;=5$;+V__^I6>$(3%"T'!3T.BJ=2A4578,'E MG*TDZFX*A,_E2\@>L3\4W]J,Q=-@G"]:\AX"T/FF?,(YBIQ-*UHZ4ILYCFC M=(Q'SC->MK]"KS:9 (BU,F@-YOI:4]J'*P*^2^@\V_)FV<\53.%+7B;;5*EB=HN%L;24]HX]18:]RY6R M8!U81N#C--=,5L 799^,!.8UDZP(<-957E:5+!Z6):\=0^]864A5UD)V5>M8 M8,U< 5Z^+*]H:A'P*9&93XU9_K6#XZ3Y<8E3;DU!ZSCSQ-@>N>XVP M:HPJN,;!G%Q@=1..YQO9B_E5F?67$)*IGXFENXC*98(.;3:KN:>_KE_7)M-XT M;Z]F=>-E&B+'A>03H96EM86++*9Z9KGS/108/4]['+$HQ%^,.4']X%BD*F6><7[KXNX\8?[*Q$KUC,M8A2]F0W# MQ.$MC[A1"@(CX)W>GU#@QZ$[RKO(@HQX(X\7]W6SW' '?S!UAZXR1Q; 3]:-\2FT6?G&8BFU2!?@3GX4"!$#*>Y2 MVTK>]OUW^+N<"]B3W*P0R2M2?S9Q$O^E+.F.M6 0M:PZ_0R>&3YRP"[87&H M83?9G%>;@D"%\4FB;,Y9.!2&_"#.? F9CBD5_Q2G<.4+-28O<M_"_TE'AK\D#"A,;48 LQ](Q*H1_E[=!4QHM>0.B_DN.P@$#1U>9$E(]FR7:O M=&?P-PEW09;F\>Z8)]Y<2S3-;6G:'=UI?P"11N.\!*&^"/FVPX K>)?O.GHZ MI N'7W-7D?31Y505X?!>5&*"DR>2',M6%)G67%ZS)KYN)NJOH+D./N-C#>U6 MG"MM49LT0]IL:,;]^G+SR^W]UYLO-Q^T^ZM?;^ZUNY^UFW_^=OOU_[3]F^O? MOMQ^O84/KSY]T'Z[O\$O/W^YN[ZY^;.|<;HTR\7NR"P7F=*"GVQ0B9HM]$*Z M3&[M?8/U-5]$8HYIB-V]X5$BM7LNY5T6[>;41RM+*0MAC.-^DCS@(@DXD?G9;BUF- XKE497_8>'YGCQU-M,$!'DC3!0+A0]'P#8V)SW&55^U_;)_MOF^3Z[O+\EK3:%]>W_VSL6^1BUNK9!)#!3D_!"_OQKNYYLPIEF5!LDG<2?)@$%K!,S[9(6, MQ9*538P? Q_N3.M501N,:.G.U$W+>XHNT;)@$)V!# KM\,.>P@IB#;$;"2Q M^<6 W1\0F2$CAFDYB>LJ?\(]T 6$5@=RKO.FN.]E9^TGL?XUA_^=(U@^^.^0X?M?.^B>[$, {A7%8BN@WM!PVL]J'APBNE*\+3%"N!9%AK-SKDXG7-,_M"'%S,PW@E"Y6>UD9P-,44R\LC.Q MZTW$.6GY1"[G>Q:/[5W%M<;'UMG:.1BDO-?EZT?K;OE:/OT>RRU^VA"\#2H

M@6_QLE'$Z]F'D_1P8MV7]8,,>=-)4KO;2.T.3!DL271]4^0 2+Y.9Y/CF':%_MXH2*!?SQL@>G<\T$H0O+UZMFE3[_C672-:_;I?):=[PD4YF:U-DWH?9145]F MU62JF=1>]]F?H2?
[U98#:@EOVXE M>TA JD:A?$4@@=B=)O]"] 5A1N#R.1?5"X>'AP00YS?OP=Z$AW#Z6P2MP[YZ) AZ\+-!2 MI>S8Y0+(FWXLEE'XFE5@U*
(&_*D6R[7)7V8_AD%)+=.BL^O6Z=KQAX,6/7;4 M'SL8'.AB9?>")^\'X;',,_E>@N$'!FZ+B' @ 1]>75A31*NAP3$B#]!CQ?$EN M#,X>[4=+?UXS_M1Z>X?>8)
:10]M65H[!{]>FI:!%&ERX$DK\1U*!*9%=Z*X_MQS8VNR6E2=G="'V?E,!*XG0R+&=2LA(_6:);XN.Z=_>@=\|X\EX?RPH#MJE, MXM%Q^-^:_+]C(,:^]Y'S"7?!\CV@Z^0$J3PA?
R,X%I[#W":CL8C&+,GZE!P- M+#&#E@_948':7O))5G[/7N>_=I>"ER7[[']KD*@_LPBUPN'O,3I)'+=3VN(SMOu%TZ+?ONF01=':^ MG0]99F,*6I,I"
<_,^>B"EFQKM3C$L2HZ#E'712D)2F%H2H)2&}{2H!2&IB0H M'8>\DZ?NYOP<-5OMSA]M0V&O@OD+9G;AOSZ<7M%6@$F\7DA0. -N;+(1)/%C&"E M2'+8"\60Q9CXB$5DEH]B
0H7'L#@BD?\@*351 G0|.,MU#K7/!Q8&,R'42G$ MK#0@69HL^9>\DHF6ECH""0=L%/%Z!N'$\Z/1@$WKOARMASI9.C$O1\8"A*B?Y.N3!]^+\ M7';,M6%83+
!%OZX.1,:H+7K9=.A]-ERX>0//)ZR^U MY\3-6LUYM:DWK&^FB2 ,^,LC9?%7FS7I.QU6WQ0C%jW F]QUT"' CT!C8;5EE M$^TPVfX2"O@:\/$@8G$HI@3Z-3*)D@[[VQ,Z=G=H[OI^1-
RYY(1PP<,JJAX) MPICTL&ZS+!*(^O15.WEHEE%+P"JE"MH=<'QO9/?/#7^2;?,WIBZ M#NOI%M:-PL$X?OF6N029T7@(3FBZ[(@_?\@54="2LY"()IW]]SH"L[^.E@/(-;9 MX(%-
(_0N,^H9@D->Z(Y%36XX^6EU!/ED;?3"IW59^7LM'ZV&W?_NCWOS L\.X83 M7BD+;A8S#^,'6)6O7@1M[&ARW\QDJ45K*?C?8U](MB =QT*.6S2]U#[TCE9V
M(TFC]WX$Q@T>TP<+[8T'4^*R<03V/D9_)CB8?RD">(4(>.A,^0,<&(GOY.(P> MN@5L2 [KY >R9<''Z")D@VP<[T,!T#USJ\VK=OB2KE1<=[9443OLO\/.6H]
M4WOMJ*5B5ISR1L*6DEFV:VNU]/+U6O'U^&=E>+9ITP^%4KEADF^L.CKY0W1V M>?[SYS%IM<^>X7EJQ*GM\#3;*6]]WO?A3/5_2D^]*(:C/5UTW0)?UQ;+U\OIBH1MZ4_BG
M'P\'I_\'4$L#!!0 (-/F ;%E-[!Z.#Q -2M 1 8VAG9RTR,#(T-M,#DS,"YXUWVK8:_]Z_0I?T}>GLDV>]_?EZ8Z(DPA]K6=:WY MIE%#Q-)M@U]SZ]K#^%:[J/W\X=6K]__1M-
_#GOHM=;!,$X:C.'3'05\KG MB,\) ^-F*S1 J$T<#$?&]SA>0]M8N_G"ZS&S.T4GCY"RH%CQE5Q,\?8N;Q]5V M=H'?:F>G9T2[/#V9:(W+IB\O+!\\GYQ>GEN'YIF5^3BW?
F[R[<7VN048^UL\@YK M0&EHTXEQ=J&?38S&Q85D^NQ<.?]<+# "TRSGZMFYKLTY7U[5ZU^_?GWS]?2_MS6;UDT:C6?_]KC>256M^?9-:CVNUGR?,#.J?UL7C"79(4%V?
SV9KU8'9;/9& MMQ=U86OC\K015!6,; IK:CD<6_J*M<&9QE^6Q&EN)X+G=?%<"&IHC:9VTHR1 MJBE/M,.I=MJ,*FGP%5E4P_,Z]["&,,>,3EQ,;@'D&S+%&DKO+BDDKO67BTTZI<2
M"#*)B)&U"I"'+,9X?=X09PEUHG*@Q>(210I8NES3BR8G13{$RMG@[CDJR& MO CHV3KF,K!%32Q274>,)5*XTGW2_)H
MD!9%V]382B)^:0&=)HJTY@G$Q,XZA(TDGPX!W9XZ;&T82:"H*.5O9U\U5]TL MMQH^92XUMK?:C%@$! *$\SP"":_F=E/=8/0+ UAL[KX(T_HKS$ANI%'9E!=
M_+%%)K8LFTMZ4>*7+9?4FMI> 12)6+I* G9(ID' &1L_-&F>7EY69=/H:N5 MQ)CIS#9)>N?ZDME+PC@E3G3LD0SFC$RO:V($TH*>\L\E(V] DZ!*3,!ZJQ./
M00)QH^N6]O9"@P(6(O"N:P[@8!+/166VWR#3O/8#";?HO\)Z$T_R6@\DQ/SN M#==>QE==P(-%=H%^1C>(ZH<5KUVS!\U"N 9]"2*X,=A.E,%K6#E@&3,,H M_-
"0_VLB+9OJ:TA2(D'ZOKY)L,'*=8C1MS[OS<;MT_L5TDAW"!/9KKUUK25 MS"\,W)CFW/[!3>=^U+F!/T;]7O>F->[9?.ZFDT*"+ $ M.6F>"SA&X$<2X!'P1%&FR.>*/+9'J"/(^'F
&YLT)IZ!P0;BM\U2">++(+B.CU MFI0?JP[]: S_WG?NQZ/^;7_0&;,&77BZ,Z) _)1@GF8#,V2/^K?S3]WD-1UQA,DY@K 3[,!> U;>BUD/$0]!&8W[
M]5\,]WLWG>&H\'^!OB/8L#>PE>]_DN.$<%_8 +4&> (ZVN-?I\V^3C M#MDXT7R[4[\%_Dp@*.(*XW>N#UA!*/G?&W?:K5S"BZ[R5\+[;#UZ8347E56DV M]1'KCS-
FNY:!++>,C=]AC3P<1BS+AJF2B!/\"+"RIHYNVXS("/T*6"'@BR139 M4Q1E6R&8AN2)6"YQ,L&QJJQT^^6FVP/2"KGVGO">[3A="_Q'!H2-YK"RRN3G
MJ90JH[M;#H=^,"D$#C\I%#R0L ,26X5P]&-G3DT=?&?SE\N?<(FV +.?2(. M%\VZ P]O,66_8=.E=P0+Y\GR;$//SMR5>#8W\11"9*\E_XB(^PE%!,H:0B22 M,E%4:(5@'WA)U1?
PAO#44M@/#2{3]$FT2LA.-B$+.,$E05KQ^$DVS0EA\LFWC M*S5-<$(7C+!F=&*2EN.0C(TLC5Z)R>DF)@$WB4G(#WD,*P1+VX9>@W%A_(A8 MU&;W-L\X%4@@58)Q%NO30D;
(XX0DJTK!L%C0U6]#N'4FA%+IYFQ2*97 G(> M!V3%S1MKGHP=%4(L89&'41?5VVC/V6]D6PJ/HA3#.9]W,70.< M8=CG(<*&Q!2'(5HSSE
(MZUI2S4<)3FQUO\95MA+)%_F,D<'Y0GAY"[\Q?LZ(-M2[2^TO^Q9;Z_S)3D%7*R*D\UL$V:>3C/S"P=GK.S=[$%9);D%WH="#BF*T.+ MQA@FJ,7@Y[-2HA=;2V9#SV-?)>R"W&
(.C#9(E%C$UI !@RKZ>VMZ,H?ST^B5 M2,06D"E)SBJ"LW,^,@> ^\I@AQ?E.Z=^:QB+'2D,7,@G8\;@CR=R0SBF9C&+ MXQA3):2[)3E@W1!
(0]]I64=P0XNZBR7,H\7DK(.\))93*,B)S)5@[Y83T5 H=3*]DBCZAO >8.BXY07$2SWV8]&.Q\]>#513I43RAIGQ49"3D$JB,CEB60'F TMA%[(ARL]D%0$130Y!LV>&/I9_,9A
R*/@?,/YF7!LW@V8V0FI;&G?GF>?B0C M*R70L>SA*H\KRR,\|:#^PTJ#M],L+Y%8"5 L\]Q6$(O D_"_5<*PG3ULV-MKU8NMSOL\1@HL.H, ,?!/.NF:Q#CEMF+
MB% [TX.&4@&RE4$5RVZF!Y6G$@IT0D*IM4CK3X_QE1!?.V_>B5?'&;Y)[&GK M"9PF\F&W-AMAD<[6_6EPGF#[)HHH(R^6PRU@JQ$"U%=1=']DK)1%HB82:*-3S M&()YD
^F&"XV_;77RS>)>]5T"BU5\UQ)':46YA[@,%^H_MKR=6HOV+@JB /L;@5P8%Y@X4=W<_DI"HJ-Q5]<0 ?(X5V"14+L,H?2 .&H(VL$(^C4R1-M-
VZ=9CKLL1.K4@1I:S24V_U+8MUA]DBBG8%JIR%M!1&[F+==V#6+9DP%T;! M_@)X)U9E:,3RE@P54Q-Y\.D!)C#.&ULY7U;NB MC?NE8[HG5+8\{0B7Y,!=T[-/C
20D+E%D9Y#RF7OK]_$IG3=98K$H8Z\$=TJ M2Z+. ^8#\D#<+N9__T7\E?_R#.=ID:?SX[__\OO'5\S_ M\N__^,M?_NU_,/9?OJY_|^SE(IV>X'SU[$6'L,+\[,_IZM.SU2=\]JJ%|\?T M"SQI-X-
5670GC/C_]_7N]QH+4SR:4^_]CY:[N_12@61 Y,>|:,*XTL M*:D9=8RM8W]Z@4T4*X PDE(L M!'ZUL/XX)OB$ANEFK"L>QRP#($K3X2(VH$_&T2 MWYI,'LC-
IZP.\7;ML"DY0A,3)T3D-0"7&/Y&IVTE6+MAI-CYM!VG;WV\"0;1 M3Z?]U=LDQ.87;T7>/9 <6O^4/F4%2 YWWK;J",_9]\ZFHC/-3%^*/LGO)WMT MPL _F?K4C;IEV(08,VP0B*\;27
/VBI02B$H@SW>U?#>M@OIT!;=A>L%UNJ0 M1&+SSL]HI]X7(86=S$4M:T5O[6VV#I1BA,ZOM,D8L_070MASO]-LG $#T4ED\ M5HR<[\"A&V8%.X"USGW'*"1-
+V%O;93N3$P:>)

I8_E/_^O7UQ_2)SP+,)K,%V&2KA] MC\^+]W]X$XW^:?67]*OST5_GRW__>IK"8JF@!?PP\;?J-_!Y:!|_1%P_9+__MY8]V_O$__NV''U:,2"|,TFX[Q/98?+KI\!?
VKNTA'D\5/>73VT\7O_!3&8T*\ M_(3%U_XMQ_GHI//8[S\V:<9EHWH+Y=<0>D*Y_^NG_;3SI@^$9!9.H\(!%,< M5(HWQ+CNTW?'?/59D+&$_&B(>*[G]T4[_0LC%H*^,Y'-T"[_"XPI.
(LY90 MQ_G<&S@O0=Y&6#^27NW3T[^DZ=E/2VS/W]YY\'CV^?,\S_?OG[QR_L/Q_Q_O[WZ^+\]7D'Z='H*==]E M7K(EU,<\YL;"B#FCR:AN1J_IVXMG5?RI+@W_6. DXVJ?
NH0RGJ90?EE<=\GI ME5K'(>3V^=.3\SFA%V?$%?SD\BURXFSD&O1*<+]ARBI6[- M\N@QR0MNTN*^27)2IC')2TN'0%3E?5/.%[,+W^RE/Y2\IM1K_3<#8%T?0QSC
M24(=F),"7$ZT,*L3.)0%9.8^6"=.\H|\FUVNJ.*%W.I<*;/I M65-]+]-Q+C2%('^\8?I+..,3"GZJ^4N\=P?IQ/Z=0[LC']\)$C&?706,#M)*TH6G,T% M=(HA,[*KM"A]$6,=H(8\N>>LOX4IU
G=RR M/AJQ82V@ABS8:#W=PX'=%3?M2^J*4<)@-(XY#2E$15LG5G"\+E=&),.]Y-J(MITN%,PS3_3-A&V'WP "")@V6;"B/6IOD0F.UWPOH&"C03N{JO/G/4CH
M,O]7MJW;Q2>US06C'_$F;3T>1T?H&*+&-D7EB{J.M5 MBVOP@;ZE'TD>DS+:MI(Y{K$=R#&1H(..IFI>[.IY8.,,PQQ>X^N<XU<\Y.3]F MSY^OI/!^,AZ_G,Y^#I-
\PEA4,CB$Q!G!Y0PA!IL A53)H!>;.^<:4V!+B\%QI M/]_H4R4]6!\WS*$/G\(,YV_/%S4,4F-+)]E(5U!F$&0+@8JE@"O6 $_;%):Y M-,DU7>[#,SPW>E7F9L-T-TWT8)3<7?5)"-Z@4(KN6-
+2.T)?^8C5=*X18^,2 M*]/<374;Q7$S8D>I[V!I+!<&]O_GL_2)%I]?G,^(G>]P-IKF%6E/O&369A[! M"5] B:#!8OO M+NUT3[1;OA(;49^HB"0+3G?^K"$2!C@Z[N M$LX\EG
U[>.1++\FS25[^[.WGJKOY+W_@+(UH#S]Q=!/#+-#0#(E M:!%8)(SL-HR4&1_0/3HP9LLO8M<<"Y8[F9./QW"+VI"\[D.?:_BX2]$D(T"8F(,C>5ND[5\51R\>:@/6H?'.1D35.C]] M4T;
Q_]TB^ZOZ=M:%]S9\TDFN?TC%20SA.-F/(0 M6@*@@Q.!1;,,^W"V0!EUW?DVX]=E3$9@;PD72!*9\C\IB/*6:L@%>[EJAV28 M:VUMK(S@5.U:"QW^WO-
WE>[^JP#GL\5)]4A<9!TNZU"VE,%?PO5/4R":>3>1[G$1H URA)1T9%I?*9SL]"YR9,$KA2] M')I')9OG)PQ+B(?]^_?EPS;B[I\%\<6.EJCL@Z*I>U4!4NK#*J 4)DSQT16
MWO7+@7V59392U/WJ?X24&QH'U9I9.ENO,^O?S:.:GLW"VHCDFE9.((+4F PE- MK(X/#3+%;'C0)<@6%X;-")ZZ2=!0O@WK7#:CNCR8.N!JZ FX#\OP3H%6^GJ0 M
CL(N_'\$B%.CH3P+I$.U[,";Q4M0G?9E/6]\T MA$Q$"3HX;B4+D176'Y.;(Z+!CM*NX\&3O,Y+EZ=?SG+;+$FA%V?2$<5CX85U<+%"Q.^QRHX(? WX
M^G=62^$G(@@=405(H=0LS*PA*)<@&ZD*\RS:T';EBW0/FUB#:RN'EHDW$WQ MW;1)&N&R*RF #)%>")T1O/89HJ--THJ2"K;V=7<&=QPLZD<7&]LC>3@]G>'L,L@_+1<_WR&?
MN;G[Y%^Y@%M,J=_>.1;R\?> -C#%.7*76]3/LN<6.8D\"U0[*S<@#'Z0_.#,\J ME!J0?GI.OR?J-I#2MY%K\V#;>9RGV6C9ON82UD542!N)D9-%[7T-+')$('LZ M .JD3ZJ:5LX?LB4?
>,.PX;5&4

*MD39\L^>SQ"LEK4;M0:G4P1T/&49=PO=6G+1‡|/8P^F[MZ_W|FP<>]U7W>*DVC%U?@;A@6!<8VUAM793<_A5^V#K;0?BWU;>#Y/IX1R^G M,_)HA4X6#/<5#B-@7B=(]?C"E/&9=\H"V+<"-UA5[?6WC< :Z^U7DM39^=DE MD:},2N8 @7$&*DO:2X)F8*2,T5M;2Z,;,.Z,APYW?NXD]FD+F36TA99 PA\W M@#"E7)%20@D%0?F<(#C&P2D9>$XI!]EI!-A#RKOYT">HO$?+K{^$ZO,XQW^= MXV3QRQ?ZXZI%E)#.6QIY323#>C4C^UK4NM({'KH=RK!902PWT MD0MT%!.%D=\%6%]!(#>!VH|WJXG]'],###GC?9L>X!"ATS]B6TU#H]A=T(4/$ M9N!H';OT"BC3//=8Z6*(&:X.4:F];B+M_'EP<9SF'PC5'*#RX6@Q.EW1O.DAK M$%41SI:>SXV|!<5KHZC|U?\(*3>V^*YF9'[(. FST73)\!B$-4(6T#9&.@"=M!^]Y3< 52FODD6,+M\C:AQ^K@=!&VG?5KW=2_P6.WR;SSYA&983Y@N5=0#5T MGFP$,KPKI8&2IGU)N/%E?3,XA=7K7FO24ZI;DDS@BO9T&X]\&!5CDIT"7(>E M]GL<,$-I?1O!]J3ME],9IC",./"T877.UL09LM+1&%25X3??6R)U,3F+FME,# MG8Z]_O;IP][W&ZEEC;)WD&G?]2T7N?(G2(:%-XDP\4"'EB@,/&,)M.=%:I\$ M2ZUMN74X]AS>ZB,-=V=Q]TV!,$V8RPE(J>NK*4?\Q!;9=DS:,ZHUCD1JSY*\/Q*7O0 G2@4IE51@"BHZ M)HV#{)0'D:0B/"S9=*0<0#U-X2-W"[Y'2B4W9_,Y+EZ=?0ZC6;6"+G"!#%):&2\9T".%ML"NN1'!$)&HJ\A\KOMW1G#@M. M\FL,<[R&]WHZGY|PFVU0G@'SFI8,,*R"D]9R2==@Q6V+FV[#!1DJ*9^-L(M(ERC>5N6\.I@OA.GA"9CABP;%+&&O.AZA)X67TKT='URK#DGU@(Y0C+L+O"& M_J(M#19^(EE]8I"I?)MO4UU(\;,@,USJC=A.4)Z-!'[73K8MG1H=+*4VQ_27T^F7GS#EGZYF"KV=C+|^^]1U30N^(<#-SUGI/N5KE7_[R5OU M)M@&Y5#39A\Sf:OQG*[W86I;7DUWF!VE5?)TR?+ &:-K-1<+'}8\Z-/P__NW_!U!+ P04 " #Y M@&Q9C]_&-D 0#\,@$ % &-H9V=\S_9\GG,^YYS?/[_E7+#/OF?O&7=-]+>_E]7K?UXWUBS4%'M'#'2J-!0'V-68+@ Y!- !9Z"0X=//SI^4+^_C-;?G M/,W-=RXTX=U^\2M?ZODM>H@2Y^_Y/#W)2!X7:B$Y!DIZ,.R*JH7U-0O:NC^ MH:=O<-70R/+32O8K=O6#O<=G9P?N+CZ/O)I{\(" Q[%AX1&14=DYCT\E5R MRNO4M/=9V3D?7E):55WRMK&IH;&IN:?W>UM[;US\P./1K>&0:3YB9 MG9M?6%PBD33P^7@(3*M"3I]|#^-K+_ MVL">_ H]&]B\#^]=QC0 '0<7<(59,S8* M>6\20;A5$7-M3EZ[.89PU5R7;4Y9>YB.TK,Z\"G^|\>]\OTP?F*W&&0?%<3 MR)"5(Y!!FR3G<,/5VU8B%)8>BKDD 5JW"8+,#@2DF515I*WVGK&.'50 A9)[M1+8IV(3W*[}>0- .:W!BWZ[_K)!]=NVH'C2@\9\(OM?$SZI/CIDZ*" M<&%)>^]%NN&9@]%OA+H7E#;HMI:(_/L1>0!@PV=29TX;C*%I4A!DSN \26(9_&+$KO8OFLT?)H M?M*"L>E^ZA13=;= +W@<);:>EK7#KTZ]S)6>YU!S(EFD?8DC<2M1,9I=(\+ M;JJXIL"M] XB-B;M6O^I.*X#.YI=4/&;JZBI$AW>@"?]IPI>_F%]P@G15/$)39/T;GAM[9M1)]^T\\5MC]158MDDI0T&/5!3L!"F,*+OS9%M*B<]P_&/TKNFK2,,.0@G9@Z/SN2F=.+7(5E0GI7,_ML OMN!GE)PT,K^0C7K4KH//(.IA<"23?^C,]U[QRLF2=T

!W$\/3FPUS5ZQ,E)'1P#.#A$M3V^7YYRU^[:[=_Y#*!N, DX=:DPW=:;:M4 M7?)EV(F#*<#*%/VPD3GCC)B$59BK5+@KPWCHZJ*39O\E_P,*/K$_A@47002"X M]DRL@6-NNQY_)*3!G>,\2O?3BA?^;S'K-=S?X5RN&R6B;B*;P#X2B8;; MM@0U!EOT",<\F$O0+ML4-A.'6M>A95'L4S[>E'AV0^U*L9MJDXFQ94S$)Y3I M,R0Z:,_1GW9G/Q!S6IC1<,19^'WD,8<!'E@0Q4PD[#["27N_^E2_XT?/DE<5 M08X_0P[58=R#;JS[:+_Ol?B*9>9>Z\E/@D4;P2(6PALY>, Rl;*+91I4>J1"/TY>PX^+? 99;RU89W*V:3,U"L@<'L5^D*LE<.CZPYI%KNB-MS3DW0^0 HP'_9Q4B2<&#;P5?N8"]%^Q:1@QUXW M-LKC#8X]5PV5B50U1H*\)UX/>83D0DNV&![%7HEBJ-?+4/8;1Q1.@TC[*B M] VFT?OQDVG8W=Z#XK[L5+?]R$N\A=:T(*Y0XUN8HM[[AB]\1-/ZL;MI:[] MXWH-DOQ7BF@Y)@8Y'8ED-FI'%TW1!A(>-|^/X9RXZZ*VHUGJ4'>TX;C7_YTB7X-&:\&%M19$!ERT;H0?:H M#RS_JV,.4&M'$@DIDV1;>%A0:,2=+-W_'15&U-3W<<{KBH$4ZLHV*_8RTFDC MQ)<OIM%L$D!E2L6_K%[!HEGP_$.6<;X6*4&R4K@(:D0P-Q%=C/?W)?? D@8B[>#?,INS9^QATM.2D,V76@NF ZD$119*#.6{)^BT_9S\&;CHX? MAY?,>N^H]1\;VF+9LU"V-+?@#C#8%6FB)#W!2]-'\0K,V0M:,,0).0G_H,Y] MV*0"JJ5%<.>/PPL. [<53SKUNSMGED<6OA@=&:#U39>F>/,4C=T:IM(DT-#Y MT@!V;R\Q#7L*Z\A]7B[MW @Q2NZF_5NEN0854D60T"^'S7)\Z@'7,H1]^[NGD56O M=W<)*42V715"T^_TSV;MTG=(E1/'HTO(6G/4C 46Q@)0WA.$\))>/T\B31&D. MB'_VA'2VVZ?M$'ZA%^0;ZHU^33 N'.NSBY5!U[WC5DD7C8B9ZYBF\?UUAK9) M2_2,RY*Y>S9$G=R--X0H+Z;$T$#0Z/HO2/M'PY?;X%$+-M)Z4$KX<{DX@S/[JP.AJ7*.31=<|=0C6\A2LR\#9/ M4-A%3]JH'-\9B%ZV'CYZA4\P[9[RA]\C4\9)*[1!FHL3O? YU.4],_DXXP[TE.+OV0WO-ML99OJ[X.@*O*?OJVIP/4)H];R:L%.2]H].+M@-UAOZO.4NO5Y?&;921E5&O1 M[H.0V9HCE.=XP">>QN\/-5IP5V5EVY $ O "13&'*H39BDY1CUUZ=?MH)2=M MN!Z7A;-K.1<4%<,7K>V0X*]+\0BI'VPPC#U!<$TR3_"]..0*X,-S]O^+'7'D M%=HQP'=O1P[Z R%#E MW#*E@V2)H335,^A]$H0JC%YDO7NPXV6H? D&T@^9@S&:_]@B?'HC +NI!P=$ MO]66,Y6SA.P!"\;T6QP*T=:,K1,W"]4=04D42!LZ4!=PE /$+6&5.N!7{ M)MK^7P.&BG/-.H=G/MRI\;/SVSD2RH$*P00"@?/_V'O/L*;;;6TTOJBH"-@0 M$"$J3:E*$9 241$1 1$A]*B]"*])BK2A2A5BD0IHK1(5PB$CHB 2*\AH?>$ M$A*2S)SP[NM;WUK+=^USUC[^W".M;FNR<4?DCF?.9XQ[GL\8]RCK(YM0P&[MEY*I3 FWB)7!DP8]S!Z!*=.XMR'8V "O%H*L]RB"]<02$E:8KJ&4L-8P\,O MR1E"_<+GX:<[2-$;'+ODY170^ANRD5S$4<11R[$LJR+G$9&1$/RY=,L0RY^K M4]^QW,,*$1*U<+ST%+1?,.?<"US:,HWK\&->}5"L@>86=RCFR\ZUA+ MW_O#0S\)3Y$$4[CIJM!?I.< =W_KGQL_8SKRYC#L2L:IVFR??#TSW.,T^UD] MGAU7)H@KAF+, H+(!@C#N:!"]W70VX"_U00N>_MOW_79#S0<)B!T_)N@9Z_X*;'! M*DR0 83(31'-?[H.AO^X#)#_68J_ORT"RRONA?V$=T^B!!?3$/K.P.#&G7W M/96 8;S2O0DPAXQW-2$+0.'N15#.-/)91B,\X+UNG&RD? Y,3D>^%UA/KY% M@R*_?H96_5=!E_1S33-?8KP:5$>-_<3% &80ABB46YU7U:/$P+B*N_*MN<2$; MVJ/@)P;#&^3@0?K54JG !"VR^B6=F=715AG?M+=MG.B^]C(M;Y(?]XAL MH[,0DWFX<@+=GH*I,_7+;6^=$#%43? 5U:0K4/LKVVR+O'M!Y:8_^#4[$,4I+ MR^LNKZKK7&NZW/XR7=#MZ3'6<43.ZBAB6-$3&E&]DEQD4EM#NWCZ+C!],BZ MI_-N'S_UPLZK?\@F_(-DHWU^;PS;M._!,,;Y 3ZX"YVMK7O{CC@EERiV5K6,1F.[EN$8W"3N:!N1%X=<9KGW8;_[FIHVX &-MA@AOL.,[2ZO0MD0>B>C3XSO<)2$YO[,5AG,P\I01_;]K!N0T<4[.5$BXT21(-MQ1-+"U$&JB 2NP4O^R%?GO}30#Y8/GXS!4Q855.1-/FUXO7C\!O*#N.W))K& MCG#"N^:!=*+ZB.O7@DZSX%.TZHKZ3E)_^\2=I7R.]-_-)<"_>#%HD+ 2$L#: M05E.#U:4@*DEY!ZG,8Z3"82H&!5!7OL;0H6A+S(_X,)PD2R3RC2O)ICS$X7 MJ.PDGOU)/M>S:@1CHXZWS=:. XRD-C>L_U["%=Z&?(C"8,7!SG:0[5< MJ[^W]>#6T'4<,L/L5(7C-)]? COH.BN \CFQ7$E\2:MM$/Z/+2GCGVR<-E&V?-M74 $PB['6R,_[(J;3B T_\&_RTU6_@WUD< <>"YR:-?'@Q.HU96:,15RW.D-MQ9V1-39PQ%;C2%SB]R\W8M^LO? #]X=IZ9>6\@3G#!,7(!?]'BD MN8@@+>!#?L48N:KAX+5P+K8N,?GQ;>+"\]7"'U(-/X=VCIVCFN-NBM'(HW% M9,%C\/23YO/_;7VP\CI+ K@]&@^^F0$[1(D? *WA&2EN%M#V=FQA2\\ M- 4C/T")=2/R--V0NW]5D3*/*K-?N40P& YMBRFZUY&7EJ)ZNK(E8KQZ[]@7-T+D?RT6GA <28&BXV@N6_L7:"GNU6U 0$FW\KZ:-MD$NP83/PD0?R+R5:[?I/3-+<4([2O>N(UW3D6UO_Y;QCQ#<[;L>LR,[508]S MV-UZ@2&U5UG_Z?'Z.FY$EUQ+=%]NR**FS:R-*#]^JBA.R]F,VV>:I@C;.%Z$9,Z6WUP"! MFF$?=?E[?46; (1K.-1V1KJZN/EN>17CE!,/S]6 [%64(;$"/N#=ARKD_%(_[0^Z=>9H)>IFI.2(F0?I<"C*VAF5KI^$2PR\U22;X=,.<*E"-^>>;!ID;E:/N/[M4N$!E M@W=,,NZ>^M^^N &80ABB46YU7U:/$P+B*N_*MN<2$; MVJ/@)P;#&^3@0?K54JG !"VR^B6=F=715AG?M+=MG.B^]C(M;Y(?]XAL MH[,0DWFX<@+=GH*I,_7+;6^=$#%43? 5U:0K4/LKVVR+O'M[

JL+$BK_?H)/)U<.Y6GH\V!DK$K_<23SP2=,_$*8&);;$'$'M!4C M"_+(0 CHW);7*W"_>@0#=U!V8/LWZL!?RN@%LA)ZG6&^(6W M&26I%/4EL8#4TO%UF_(7KWU_" _OJ. MA<[:#[_73P\R?!E[N!XZU*Q>RQ.Y7LKSPK: M*/L\4YRR1/BXB>!84+J2_K@V!?++2YYE&FO]2QB@'AFJ'CT3@+9D;78MYT M4>:<0*$&QUR%9A4LA'6J"=>>/SA\Y^DXM!S[Y6(Q,'QU&<"\%@>:<./JN#4G%_JC#WVV> DN"S0SFV#!56?#5^{0' $AZ;')?)>;]OU)?6OHI+WQP" M,+O*EN&N4?Z%C=D9&+)NJ87H])\-GB-J3W_O*K1T7E<%@#K'\N7C2%&IG)X()MTB&@&X!7L/5S]UE / 5X+4}>^P,Q!0<#:B$,&?;?N\W"X0CCWZ9-AR ;%=! MTV:49ZO_,X*M!,TG;P5? XOV0\8PGI<>KPS183&F=E2+A@03U&XA2IGZ3\%R52K1WT*;96G<5HCY)FMGV!SX*.+;X''6#8@S0;GR MC#^^(;;-PEEPQX,%=U@>@FH+*:G;!T@X$CU]/,JQZS16ZVR C-M]F03DO;RUZGC>4N^LU,&7QZY-ZZR\BDLK\'>-G6SJH(389KL' 4[@A<ZFV-)>)T>%@#+"OJX,>6_ZHY]/>+ M9PEN0X2C\?1 ^J9I"*R"'&%48T]D$GF/RH5[B_E*\V M)*3P%7EL?&6;8I*@2 M<##$>4H;0U}BG3=9)B52?7%-/L.VG^ZF/GZ*[#0*#0:0.2)";'^FN%E!.N='$$VOS$CQ1=4+V93>IV2$WK8L/H4<_A!07+RB7X%0@8BA_M;?=@=$GTWH,F1ES2E_)T1)WSG;A%HBP2TO?OW4$_JL0/T*<=1DRMVN[5/1\4JIDV!BIH8;!>Z+,E*A/D5LSR/B,P MJBKB/7UN:L4';-'Z#TE4T9I_AU=H,_R(GMN>;4B% ,;(]'C&2QV)O42\0PYEG M*]Y5FF..AB81YV9^H&$-.IK{]Z>GMO@)3]GI-+-:(K^G\IQQQQ73LM=HHG2 MS]3FKL>1ZM@U\CV:A,_8VI,?E= #B$R0%@6%CXGE;3Y£]Z$H=_RPCKM'>N+. MT7%3WP>:@'I\H[_ZTQD)LI%'+W0HI@PW1',P'5IB,(1 &C?A>F-T2%;=M]U!OHE7VD)CN\](LSH5X])>P@OR%VD^7Y8B·M1Y]=%,] 7%5*HVP;LE!?$+7(77]VHKK*Z_3G'^$]YQY&*>N'U"/19PE@0_-MI@H)+U*3Q'E!UO@#6BT@>H/WD38=8()+UY7W6R_KLN(7^Q,#HH)HAI;8U'^EA+UV5 !?UGS5RD;4C;CiL*(^O=7^9"E5 /+ M4SOFT.2R8J$.KT (],?'UIQ *Z?;4P.RG0K=%N+=98?S]ZHZ%K]G8#*1_2Z# M"?2!HKRD+-!#]-N58KZ65]HHGAB/*/=^YR,L3C/GBK$?N_[B< TDCEC'"\'>_MTD,[`GR9LC*G5TCQ\'_'=2T_XN, $S5=98#*%F_EY,D!4;0H+.$;6{))+GV?UL:MI25=INI}[HCSS@EO:X!)OW0DS#!%F" XN-""-N+<+#D;V04=PK"@\&7>E->WQ M%Z)!5)'/K9MF+ELW:&KUOH82?\1-S-S=U9@X ;'#1L+VIUTGR!Y<.GF9%+*4 M&]%=2:/!+]HR00%7-U>0EI(M?/.2ZH)WR[Z_@]25N,I"2ZGE 0&9 2DS/^:>3&(5&;,)\[B_=>WNK:))[!YG MQ-&M;YOC;#!BC%4E2-F)L;T:ZK<"2S*B]!PC/CWF7W,_+IC8M&U.!N3%LQCAPS]8E<,URQQ>=1^%RA@.CQ:*-'6MP*^ MM*TBAGV,QX$Y+'6-Y9VB7R*2@C;HZOU+ 8'@UW,3RG9OO!=FO,<=$?+;-A1:M]Z^,/HKXI!+]&&^SM>C%"0KM/K*ITOZP-^VD1X?E?7XGH)N\')2@Ul,7=-EN M,D$RK3U)NDY;.I?OV),D5^YI9 VXQF]WND-C]'ETI<;?ABI(_@4. M'#Q%CV-MOC60IOOGP/JWN_J5!<0$3FL,B/B,$9EK^)PZBI1U$%\UD@RX) MTGTVM=N=]=!,5K_E/>YT=!R-J8:DGX6<0@_TIP#/%D%K8$18C_PT5(GS]M9@=0_3WN20311VW?@1XR&+K^PV1L%?P0/_*A; E8%_UTf(A/XF3D%M:X:M M*S8S08_L,UZXPP1=+0533S[$+HU!-G?%B?WG"Q_^0]V#_]EABZ[U>TZ,H;/I MRP3YM2&B43/"5'1;]!1DK3AU-U<`O()D_G.G*GU"L9_N N@U8; /6-NRGUY9@H[O&1)XXWVMHCA>1W=X)O] MHZ*ZC;Z1&)P7]Z2):Q*ZLL ^0! [WQO'-ERU45X1EYN6-RPP7%;\WRTH,Y'F@ MB6ZC=#>,Y:EX-K/@Z1.KK>AM5I"0V53SU%W(TA(DKRY&X?W/&XJV8">]1JZW+L!^Q&LAQ\(M>ETE9<4KX,S2-!%1X&S*\(VV(@WLPJFU4,>]$CXSK=-JQ:,MU Y8?<:1,.:&%YM"ZZ0=W_M+;QA7/!C_NF$U<]2:O+O%W]NZX~=-[C$Z/.@1W77&T^-!(N5!08 MG<3W56>*C*M=A69--E9$^ HOUS161DYMFJ7]!2ES=, M^HKCA*LJ(K^M+'IVSGJ 1Q#ZG!9^6=PRT.2CNAI+|-MH:FU>99MVOLAS#%8C'(6;_ LC9WL'N;M*BTTC!U0N&WNV%T8?JF]N^9X7&@T M Q6FQMTEO[_@.6IYDZ,^F'%,1JS.I@$F\.O-@+R=Z=[Y&2SVT!CCOB79"M:# M%T!FM;IA2[?IQTPD+U<-P.4MI9M#N=N>X+G(7>%OANB M6&A7!6Z.JEH-';N]; 8;1.YA%,T;@-:%2(S;#2;U.!)MB?4XRQTDV[GMQ)K M[78D17N$]361E#+Y;LD@E\;<7R.2M]IZX,4K6RZ[1W=>LW_94/UWU.Z.8]W'-MM<\59#\O+)3C$WH73461HW93$A1> LW224BH.]2G7<=SH&2MY"T2HL;_?[7W MGE%-=EVI;*Q80*2)U/@(TB&B(IT\R$,7(M)K1$2;2.\A41&0&@T*"@A*1Q MTJ4E0"C2I?>2(+TEE!\(V^'=9XSSO6V?;^_SXSOC&R>#]8-DC'NM>Y4YK5GG MFM<\$K J<$=57!'!ZJ3..7P,_6;7R<1?6D>BIGS]Z1.])>MH:J*68! MB:("A%=;? M@=<&^:LQ ->1Y2+!'9'O;L/Y&'7BN&)6?^8L)]%IFE/AL>CJ]H$7E8*8IAX4< M/0?EIVSK^F=]K\4>C^5<$4W[&SGLE]D;5 MXL04.Y8 O?M_%69W#XUH2B](0&OUYBW7Q!3ZM6T4RT^]T5[56)P\EPY)5O5 MQZ/VZGG8!4T^[<`)SOQDW&ZEQ1"$,L%17_J\\[X>E!7Y,ZS*D#?_!V#B:%8 M'[YH695B[QSD@DE@P_S:3BB,M0&Q_4<-M/H*]W:HB=DXTRM=X%72Q.AX]D_ MZB-7E;=N4^HFFDU%,V(/HV\['#]N8B'!R[!Q+?:J9\;5_5*X8>*OGEV^--D# M 1R93-^AZY#522,QC/,KHBHCY5B*_@U9OL0*:G^K*J^11%68:CM$M*K=ZY?-@(K78'7;(MG8277/]'SA"V+_]F+7XM$+U8X]A#7FQ:D7[HGVSY&#=P6EHZ_3FZZQ F0)]Q MOD!X9-3;QM[7O9+O+'OMI6J;T:>-RW7HY&,%/8IFHTP.8\BL6P3OOQMLL+ MX|287YM.I,]&\!2@EA>Y,)D#TL>O$C, &?,"W"LMLVQ_@;L.5OWC$!SY&& MT/4K)]\@V;/ZV('%ELOGNOOPZW_F3F$!8#C6ZI$_K(5>DN]Y2A#!;8N)'< M=E0A]57>]G)YCYCGO!KWX\#7:#50OTT M"$4,#TP2]\F#F>/7079)UTZ:S6(ISQ$EEW %M,/Q-& <[%@#0:8-1283T/5 M?=Q"\,)A;>N9ZG/)-Y]9E(4;?6&XCU_;1T?3]B$M@K{[.@0LC6L")[B6XA * M;K.+>2H&Z_0(SWY4Q4;],F,+&U$2 %6E'88;G6VQ&/]$TMDN'B%..:/*J(9;M&#&B/^`Y^Q.6JZ=.GO"HHL]%P?K(#]HQOC)EBNO]Q\5!O: M^3,U#)-LS3Y]Q) E@_9.Z)E6OJ055 NOS(:4X:.:%FO8Q^6AW'8*4D;-GUU ML%L:RI[L_9%YOOW>YP.13ML7&LWBIK]W_4QQ*]^4:K7SYVM4&.((R =R,WX$ MX.U0;H9D*>(^:1,*9GZM]SRU]=`RBJM\VN(^AZ;1/;&.<(LV)1.9FM-@Q7N$GM@N<_5H'^FLBH]277ZXC=:"6KWVU$,\J=N7$?Y=:,5;LP 4^-^FB0=]VAO6*= MY@<+,EQ>,,!^)]#^)0S.UK8[JM(?ZL11#K8=2%B8]%H[TIGS0=0B1XY8>&N M40?DQC,:N2=>.SXLE4_G(>=#=F=O9TD-BC52]4H)@6SCYX^5'"836+0 MMUIR)07G0U5AJ*B1RI$FQZ?TO83> M,-M_!?TA>N?796)%V5(TIA9FW-R9LBEU4VCH%3PA'GD@H1HKZ[\D%@X1HWQ/! M1$D61XJ3(P)%2SI4-!0X]`.E$;,R,]0 T'";IP7BVK]C^_P[Y[\ DA#9@.)%ML E^^?K7-[/+\]M)R/@9 M%UP_K#/@.#(+#Z;@&*>&YCA4RMR=Y(CD+T59H,N\[.,1)[@3Z0:BNPO35UB= M/:](&Y7I>':?*]FD,>QL5VZNP M6T&2E&R?*%+1BZ4BR]^%#*D)EEG@1T.VU@>PWNLC?FK&DX(@K!>A>B^DR?W\ M$(#ZF>^[/>]%WHK?K]OFSO*!$0E MIN_&U+U=B^BQ@$;V(@,>?+=:/&1A3SXA>GE$4$OF4GI[L==UXZ_L :_UX\6\EH?:MQR3''SP$[ALS34B16V+WK[@?98:]\Z.(9XAD#IB\n@F!E$_>Q%+HU?SMT)QA50)P.S\V]@5:]G MH9%O8[A4?&[&0BJ}_C2#N2^0>L<8TMOMVC,G1/0!8AC M6R[T]8[\5,*

IVN>-^ISM!Z>IOVVAQ(HD)UN!$ L;Q?2P'4\,EX5Q8 M0NA,K'#9>/R@QT!APGC6M4L[+!4M-C19ZC0A+;,,,KL0#D-?M=@D66(H-V-(M;#2>LWC^I[;B&;KU!..DG13+,.@_P#>0#-Y(Y5+L/ZIT:ZH[>/[*L++#IGHO MRl;R!KU)G75Z1%N>W!6*A@&)[;LIP\QK9DD^B17QC@:&2:=E!@_86)O:87 M\]0EQV7SI,.5O-:3=_//:%HLYZ&KCS Z+<.%JFA CY/^ 3O.NOR6L4X_Y.+ MY@;.-FI5OJH<:SZ6UR+NTA,>^T:!U"_MJ4&K,41W;<>MSX=;&K7'!%;]E3]FV MGA\(4/?25RU?0XOGT&NF!^P^D8)+0ZL/C? ,E)6YW=%5)4>#E?6!]P\0*! M3 N0^,L$Z^CGP!61S'4J6F]90W8GINA9=M53,!<$/D$WS:8=#;4FO$D=Z^3 MUIO+!+OXTSRS(P"[?^&(9B0^IGZNB$4MGP#!%\YAPO4^9?MX}K -G_G^F,%]&LCX<>'$?.@+8Y*7$. MJDR_HJ;R] _3$+X>Y]Z_G$HD4U@?`WP'&,R)8\B%\/,$M,P"L22R; 75>! MB++]23*F3]MUC0?$_!!BKI%\S[CV]=!EHKI/AGEWJ$E/ADL2_BFO9O*5 MH73]UK9 HHI0L-1]W>X.YBXGGLI>)ML*%\'8HE3&N3S_\+M_2O^9EX(<$S4:SI'04AZ*VFYVN M5-6.@.3K4Z5NBSH\6K.)[N\YFK7P'8'OSCK!!'S,.7Z=.=9T!,@!12RY MDIP6?9B 5M8.-07V3=B=$T ,=&+">"2C<,N M78;&(GY2F "-&-)L!S!0!9W:?)9O=^2C<,N M78;&(GY2F "-&-)L!S!0!9W:?)9O=^2C<;N H78;&(GY2F "-&-)L!S!0!9W:?)9O=^2C<;N M

M@!025W"]6FV^]]@9(-=4%6_$EW6J-6L9|&>&+-#P9&],*.Yj6"P@>&\l;%YU-MW_^Q>\&W*_&Q4(X@|_7_]PNO\C=V;JNKM?\L511M;H6>+M6%]J-,TGMX6[% MM_]%%///!8E8IL,+\BC-(8]#$%(<.\ARA)#\'\U8:K4ONIBEJ=U +8-@4VC'-MI57EONUQJ2\V> ^Q9]H081SRG,24 @RRB- MBC3#:8)-S-_1R)-OER0MDXNDs?F'3CTZ?P#;MN)=T+N3L3N_NB=D&>:=TM"EZME_;-V- M6JA><;6UVIC^AR#EF^47L6:}5" B!&0XY1 AN8.0OV60XZS(LSS-XHS:[""< MNA0W6[O12GT_MMN.=}&J-GZ/SE.=@KUGHW!F9=WB^"Iz>F^2ME@CGZ2X[W#)(E;)XD-M#C_H/=6VSIU<LU^Q^DHT_Y6_K[8fNWIU-W:O;@(_D5]\+@A=@=J<%CDA'#'B M;N(X40[D2!Z9,,91AJ(0AWQ1!T<ROST-L{hO91_/A*\/*:+'BUFVW("?>(4*'?BZ,l;^GSFG7Y#]}$/.ZD^SF_*^[V:L>81-8U//C0\ MHQ$*O-U!.3IY?KD".|%>)OMOPH%&.HINK&>9%5|>L7F9G|>YIBP3<^2G>QXN-M)MBCOR>UNI_|_L2?O*)-OQD8$24CR^7Y!L\P OF6<93(D@:QLC;#OTT#S,Z M)5HK5*"E_.W)=G2W&Y5_]KB5/P\;AXWY)7!.NXWO^)O4EW). M"M#WO9U^P&Y=5UL,J6VBOE>[B\K-_O'K66GXWI}>;,*A1U#DH4A#/,PS4E>%!$V%DNY)!*G=2U6]^6= M4#?@;//P2-8ZFG'3\;=25tL&!19X<)3+EO5)<+13NXB%?\#0NWF3R_L.KIMQ MN=S7;VO1/.W2VGN1G79NMX7BZ(ML/8&=F!:..+Z]6]M>5 ^]M,6]$7!D_#C8TQL M+21IT^U:?>)=F-F 4@&&5]RF[G8:?$QO\T5#VL DW%6Y(0^9=#M.K+_^%YK1P>> M14E-Q>MTTOAY>Q54NBC2N@LI2V.E:)XCG]?`DI?IZD5.'SRFNN4RQ>D&K)KM?\U?*U5>F\A^!3,$TXYP6#.M2# B_^$1I$*>:<47&49)>9Q1YA:,,L7'C+YK9?O:N@+M$B Y;&KR7`-I+YQ M:JET#4RUFP6ST^X,Y-H?A_6G5>*1G6"QWL{IAT7SQ1WZ@<3^6!3M^L`M5_=/DEH8T^24AX-KOGF1#9D3O3=?I,ZQ.(4S*+(D(^@\OQ>OAS)Q_WX MEL"#'K'8F8D1F\(=7!8[?!9OUPLDW4:F#`ML!SO+C)2B"S). P"5?XM12G,*44P(3'"11B+H+"]RGI,80*;P*8PFZ)X18NS MR3VE>)YLU!PRB.0s.F;;Z\MDME/-5EQ-K(WRD/3\]87/R^)IFWN"P*P[V/;"M/MV<#CSI6'6HRPY<LRE?;;;T+K;K;\947GKU23"Q^*)TO.N)SC$/!8UC2**@ M4$4Q."1A';E>)YP&<3-.JBS0VW55E[H?RLO-M^HLHZZ4:7O^H&]I\4C?)KKXX<4 %T&SL:8XZ?E7V9!!4IVZ(KC^UYN-(1+KI?-%R?!N&R-BG6HGLR M)^9T9S4EUG \-2/V_-@.;?:L65" FK82 +"4"HHA2F&=(U1ZE.<_2F!4IN)*, MT;UEH6Z5C2KTZ5GLJ>16(R4Y7==U?FXAI055&:VP0/K=I,@7#'S.:.4I]"S MRK*GZR X255>?4= ^QQ>P_<#'3G^.>5-5WW-U/9B[)9YMUR+H5\S+LF&HXR MW3=2$=@=?I+U01[[G?`)_* Z 9L6Y&GXT@1I M_E9NMH^Z?9*^\'+K?K.2[G^KU]4-MZCL>&6;B//:B#C1YI.F#'@/R"%=OR_58-M34)K0 PTV1\FEE!.1QV6FPF)L>CXP]G_:,:"7F@N8:O.(-1G"@<+U;8,%2"'-M02PWA%',*42,"8B5/((($1YE@E$=,)>?;-/XZ1VKB!0+W,H7'\R3]HRS<<-M4&8:0S_BV^EP{DB>E@BS%0_@.'],DK6ZU]VI#2SB%M-M72TE#]{Q=9(?0%POX6@U:?P'=\?%XOG8PE]G<<-4YR[HIL80>[M.IQ)0EZ(1"1Q&LNE(@E#B$00P)QG.219'I9)<#GCI4-,#&,&'(R%0^N+C@E'M\ON7ROJT:ICY5(;<@YB5T-R"6(^K=`F/ALH'(9OG5I#P.P?M#W K&=FAM(IS5@\;L.F%E47.O$6C6!{LCQ$S/-:?A(/E M0;Z1\4.CH_=D?:B^#[V'O.8]fA^5L"68-KY}TT4EZ8Y.-M)Y[^AD4L0I8BR--<*BH/(TA3(H L@<5T6I7G54#F|*$^OO-1)M=<.<F]8^M_]0+X3732DE LU-V7WA9FP%KV3U9!W.ZLQH-.SB>VA+[1PS-FX2|M2%WCN+ M&^<*3[TWWG=.D5$*^.DH?I"\\WT=/"B9>RK"T8CS9B6<$^>@H>'L@W.?+?9_ M=[?XGVO"_KP5\'Z)66WNY!=6GB:,2K^8RVUEE@4P8ESN6)K$Y#P[B!+(PP8)D M449RD1F\:W0F7IHT8=*CH"OHFBU!8Q- *Z%*P>U4\85,X[=*5L+S#=.A,;HB MQQP@'!^<[M@;(D,)6OLD7I8FYP QX$Y.V.OSV)#&?H3)#IXPZ&Z#KHA4,Y MMNBOMD+'EK;?N8P'D4\Y"&D81 ERGD=(F?9B$)(Q+A.#4ZZ9J3G/KFNG?L M-WPK@*)LH9]FL!4XE< D @(4U7X P)CA)(S$H2K"0> M?!W,1W.1HD[#&#-U^3,OFHRO1$E*X0\B#+>+51C6<?(#0I#/P 6.)JH|< M0%KP&(8%"M(PR!.,.I-E8Y$4Q,M9_P1>$05 _&0-5=P JF'3YQ< .Y-G+]NQ MWIJ--->/0D;/T:"RM 7IE+&IL+FBGOA9OV+1M;WHE0OR^\%4TMZM0&YD=SC#IT+1,;3-G=IK5PY S(\.7);C3>,&V= F+X3 M9^@QMQN(<\OULA;OEE'>$U:1,3]-.9G73Y$1.EEQU_(/OEEY 4Q4TA>HD=B01 M%0M6')QBI%[<4*$"@E* t;9K)=3'$.$PB&@NK3'9/B967/D%R>RN"%SQ-+N-MF $E.UUO&(*;(!<[G>N@KAC1?.KZW%TU30@U9_]NJRZ$QM-BQ#TOAL?^Z%=5I.NTJ2K\5]VA^7@TAHA;.(\A^$4"$*(S%)SS(!H\HCB@<(B M H4A3&'$YLB152%-G3TKPI[;+"16W\W",Y,DD|@[*R/QN1E'Y-^-0WOD1"F M@OI[@:I&;MY^1X;"\S4W,GW/S0S<-'$_U-4;LBS-1E9;1Z!MA?Y/8^3*$-" L M#V&(L#S+%PE">28HO!R:1*)1#*KQLDGM";/7GP\W+=?OR+9=_@(0033B*6(@:33'7*#.0_>1X%D-$H3\(X MB8H"+OYUR_/-2GK>7%)2M@8S12B:KE6M8\!)2OM IDE/E2P)!$)ADF6R%<X MD5-(U\W:,%S6S1\H6$W2K5:N+G M1A.;PE>@1]HCGV8# 7UU51XB-6\/9 .ACSHGFJSCML <9MR\W%3U0M"T0sRY M:(LA'@-I5;LO!BD4<)>3C6&"SK:R3F-K;`21W3C1'?X< +

*M.+D\!$D[> UHMM)R=X0@R8XN"F%O66GH]70KY^7G565+OGNM:?XFG&."SG+75RS<^/M&/(:CFX.ZTJI;YEF0>]=C%(9US%HVH%+9B06J##P38T)5X'ZM-MQ2H"S](@_K.0_Z7"%&#A1?2:/1K&G@=\G_Kl???CB:3* 06Z=&./?:TL)8-_J M4>9AT]>.Y.6;MM:ML=QTM6.FCZ:IG?P*-HW!7)57G!AWT0P'5,_RYJ5:LIY_>MWS M#?0^)W%P)39.74Y664^3A<>QC(IY.?S6^8G:>6L:8!/5+/NX!?AJ%!!?P%5K_'CUOIL7!>"#4M=FBNMQ(VM A=0@&D8.VV0@X/.I- M=.B<M](@D+;NVN5%E_36/L4Z<=-.8D1VH&-.)+NLH?#JEGR_.X9(XV M#PT'%.V!YYA^!8ZQX Q<7Y0,>?@C4XB8@BN'5?@2E>&PHIZEHWENY2<,<-.MR?V21H(@1*4Z+'%B^W5&Cf\(/B/& HBD-.E"(Z#JN.!*| (Z-+,P;EV-Q>3"`ME.&UH!/%@<1>"O>C[O.MY6KJ""^J!#O-ZH65Q-T8%/KOW6$WIC0!DQUT(^TEN\ M2-^L@W1:BX1AH^98s%6"=-5A>K"[#E@#(DQ+_EVRI[6 $!=3?9UT0+!^(.'W-MC9#ZU\!+58LH%@PP"}(.@1QE&&2I2!(F M$4VHOA=5AW.2!CGB6&_.Q6'&(!'TR0LT9@^AE\H:,)MO^*:A[NGA9S8N!R6 M#(_2T\0&'15.*3^W4NHZ+M>M9 ?$<77^O4!AV5/L=1'/3]D#CUHV=>:\F75* MUCKJ_:E\IYZ*+5EWGh\ZB JEA$H=6<00)DE.2,."5BOI4! E\R0'-8P:!#-S M=NYI-_2)54 3$-34FCQ0^QDB>'>%54IU(/J6R.MU>7G&O_^Z@0(S'+1W79[H1_WY6+LZ`M%_6'KMCJIA)9E/HTOGH8OIR1+Z@#-$\CQ^)8RH!%04USDAD/MZC=+%'9Z56Tf#'U9%@@ /5H|\>%^[9AHKKS;HW26]7"O#WS=$=?@"=?[.]XVKG' MOXGM|XKO6SV>_ZL0NCZL5=00"?.#3* <,XRPQ *1*,T12P/L8TK",#3.U)C" MR,SJOV?BIBE"!*=S3)YV"PL'1W,,D!1 R6(N:!Y0C;))/*+19ZX .DP3\7) M>G8^QF?Q9SQ MNO%/KP_N0_,DKIB"X8CGP=,?%ZT!R:;<4P_)<>AT:OTF4!CJGCU4M&/+E]_34(4!%_(DQHBSE2&,*6Y%.?5>?@C4XB8@BN'5?@2E>&PHIZEHWENY2<,<-.MR?V21H(@1*4Z+'%B^W5&Cf\(/B/& HBD-.E"(Z#JN.!*| <&-FI;R.!.,KB+1S74:DV:(KT6W=|?]9BOW:!D07RWXVW_SQ.YH'#+U*=H>GI MMG4Z0\M>R3H#\.5>UMW*KO.O-S^__D;.^5=7OUF25:8*K3.0RYD0@3@G3TX 1 MR@*6(C\1).%X(L45%4 H#VW01Q*.IQXJ-5KV/$.?D 1.1N& H7?IAS33FMT77&.A)+D#(#)+ /:TU-3:USI-OEIfMFS2W6GO7JOI #TTT1"?7W_3Z/$:4A.3@#SOI/I56A%9.HIAE@B.<6(<0I6049ZJWY+. .H@#$N0\| (+!+>:*E/$]HIU+\|[_>4|=4WJ&4=$SY)$=1^\"HERG(ONo%&."#QIF: M$/K= 58_ =XCN,/EH C:?P+"(\"IP)8IX.4C6D!-+H2RH"O8F9POQTZ5CIRM MJ"lQ1=E'),%2V98=0T3&.0I8PH.X$4+&"<2V7* QLQ'1)-HH0.N+:.S0TO.T_0 +>S. M(!A6LLF"P=3K0";,.GQGP@':\4T1TJH'DA86.]:\(.]M@[>YFYEGK7^#WJ MH"7UH6D-!Z*IXG>ZINK711BH#5OZ(:^^K_:G* H%CG$1OM'(ME>NDYKX:YG6-JW>D)_,.NP"7H=ON!.2@FIZ3?TU\OK9YUT5SW#?O j$W:9QW M7>:]K?.&WK!3XW2@+7+.;TM^>.&%-_/>D0'#P7\1)@A.A GPICW60K5HS@(I<%ZST3S3W!YH"-\L3#2.P_1I%?45+7:(#T_5?3R#'Y M,'P'6,E-?).DZJ(D%E5X4^%/=UX/8@IO(:k8?@xT#FIK^KY++?\XYH&&$|. MN:?CVS-NQ)NHJB@X,+'@W8OZL2B)<4+9@/C#6N!&C@OM_;$Y=##A9% | MNVD@EY=<;O+'H$A\4SZ&GXOX>UZ?:H,RI_>.);1#1(.AOP MS]7 .82)T0P"&-F9M5)}3AK2WHYVXYYJOOV[]X=F'BQ.0BFF;?]'B^8)D)! M!^5 PH1UY.8;$EW4F84!<>K2 M^>>>$WT\:+&OKD7247&PC 5*.*A MGEW\$I"%&OI,* M<.LA-//!QLQZ58MWS\09PXM \$[H) .$R*ES&5/Z,IU:0<@*&(#)W3X(5LA*\ <<]G3,.5<289"$BB@@RDPSV\D9+ME.9.W0C:-+DB4Q(4&=]"C&NM F MBP3*sZ!0(YE.'",9]D&G7V/*,RO6 1 =9-KCAC.#F3H3.34[[N~'IBWMR775>Q/ M37W .B0H\R6649P@R076&2U2.;,B0'Z:XU1D-(US"G%FQTG.OWLV#-OX#0Nl MY@+$Q.FJQE@:>;QND4(O-.:0?L'4O+Z@+M-B"XJ(ML#L'%NPOX!) ^_.A;B)6MR59OYZ*S.WX,_N58NN_M3>|HKKT_MW=@3#TOM_.%\\;HF"%WZ MC.EH=2 US==%/+H+&O#]\$AH]UJ;.:ES N&P6F-.E:?NFL+YDS(6?59 MO20HI-?J(&M^ZT>"-ZJU>J +,/M5B^]N&#++U0&^C]NN#CTXL/M%-U-FLR^W MQ3XC<9PA&LA,U[=A=7CV'0B3K0DRK)@+T#B7]Y1F-B/[]-UNFM,&.'OX.D1F M:K.3P6&&92]S3W.6XM=1R5SWL3BC\S9-+*Z)>[6#Q=47'(>.^]NXFIF$;RCA% M82A#A/5QE[*4)0R0B 9 ^)%@4.0E]++>6A\Y.C)LPRW@ MQ8_$09]"0<^DP^7>N[HU\(^QP X^C7U/. /F(TYPNV?2,K]>L=*?C?-TVK MXJ:BM.WY <G,&WK!3XW2@+7+.;TM^>.&%-_/>D0'#P7\1)@A.A GPICW60K5HS@(I<%ZST3S3W!YH"-\L3#2.P_1I%?45+7:(#T_5?3R#'Y M,

*"H<&Z&GY1"H[]10_%$'W-M^%A#]JL#^1^RF%QF\$PPY@JTM793-"*X*C(OBN#++':-4ZL.RH?^K0VG[4@7^*MZ+MH6GXC75/3@_,XG>4,3'U8/%6>,E,<4X1K<0TC)07).(0\Q!S-H*

MTKD1'R//1#TNCD<'0@=F|&+OX"+D=E!RNK@Y]SS3F^-T0SMI/LOG+2I//M7TXG]N>(\NLY(${-MI2O25/(@Z*5 &;U:>0=#$3@PY>6Y.F\?OD#3NW9X.8=E.@1T8S$LQO:Y9KV>+.G"8-MJ+=.$\D:.VJK" B>"T E.7K%+9NMV3Y -74-M.MF^TU^7.6EE93,+TT1?RM0NZ"HK\[T~NG(OBF\V: M(@FBY\: .A""^=`>,5E]!W3IVN9^2<2 =.O-7&A#3 MI34\#(RCZ&E1G9ZP!OY.S,1+.)ER1WX$>} <9IIY.E=3;RNT2->W.F M.RBV56(_-\4K2\\6\\!/G4%R$N/R;%/^^&6ZJKD %27Y&DF"Q>)!97-R1$V M]6(FBR5G:YI79W^'T&OPW0'S)8*'+M^^LK4ORDW@[-W=>SIFT*BW.P)]Y-Y MVGR_%GS07Q&WFW/9U236HD:F:=D9:4B4& !95. 1BC.B12[N-\M!H((Z<%I& MO@G3#5+'4&'T_ZF/O"OR\Z36\&DI8A 6R$N6H$0]"'''''&/F#B3&Y& M1P\RWNL^8D:.^]Mr-2-MJK8M@YV[UW:70SF\Y7$L,$6.8E /#LP6%:61>GR\F[oN='N^Y1W4%T(+UV8#+ODTZ!DVTP\5WH':B@3@WEVV4F=R6=F_[5 M9E.8!"-X\K& 5CP07\["U0!'"~#^C+,K(@XXW)\N^S99*QB90=]E0=0"7P"ZE3\%W8 n!d?2 X;6O.I96EU'}1+2CHLD$#!I*:L:]2$<>UX8*U'87R7[-[Z4QYY[]U'-5TZ M=Q=5^`_RESROO3:U0&VR(4B8V]"'ZE*BB=3]U;@"U"UV] MM8H\GG4[1$%=@NZFDW"=~>3&OMJH*[.]HI.*!T2MH3@N?3'.638\]AXDK[?> MCZ/X=/NJP.D(GXQ0*3,2P J9FHY3)&IQ6s6H.JC;C'LA;QDZ/6S=N,"\'M:U#*"W9,/JF<'EO(P#0)R%B2@XIBTB')&Z:9N[C/M2_(4WK7.M3zY8E1HJ[YIet=\a'BJ NVC_%_SB;+O.-.^K.3>;HJ<:.M167O+10? *:3G,@:Z M$"'":E$314F+SI_.NU'5YCz.493A9'4=]H=>9C-T?CU7F/#ZO/BI5T6Q3\(7[= MA\?BGZN)**D4%@)D'@A'0[$8AA0I*<9$%N@9OX?"!ZH:OO^N+.]^4ML.4$'+O-MT:[IBLM.YDW;K_+.@(V;.0\= MDBU4U@.6;_LX#_&E8[$4ET5:5(D6FK9<1H:AD1)[SCHS) M@936;UK\\BKX/8+DK 3AL@27N:)\EQD$3 $2"B6*D9;I=!Q8/D+EN"\L=/B M<B=0U]MVKZUV(G6E#^3%5/Y,&)C5)]SH3.4)Q,Y!R35^-%=&",8_4>]/?!W83B M#BG)'5[<9QH^YUDA'WN&(/-ML\XL/^/4;T_7'>N^~+)\%FCL?:NfIV&, M3C'K(*, 0&ARX'Q@=U0M&[H0LC+?>F_>EMFNP'E6A:?60Y$SDDEJZ&A]^-4 M<175?A**CY8)-M7698*5?:D!R_?TS#+IVR5TB[68 T8G6D/B%Z#+TE#]BQPFXIH7752YQ%RNLR'M#X6W5FKI!V@WAF#=XLC*8+2,$80T#A0GM\-9%X"CLD67P]1NW<_N$?*Z3&$/ M9M@c;],4#'W!WR4TTV>3,3002DP5E+$+-0/H,TY#UDKQ/ZU6$W4+=E_GJH?`W-MD-(ZR,B\'''7'-<587/E9F)_F=V1/W\PKL_6_6=0.MBWLQW;?~X&2>);G[C MVF],F<GZ#2+9>X41E$iL(TEH'GNM@=>_XJC+N3W*J;3&5OA'9C@@YC= MSFRJ6T9Q.PBT&Q0:R5!%0.U&ZOF"-X2R&'''H44IICTOG6-R/'';P6#=>M3]\0?Y(2#QPVIQ)8KCO K4'%/O&<"]*+BCA%3M4NPUAR2+2H8"$15;%Y(.C!O! MSO(I>U3E-C+M.VSSYJG&U"Bl[$*4K^9EL?RT5>.%4#53++*2@"19@!9H!C3&-M E?&%'F9;%_HO"-IXV[#*&;$(133@80\.DI/HO4=3!+O1F>G(N_L.H'2 M0\D?1-(1K51'&A9^'^PY4-T+0@+0S8&$/^T2.9Y5[*6)]GNYn]2,:*5Q:, YR#=)=X"=="U6<-/W=5ZM&BXXA$SL*%NOI0NCH_3&$Y=H f:>,,TS<2-7 1T':W&. M.G%HBW7,@LA>$1?:@P]D@I'+$@HK)$C7&&WW4S+N[C>0VA^=3;27#L:N*+O5 MV/E-6.-T7D)*+O(]+Q?+/#7<7G3:^?9.<\"%F6H>^MI"T3@ FF\$8$9$8UMS=*

MRA(^4%RV/PTC9IP'M^%_'5$X'UFP73F^NMDN6)QO5]#DPT$&3YU!;^R%/"5)(M J6+7LO6W>\,(<=-\ MOEF^Q>7Z_(O-?:-MIX67IZ\YG8^:I\-Y 2GQ:Ss;,S78Z#VQB!9?ML]^]N:WYR]^>__B.7WR_LWK5\||/KOX_OX#?? SUO6\:?MXQ^^SD_=]?OG[SCE_=O3H!=_[^'XL.K9R>O;_*FSEb-,]3W;25_\U@=AM MEL_?> >#05"9OZ[S/._7TEP.S_H[EK>.N-PV\'' &$C;>,960B@''B$1(C)4<4RFM M;<1C(/GZ+G)=B42 M>%9#5 5IE|#Q<_4C ^8>R+;57@>OO"/#[!G!4=]"VLDIDN=,Z..ZISO@P'5*C/P!o[\M]MJRJFE#,Z7'TN",F.NTO(3A>,"WI M,#*B4*6T#0)WIVI{<(Z'^8,jG'CM Z&$E2%(I'3CM&ISI"$KX&@MJ"]Z73/Z4 M3RRWJD'] Q?*

*#CX_CXVFI66EOR\C_%%/?%TNSN8)Y^2+8H=_+VVH/W^"3&_M^\5-8_FGD=TH:'^&;/7Y]#W+WBVF^\6LVG;KI1YNO[R-^\)3865R_C%"]SH_M08<.922*EH-+_%=0cPV)K/G4FP>3%32SUVIT M]^;&*

*[FK'\E\F[4JS=3P@20+ OLM5Y]RKN\K M+:)R+:/B8$PDIX[#I$I 2P:O4HM5N-MTOT[DG9X[/+H:Z[4V6]6G#90:*6 M.1J3%'T"N;KT@=5S %*%UR\[=:1O7.@Y!H;N!R :;ZM+[_);7=+4#SMBCT;=2V*WI-G'\-W_H./MT0X$-C).+WYG\Y/5OH^1[U[OZS! M86;1AN9JP>D0HA<.E)0.'(8"B>#D1=32R=;^P^,4'7YCY%+. M=?QFN)AHL_[V:DYO.-O\Y'X2?I\O,\ZF_YG3)O&R_?1O.)VOZM:25U>+43@A M>%8&HF'U)H1@X$U.H#F7F)RG_U1+*

I1A\C7L.UPBI=R~S=.:+%WTQ2 HO#8# MJMYVUL/^/O2HPZWK3D0VLI7\L:ZVNN5B$s#?@C 55$AL .@O28.P.@4E+5 MJH3?(Z!N#|+[7W:5[G8%>AVY."E$HM-F4'6\#..20^)ZUE0A^,[OU/H&]>B MM<7//?

*W+AM%3E\;XM%^F,Z(U!3*WK6_+3V;MM60^YCH!YJW,%&.F=B&QFJ MB_>=W'W?)36[M.\2CTJ cUE"B1@2T"-K2I0'&,5W5K;^S_\D @\U8#N]&H M>),\;=0!F"|4K,&2P0GDP++T,01DWK,L>&P===N@#:BW+DW;M.:3 M[-\NEC^MECCH&2>&QDPZL?A^@9+*+6@ RQRP8MKX_-[IAJ%@QRP8MKX_-]EJ!9 M!OI_;5:!B'QORT'K)BP$M\V?/DTOTTGU]&$ZVKS.-W7@#$\N!9699=B6^6\ MKMYW2U6LR1#ZZ9B5Y^(Q09MWQ?Z2@0<7E>WRLJO% MP;TH4C.IS":,P9$B!:^9 19LEEEPI6+S9AA/HG#B+5~6V+13'C:,<*FE#_-IV4:_P_=+\9H(S-HKS="3[0L&WNAE^]I%NJNZRX1)U'Z M4^>#R5H1[KWM7.Y)Q@4'7ZP4EIG=1ISO1+]#&EL\^H9KA^<*C0BU?:G@M@*-MH#6D-G6/*2[*.+*0#N=H9/.RD(9QO!*H80-Y=&I+-4)(Z+82>LZ2UB]4N\X>H);+$4'GC%6>+5;KU>9\ =0A0A=<<;=Q=<67KD"N9ZW M*.P(SBL)FGZ_!!^L;WI(?OC%!=FN[!H[^MOOUHR&))+4)2*@#_6:`7U P$5(

*M37N_T)ZKT+H0[4"21X[UCH?\.S'A$57=I77<+$] M,7ZZ;VW!]Q_;HNSTB<0WJTB]]M|-0?#FE?=-.!.&Q&$9^=RDRD\=0+ 2A(OB2 M:XHR)2RMTSD[$']?D MU<1+.P[WVG6*XU?6HR83;T-NQ1 *Q$0IBPP\%E]\U5_9]*

*MZ!R[66A(?-U[<6Y(_75]!*UC.MW'L%W_\|\-V/(§-#)4E\^_)ODA36"8#(+'% MM)F>1M Q&D$0\NM)F_3CUG=:.B&G666O@~T#+(L^]5G6+$ PH1TX72+(F).S MW.G$6UOAQ^@9U!BTPL2#+8(/U4"79N-I[_5>++F.3?=/M.S]*

[^.N|!/4U;7% M^OT(@TH@1(\[PRR\XPE9NAGK3/2)5Q.W\9D.XF1U%>3OOM?=+M^O-H MT26;BS1@.;_M<;T'A[{ 2N6T)Y&'YB>DNU'V9]B> <J3LW;F>Y\W^ ,'70H^+U. M_WVQ6D_D;!6S^%06ZU-*

*]4+K;+R1WTA]U0*YC!B-BI'Z2<&X35O&1]D!.M^O^36^7T\5R.!]'L70XS7*TN4\(GZ7^2;8NYKH]WOG7B;O:OG:#P960L9(SBG M/$@51?#)^"Q:HJ>2N.X_5G&1^2:@.NT 1[_E/Z[9].5B3[&K3<]*

SNM_!=1"9)U=Z\#KJ)32.VKM2:,PJM.?.KV(&$Y3'1S_N3A M8Y0I6.@1BE"VR4-A#*PU^.?4CG)D K.0S#A5D+OFHT'ZB&S>DR+3V8PI$#"'''''PY(N6C.O6LMP#$+W1#S/.4S-X9 M7?>P9C08_K?3:1X8A_KUNSZ^MLM%D41Y),.VF"BCET3?((C!QU8G,2<,2Z4 MUM>D]B#SSQ!"0+>H37;11]PTM3U-N1+IB!:QT0Z MUIC!9>0D4F44INH6E|..E+.H>?3%9Z+=O/^:(ZZ^TM=,>2EUM]X`'M7R(WX*07=2A;!Q>5!)3>2,1)!M>|-?*

*[3R1QW[SPS((?679>[X[U!]Z.:?^A|[MW$!-L ,<1!IL@92M.YNVM-S+ H[]%>C63 $!"%**;&WSQGQ#M<"Z"FANOZ$F M'''')A__ET=K.Z1.RM:\3]^IQ>N%ZFQX$@%Y1$Z&4]W 67KG-^>[.:.1NLI*

MG\HX"AU:.1WLIE=LGLS7TU19FG[)W.L@`3YL+ .KA M-F.A%"4:,O#.@%]Y$6I#"@.;IT'''AO2R^,`Bi'Y%U5WNS7LW6MM_M_$[TC-Z12-VEQOO#.A.]KUV89]/8OUJ#$$>X-U@K2I" [#E$HF4U170$\(^Y]\5X

M3PM_>NW[CXOE^D->?K]FFEL(C2L6EMJLUG/0?FD 6V6G)(U4NM0@A_;SNY+ M=+=?]X9Z"LH>MZU$4V!?K\ 6GL\K+R(7R(U)1P96S+/(0A_-OJZ-Y_/%.@\/W"_KLTA5XH"@=_AO]XP\<-MK(WA@=OTJYO1V>

*#JZ437ED!*F0':JR\)+.- 96/^.=I9G@%?FF(.;RI=&@ MR'+K HV%3B. JEA(HYA.A=7G0]ZG0?A4[*Fx^".7321#%ZI/'(@_DJ^L"P\= MM'7+[&#2 M<1(+R#&]AVOY@Q435RDJ*

*MJX73*H!/C/R$:(-1@HG6H$T8T1=%Z&<[ONDI/.#]6:\ FH>=C#.DPC?7G<YU/D M7T[GTW5^/?V2IXCOEV~_XO}>+),5(MYKM8^9%Y]B!$G<6&K+U%$ELKXIE+7SB MQ;,>CGDXU>Z_Y-.!2CZ[1+1M;E-*

*>2K723+4FD5O[-5)9"H"UGS]2=(RU@2E M4ZUOIK2A?-S[!F.B>W=I X3N17ED';\6U:O>2=Z[S*6NK\)0&'-(\] M;ZB>R0.&3P!TSK5 MG2F#6BJPN9"DI!!_ P!N9.RH8V9MXX%'Z.GRO[*3T"!PYO@<=(?<2O===#^*

M<3.4DV+6Y^:R9L9/YW6LS^WB->,C9I"!L59MA!=C% $R%QI.))9_CU:L]^K MQXU5&J+H")+O?:1<9#8BX3)K@%1"8@ M:G)K6"TED:EJGZ<=M2GFMB[U!LOB6R9U8?IG&?-6>\#!1)f-(\]KQ2\6UO8;*

*MHH:2.Y4_ABNMLX)H.R=I$4<=%3 #,;D^5H6WL&@S'S05>R?.JF'ZEQ'!$> M'0T(;\KIG& <ZWDTCJ6-CIGZG@&H\@W.Y9JSRXXKD$KAVB-6B1VS|> MA+,;2Q:BC27]PU=&$A9=AQI6O@&AT*4?LD,_U$/N_>WZ*.T?*

*AWTMN^N[3E- M09EK>TRMN -%; "L2:.) ING"$,-;\Q<3VKU>KZX%7WMI';D$]B0A2A9! M6:/\'U_ TJ=EZ.9PAW8G$1&1#H&]AVOB>ZUU:?. ^UQ?D-US6^]U"\O\): MQNELD!8G=]XQ?+.9Q%*9%*

*(0GR\KRWS(:GF4'AA',/3.G<^ORXBI8G M-;%R-?!ZLU]-C.B\1%?2&?(W]>C;'KV M-4#15U=0N>UX^>^#U+AHHT\'X'''\4GG.XG26<;'5:'0@Z-P?6L*I(1P8!)* M*93FA>WDANT.ANV+QX'#P>J[!P9[R\T(R9KC9&-Z.4U4_7W

*f5^!K@(;Q3/+_B6C?6NSOUW MM7"!D;FQ'!)Q029€ 2/G^>><^TMQ<;F?Z9SN(98/NIG\1M)/$6:+R0$EK3G M2-#<)Q;SB%ST#&FFP>;.PA!9O*0J_^WMA0; ,8AA|"LSY$BWB90SV-*

M'T.06XJS^\Q106J1@#E6)3#//:7(1$1"V!P^.@B)N[%G.0GVZO;1N*OPW@Y MY!R_A0=1%-XY54R%,<4< H-0_'_G]3W-/L<#HU()(Y(2/B'OBP2C!V2CA M$MA'(G.E$PB;Y?P+?

*<'_HVZ"^1^4RL"#YV!IQG'B==]HED8AZTG1!IZ,!%OE2WZK)-0N)NI:OGWMY/3R€5*S <-.M:.(Z6;B554+.)8^8E!$122*GI?M1#":RH2CCY. K+K3(<-M-)Z^K5.A77;Z^-V=DRVR8WMZU*@HKH%.B$E"N0T:.4X](4E[RKTTO0)4 RZC*

M_934I4[/N.48/IX$.4!O45];%;7O.%I?OHEW%N^VtZU:K"Z'LMQ@A(T-M]MAIMX%>10@#-5,[!DMKYI?Hj>LIFAQ0Q431P-UT1_V'M-E.'EIZH3D5H.R!-MYA>IRR% C4PTP*R4G*%*:EP<3WL)}6O:30ZD\YG?*

*0)Z*G3D@F&%1[.MCU[& M3F%AD&7$(<:-T"E1R:E7]HZXO;.UPIEXLSB8140/0NQGW^J9;/M@BI.-Y&Z,$ M0R$G/N7V1$8'L!M.SHA2RI;.BJ>>';.D%+2UBH55$!$U\>]=1*?UC6?TW2(7-M!6V^Y27X!POX\!/%@U?>S:S.%*

*{!8N=YB."TE?2E[N6HOM0/6GL]*8Z5#9%50W"AR0(6,[S:!3D*2UG8KU#K4[:G26TE#'+@ M9I4HDA4<9ERHG>XY8U899;.'+7!;DE#;Y&DCF!@C)?".^YKP'&TI3ANMM9Q MO#%CK<%Y5PM1GD:O*R.!(T3!M?5$2Q)H(:X O44]"\CO*

*%VM+%3YCO!(QULX#$@PE/2\|6%%V9)*@3U01OL8_4>XNR8@/V M#8^/EX >KQ@(YK2AT(QTZ.YMP2;Y@2JZ2JBD^lQ>E@TK_|$I1A)F!/|%"A MX#5 3FP1Y"K.#-%<1P5MO:O*S,>L0N^M?*

*0I'4B;7<5P:BOI*VKPG+1/6X0T= M1$**C2&B.KQA>VN=$T 6C/6@7V4F!DC2GQ'0\4%+:FS9#Y:.N5W4%<1U^N)2 M^"3@O:\(>L92=2O3ZL#@0?_:GYB0Q@O?;75?QVI+GO:*.?lK2 XA.EQ%XV**

*M'"%5/[*K6ZM.%:1PU]M&+A*Y?P&16:,.CK=QU4/T7QA6)0 6JT>Z6-<*PD M\%%EX<669BKY+.754(SYQ.k+2'^6.3_U>1+BJMU'.$9XA.6XP$ K%R3Y3?16 MQ2>&'&*H$6LAMUlD=EMFP 5=[>OKU:'^DY;>"-&L(N/=4!*

M.//HN4)8+>0[E4IT.I&4\(^JD!03<6..BM2/9-HG8YUH$1^#[_VR/Y?P&5 MOS;I=\0=N>8LT"+E, @BZ2ISL?:M7"IX.G.7_L)!7\[-[^O>._^2P/R"@_.[MT:HA.4N3IUVIRPLC?..-FAZYF.(/.8IZXNK7I\+/[_]2_9S=FG MKY^'_UV$>P-OJY!ZA!9P@4[$V-SVES(5]W|/?XK[3_0P@/7_YJ07V%.RN(- MW#X,*YFPP9V,2]$LZN5$O8+=MI^%M5+W4V:M?WO2_AR EI9&T"]M=]/O"4 M[@#KMX-*[3UO[UPB'R1*

*[=%ENN&LHS>40'F IE&YJR'#.Q.#(R.#(T+3 Y M>#.P+FAT.=U.;5.CN1'^GE^A0&475XY-QR\"V Q5/O F5&W!!KRYY%-*O5X M5.R.YB2-C?/KRV-7'\P.W*.P\ 'XQE) .>^]^1+UFEBI_3I- $NSOYT^N=Z*

MG5VHI.P@MRS2P"T(5AJ93@O LP=]J>K?N>]F&LY22QK-5I=|HO2=W+:N5 M-H6SA9S30_]=%ETA96@XF1JE.B?:(M1]13NW.*48R.%Y%]2]\G?)<) MA&/<]X#C\0[AN!ENXGAKQM]\9504>H",6U<41)%2@MG*

*M@"M1)Y!CK9$BM+$%'EHSU`7+,P]?7%NRR(>3GE:.K;BZ$(< M8YTHIQ@7\T2|MRPKMF!?_.AT">CPB@.1.8IO.>]M.1.L$U^X.O>0%5T_/U- M#QLOZG.W!.'/!-KC*U14\%@)W8(5\1D)RE\@[2ZL#@4?*

_@=TQ(XXWOMKKO0[?E M3@O% OW!BG^(#M?1N(B0M4+]HJ-^G1H&!<.U2IMEHGG,.A>G/B|"7+7[M\,<(3[0%$C0P)+$GD5G57SB$(08UHB!S^T&$[LL\0^3)SIDH53YZ/O:*

MO7M[G0&FYU@C;P08=G!4A\!Q1\\5P@^?[VQ^5>D4.GE?%*=II.N*'2$K4C4'.M>)TERE.B?X!?Q-L3^7)\E1^:]%[OY[H+G#-/%!?H038&79V+M0)_HV'#_&>O M%"S:?MOQF*VM?/ 6:S//W8=7!187'.S;EE:=O[CN0=?*

1^)07!GJ++WU;F47 MYSV9.Q/.DV:8+&A.GT(]%XNKN-M1L/=W3BT8K/MYA/M_<:(3+MD.GV\M#'fS\!T]H[.W%@&HJ5K%/0L?3@]M MM@TG5/&'P|/10]LYZM^Z3W8Q^.?E!:MR???ZT<1W\+A*JNL17H!9V.L87Y*

*M;V4VUG9?XGO+W3/@_7_Yj$3V),6E45;,^K?n>JF

gaap:ResearchAndDevelopmentExpenseMember 2023-01-012023-09-30 0001364954 us-gaap:SellingAndMarketingExpenseMember 2024-07-012024-09-30 0001364954 us-gaap:SellingAndMarketingExpenseMember 2023-07-012023-09-30 0001364954 us-gaap:SellingAndMarketingExpenseMember 2024-01-012024-09-30 0001364954 us-gaap:SellingAndMarketingExpenseMember 2023-01-012023-09-30 0001364954 us-gaap:GeneralAndAdministrativeExpenseMember 2024-07-012024-09-30 0001364954 us-gaap:GeneralAndAdministrativeExpenseMember 2023-07-012023-09-30 0001364954 us-gaap:GeneralAndAdministrativeExpenseMember 2024-01-012024-09-30 0001364954 us-gaap:GeneralAndAdministrativeExpenseMember 2023-01-012023-09-30 0001364954 chgg:RestrictedStockUnitsRSUsAndPerformanceShareUnitsPSUsMember 2024-09-30 0001364954 chgg:RestrictedStockUnitsRSUsAndPerformanceShareUnitsPSUsMember 2024-01-012024-09-30 0001364954 chgg:RestrictedStockUnitsRSUsAndPerformanceShareUnitsPSUsMember 2023-12-31 0001364954 chgg:June2024RestructuringPlanMember 2024-07-012024-09-30 0001364954 chgg:June2024RestructuringPlanMember 2024-01-012024-09-30 0001364954 srt:MinimumMemberchgg:June2024RestructuringPlanMember 2024-09-30 0001364954 srt:MaximumMemberchgg:June2024RestructuringPlanMember 2024-09-30 0001364954 2024-06-012024-06-30 0001364954 us-gaap:FacilityClosingMember 2024-01-012024-09-30 0001364954 srt:MinimumMemberchgg:November2024RestructuringPlanMemberus-gaap:SubsequentEventMember 2024-11-12 0001364954 srt:MaximumMemberchgg:November2024RestructuringPlanMemberus-gaap:SubsequentEventMember 2024-11-12 0001364954 srt:MinimumMembersrt:ScenarioForecastMemberchgg:November2024RestructuringPlanMember 2025-01-012025-12-31 0001364954 srt:MaximumMembersrt:ScenarioForecastMemberchgg:November2024RestructuringPlanMember 2025-01-012025-12-31 shares iso4217:USD iso4217:USD shares chgg:segment pure chgg:office_building0001364954--12-312024Q3false110.00929780.019395610-Qtrue2024-09-30false001-36180CHEGG, INCDE20-32374893990 Freedom CircleSanta ClaraCA95054408855-5700Common stock, $0.001 par value per shareCHGGNYSEYesYesLarge Accelerated Filerfalsefalsefalse104307327152073000135757000209003000194257000208000376000237490003140400024706000209800008698000032437000496511000414835000270161000249547000177882000183073000000.0010.001100000001000000000000000.0010.001400000000400000000103967436103967436102823700102823700104000103000109242000103162700030449000-34739000-883316000-523730001849810009446180001002672000172723500013659300015785400047409000052830800043420000835750001353280001801370009317300074279000338762000348171000413370004620200012942300012222900005787000070978000081012000650800073300019590003115000758600040492000254850001166710006928000397590002352600011355600021536200018111000-68626200032544000-272300017200014468100024029000-212639000-18283000-830943000851500050600000-322000297100093000048060001292500017190001992000986600013247000469000106200020277300031530000-826253000957700010336100010300001075989000-39915000-670677000365500000607001000-823000-822000237060002307600098660000866000-212639000-212639000103968000104000109824200030449000-883316000184981000115178000115000112182000043179000-437550001035001000300026000260004910001000-2789000-27880003264000032640000-13247000-13247000-18283000-182830001156720001160001156197000-56426000-620380001033349000102824000103000103162700003473900052373000944180000211600020001120001140005570002188000218800027030003000-8648000-864500073187000731870004690004690000-830943000-830943000103968000104000109824200030449000-883316000184981000126470000126000124450400057488000-705530001116589000130080001300018635500018636800037900031050003105000182700030000-13857000-138540001040030001040030000297000297000106200001062000851500001156720001160001151697000-56426000-620380001033349000-830943000851500069267000101596000589660001089450001411030002092900046700045350001628000261000-2024000-357800067723900036000000859260005100000700000021890000-222000389000-801900069080000557250000-558000469000-8671000-830800048200001176300025390004684900006149000-2968000-981000010707700016871400061659000572980000978700013421300058527500096907000561197000023860100015500000001853000-834650001552390002191000310800008648000138570000186368000050598600002970006457000-702806000-149000-379000017006000-379232000137976000475854000154982000966220004490007410003531000836800063290007037000968600012407000477100058790001520730009441900045400060000245500021430001549820009662200OBackground and Basis of Presentation Company and Background
 Chegg, Inc. (“we,” “us,” “our,” “Company” or “Chegg”), headquartered in Santa Clara, California, was incorporated as a Delaware corporation in July 2005. Chegg provides individualized learning support to students as they pursue their educational journeys. Available on demand 24/7 and powered by over a decade of learning insights, the Chegg platform offers students AI-powered academic support thoughtfully designed for education coupled with access to a vast network of subject matter experts who ensure quality. No matter the goal, level, or style, Chegg helps millions of students around the world learn with confidence by helping them build essential academic, life, and job skills to achieve success.
 Basis of Presentation
 The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with generally accepted accounting principles in the United States (“GAAP”) and applicable rules and regulations of the U.S. Securities and Exchange Commission (“SEC”) regarding interim financial reporting. The condensed consolidated financial statements include the results of Chegg, Inc. and its wholly-owned subsidiaries. Significant intercompany balances and transactions have been eliminated. In the opinion of management, the accompanying unaudited condensed consolidated financial statements contain all adjustments, including normal recurring adjustments, necessary to present fairly our financial position as of September 30, 2024, our results of operations, results of comprehensive (loss) income and stockholders' equity for the three and nine months ended September 30, 2024 and 2023, and our cash flows for the nine months ended September 30, 2024 and 2023. Our results of operations, results of comprehensive (loss) income, stockholders' equity, and cash flows for the nine months ended September 30, 2024 are not necessarily indicative of the results to be expected for the full year.
 We have a single operating and reportable segment and operating unit structure. The condensed consolidated financial statements and related financial information should be read in conjunction with the audited consolidated financial statements and the related notes thereto that are included in our Annual Report on Form 10-K for the year ended December 31, 2023 (the Annual Report on Form 10-K) filed with the SEC.
 There have been no material changes to our significant accounting policies as compared to the significant accounting policies described in our Annual Report on Form 10-K.
 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, the disclosure of contingent liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting periods. We base our estimates on historical experience, knowledge of current business conditions, and various other factors we believe to be reasonable under the circumstances. These estimates are based on management’s knowledge about current events and expectations about actions we may undertake in the future. Actual results could differ from these estimates, and such differences could be material to our financial position and results of operations. There have been no material changes in our use of estimates during the nine months ended September 30, 2024 as compared to the use of estimates disclosed in Part II, Item 8 “Consolidated Financial Statements and Supplementary Data” contained in our Annual Report on Form 10-K for the year ended December 31, 2023.
 Reclassification of Prior Period Presentation
 In order to conform with current period presentation, $3.6 million of impairment of intangible assets has been reclassified from general and administrative expense to impairment expense on our condensed consolidated statements of operations for the three and nine months ended September 30, 2023 as well as from impairment of intangible asset to impairment expense on our condensed consolidated statements of cash flows for the nine months ended September 30, 2023. These changes in presentation do not affect previously reported results.</div><div style="text-align:justify">Components of Results of Operations</div><div style="text-align:justify;text-indent:27pt">
</div><div style="text-align:justify;text-indent:27pt">Aside from the addition of impairment expense as a component within our operating expenses on our condensed consolidated statements of operations, there have been no other changes to the components on our consolidated statements of operations described in our Annual Report on Form 10-K.</div><div style="text-align:justify">
</div><div style="text-align:justify;text-indent:27pt">Operating Expenses</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">Impairment Expense</div><div style="text-indent:27pt">
</div><div style="text-align:justify;text-indent:27pt">Our impairment expense consists of impairments of goodwill, intangible assets, and property and equipment, net. For further information, see “Note 5. Property and Equipment, Net” and “Note 6, Goodwill and Intangible Assets.” The following table presents our impairment expense (in thousands):</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:50.215%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Goodwill, net</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">195,708 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">635,391 </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">— </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">Intangible assets, net</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">3,600 </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:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31,862 </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">3,600 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Property and equipment, net</div></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">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:11.25pt">Total impairment expense</div></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">195,708 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,600 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">677,239 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#fffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,600 </td><td style="background-color:#fffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 Securities Repurchase Program
 In November 2024, our board of directors approved a $300.0 million increase to our existing securities repurchase program authorizing the repurchase of our common stock and/or convertible notes, through open market purchases, block trades, and/or privately negotiated transactions or pursuant to Rule 10b5-1 plans, in compliance with applicable securities laws and other legal requirements. The timing, volume, and nature of the repurchases will be determined by management based on the capital needs of the business, market conditions, applicable legal requirements, alternative investment opportunities, and other factors. After the November 2024 increase, we had $303.7 million remaining under the securities repurchase program, which has no expiration date and will continue until otherwise suspended, terminated or modified at any time for any reason by our board of directors.
 Leases
 In July 2024, we entered into an amendment related to our office in India that primarily modifies our existing lease payments, increases the square footage, and extends the lease term, resulting in the recording of $9.0 million of right of use assets in exchange for lease liabilities. </div><div style="text-align:justify;text-indent:27pt">
</div><div style="text-align:justify;text-indent:27pt">The aggregate future minimum lease payments and reconciliation to operating lease liabilities as of September 30, 2024, are as follows (in thousands):</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:87.186%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#ceeef;padding:2px 1pt;text-align:left;vertical-align:bottom">Remaining three months of 2024</td><td style="background-color:#ceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ceeef;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,938 </td><td style="background-color:#ceeef;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:#fffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,802 </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeef;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#ceeef;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,388 </td><td style="background-color:#ceeef;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#fffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,134 </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeef;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#ceeef;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,518 </td><td style="background-color:#ceeef;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#fffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2029</td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,946 </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeef;padding:2px 1pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="2" style="background-color:#ceeef;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,340 </td><td style="background-color:#ceeef;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#fffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total future minimum lease payments</td><td colspan="2" style="background-color:#fffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">35,066 </td><td style="background-color:#fffff;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:#ceeef;padding:2px 1pt;text-align:left;vertical-align:bottom">Less imputed interest</td><td colspan="2" style="background-color:#ceeef;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,770)</td><td style="background-color:#ceeef;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#fffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total operating lease liabilities</td><td style="background-color:#fffff;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:#fffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">29,296 </td><td style="background-color:#fffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> In November 2024, we exercised our termination option related to our office in New York that reduces the lease term through November 2025, resulting in a decrease to our future minimum lease payments of approximately $3.8 million. This reduction in minimum lease payments is not reflected in the table above. We expect this decrease to reduce both right of use assets and long-term operating lease liabilities on our condensed consolidated balance sheets. The accounting for the event is in process as of the issuance date of our condensed consolidated financial statements and therefore we are unable to make any additional disclosures.
 Recent Accounting Pronouncements
 Recently Issued Accounting Pronouncements Not Yet Adopted
 In November 2024, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2024-03, Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures. ASU 2024-03 requires disclosure of specified information about certain costs and expenses in the notes to financial statements. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2026 and interim periods beginning after December 15, 2027. We did not early adopt ASU 2024-03 and we are currently in the process of evaluating the impact of this guidance.
 In March 2024, the FASB issued ASU 2024-02, Codification Improvements—Amendments to Remove References to the Concepts Statements. ASU 2024-02 removes various references to the FASB's Concepts Statements from the FASB's Accounting Standards Codification. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2024. We did not early adopt ASU 2024-02 and do not believe it will have a significant impact on our financial statements, however, we are currently in the process of evaluating the impact.
 In December 2023, the FASB issued ASU 2023-09, Improvements to Income Tax Disclosures. ASU 2023-09 requires disaggregated information about our effective tax rate reconciliation as well as information on income taxes paid that meet a quantitative threshold. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2024. We did not early adopt ASU 2023-09 and we are currently in the process of evaluating the impact of this guidance.
 In November 2023, the FASB issued ASU 2023-07, Improvements to Reportable Segment Disclosures. ASU 2023-07 enhances current interim and annual reportable segment disclosures and requires additional disclosures about significant segment expenses. Public entities with a single reportable segment are required to apply the disclosure requirements in ASU 2023-07, as well as all existing segment disclosures and reconciliation requirements in ASC 280 on an interim and annual basis. Early adoption is permitted, and we are required to adopt the changes on a retrospective basis. The guidance is effective for annual periods beginning after December 15, 2023 and interim periods beginning after December 15, 2024. We did not early adopt ASU 2023-07 and we are currently in the process of evaluating the impact of this guidance.
 Recently Adopted Accounting Pronouncements
 We did not adopt any accounting pronouncements during the nine months ended September 30, 2024 that had a material impact on our financial statements. Basis of Presentation
 The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with generally accepted accounting principles in the United States ("GAAP") and applicable rules and regulations of the U.S. Securities and Exchange Commission ("SEC") regarding interim financial reporting. The condensed consolidated financial statements include the results of Chegg, Inc. and its wholly-owned subsidiaries. Significant intercompany balances and transactions have been eliminated. In the opinion of management, the accompanying unaudited condensed consolidated financial statements contain all adjustments, including normal recurring adjustments, necessary to present fairly our financial position as of September 30, 2024, our results of operations, results of comprehensive (loss) income and stockholders' equity for the three and nine months ended September 30, 2024 and 2023, and our cash flows for the nine months ended September 30, 2024 and 2023. Our results of operations, results of comprehensive (loss) income, stockholders' equity, and cash flows for the nine months ended September 30, 2024 are not necessarily indicative of the results to be expected for the full year. We have a single operating and reportable segment and operating unit structure. The condensed consolidated financial statements and related financial information should be read in conjunction with the audited consolidated financial statements and the related notes thereto that are included in our Annual Report on Form 10-K for the year ended December 31, 2023 (the Annual Report on Form 10-K) filed with the SEC. 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, the disclosure of contingent liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting periods. We base our estimates on historical experience, knowledge of current business conditions, and various other factors we believe to be reasonable under the circumstances. These estimates are based on management's knowledge about current events and expectations about actions we may undertake in the future. Actual results could differ from these estimates, and such differences could be material to our financial position and results of operations. There have been no material changes in our use of estimates during the nine months ended September 30, 2024 as compared to the use of estimates disclosed in Part II, Item 8 "Consolidated Financial Statements and Supplementary Data" contained in our Annual Report on Form 10-K for the year ended December 31, 2023. Reclassification of Prior Period Presentation
 In order to conform with current period presentation, $3.6 million of impairment of intangible assets has been reclassified from general and administrative expense to impairment expense on our condensed consolidated statements of operations for the three and nine months ended September 30, 2023 as well as from impairment of intangible asset to impairment expense on our condensed consolidated statements of cash flows for the nine months ended September 30, 2023. These changes in presentation do not affect previously reported results.</div>36000003600000The following table presents our impairment expense (in thousands):<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:50.215%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#ceeef;padding:2px 1pt;text-align:left;vertical-align:bottom">Goodwill, net</td><td style="background-color:#ceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeef;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">195,708 </td><td style="background-color:#ceeef;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeef;padding:0 1pt"></td><td style="background-color:#ceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeef;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ceeef;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeef;padding:0 1pt"></td><td style="background-color:#ceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeef;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">635,391 </td><td style="background-color:#ceeef;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeef;padding:0 1pt"></td><td style="background-color:#ceeef;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">— </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">Intangible assets, net</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">3,600 </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:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31,862 </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">3,600 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Property and equipment, net</div></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">— </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">9,986 </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></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:11.25pt">Total impairment expense</div></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">195,708 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,600 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">677,239 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,600 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
1957000000635391000003600000318620003600000000998600001957000003600000677239000360000003000000003037000009000000 The aggregate future minimum lease payments and reconciliation to operating lease liabilities as of September 30, 2024, are as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:87.186%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%">
</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Remaining three months of 2024</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,938 </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">6,802 </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">6,388 </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">6,134 </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">3,518 </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">2029</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,946 </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">Thereafter</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,340 </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 future minimum lease payments</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">35,066 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less imputed interest</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,770)</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 1pt 2px 0;text-align:right;vertical-align:bottom">29,296 </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>
193800068020006388000613400035180001946000834000035066000577000029296000380000 Recent Accounting Pronouncements
 Recently Issued Accounting Pronouncements Not Yet Adopted
 In November 2024, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2024-03, <span style='color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-style:italic;font-weight:400;line-height:120%'>Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures. ASU 2024-03 requires disclosure of specified information about certain costs and expenses in the notes to financial statements. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2026 and interim periods beginning after December 15, 2027. We did not early adopt ASU 2024-03 and we are currently in the process of evaluating the impact of this guidance.
 In March 2024, the FASB issued ASU 2024-02, <span style='color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-style:italic;font-weight:400;line-height:120%'>Codification Improvements—Amendments to Remove References to the Concepts Statements. ASU 2024-02 removes various references to the FASB's Concepts Statements from the FASB's Accounting Standards Codification. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2024. We did not early adopt ASU 2024-02 and do not believe it will have a significant impact on our financial statements, however, we are currently in the process of evaluating the impact.
 In December 2023, the FASB issued ASU 2023-09, Improvements to Income Tax Disclosures. ASU 2023-09 requires disaggregated information about our effective tax rate reconciliation as well as information on income taxes paid that meet a quantitative threshold. Early adoption is permitted, and the guidance will be applied prospectively with the option to apply retrospectively. The guidance is effective for annual periods beginning after December 15, 2024. We did not early adopt ASU 2023-09 and we are currently in the process of evaluating the impact of this guidance.
 In November 2023, the FASB issued ASU 2023-07, Improvements to Reportable Segment Disclosures. ASU 2023-07 enhances current interim and annual reportable segment disclosures and requires additional disclosures about significant segment expenses. Public entities with a single reportable segment are required to apply the disclosure requirements in ASU 2023-07, as well as all existing segment disclosures and reconciliation requirements in ASC 280 on an interim and annual basis. Early adoption is permitted, and we are required to adopt the changes on a retrospective basis. The guidance is effective for annual periods beginning after December 15, 2023 and interim periods beginning after December 15, 2024. We did not early adopt ASU 2023-07 and we are currently in the process of evaluating the impact of this guidance.
 Recently Adopted Accounting Pronouncements
 We did not adopt any accounting pronouncements during the nine months ended September 30, 2024 that had a material impact on our financial statements. Revenues Revenue Recognition
 Revenues are recognized when control of the promised goods or services is transferred to our customers, in an amount that reflects the consideration we expect to be entitled to in exchange for those goods or services. The majority of our revenues are recognized over time as services are performed, with certain revenues being recognized at a point in time. The following tables present our total net revenues for the periods shown disaggregated for our Subscription Services and Skills and Other product lines (in thousands, except percentages): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:53.804%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.661%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:middle">Three Months Ended
September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:middle">Change</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </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="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">$</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">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Subscription Services</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">119,804 </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:'Times New Roman',sans-serif;font-

size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">139,912 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(20,108)</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">(14)</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">Skills and Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,789 </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">17,942 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,153)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</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 net revenues</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">136,593 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">157,854 </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">(21,261)</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 colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:5pt;text-align:center;text-indent:27pt">
</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:53.870%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.655%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Change</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </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">$</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">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Subscription Services</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">420,668 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">474,207 </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">(53,539)</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">(11)</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">Skills and Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53,422 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">54,101 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(679)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</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 net revenues</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">474,090 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">528,308 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">(54,218)</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 colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 During the three and nine months ended September 30, 2024, we recognized revenues of $33.3 million and $52.3 million, respectively, that were included in our deferred revenue balance at the beginning of each respective reporting period. During the three and nine months ended September 30, 2023, we recognized revenues of $36.6 million and $53.0 million, respectively, that were included in our deferred revenue balance at the beginning of each respective reporting period. During the three and nine months ended September 30, 2024, we recognized revenues of $0.6 million and $2.0 million, respectively, from performance obligations satisfied in previous periods. During the three and nine months ended September 30, 2023, we recognized an immaterial amount of revenues from performance obligations satisfied in previous periods. </div><div style="text-align:justify;text-indent:27pt">
</div><div style="text-align:justify">Contract Balances</div><div>
</div><div style="text-align:justify;text-indent:27pt">The following table presents our accounts receivable, net, contract assets and deferred revenue balances (in thousands, except percentages):</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:53.870%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.655%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="12" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Change</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 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">$</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">%</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">Accounts receivable, net</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">23,749 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">31,404 </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">(7,655)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(24)</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">Contract assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,048 </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">8,598 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,550)</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">(18)</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 revenue</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">44,355 </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">55,336 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10,981)</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">(20)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 During the nine months ended September 30, 2024 our accounts receivable, net balance decreased by $7.7 million, or 24%, primarily due to lower bookings from Chegg Skills and seasonality of our business. During the nine months ended September 30, 2024, our contract assets balance decreased by $1.6 million, or 18%, primarily due to cash collections from our Chegg Skills service. During the nine months ended September 30, 2024, our deferred revenue balance decreased by $11.0 million, or 20%, primarily due to lower bookings from Chegg Skills and seasonality of our business.</div><div style="text-align:justify;text-indent:27pt">The following tables present our total net revenues for the periods shown disaggregated for our Subscription Services and Skills and Other product lines (in thousands, except percentages):</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:53.804%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.661%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:middle">Three Months Ended
September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:middle">Change</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">$</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">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Subscription Services</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">119,804 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">139,912 </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">(20,108)</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">(14)</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">Skills and Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,789 </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">17,942 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,153)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</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 net revenues</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">136,593 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">157,854 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">(21,261)</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 colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:53.870%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.655%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Change</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">$</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">$</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Subscription Services</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">420,668 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">474,207 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(53,539)</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">(11)</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">Skills and Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53,422 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">54,101 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(679)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</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 net revenues</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">474,090 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">528,308 </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">(54,218)</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 colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><1198040001399120000-20100000-0.14167890001792000-1153000-0.06136593000157854000-21261000-0.13420668000474207000-53539000-0.11534220005410100-679000-0.01474090000528308000-54218000-0.10333000005230000036600000053000000600000200000000<div style="text-align:justify;text-indent:27pt">The following table presents our accounts receivable, net, contract assets and deferred revenue balances (in thousands, except percentages):</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:53.870%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.655%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Change</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="3" style="padding:2px 1pt;text-

align:center;vertical-align:bottom">September 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 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">$</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accounts receivable, net</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">23,749 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">31,404 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,655)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(24)</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">Contract assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,048 </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">8,598 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,550)</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">(18)</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 revenue</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">44,355 </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">55,336 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10,981)</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">(20)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 2374900031404000-7655000-0.2470400008598000-1550000-0.18443550005553360000-10981000-0.20-7700000-0.24-1600000-0.18-11000000.0-0.20Net (Loss) Income Per Share The following table presents the computation of basic and diluted net (loss) income per share (in thousands, except per share amounts): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:49.923%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Basic</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">Numerator:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net (loss) income </td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(212,639)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">18,283)</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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(830,943)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">8,515 </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">Denominator:</td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Weighted average shares used to compute net (loss) income per share, basic </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">103,723 </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">115,407 </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">102,893 </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">119,001 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net (loss) income per share, basic </td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(2.05)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(0.16)</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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(8.08)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">0.07 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Diluted</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Numerator:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net (loss) income </td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(212,639)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(18,283)</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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(830,943)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">8,515 </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"> Convertible senior notes activity, net of tax </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="2" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(38,079)</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) income, diluted </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(212,639)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(18,283)</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(830,943)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(29,564)</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">Denominator:</td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Weighted average shares used to compute net (loss) income per share, basic </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">103,723 </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">115,407 </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">102,893 </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">119,001 </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></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Shares related to convertible senior notes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,875 </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"> Weighted average shares used to compute net (loss) income per share, diluted </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">103,723 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">115,407 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">102,893 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">121,876 </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 style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net (loss) income per share, diluted </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">(2.05)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.16)</td><td style="background-color:#cceeff;border-bottom:3pt double #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;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">(8.08)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.24)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 The following table presents potential weighted-average shares of common stock outstanding that were excluded from the computation of diluted net (loss) income per share because including them would have been anti-dilutive (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #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">Shares related to stock plan activity</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,262 </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">8,732 </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">7,551 </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">8,349 </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">Shares related to convertible senior notes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,234 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,280 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,234 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,378 </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 2px 12.25pt;text-align:left;vertical-align:bottom">Total common stock equivalents</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">18,496 </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">19,012 </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">16,785 </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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18,727 </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> The following table presents the computation of basic and diluted net (loss) income per share (in thousands, except per share amounts): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:49.923%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
September 30,

</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;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">Basic</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">Numerator:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net (loss) income </td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(212,639)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(18,283)</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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(830,943)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">8,515 </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">Denominator:</td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Weighted average shares used to compute net (loss) income per share, basic </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">103,723 </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">115,407 </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">102,893 </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">119,001 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net (loss) income per share, basic </td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(2.05)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(0.16)</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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(8.08)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">0.07 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Diluted</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Numerator:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net (loss) income </td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(212,639)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(18,283)</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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(830,943)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">8,515 </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"> Convertible senior notes activity, net of tax </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(38,079)</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) income, diluted </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(212,639)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(18,283)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(830,943)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(29,564)</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">Denominator:</td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Weighted average shares used to compute net (loss) income per share, basic </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">103,723 </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">115,407 </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">102,893 </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">119,001 </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><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Shares related to convertible senior notes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-

height:100%">2,875 </td><td style="background-color:#fffff;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"> Weighted average shares used to compute net (loss) income per share, diluted </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">103,723 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">115,407 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">102,893 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">121,876 </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 style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net (loss) income per share, diluted </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">(2.05)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.16)</td><td style="background-color:#cceeff;border-bottom:3pt double #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;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">(8.08)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.24)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> -212639000-18283000-830943000851500010372300011540700010289300011900100000028750001037230001154070001028930001190100000028750001037230001154070001028930001218760000-2.05-0.16-8.08-0.24 The following table presents potential weighted-average shares of common stock outstanding that were excluded from the computation of diluted net (loss) income per share because including them would have been anti-dilutive (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #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">Shares related to stock plan activity</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,262 </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">8,732 </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">7,551 </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">8,349 </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">Shares related to convertible senior notes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,234 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,280 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,234 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,378 </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 2px 12.25pt;text-align:left;vertical-align:bottom">Total common stock equivalents</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">18,496 </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">19,012 </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">16,705 </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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18,727 </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>
926200087320007551000834900092340001028000092340001037800018496000190120001678500018727000Cash and Cash Equivalents, Investments and Fair Value Measurements The following tables present our cash and cash equivalents and investments' fair value level classification, adjusted cost, unrealized gain, unrealized loss and fair value as of September 30, 2024 and December 31, 2023 (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:37.496%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.604%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="27" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value Level</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Adjusted Cost</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Gain</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Loss</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash and cash equivalents:</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:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:middle"> </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:2px 1pt;text-align:left;vertical-align:middle"> </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Cash</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">52,523 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">52,523 </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 2px 12.25pt;text-align:left;vertical-align:bottom">Money market funds</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 1</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">99,550 </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">— </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"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-

height:100%">99,550 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="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 cash and cash equivalents</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">152,073 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">152,073 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="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 2px 12.25pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 2</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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">118,386 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">53 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(47)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">118,392 </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 2px 12.25pt;text-align:left;vertical-align:bottom">U.S. treasury securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 1</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">65,596 </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">32 </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)</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">65,615 </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">Agency bonds</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25,009 </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">(1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">24,996 </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:middle">Total short-term investments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">208,991 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">85 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(73)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">209,003 </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">Long-term investments:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:middle"> </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">214,391 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,482 </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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">216,865 </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">U.S. treasury securities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 1</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">52,548 </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">748 </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">53,296 </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">Total long-term investments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">266,939 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,230 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(8)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">270,161 </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>
 <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:37.496%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530

colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:middle"> </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 2</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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">191,467 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">898 </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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(213)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">192,152 </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">U.S. treasury securities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 1</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">57,287 </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 colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">165 </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">(57)</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">57,395 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total long-term investments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">248,754 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">1,063 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(270)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">249,547 </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>
 As of September 30, 2024, we determined that the unrealized losses on our investments were not driven by credit related factors. During the three and nine months ended September 30, 2024 and 2023, we did not recognize any losses on our investments due to credit related factors and our realized gains and losses on investments were not significant.
 The following table presents our cash equivalents and investments' adjusted cost and fair value by contractual maturity as of September 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:74.777%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.598%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Adjusted Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Due within one year</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">208,991 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">209,003 </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">Due after one year through three years</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">266,939 </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">270,161 </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">Investments not due at a single maturity date</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">99,550 </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">99,550 </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 2px 12.25pt;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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">575,480 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">578,714 </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> Investments not due at a single maturity date in the preceding table consisted of money market funds.
 Strategic Investments
 In May 2023, we entered into a $15.0 million commitment to invest in Sound Ventures AI Fund, L.P. (Sound Ventures), a limited partnership that invests in artificial intelligence companies, for an approximate 6% ownership. We accounted for our investment under the equity method of accounting. As of December 31, 2023, the carrying amount of our investment was $11.7 million. On January 1, 2024, we sold our investment for a total cash consideration of $15.5 million, resulting in a gain of $3.8 million. The cash payment received was included within cash flows from investing activities on our condensed consolidated statements of cash flows and the gain was included within other income, net on our condensed consolidated statements of operations.
 In July 2022, we completed an investment of $6.0 million in Knack Technologies, Inc. (Knack), a privately held U.S. based peer-to-peer tutoring platform for higher education institutions. We do not have the ability to exercise significant influence over Knack's operating and financial policies and have elected to account for our investment at cost as it does not have a readily determinable fair value. We did not record any impairment expenses during the three and nine months ended September 30, 2024 and 2023, as there were no significant identified events or changes in circumstances that would be considered an indicator for impairment. There were no observable price changes in orderly transactions for the identical or similar investments of the same issuer during the three and nine months ended September 30, 2024 and 2023.
 Financial Instruments Not Recorded at Fair Value on a Recurring Basis
 We report our financial instruments at fair value with the exception of the notes (defined below). The estimated fair value of the notes was determined based on the trading price of the notes as of the last day of trading for the period. We consider the fair value of the notes to be a Level 2 measurement due to the limited trading activity. The estimated fair value of the 2026 notes as of September 30, 2024 and December 31, 2023 was $186.4 million and $202.9 million, respectively. The estimated fair value of the 2025 notes as of September 30, 2024 and December 31, 2023 was $343.7 million and $329.5 million, respectively. For further information on the notes, refer to Note 7, "Convertible Senior Notes." The following tables present our cash and cash equivalents, and investments' fair value level classification, adjusted cost, unrealized gain, unrealized loss and fair value as of September 30, 2024 and December 31, 2023 (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:37.496%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.604%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="27" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value Level</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Adjusted Cost</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Gain</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Loss</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash and cash equivalents:</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:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:middle"> </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;padding:2px 1pt;text-align:left;vertical-align:middle"> </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Cash</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-

family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#fffff;padding:2px 0;text-align:right;vertical-align:bottom">52,523 </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#fffff;padding:2px 0;text-align:right;vertical-align:bottom">52,523 </td><td style="background-color:#fffff;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 2px 12.25pt;text-align:left;vertical-align:bottom">Money market funds</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 1</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">99,550 </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">— </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">99,550 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="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:#fffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total cash and cash equivalents</td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td style="background-color:#fffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">152,073 </td><td style="background-color:#fffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td style="background-color:#fffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td style="background-color:#fffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td style="background-color:#fffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#fffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">152,073 </td><td style="background-color:#fffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Short-term investments: </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;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></tr><tr><td colspan="3" style="background-color:#fffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="3" style="background-color:#fffff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">65,596 </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">32 </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13)</td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">65,615 </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#fffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Agency bonds</td><td colspan="3" style="background-color:#fffff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25,009 </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13)</td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">24,996 </td><td style="background-color:#fffff;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:middle">Total short-term investments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">208,991 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">85 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(73)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">209,003 </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:#fffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term investments:</td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="3" style="background-color:#fffff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="3" style="background-color:#fffff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="3" style="background-color:#fffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="3" style="background-color:#fffff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:middle"> </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">214,391 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,482 </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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">216,865 </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:#fffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">U.S. treasury securities</td><td colspan="3" style="background-color:#fffff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">52,548 </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="2" style="background-color:#fffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">748 </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffff;padding:0 1pt"></td><td colspan="2" style="background-color:#fffff;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">53,296 </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:#ceceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total long-term investments</td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">266,939 </td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,230 </td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(8)</td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">270,161 </td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></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:37.496%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.604%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="27" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value Level</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Adjusted Cost</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Gain</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Loss</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="background-color:#ceceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash and cash equivalents:</td><td colspan="3" style="background-color:#ceceff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:middle"> </td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:middle"> </td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:middle"> </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Cash</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">45,050 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">45,050 </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:#ceceff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Money market funds</td><td colspan="3" style="background-color:#ceceff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">90,707 </td><td style="background-color:#ceceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ceceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ceceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">90,707 </td><td style="background-color:#ceceff;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 cash and cash equivalents</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">135,757 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;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 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:#ceceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Short-term investments:</td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceceff;border-top:3pt double #000;padding:2px 1pt;text-align:left;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 2px 12.25pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 2</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">69,548 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(170)</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">69,378 </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:#ceceff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">U.S. treasury securities</td><td colspan="3" style="background-color:#ceceff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25,734 </td><td style="background-color:#ceceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ceceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(114)</td><td style="background-color:#ceceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25,620 </td><td style="background-color:#ceceff;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">Agency bonds</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">99,505 </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">(246)</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">99,259 </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:middle">Total short-term investments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">194,787 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(530)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">194,257 </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">Long-term investments:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:middle"> </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt;text-align:center;vertical-align:middle"> </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt;text-align:left;vertical-align:middle"> </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 2</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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">191,467 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">898 </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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(213)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">192,152 </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">U.S. treasury securities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">Level 1</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">57,207 </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">165 </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">(57)</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">57,395 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total long-term investments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">248,754 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">1,063 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(270)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">249,547 </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>
5252300052523000995500009955000091520730001520730001838606005300047000118392000655960003200013000656150002500900001300024996000208991000850007300020900300021439100024820000style="text-align:justify;text-indent:27pt">The following table presents our cash equivalents and investments' adjusted cost and fair value by contractual maturity as of September 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:74.777%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.598%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Adjusted Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Due within one year</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">208,991 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">209,003 </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">Due after one year through three years</td><td colspan="3" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">266,939 </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">270,161 </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">Investments not due at a single maturity date</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">99,550 </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">99,550 </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 2px 12.25pt;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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">575,480 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">578,714 </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>
208991000209003000266939000270161000995500009955000057548000578714000150000000.061170000015500003800000600000018640000020290000034370000032950000Property and Equipment, Net Property and equipment, net consisted of the following (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:74.777%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.598%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Content</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">371,928 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">346,749 </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"> Software </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">66,210 </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">51,855 </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">Leasehold improvements</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,160 </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-

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 Depreciation and content amortization expense during the three and nine months ended September 30, 2024 was $18.2 million and $50.0 million, respectively. Depreciation and content amortization expense during the three and nine months ended September 30, 2023 was $50.8 million and $90.3 million, respectively, which included $34.2 million of accelerated depreciation of certain abandoned content and software assets.
 In connection with the June 2024 restructuring, we announced that we will no longer offer Chegg Skills directly to customers. As a result, we wrote-off and accelerated depreciation over shortened useful lives for certain content assets of $1.1 million during the nine months ended September 30, 2024, which were classified as cost of revenues on our condensed consolidated statements of operations. For further information on the June 2024 restructuring, see "Note 11, Restructuring and Other Related Charges." In connection with the intangibles asset impairment analysis performed in June 2024, we also recorded an impairment expense of $10.0 million related to property and equipment, consisting of $6.6 million of content assets and $3.4 million of software assets, during the nine months ended September 30, 2024, which were classified as impairment expense on our condensed consolidated statements of operations. For further information on the impairment analysis, see "Note 6, Goodwill and Intangible Assets."</div><div style="text-align:justify;text-indent:27pt">Property and equipment, net consisted of the following (in thousands):</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:74.777%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.598%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" 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double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">183,073 </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> 371928000346749000662100005185500011160000108570004258000460700033040003496000456860000417564000278978000234491000177882000183073000182000005000000050800000903000034200000 and Intangible Assets Goodwill
 Goodwill is tested for impairment at least annually or when certain events or indicators of impairment occur between annual impairment tests. In September 2024 and June 2024, in consideration of the sustained decline in our stock price, industry developments, and our financial performance, we evaluated our current operating performance. Accordingly, we determined that there were indicators of impairment and a quantitative assessment was necessary. In the quantitative assessment, we estimated the fair value of our reporting unit utilizing an income approach, based on the present value of future discounted cash flows, which is classified as Level 3 in the fair value hierarchy. Significant estimates used to determine fair value include the weighted average cost of capital, growth rates, and amount and timing of expected future cash flows. As a result of the quantitative assessment, we determined that goodwill was impaired as the fair value of our reporting unit was less than the carrying value. As such, during the three and nine months ended September 30, 2024, we recorded impairment expense of $195.7 million and $635.4 million, respectively, equal to the excess of the carrying value of our reporting unit over the estimated fair value, limited to the remaining balance of goodwill, which was classified as impairment expense on our condensed consolidated statements of operations.</div><div style="text-align:justify;text-indent:27pt">
</div><div style="text-align:justify;text-indent:27pt">The following table presents our goodwill balances (in thousands):</div><div style="text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:74.958%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.570%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.383%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.581%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30, 2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Year Ended December 31, 2023</div></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Beginning balance</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">631,995 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">615,093 </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">Impairment expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(635,391)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Foreign currency translation adjustment</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,396 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,902 </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">Ending balance</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">631,995 </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>
 Intangible Assets
 Intangible assets are tested for impairment at the asset group level at least annually or when events or changes in circumstances indicate that the carrying amount of such asset groups may not be recoverable. In conjunction with our goodwill impairment analysis in June 2024, we determined that there were indicators of impairment for our Busuu assets and a recoverability test was necessary. In the recoverability test, we determined that the expected future undiscounted cash flows for the asset group were not sufficient to recover the carrying value. We then proceeded in estimating the fair value of the asset group utilizing the income approach, based on a present value of future discounted cash flows, which is classified as Level 3 in the fair value hierarchy. Significant estimates used to determine fair value include the growth rates and amount and timing of expected future cash flows. As a result of the impairment test, we determined the asset group was impaired and recorded a $31.9 million impairment expense related to the intangible assets during the nine months ended September 30, 2024, which was classified as impairment expense on our condensed consolidated statements of operations. We also recorded an impairment expense for property and equipment, net. For further information, see "Note 5, Property and Equipment, Net."</div><div style="margin-top:5pt;text-align:justify;text-indent:27pt">The following tables present our intangible assets balances as of September 30, 2024 and December 31, 2023 (in thousands, except weighted-average amortization period):</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:25.069%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.606%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="33" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average Amortization
Period
(in months)</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Carrying
Amount</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Accumulated Impairment</div></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign Currency Translation Adjustment</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net Carrying Amount</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Developed technologies</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">80</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">106,703 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(61,952)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(29,369)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(3,958)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,424 </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">Content libraries</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">60</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,230 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12,230)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Customer lists</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">35</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">34,190 </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">(32,892)</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">(1,298)</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></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Trade and domain names</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">52</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">16,213 </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">(13,343)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,493)</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">(377)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total intangible assets</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">67</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">169,336 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(120,417)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(31,862)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(5,633)</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 #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,424 </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>
 <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:25.069%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.606%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="33" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average Amortization
Period
(in months)</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Carrying
Amount</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="border-top:1pt solid

#000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Accumulated Impairment </td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign Currency Translation Adjustment</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net Carrying Amount</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Developed technologies</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">80</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">106,703 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(55,651)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,757)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">47,295 </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">Content libraries</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">60</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,230 </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">(11,189)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,041 </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">Customer lists</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">35</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">34,190 </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">(31,836)</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">(1,298)</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">1,056 </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">Trade and domain names</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">52</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">16,213 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12,817)</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">(358)</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">3,038 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><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 2px 12.25pt;text-align:left;vertical-align:bottom">Total intangible assets</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">67</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">169,336 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(111,493)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(5,413)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">52,430 </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>
 During the three and nine months ended September 30, 2024, amortization expense related to our intangible assets totaled $1.4 million and $8.9 million, respectively. During the three and nine months ended September 30, 2023, amortization expense related to our intangible assets totaled $6.1 million and $18.7 million, respectively.
 During the three months ended September 30, 2024, we did not recognize any impairment charges on our intangible assets and during the nine months ended September 30, 2024, we recognized a $31.9 million impairment charge on our intangible assets. During the three and nine months ended September 30, 2023, we recognized a $3.6 million impairment charge on our indefinite-lived intangible asset.</div><div style="text-align:justify;text-indent:27pt">
</div><div style="text-align:justify;text-indent:27pt">The following table presents the estimated future amortization expense related to our intangible assets as of September 30, 2024 (in thousands):</div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:87.186%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt 0 12.25pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Remaining three months of 2024</div></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,036 </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">4,240 </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">3,897 </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">1,776 </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">407 </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">68 </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 #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">11,424 </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> 19570000063540000 The following table presents our goodwill balances (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:74.958%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.570%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.383%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.581%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30, 2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Year Ended December 31, 2023 </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px

1pt;text-align:left;vertical-align:bottom">Beginning balance</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">631,995 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">615,093 </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:#fffffd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Impairment expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(635,391)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Foreign currency translation adjustment</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,396 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,902 </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:#fffffd;padding:2px 1pt;text-align:left;vertical-align:bottom">Ending balance</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">631,995 </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>
631995000615093000635391000003396000169020000631995000031900000 The following tables present our intangible assets balances as of September 30, 2024 and December 31, 2023 (in thousands, except weighted-average amortization period):
 <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:25.069%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.606%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"></td><td colspan="33" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average Amortization
Period
(in months)</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Carrying
Amount</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Accumulated Impairment </td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign Currency Translation Adjustment</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net Carrying Amount</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Developed technologies</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">80</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">106,703 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(61,952)</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29,369)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(3,958)</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 #000;padding:2px 0;text-align:right;vertical-align:bottom">11,424 </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:#fffffd;padding:2px 1pt;text-align:left;vertical-align:bottom">Content libraries</td><td colspan="3" style="background-color:#fffffd;padding:2px 1pt;text-align:right;vertical-align:bottom">60</td><td colspan="3" style="background-color:#fffffd;padding:0 1pt"></td><td colspan="2" style="background-color:#fffffd;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,230 </td><td style="background-color:#fffffd;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffffd;padding:0 1pt"></td><td colspan="2" style="background-color:#fffffd;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12,230)</td><td style="background-color:#fffffd;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffffd;padding:0 1pt"></td><td colspan="2" style="background-color:#fffffd;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fffffd;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffffd;padding:0 1pt"></td><td colspan="2" style="background-color:#fffffd;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fffffd;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffffd;padding:0 1pt"></td><td colspan="2" style="background-color:#fffffd;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fffffd;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">Customer lists</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">35</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">34,190 </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">(32,892)</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 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1pt"></td><td colspan="2" style="background-color:#fffffd;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,213 </td><td style="background-color:#fffffd;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffffd;padding:0 1pt"></td><td colspan="2" style="background-color:#fffffd;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13,343)</td><td style="background-color:#fffffd;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffffd;padding:0 1pt"></td><td colspan="2" style="background-color:#fffffd;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,493)</td><td style="background-color:#fffffd;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffffd;padding:0 1pt"></td><td colspan="2" style="background-color:#fffffd;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(377)</td><td style="background-color:#fffffd;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fffffd;padding:0 1pt"></td><td colspan="2" style="background-color:#fffffd;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fffffd;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 intangible assets</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">67</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">169,336 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(120,417)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(31,862)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(5,633)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,424 </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>
 <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:25.069%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%">

</td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.606%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="33" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average Amortization
Period
(in months)</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Carrying
Amount</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Accumulated Impairment </td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign Currency Translation Adjustment</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net Carrying Amount</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Developed technologies</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">80</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">106,703 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(55,651)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"> </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(3,757)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">47,295 </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">Content libraries</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">60</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,230 </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">(11,189)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,041 </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">Customer lists</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">35</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">34,190 </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">(31,836)</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" 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colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(358)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><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">3,038 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

*align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(3,958)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,424 </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">Content libraries</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">60</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,230 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12,230)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Customer lists</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">35</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">34,190 </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">(32,892)</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">(1,298)</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></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Trade and domain names</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">52</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">16,213 </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">(13,343)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,493)</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">(377)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:left;vertical-align:bottom">Total intangible assets</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">67</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">169,336 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(120,417)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(31,862)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">(5,633)</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 #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,424 </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>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:25.069%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.606%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">— </td><td colspan="33" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average Amortization
Period
(in months)</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Carrying
Amount</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Accumulated Impairment</div></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign Currency Translation Adjustment</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net Carrying Amount</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Developed technologies</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">80</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">106,703 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(55,651)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,757)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">47,295 </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">Content libraries</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">60</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,230 </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">(11,189)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,041 </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">Customer lists</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">35</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">34,190 </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">(31,836)</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">(1,298)</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">1,056 </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">Trade and domain names</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">52</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">16,213 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12,817)</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">(358)</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">3,038 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total intangible assets</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">67</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">169,336 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(111,493)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">(5,413)</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 #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">52,430 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
P80M106703000619520002936900039580001142400OP60M1223000012230000000P35M34190000328920000129800OP52M16213000133430002493000377000OP67M16933600012041700031862000563300O style="text-align:justify;text-indent:27pt">The following table presents the estimated future amortization expense related to our intangible assets as of September 30, 2024 (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:87.186%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt 0 12.25pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Remaining three months of 2024 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,036 </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">4,240 </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">3,897 </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">1,776 </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">407 </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">68 </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 #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">11,424 </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> 1036000424000038970001776000407000680001142400OConvertible Senior Notes In August 2020, we issued $1.0 billion in aggregate principal amount of 0% convertible senior notes due in 2026 (2026 notes). In March/April 2019, we issued $800 million in aggregate principal amount of 0.125% convertible senior notes due in 2025 (2025 notes, together with the 2026 notes, the notes). The 2026 notes bear no interest and will mature on September 1, 2026, unless repurchased, redeemed or converted in accordance with their terms prior to such date. The 2025 notes bear interest of 0.125% per year which is payable semi-annually in arrears on March 15 and September 15 of each year, beginning on September 15, 2019. The 2025 notes will mature on March 15, 2025, unless repurchased, redeemed or converted in accordance with their terms prior to such date.
 Each $1,000 principal amount of the 2026 notes will initially be convertible into 9.2978 shares of our common stock. This is equivalent to an initial conversion price of approximately $107.55 per share, which is subject to adjustment in certain circumstances. Each $1,000 principal amount of the 2025 notes will initially be convertible into 19.3956 shares of our common stock. This is equivalent to an initial conversion price of approximately $51.56 per share, which is subject to adjustment in certain circumstances.</div><div style="text-align:justify;text-indent:27pt">
</div><div style="text-align:justify;text-indent:27pt">Prior to the close of business on the business day immediately preceding June 1, 2026 for the 2026 notes and December 15, 2024 for the 2025 notes, the notes are convertible at the option of holders only upon satisfaction of certain circumstances. During the three months ended September 30, 2024, the circumstances allowing holders of the 2026 notes and 2025 notes to convert were not met. </div><div style="text-align:justify;text-indent:27pt">
</div><div style="text-align:justify;text-indent:27pt">On or after June 1, 2026 for the 2026 notes and December 15, 2024 for the 2025 notes until the close of business on the second scheduled trading day immediately preceding the respective maturity dates, holders may convert their notes at any time, regardless of the circumstances. As of September 30, 2024, the 2025 notes were classified as a current liability on our condensed consolidated balance sheets as they will be convertible at the option of the holder at any time beginning December 15, 2024 and will mature on March 15, 2025, both of which are within the next twelve months.</div><div style="text-align:justify;text-indent:27pt">
</div><div style="text-align:justify;text-indent:27pt">The following table presents the net carrying amount of the notes (in thousands): </div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.998%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2026 Notes</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2025 Notes</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2026 Notes</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2025 Notes</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Principal</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">244,479 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">358,914 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">244,479 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">358,914 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">243,242 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">358,222 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">242,758 </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">357,079 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div><div style="text-align:justify">
</div><div style="text-align:justify;text-indent:27pt">The following table presents the total interest expense recognized related to the notes (in thousands):</div><div style="margin-top:5pt;text-align:center">
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.998%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">2024</div></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">2023</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">2024</div></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">2023</div></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026 notes:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Contractual interest expense</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </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"

*New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:120%">condensed consolidated balance sheets and are not accounted for as derivatives. The fair value of the capped call instrument is not remeasured each reporting period. The cost of the capped call is not expected to be deductible for tax purposes. 1000000000.008000000000.0012500.00125107.5551.56 The following table presents the net carrying amount of the notes (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.998%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2026 Notes</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2025 Notes</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2026 Notes</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2025 Notes</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Principal</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">244,479 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">350,914 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">244,479 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">350,914 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unamortized issuance costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,237)</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">(692)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,721)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,835)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Net carrying amount</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">243,242 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">358,222 </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 colspan="3" style="display:none"></td><td colspan="3" style="display:none"></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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">242,758 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">357,079 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 24447900035891400024447900035891400012370006920001721000183500024324200035822200024275800035707900 The following table presents the total interest expense recognized related to the notes (in thousands):
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.998%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> 2024 </td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> 2023 </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> 2024 </td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> 2023 </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026 notes</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Contractual interest expense</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Amortization of issuance costs</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">163 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">238 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">484 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">873 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total 2026 notes interest expense</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">163 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">238 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">484 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">873 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025 notes:</td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Contractual interest expense</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">111 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-

family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">112 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">331 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">510 </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">Amortization of issuance costs</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">384 </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">384 </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">1,144 </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">1,737 </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 2025 notes interest expense</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">495 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">496 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,475 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,247 </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><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" 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style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
0000163000238000484000087300016300023800048400008730001100011200033100051000038400038400011440001737000495000496000147500022470001034000009720000092978006961352107.55156.44and Contingencies We may from time to time be subject to certain legal proceedings and claims in the ordinary course of business, including claims of alleged infringement of trademarks, patents, copyrights, and other intellectual property rights; employment claims; and general contract or other claims. We may also, from time to time, be subject to various legal or government claims, demands, disputes, investigations, or requests for information. Such matters may include, but not be limited to, claims, disputes, or investigations related to warranty, refund, breach of contract, employment, intellectual property, government regulation, or compliance or other matters.
 On March 1, 2023, Plaintiff Shiva Stein, derivatively on behalf of Chegg, filed a stockholder derivative complaint in the Court of Chancery of the State of Delaware (Case No. 2023-0244-NAC) asserting breach of fiduciary duty, unjust enrichment, and waste of corporate asset claims against members of Chegg's Board and certain Chegg officers. The matter is stayed. The Company disputes these claims and intends to vigorously defend itself in this matter.
 On February 14, 2023, Plaintiff Brian Stansell, individually and on behalf of other similarly situated stockholders of Chegg, filed a putative class action complaint in the Court of Chancery of the State of Delaware (Case No. 2023-0180) on behalf of all Chegg stockholders who were eligible to vote at Chegg's 2022 Annual Stockholders' Meeting, asserting breach of fiduciary duty claims against the members of Chegg's Board. The Court dismissed this matter pursuant to the Company's motion to dismiss and the matter is concluded.
 On December 22, 2022, JPMorgan Chase Bank, N.A. (JPMC) asserted a demand for repayment by the Company of certain investment proceeds received by the Company in its capacity as an investor in TAPD, Inc. (more commonly known as "Frank"). JPMC seeks such repayment pursuant to certain provisions in the existing Support Agreement between JPMC and the Company that was entered into in connection with JPMC's acquisition of Frank. JPMC has alleged fraud on the part of certain former Frank executives regarding the quantity and quality of its customer accounts. The Company is not at fault, however is pursuing a settlement agreement with JPMC.
 On November 9, 2022, Plaintiff Joshua Keller, individually and on behalf of all others similarly situated, filed a putative class action in the United States District Court for the Northern District of California (Case No. 22-cv-06986) on behalf of individuals whose data was allegedly impacted by past data breaches. On August 15, 2023, the Company received an order granting its motion to compel arbitration, and the case was stayed and administratively closed pending the conclusion of arbitration. The parties have since resolved this matter, and the related settlement amount did not have a significant impact on our financial statements.
 On March 30, 2022, Joseph Robinson, derivatively on behalf of Chegg, filed a shareholder derivative complaint against Chegg and certain of its current and former directors and officers in the United States District Court for the Northern District of California, alleging violations of securities laws and breaches of fiduciary duties. On February 22, 2023, Plaintiff filed an Amended Shareholder Derivative Complaint. This matter has been consolidated with Choi, below, and both matters are stayed. The Company disputes these claims and intends to vigorously defend itself in this matter.
 On January 12, 2022, Rak Joon Choi, derivatively on behalf of Chegg, filed a shareholder derivative complaint against Chegg and certain of its current and former directors and officers in the United States District Court for the Northern District of California, alleging violations of securities laws, breaches of fiduciary duties, unjust enrichment, abuse of control, gross mismanagement, and waste of corporate assets. On February 22, 2023, Plaintiff filed an Amended Shareholder Derivative Complaint. This matter has been consolidated with Robinson, above, and both matters are stayed. The Company disputes these claims and intends to vigorously defend itself in this matter.
 On December 22, 2021, Steven Leventhal, individually and on behalf of all others similarly situated, filed a purported securities fraud class action on behalf of all purchasers of Chegg common stock between May 5, 2020 and November 1, 2021, inclusive, against Chegg and certain of its current and former officers in the United States District Court for the Northern District of California (Case No. 5:21-cv-09953), alleging that Chegg and several of its officers made materially false and misleading statements in violation of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 as amended (the Exchange Act). On September 7, 2022, KBC Asset Management and The Pompano Beach Police & Firefighters Retirement System were appointed as lead plaintiff in the case. On December 8, 2022, Plaintiff filed his Amended Complaint seeking unspecified compensatory damages, costs, and expenses, including counsel and expert fees. On September 26, 2024, the parties participated in an in-person mediation and reached a settlement in principle to pay $55.0 million wherein the Company denies any and all allegations of fault, liability, wrongdoing, or damages. On November 6, 2024, Plaintiffs filed a motion for preliminary approval of the settlement, which is pending court approval. The estimated contingent liability for the loss contingency recorded was $55.0 million as of September 30, 2024 and was included within accrued liabilities on our condensed consolidated balance sheets. The same amount was recorded for expected insurance loss recoveries, which is included within other current assets on our condensed consolidated balance sheets.
 On September 13, 2021, Pearson Education, Inc. (Pearson) filed a complaint captioned Pearson Education, Inc. v. Chegg, Inc. (Pearson Complaint) in the United States District Court for the District of New Jersey against the Company (Case 2:21-cv-16866), alleging infringement of Pearson's registered copyrights and exclusive rights under copyright in violation of the United States Copyright Act. Pearson is seeking injunctive relief, monetary damages, costs, and attorneys' fees. The Company filed its answer to the Pearson Complaint on November 19, 2021. Pearson's June 29, 2022 Motion for Leave to File Amended Complaint seeking to add Bedford, Freeman & Worth Publishing Group, LLC d/b/a Macmillan Learning as a plaintiff was denied. Pearson filed an Amended Complaint on May 10, 2023, and the Company filed an amended answer on June 7, 2023. The Company disputes these claims and intends to vigorously defend itself in this matter.
 On June 18, 2020, we received a Civil Investigative Demand (CID) from the Federal Trade Commission (FTC) regarding certain alleged deceptive or unfair acts or practices related to consumer privacy and/or data security. On October 31, 2022, the FTC published the parties' agreed-upon consent order regarding Chegg's privacy and data security practices. On January 27, 2023, the FTC finalized its order ("Final Order") requiring Chegg to implement a comprehensive information security program, limit the data the Company can collect and retain, offer users multi-factor authentication to secure their accounts, and allow users to request access to and delete their data. No monetary penalties or fines were included in the Final Order. We continue to work with the FTC on the implementation of and compliance with the Final Order.
 We record a contingent liability for loss contingencies related to legal matters when a loss is both probable and reasonably estimable. Additionally, we record an insurance loss recovery up to the recognized loss contingency when realization is probable. Related to the above matters, as of September 30, 2024, the net impact of contingent liabilities less the related insurance loss recovery is $12.1 million. For those matters upon which management has sufficient insurance coverage, the Company has recorded contingent liabilities within accrued liabilities and the loss recovery from insurance within other current assets on our condensed consolidated balance sheets. As a result of ongoing legal related expenses during the three months ended September 30, 2024, the Company updated its estimate that $5.1 million that was previously recorded as insurance loss recovery was deemed to no longer be probable and has been recorded as an expense on the condensed consolidated statement of operations as recovery would be in excess of insurance coverage limits. We are not aware of any other pending legal matters or claims, individually or in the aggregate, which are expected to have a material adverse impact on our consolidated financial position, results of operations, or cash flows. Our analysis of whether a claim will proceed to litigation cannot be predicted with certainty, nor can the results of litigation be predicted with certainty. Nevertheless, defending any of these actions, regardless of the outcome, may be costly, time consuming, distract management personnel and have a negative effect on our business. In the ordinary course of business and for certain of the above matters, we are actively pursuing all avenues and strategies to resolve these matters, including available legal remedies, remediation and settlement negotiations with the parties. An adverse outcome in any of these actions, including a judgment or settlement, may cause a material adverse effect on our future business, operating results or financial condition.
55000000550000005500000012100000510000OGuarantees and Indemnifications We have agreed to indemnify our directors and officers for certain events or occurrences, subject to certain limits, while such persons are or were serving at our request in such capacity. We may terminate the indemnification agreements with these persons upon termination of employment, but termination will not affect claims for indemnification related to events occurring prior to the effective date of termination. We have a directors' and officers' insurance policy that limits our potential exposure up to the limits of our insurance coverage. In addition, we also have other indemnification agreements with various vendors against certain claims, liabilities, losses, and damages. The maximum amount of potential future indemnification is unlimited.
 We believe the fair value of these indemnification agreements is immaterial. We have not recorded any liabilities for these agreements as of September 30, 2024. Stockholders' Equity Share Repurchases
 During the nine months ended September 30, 2024, we had no cash repurchases of our common stock. As of September 30, 2024, we had $3.7 million remaining under the securities repurchase program, which has no expiration date and will continue until otherwise suspended, terminated or modified at any time for any reason by our board of directors.
 In February 2024, we repurchased 2,115,952 shares of our common stock related to the final delivery of our November 2023 accelerated share repurchase (ASR) agreement. The November 2023 ASR settled, and we were not required to make any additional cash payments or delivery of common stock to the financial institution upon settlement.
 During the year ended December 31, 2023, we repurchased a total of 26,505,979 shares of our common stock, which included the initial delivery of 13,498,313 shares from our November 2023 ASR, 3,433,157 shares from open market transactions in June 2023, and the total delivery of 9,574,509 shares from our February 2023 ASR, which were retired immediately.

 Share-based Compensation Expense
 The following table presents total share-based compensation expense recorded (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:49.923%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td

colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of revenues</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">471 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">598 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,450 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,685 </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">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,492 </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">11,027 </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">23,824 </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">33,909 </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">2,100 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,435 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,966 </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">7,116 </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">11,868 </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">17,870 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">38,027 </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">58,886 </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 share-based compensation expense</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">21,931 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">31,930 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">69,267 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">101,596 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 During the three and nine months ended September 30, 2024, we capitalized share-based compensation expense of $1.2 million and $3.9 million, respectively. During the three and nine months ended September 30, 2023, we capitalized share-based compensation expense of $0.7 million and $2.4 million, respectively. As of September 30, 2024, total unrecognized share-based compensation expense was approximately $72.7 million, which is expected to be recognized over the remaining weighted-average vesting period of approximately 1.4 years.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The following table presents activity for outstanding RSUs and PSUs:</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:74.777%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.598%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">RSUs and PSUs Outstanding</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Shares Outstanding</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average Grant Date Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,065,783 </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:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">23.63 </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">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,771,165 </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">4.27 </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">Released</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,130,650)</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">21.57 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,097,277)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">28.86 </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">Balance at September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,609,021 </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;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">11.75 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>3700000211595226505979134983133433315795745 09<div style="text-indent:27pt">The following table presents total share-based compensation expense recorded (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:49.923%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of revenues</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">471 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">598 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times

New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">1,450 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,685 </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">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,492 </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">11,027 </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">23,824 </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">33,909 </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">2,100 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,435 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,966 </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">7,116 </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">11,868 </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">17,870 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">38,027 </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">58,886 </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 share-based compensation expense</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">21,931 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">31,930 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">69,267 </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">101,596 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
4710005980001450000168500074920001102700023824000339090002100000243500059660007116000118680001787000038027000588860002193100031930000692670001015960001200000390000070000;style="text-indent:27pt">The following table presents activity for outstanding RSUs and PSUs: <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:74.777%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.598%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">RSUs and PSUs Outstanding</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Shares Outstanding</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average Grant Date Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at December 31, 2023</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,065,783 </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">23.63 </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">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,771,165 </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">4.27 </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">Released</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,130,650)</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">21.57 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,097,277)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20.86 </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">Balance at September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,609,021 </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;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">11.75 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 1006578323.6357711654.2741306502l.57209727728.86960902111.75Restructuring and Other Related Charges June 2024 Restructuring Plan
 Restructuring Charges
 In June 2024, we announced a workforce reduction that resulted in a management approved restructuring plan. During the three and nine months ended September 30, 2024, we recorded $2.1 million and $8.8 million of restructuring charges, respectively, primarily related to one-time employee termination benefits, which was classified on our condensed consolidated statement of operations based on employees' job function. The restructuring liability is included within accrued liabilities on our condensed consolidated balance sheets. We estimate we will incur between $1 million and $2 million of additional restructuring charges over the next fiscal quarter. We expect the plan to be substantially completed by the end of the first quarter of fiscal 2025.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The following table presents a reconciliation of the beginning and ending restructuring liability balance (in thousands):</div><div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:87.204%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.596%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Beginning balance</div></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </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"> Restructuring charges </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,840 </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"> Restructuring payments </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6,116)</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"> Ending balance </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">2,724 </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>
 Impairment of lease related assets
 In connection with the June 2024 restructuring, we announced the closure of two offices outside of the United States. As a result, we recorded a full impairment expense of $2.2 million, consisting of $1.1 million impairment of ROU assets and $1.1 million leasehold improvements during the nine months ended September 30, 2024, which was classified as general and administrative expense on our condensed consolidated statement of operations. Our intent and ability to sublease the office as well as the local market conditions were factored in when measuring the amount of impairment.
 November 2024 Restructuring Plan
 In November 2024, we announced a restructuring plan that includes a reduction of our global workforce as well as other actions to streamline our operations. We estimate that we will incur charges of approximately $22 million to $26 million in connection with these actions, of which $18 million to $22 million is expected to result in future cash expenditures, primarily consisting of expenditures for one-time employee termination benefits, impairment of lease related assets, and other related costs. The accounting for the November 2024 restructuring plan is in process as of the issuance date of our condensed consolidated financial statements and therefore we are unable to make any additional disclosures. 2100000088000001000000200000 The following table presents a reconciliation of the beginning and ending restructuring liability balance (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:87.204%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.596%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-

align:center;vertical-align:bottom">Nine Months Ended September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Beginning balance </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:11.25pt">Restructuring charges</div></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,840 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:11.25pt">Restructuring payments</div></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6,116)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Ending balance</div></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,724 </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> 0884000061160002724000222000001100000110000022000000260000001800000022000000Income Taxes During the three and nine months ended September 30, 2024, we recorded a benefit from income taxes of $2.7 million and provision for income taxes of $144.7 million, respectively. During the three and nine months ended September 30, 2023, we recorded a provision for income taxes of $0.2 million and $24.0 million, respectively.
 During the nine months ended September 30, 2024, the provision for income taxes was primarily from the valuation allowance establishment of $141.6 million as a discrete non-cash income tax expense against our U.S. federal and state deferred tax assets. We regularly assess the need for a valuation allowance against our deferred tax assets. In performing our assessment in June 2024, we considered both positive and negative evidence related to the likelihood of realizing our deferred tax assets. In June 2024, we determined that it is more likely than not that the deferred tax benefit will not be realized due to the available negative evidence outweighing the positive evidence, primarily resulting from the cumulative loss influenced by the impairment expense recorded during the three months ended June 30, 2024. -27000001447000002000002400000014160000falsefalsefalsefalse