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C. 20549FORM 10-QxQUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the quarterly period ended June 30, 2024ORoTRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the transition period from Â Â Â Â Â Â Â Â Â Â Â Â to Â Â Â Â Â Â Â Â Â Â Â Â Commission file number 001-12019QUAKER CHEMICAL CORPORATION(Exact name of registrant as specified in its charter)Pennsylvania23-0993790(State or other jurisdiction of incorporation or organization)(I.R.S. Employer Identification No.)901 E. Hector Street,Conshohocken, Pennsylvania19428 â€“ 2380(Address of principal executive offices)(Zip Code)Registrantâ€™s telephone number, including area code: 610-832-4000Not ApplicableFormer name, former address and former fiscal year, if changed since last report.Securities registered pursuant to Section 12(b) of the Act:Title of each classTrading Symbol(s)Name of each exchange on which registeredCommon Stock, $1 par valueKWRNew York Stock ExchangeIndicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.Â Â Â Â Â YesÂ Â Â Â x Â Â Â Â NoÂ Â Â Â oIndicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). YesÂ Â x Â Â Â Â Â NoÂ Â Â Â Â oIndicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filerâ€, â€œsmaller reporting companyâ€, and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act.Large accelerated filerxAccelerated fileroNon-accelerated fileroSmaller reporting companyoEmerging growth companyoIf an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. oIndicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).Â Â Â Â YesÂ Â oÂ Â Â NoÂ Â xIndicate the number of shares outstanding of each of the issuerâ€™s classes of common stock, as of the latest practicable date.Number of Shares of Common Stock Outstanding on JulyÂ 31, 202417,912,155Table of ContentsQuaker Chemical CorporationTable of ContentsPagePARTÂ I.FINANCIAL INFORMATION2Item 1.Financial Statements (Unaudited)2Condensed Consolidated Statements of Operations for the Three and Six Months Ended JuneÂ 30, 2024 and JuneÂ 30, 20232Condensed Consolidated Statements of Comprehensive Income for the Three and Six Months Ended JuneÂ 30, 2024 and JuneÂ 30, 20233Condensed Consolidated Balance Sheets as of JuneÂ 30, 2024 and DecemberÂ 31, 20234Condensed Consolidated Statements of Cash Flows for the Six Months Ended June 30, 2024 and JuneÂ 30, 20235Condensed Consolidated Statements of Changes in Equity for the Three and Six Months Ended JuneÂ 30, 2024 and JuneÂ 30, 20236Notes to Condensed Consolidated Financial Statements7Item Â 2.Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations.21Item Â 3.Quantitative and Qualitative Disclosures about Market Risk.32Item Â 4.Controls and Procedures.32PART Â IIOTHER INFORMATION.Item 1.Legal Proceedings.33Item 1A.Risk Factors.33Item 2.Unregistered Sales of Equity Securities and Use of Proceeds.33Item 5.Other Information.33Item Â 6.Exhibits.34Signatures.351Table of ContentsPART IFINANCIAL INFORMATIONItem 1.Â Â Â Â Financial Statements (Unaudited).Quaker Chemical CorporationCondensed Consolidated Statements of Operations(Unaudited; Dollars in thousands, except per share data)Three Months EndedJune 30,Six Months EndedJune 30,20242023202420232Net sales$463,567Â $495,444Â $933,326Â $995,592Â Cost of goods sold (excluding amortization expense - See Note 13)287,849Â 317,753Â 576,045Â 644,451Â Gross profit175,718Â 177,691Â 357,281Â 351,141Â Selling, general and administrative expenses116,949Â 119,853Â 241,129Â 239,402Â Restructuring and related charges, net320Â 1,043Â 2,177Â 5,015Â Operating income58,449Â 56,795Â 113,975Â 106,724Â Other income (expense), net422Â (3,606)1,502Â (5,845)Interest expense, net(10,754)(12,721)(21,578)(25,963)Income before taxes and equity in net income of associated companies48,117Â 40,468Â 93,899Â 74,916Â Taxes on income before equity in net income of associated companies15,778Â 13,830Â 28,286Â 23,363Â Income before equity in net income of associated companies32,339Â 26,638Â 65,613Â 51,553Â Equity in net income of associated companies2,571Â 2,755Â 4,555Â 7,381Â Net income34,910Â 29,393Â 70,168Â 58,934Â Less: Net income attributable to noncontrolling interest25Â 47Â 56Â 54Â Net income attributable to Quaker Chemical Corporation$34,885Â $29,346Â $70,112Â $58,880Â Per share data:Net income attributable to Quaker Chemical Corporation common shareholders â€“ basic$1.94Â $1.63Â $3.90Â $3.28Â Net income attributable to Quaker Chemical Corporation common shareholders â€“ diluted$1.94Â $1.63Â $3.89Â $3.27Â Dividends declared$0.455Â $0.435Â $0.910Â $0.870Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.2Table of ContentQuaker Chemical CorporationCondensed Consolidated Statements of Comprehensive Income(Unaudited; Dollars in thousands)Three Months EndedJune 30,Six Months EndedJune 30,20242023202420232Net income$34,910Â $29,393Â $70,168Â $58,934Â Other comprehensive (loss) income, net of taxCurrency translation adjustments(18,840)(13,080)(44,229)1,388Â Defined benefit retirement plans125Â 697Â 479Â 571Â Current period change in fair value of derivatives(15)4,173Â 2,330Â 4,563Â Unrealized (loss) gain on available-for-sale securities(44)1,241Â 1Â 1,575Â Other comprehensive (loss) income(18,774)(6,969)(41,419)8,097Â Comprehensive income16,136Â 22,424Â 28,749Â 67,031Â Less: Comprehensive (income) loss attributable to noncontrolling interest(26)(9)16Â (19)Comprehensive income attributable to Quaker Chemical Corporation$16,110Â $22,415Â $28,765Â $67,012Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.3Table of ContentQuaker Chemical CorporationCondensed Consolidated Balance Sheets(Unaudited; Dollars in thousands, except par value)June 30,2024December 31,2023ASSETSCurrent assetsCash and cash equivalents$188,568$194,527Accounts receivable, net423,906444,950InventoriesÂ Â Raw materials and supplies116,026119,047Â Â Work-in-process and finished goods123,115114,810Prepaid expenses and other current assets67,48554,555Total current assets919,100927,889Property, plant and equipment, at cost447,808453,419Â Â Less: Accumulated depreciation(246,985)(245,608)Â Â Â Â Property, plant and equipment, net200,823207,811Right-of-use lease assets36,69338,614Goodwill517,582512,518Other intangible assets, net866,167896,721Investments in associated companies96,090101,151Deferred tax assets12,90310,737Other non-current assets22,83418,770Total assets$2,672,192$2,714,211LIABILITIES AND EQUITYCurrent liabilitiesShort-term borrowings and current portion of long-term debt$32,448$23,444Accounts payable185,351184,813Dividends payable8,1638,186Accrued compensation31,59555,194Accrued restructuring1,0483,350Accrued pension and postretirement benefits2,1912,208Other accrued liabilities89,28190,315Total current liabilities350,077367,510Long-term debt703,655730,623Long-term lease liabilities21,67122,937Deferred tax liabilities147,100146,957Non-current accrued pension and postretirement benefits28,10929,457Other non-current liabilities25,97431,805Total liabilities1,276,5861,329,289Commitments and contingencies (Note 18)EquityCommon stock $1 par value; authorized 30,000,000 shares; issued and outstandingJuneÂ 30, 2024 â€“ 17,940,532 shares; DecemberÂ 31, 2023 â€“ 17,991,988 shares17,94117,992Capital in excess of par value938,436940,101Retained earnings604,404550,641Accumulated other comprehensive loss(165,762)(124,415)Total Quaker shareholdersâ€™ equity1,395,0191,384,319Noncontrolling interest587603Total equity1,395,6061,384,922Total liabilities and equity$2,672,192$2,714,211The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.4Table of ContentQuaker Chemical CorporationCondensed Consolidated Statements of Cash Flows(Unaudited; Dollars in thousands)Six Months EndedJune 30,20242023Cash flows from operating activitiesNet income$70,168Â $58,934Â Adjustments to reconcile net income to net cash provided by operating activities:Amortization of debt issuance costs706Â 706Â Depreciation and amortization41,984Â 40,824Â Equity in undistributed earnings of associated companies, net of dividends(4,221)(4,207)Deferred compensation, deferred taxes and other, net(647)154Â Share-based compensation8,128Â 7,414Â Restructuring and related charges, net2,177Â 5,015Â Pension and other postretirement benefits(994)(308)(Decrease) increase in cash from changes in current assets and current liabilities, net of acquisitions:Accounts receivable10,483Â 22,017Â Inventories(9,141)11,750Â Prepaid expenses and other current assets(15,646)(8,925)Accrued restructuring(4,442)(5,410)Accounts payable and accrued liabilities(25,021)(11,912)Net cash provided by operating activities73,534Â 116,052Â Cash flows from investing activitiesInvestments in property, plant and equipment(11,124)(17,040)Payments related to acquisitions, net of cash acquired(24,899)â€“Â Proceeds from disposition of assets2,798Â â€“Â Net cash used in investing activities(33,225)(17,040)Cash flows from financing activitiesPayments of long-term debt(34,169)(9,439)Borrowings (payments) on revolving credit facilities, net20,533Â (62,778)Payments on other debt, net(37)(456)Dividends paid(16,372)(15,631)Shares purchased under share repurchase programs(7,760)â€“Â Other stock related activity(1,492)(712)Net cash used in financing activities(39,297)(89,016)Effect of foreign exchange rate changes on cash(6,971)(1,554)Net (decrease) increase in cash and cash equivalents(5,959)8,442Â Cash and cash equivalents at the beginning of the period194,527Â 180,963Â Cash and cash equivalents at the end of the period$188,568Â $189,405Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.5Table of ContentQuaker Chemical CorporationCondensed Consolidated Statements of Changes in Equity (Unaudited; Dollars in thousands, except per share amounts)CommonStockCapital inExcess ofPar ValueRetainedEarningsAccumulatedOtherComprehensiveLossNoncontrollingInterestTotalBalance as of December 31, 2022$17,950Â $928,288Â $469,920Â $(138,240)$667Â $1,278,585Â Net incomeâ€”Â â€”Â 29,534Â â€”Â 7Â 29,541Â Amounts reported in other comprehensive incomeâ€”Â â€”Â â€”Â 15,063Â 3Â 15,066Â Dividends ($0.435 per share)â€”Â â€”Â (7,822)â€”Â â€”Â (7,822)Share issuance and equity-based compensation plans32Â 1,386Â â€”Â â€”Â â€”Â 1,418Â Balance as of March 31, 2023$17,982Â $929,674Â $491,632Â $(123,177)$677Â $1,316,788Â Net incomeâ€”Â â€”Â 29,346Â â€”Â 47Â 29,393Â Amounts reported in other comprehensive lossâ€”Â â€”Â â€”Â (6,931)(38)(6,969)Dividends ($0.435 per share)â€”Â â€”Â (7,830)â€”Â â€”Â (7,830)Share issuance and equity-based compensation plans17Â 5,267Â â€”Â â€”Â â€”Â 5,284Â Balance as of June 30, 2023$17,999Â $934,941Â $513,148Â $(130,108)$686Â $1,336,666Â Balance as of December 31, 2023$17,992Â $940,101Â $550,641Â $(124,415)$603Â $1,384,922Â Net incomeâ€”Â â€”Â 35,227Â â€”Â 31Â 35,258Â Amounts reported in other comprehensive lossâ€”Â â€”Â â€”Â (22,572)(73)(22,645)Dividends ($0.455 per share)â€”Â â€”Â (8,186)â€”Â â€”Â (8,186)Share issuance and equity-based compensation plans(2)2,445Â â€”Â â€”Â â€”Â 2,443Â Balance as of March 31, 2024$17,990Â $942,546Â $577,682Â $(146,987)$561Â $1,391,792Â Net incomeâ€”Â â€”Â 34,885Â â€”Â 25Â 34,910Â Amounts reported in other comprehensive lossâ€”Â â€”Â â€”Â (18,775)1Â (18,774)Dividends ($0.455 per share)â€”Â â€”Â (8,163)â€”Â â€”Â (8,163)Shares purchased under share repurchase programÂ Â Â Â (49)(8,306)â€”Â â€”Â â€”Â (8,355)Share issuance and equity-based compensation plansâ€”Â 4,196Â â€”Â â€”Â â€”Â 4,196Â Balance as of June 30, 2024$17,941Â $938,436Â $604,404Â $(165,762)$587Â $1,395,606Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.6Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated) Note 1 â€“ Basis of Presentation and Description of BusinessAs used in these Notes to Condensed Consolidated Financial Statements of this Quarterly Report on Form 10-Q for the period ended JuneÂ 30, 2024 (the â€œReportâ€), the terms â€œQuaker Houghton,â€ the â€œCompany,â€ â€œwe,â€ and â€œourâ€ refer to Quaker Chemical Corporation (doing business as Quaker Houghton), its subsidiaries, and associated companies, unless the context otherwise requires.Basis of PresentationThe condensed consolidated financial statements included herein are unaudited and have been prepared in accordance with generally accepted accounting principles in the United States (â€œU.S. GAAPâ€) for interim financial reporting and the United States Securities and Exchange Commission (â€œSECâ€) regulations. Certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to such rules and regulations. In the opinion of management, the financial statements reflect all adjustments, which are of a normal recurring nature, necessary for a fair statement of the financial position, results of operations, and cash flows for the interim periods. The results for the six months ended JuneÂ 30, 2024 are not necessarily indicative of the results to be expected for the full year. These financial statements should be read in conjunction with the Companyâ€™s Annual Report filed on Form 10-K for the year ended DecemberÂ 31, 2023 (as amended, the â€œ2023 Form 10-Kâ€).Description of BusinessThe Company was organized in 1918 and incorporated as a Pennsylvania business corporation in 1930. Quaker Houghton is the global leader in industrial process fluids. With a presence around the world, including operations in over 25 countries, the Companyâ€™s customers include thousands of the worldâ€™s most advanced and specialized steel, aluminum, automotive, aerospace, offshore, container, mining, and metalworking companies. Quaker Houghton develops, produces, and markets a broad range of formulated chemical specialty products and offers chemical management services, which the Company refers to as FluidcareTM, for various heavy industrial and manufacturing applications sold in its three reportable segments: (i) Americas; (ii) Europe, Middle East and Africa (â€œEMEAâ€); and (iii) Asia/Pacific.Hyper-inflationary economiesArgentinaâ€™s and

TÃ¼rkiyeâ€™s economies were considered hyper-inflationary under U.S. GAAP effective July 1, 2018 and April 1, 2022, respectively. As of, and for the three and six months ended JuneÂ 30, 2024, the Company's Argentine and Turkish subsidiaries together represented 1% and 2% of the Companyâ€™s consolidated total assets and net sales, respectively. During the three and six months ended JuneÂ 30, 2024, the Company recorded $0.6 million of remeasurement losses and $0.3 million of net remeasurement gains associated with the applicable currency conversions, respectively. Comparatively, during the three and six months ended JuneÂ 30, 2023, the Company recorded $1.1 million and $1.6 million of remeasurement losses associated with the applicable currency conversions, respectively. These gains and losses were recorded within Other income (expense), net, in the Companyâ€™s Condensed Consolidated Statements of Operations.Note 2 â€“ Business AcquisitionsSubsequent to the date of these financial statements, in July 2024, the Company acquired Sutai Group (â€œSutaiâ€), for approximately 2.3 billion Japanese yen, or approximately $14.6 million, subject to routine and customary post-closing adjustments and earn-out provisions. Sutai is based in Japan and provides impregnation treatment products and services to the automotive industry and a variety of other industries. Sutai will be reported as part of the Asia/Pacific reportable segment. This acquisition strengthens Quaker Houghtonâ€™s technology portfolio, enabling the Company to better support and optimize production processes for customers across the Japanese, Asia Pacific and global markets. 7Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)During February 2024, the Company acquired I.K.V. Tribologie IKVT and its subsidiaries (â€œIKVâ€) for 32.6 million EUR, or $35.2 million, including an initial cash payment of 27.6 million EUR, or $29.7 million, subject to routine and customary post-closing adjustments related to working capital and net indebtedness levels as well as earn-out provisions related to the finalization of 2023 earnings. Assets acquired included approximately $4.8 million of cash and cash equivalents. IKV, which is part of the Companyâ€™s EMEA segment, specializes in high-performance lubricants and greases, including original equipment manufacturer first-fill greases that are primarily used in the automotive, aerospace, electronics, and other industrial markets. The acquisition of IKV strengthens the Companyâ€™s position in first-fill greases. The Company preliminarily allocated $15.0 million of the purchase price to intangible assets, comprised of approximately $11.1 million of customer relationships to be amortized over 16 years; $3.2 million of product technologies to be amortized over 14 years; and $0.7 million of trademarks to be amortized over 5 years. In addition, the Company recognized $16.4 million of goodwill in the EMEA segment, none of which is deductible for tax purposes. The goodwill recognized on the transaction is primarily attributable to expected cost and growth synergies. Subsequent to the date of these financial statements, the 2023 earnings were finalized and the Company made a payment of 5.0 million EUR, or $5.5 million, in connection with the post-closing adjustments and earn-out provision. As of JuneÂ 30, 2024, the allocation of the purchase price has not been finalized.The results of operations of IKV subsequent to the acquisition date are included in the unaudited Condensed Consolidated Statements of Operations for the three and six months ended JuneÂ 30, 2024.Note 3 â€“ Recently Issued Accounting StandardsRecently Issued Accounting Standards Not Yet AdoptedThe Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures in November 2023. This ASU expands on reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses, defined as those expenses that are regularly provided to the chief operating decision maker and included in the reported measure of segment profit or loss. ASU 2023-07 is effective for annual reports for fiscal years beginning after December 15, 2023, with early adoption permitted. The Company is currently evaluating the disclosure requirements of this standard and the impact on its Consolidated Financial Statements.The FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures in December 2023. This ASU requires public business entities to disclose additional information in specified categories with respect to the reconciliation of the effective tax rate to the statutory rate (the â€œrate reconciliationâ€) for federal, state, and foreign income taxes. It also requires greater detail about individual reconciling items in the rate reconciliation to the extent the impact of those items exceeds a specified threshold. ASU 2023-09 is effective for fiscal years beginning after December 15, 2024. The Company is currently evaluating the disclosure requirements of this standard and the impact on its Consolidated Financial Statements.Note 4 â€“ Business SegmentsThe Companyâ€™s operating segments, which are consistent with its reportable segments, reflect the structure of the Companyâ€™s internal organization, the method by which the Companyâ€™s resources are allocated, and the manner by which the chief operating decision maker assesses the Companyâ€™s performance. The Company has three reportable segments: (i) Americas; (ii) EMEA; and (iii) Asia/Pacific.Segment operating earnings for each of the Companyâ€™s reportable segments are comprised of the segmentâ€™s net sales less directly related Cost of goods sold (â€œCOGSâ€), and Selling, general and administrative expenses (â€œSG&Aâ€). Operating expenses not directly attributable to the net sales of each respective segment, such as certain corporate and administrative costs and Restructuring and related charges, net, are not included in segment operating earnings. Other items not specifically identified with the Companyâ€™s reportable segments include Interest expense, net and Other income (expense), net.8Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)The following table presents information about the performance of the Companyâ€™s reportable segments:Three Months EndedJune 30,Six Months EndedJune 30,Net sales20242023202420234Americas$223,517Â $253,219Â $453,271Â $504,632Â EMEA138,001Â 143,533Â 276,423Â 295,982Â Asia/Pacific102,049Â 98,692Â 203,632Â 194,978Â Total net sales$463,567Â $495,444Â $933,326Â $995,592Â Segment operating earningsAmericas$64,137Â $69,007Â $130,906Â $135,132Â EMEA26,652Â 25,583Â 56,223Â 53,154Â Asia/Pacific31,000Â 27,989Â 61,377Â 55,641Â Total segment operating earnings121,789Â 122,579Â 248,506Â 243,927Â Restructuring and related charges, net(320)(1,043)(2,177)(5,015)Non-operating and administrative expenses(47,584)(49,950)(101,760)(101,721)Depreciation of corporate assets and amortization(15,436)(14,791)(30,594)(30,467)Operating income58,449Â 56,795Â 113,975Â 106,724Â Other income (expense), net422Â (3,606)1,502Â (5,845)Interest expense, net(10,754)(12,721)(21,578)(25,963)Income before taxes and equity in net income of associated companies$48,117Â $40,468Â $93,899Â $74,916Â The following table summarizes inter-segment revenues. All inter-segment transactions have been eliminated from each reportable segmentâ€™s net sales and earnings for all periods presented in the above tables.Three Months EndedJune 30,Six Months EndedJune 30,Inter-segment revenues20242023202420234Americas$2,385Â $2,179Â $4,898Â $5,006Â EMEA5,479Â 7,463Â 12,539Â 13,556Â Asia/Pacific1,945Â 476Â 3,076Â 536Â Note 5 â€“ Net Sales and Revenue RecognitionArrangements Resulting in Net ReportingAs part of the Companyâ€™s FluidcareTM business, certain third-party product sales to customers are managed by the Company. The Company transferred third-party products under arrangements recognized on a net reporting basis of $19.2 million and $39.0 million for the three and six months ended JuneÂ 30, 2024, respectively, and $21.0 million and $41.7 million for the three and six months ended JuneÂ 30, 2023, respectively.Customer ConcentrationA significant portion of the Companyâ€™s revenues are realized from the sale of process fluids and services to manufacturers of steel, aluminum, automobiles, aerospace, industrial and agricultural equipment, and durable goods. As previously disclosed in the Companyâ€™s 2023 Form 10-K, the Companyâ€™s five largest customers combined (each composed of multiple subsidiaries or divisions with semiautonomous purchasing authority) accounted for approximately 12% of consolidated net sales for 2023, with its largest customer accounting for approximately 3% of consolidated net sales.Contract Assets and LiabilitiesThe Company had no material contract assets recorded on its Condensed Consolidated Balance Sheets as of JuneÂ 30, 2024 or DecemberÂ 31, 2023.9Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)The Company had approximately $3.2 million and $4.5 million of deferred revenue as of JuneÂ 30, 2024 and DecemberÂ 31, 2023, respectively. For the six months ended JuneÂ 30, 2024, the Company satisfied materially all of the associated performance obligations and recognized into revenue materially all advance payments received and recorded as of DecemberÂ 31, 2023.Disaggregated RevenueThe Company sells its various industrial process fluids, its specialty chemicals and its technical expertise as a global product portfolio. The Company generally manages and evaluates its performance by reportable segment first, and then by customer industries. Net sales of each of the Companyâ€™s major product lines are generally spread throughout all three of the Companyâ€™s geographic regions, and in most cases, are approximately proportionate to the level of total sales in each region.The following tables disaggregate the Companyâ€™s net sales by segment and customer industry.Three Months Ended June 30, 2024Customer IndustriesAmericasEMEAAsia/PacificConsolidatedTotalMetals$63,753Â $35,307Â $50,150Â $149,210Â Metalworking and other159,764Â 102,694Â 51,899Â 314,357Â $223,517Â $138,001Â $102,049Â $463,567Â Six Months Ended June 30, 2024Customer IndustriesAmericasEMEAAsia/PacificConsolidatedTotalMetals$129,779Â $68,127Â $101,061Â $298,967Â Metalworking and other323,492Â 208,296Â 102,571Â 634,359Â $453,271Â $276,423Â $203,632Â $933,326Â Three Months Ended June 30, 2023Customer IndustriesAmericasEMEAAsia/PacificConsolidatedTotalMetals$68,743Â $32,643Â $48,129Â $149,515Â Metalworking and other184,476Â 110,890Â 50,563Â 345,929Â $253,219Â $143,533Â $98,692Â $495,444Â Six Months Ended June 30, 2023Customer IndustriesAmericasEMEAAsia/PacificConsolidatedTotalMetals$136,877Â $71,746Â $94,789Â $303,412Â Metalworking and other367,755Â 224,236Â 100,189Â 692,180Â $504,632Â $295,982Â $194,978Â $995,592Â Note 6 - LeasesThe Company has operating leases for certain facilities, vehicles, and machinery and equipment with remaining lease terms up to 11 years. Operating lease expense is recognized on a straight-line basis over the lease term. In addition, the Company has certain land use leases with remaining lease terms up to 91 years.The Company had no material variable lease costs, sublease income, or finance leases for the three and six months ended JuneÂ 30, 2024 and 2023. The components of the Companyâ€™s lease expense are as follows:Three Months EndedJune 30,Six Months EndedJune 30,202420232024023Operating lease expense$3,727Â $3,710Â $7,470Â $7,646Â Short-term lease expense193Â 183Â 392Â 394Â 10Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)Supplemental cash flow information related to the Companyâ€™s leases is as follows:Three Months EndedJune 30,Six Months EndedJune 30,2024202320242023Cash paid for amounts included in the measurement of lease liabilities:Operating cash flows from operating leases$3,736Â $3,773Â $7,397Â $7,630Â Non-cash lease liabilities activity:Leased assets obtained in exchange for new operating lease liabilities2,130Â 823Â 5,364Â 3,656Â Supplemental balance sheet information related to the Companyâ€™s leases is as follows:June 30,2024December 31,2023Right-of-use lease assets$36,693Â $38,614Â Other current liabilities11,477Â 11,965Â Long-term lease liabilities21,671Â 22,937Â Total operating lease liabilities$33,148Â $34,902Â Weighted average remaining lease term (years)4.95.1Weighted average discount rate5.32Â %4.91Â %Maturities of operating lease liabilities as of JuneÂ 30, 2024 were as follows:For the remainder of 2024$6,994Â For the year ended December 31, 202510,747Â For the year ended December 31, 20268,088Â For the year ended December 31, 20274,420Â For the year ended December 31, 20282,486Â For the year ended December 31, 2029 and beyond5,288Â Â Â Total lease payments38,023Â Â Â Â Â Less: imputed interest(4,875)Present value of lease liabilities$33,148Â Note 7 â€“ Restructuring and Related ActivitiesIn 2022, the Company initiated a global cost and optimization program to improve its cost structure and drive a more profitable and productive organization. As of JuneÂ 30, 2024, the program included restructuring and associated severance costs to reduce headcount by approximately 120 positions globally. These headcount reductions began in the fourth quarter of 2022 and are expected to be completed in 2024.Employee separation benefits vary depending on local regulations within certain foreign countries and include severance and other benefits. The exact timing to complete, and final costs associated with, all actions will depend on a number of factors and are subject to change. Restructuring costs incurred during the three and six months ended JuneÂ 30, 2024 and 2023 include employee severance and facility closure costs that are recorded in Restructuring and related charges, net in the Companyâ€™s Condensed Consolidated Statements of Operations.11Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)Changes in the Companyâ€™s accruals for its restructuring program are as follows:Accrued restructuring as of December 31, 2023$3,350Restructuring and related charges, net2,177Â Cash payments(4,442)Currency translation adjustments(37)Accrued restructuring as of June 30, 2024$1,048In connection with the plans for closure of certain manufacturing and non-manufacturing facilities, the Company has made available for sale certain facilities and property. As of JuneÂ 30, 2024, the Company classified certain properties with aggregate book value of approximately $2.1 million as held-for-sale. These assets are recorded in Prepaid expenses and other current assets on the Companyâ€™s Condensed Consolidated Balance Sheets. The Company expects to complete the sale of these properties over the next 12 months. During the three and six months ended JuneÂ 30, 2024, the Company completed the sale of certain facilities previously classified as held for sale for a net gain of $0.5 million, which is recorded in Other income (expenses), net in the Companyâ€™s Condensed Consolidated Statements of Operations.Note 8 â€“ Share-Based CompensationThe Company recognized the following share-based compensation expense in its Condensed Consolidated Statements of Operations:Three Months EndedJune 30,Six Months EndedJune 30,2024202320242023Stock options$39$203$214$634Non-vested stock awards and restricted stock units2,5932,5925,1284,763Director stock ownership plan30166026Performance stock units1,5821,0762,7261,991Â Â Total share-based compensation expense$4,244$3,887$8,128$7,414Stock OptionsAs of JuneÂ 30, 2024, unrecognized compensation expense related to unvested stock options was $0.1 million, to be recognized over a weighted average remaining period of 0.8 years.Restricted Stock AwardsDuring the six months ended JuneÂ 30, 2024, the Company granted 872 non-vested restricted share awards under its long-term incentive plan (â€œLTIPâ€), which are subject to time-based vesting, generally over one to three years. As of JuneÂ 30, 2024, unrecognized compensation expense related to non-vested restricted shares was $2.8 million, to be recognized over a weighted average remaining period of 1.2 years. Restricted Stock UnitsDuring the six months ended JuneÂ 30, 2024, the Company granted 55,227 restricted stock units under its LTIP, which are subject to time-based vesting, generally over one to three years. The fair value of these grants is based on the closing price of the Companyâ€™s common stock on the date of grant. As of JuneÂ 30, 2024, unrecognized compensation expense related to non-vested restricted stock units was $9.4 million, to be recognized over a weighted average remaining period of 1.7 years.Performance Stock Units As a component of its LTIP, the Company grants performance-based stock unit awards (â€œPSUsâ€). The number of shares that may ultimately be issued as settlement for each award may range from 0% up to 200% of the target award, subject to the achievement of the Companyâ€™s market-based total shareholder return (â€œTSRâ€) metric relative to the performance of a selected peer group, and separately the achievement of a performance-based return on invested capital (â€œROICâ€) measure. The service vesting period required for the PSUs is generally three years and the measurement period of the market-based and performance objectives is generally from January 1 of the year of grant through December 31 of the year prior to issuance of the shares.12Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)As mentioned above, a portion of the Companyâ€™s PSU valuation is subject to the achievement of the Companyâ€™s TSR relative to the performance of a selected peer group. For PSUs granted prior to 2024, the Companyâ€™s peer group was the S&P Midcap 400 Materials group. For the 2024 annual LTIP grants, the Company made an election to change peer groups to the S&P 1500 Chemical group to measure the Companyâ€™s relative TSR.Compensation expense for PSUs is measured based on the grant date fair value and is recognized on a straight-line vesting method basis over the applicable vesting period. During the six months ended JuneÂ 30, 2024, the Company granted 20,205 PSUs with a ROIC condition at a grant date fair value of $200.16 per unit, which was based on the closing trading price of the Companyâ€™s common stock on the date of grant. PSUs granted with a relative TSR condition are valued using a Monte Carlo simulation on the date of grant. The grant-date fair value of the PSUs valued using a Monte Carlo simulation was $234.19 per unit, which incorporated the assumptions set forth in the table below:2024Grants Number of PSUs granted20,078Risk-free interest rate4.55%Dividend yield0.91%Expected term (years)3.0As of JuneÂ 30, 2024, there was approximately $12.0 million of total unrecognized compensation cost related to PSUs, which the Company expects to recognize over a weighted-average period of 2.3 years.Note 9 â€“ Pension and Other Postretirement BenefitsThe components of net periodic benefit cost (income) are as follows:Three Months Ended June 30,Six Months Ended June 30,Pension BenefitsOther Postretirement BenefitsPension BenefitsOther Postretirement Benefits20242023202420232024023202420234Service cost$108$107â€”$â€”Â $217$211â€”$â€”Interest cost2,3642,5111519Â 4,7384,9733138Expected return on plan assets(2,020)(2,026)â€”â€”(4,050)(4,023)â€”â€”Actuarial loss (gain) amortization127103(29)(30)255205(59)(60)Prior service cost (income) amortization7â€”â€”Â (4)14â€”â€”Â (8)Net periodic benefit cost (income)$586Â 695(14)(15)1,174Â $1,366$(28)$(30)Employer ContributionsDuring the six months ended JuneÂ 30, 2024, $1.9 million of contributions have been made to the Companyâ€™s U.S. and foreign pension plans. Contributions to other postretirement benefit plans were not material. Taking into consideration current minimum cash contribution requirements, the Company currently expects to make full year cash contributions of approximately $5.7 million to its U.S. and foreign

pension plans and approximately $0.2 million to its other postretirement benefit plans.13Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)Note 10 â€“ Other income (expense), netThe components of Other income (expense), net are as follows:Three Months EndedJune 30,Six Months EndedJune 30,2024202320242023Non-income tax refunds and other related credits$868$8883,023Â 1,248Income from third party license fees170321$395$646Gain on disposals of property, plant, equipment and other assets, net510â€”Â 917â€”Foreign exchange losses, net(727)(4,225)(1,175)(7,551)Pension and postretirement benefit costs, non-service components(464)(573)(929)(1,125)Facility remediation recoveries, netâ€”Â 187â€”1,014Product liability claimâ€”Â â€”(896)â€”Other non-operating income (expense), net65(204)167(77)Â Â Total other income (expense), net422(3,606)$1,502Â $(5,845)Gain on disposals of property, plant, equipment and other assets, net includes the net gains recognized for the sale of certain facilities previously classified as held for sale during the three and six months ended JuneÂ 30, 2024. See Note 7 of Notes to the Condensed Consolidated Financial Statements.Facility remediation recoveries, net, during the three and six months ended JuneÂ 30, 2023, reflect insurance recoveries of costs for remediation and restoration of property damage. See Note 18 for discussion regarding the Companyâ€™s related business interruption claims. Product liability claim represents expense related to the payments by the Company in connection with a product liability dispute with a customer during the six months ended JuneÂ 30, 2024.Note 11 â€“ Income TaxesThe Companyâ€™s effective tax rates for the three and six months ended JuneÂ 30, 2024 were 32.8% and 30.1%, respectively, compared to 34.2% and 31.2% for the three and six months ended JuneÂ 30, 2023, respectively. The Companyâ€™s effective tax rates for the three and six months ended JuneÂ 30, 2024 were largely driven by the mix of pre-tax earnings, certain one-time charges related to an intercompany intangible asset transfer, and withholding taxes, offset by changes in uncertain tax positions. Comparatively, the effective tax rates for the three and six months ended JuneÂ 30, 2023 were largely impacted by the mix of pre-tax earnings, changes to the valuation allowance for and the usage of certain foreign tax credits, and withholding taxes, partially offset by changes in uncertain tax positions and favorable return to provision adjustments.14Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)Note 12 â€“ Earnings Per ShareThe following table summarizes earnings per share calculations:Three Months EndedJune 30,Six Months EndedJune 30,2024202320242023Basic earnings per common shareNet income attributable to Quaker Chemical Corporation$34,885Â $29,346Â $70,112Â $58,880Â Less: income allocated to participating securities(118)(154)(276)(299)Net income available to common shareholders$34,767Â $29,192Â $69,836Â $58,581Â Basic weighted average common shares outstanding17,921,39517,892,44417,915,10417,879,629Basic earnings per common share$1.94Â $1.63Â $3.90Â $3.28Â Diluted earnings per common shareNet income attributable to Quaker Chemical Corporation$34,885Â $29,346Â $70,112Â $58,880Â Less: income allocated to participating securities(118)(154)(276)(299)Net income available to common shareholders$34,767Â $29,192Â $69,836Â $58,581Â Basic weighted average common shares outstanding17,921,39517,892,44417,915,10417,879,629Effect of dilutive securities18,76128,97019,84630,277Diluted weighted average common shares outstanding17,940,15617,921,41417,934,95017,909,906Diluted earnings per common share$1.94Â $1.63Â $3.89Â $3.27Â Certain stock options, restricted stock units, and PSUs are not included in the diluted earnings per share calculation when the effect would have been anti-dilutive. The calculated amount of anti-diluted shares not included were 16,098 and 31,000 for the three and six months ended JuneÂ 30, 2024, respectively, and 8,232 and 10,940 for the three and six months ended JuneÂ 30, 2023, respectively.Note 13 â€“ Goodwill and Other Intangible AssetsChanges in the carrying amount of goodwill for the six months ended JuneÂ 30, 2024 were as follows:AmericasEMEAAsia/PacificTotalBalance as of December 31, 2023$283,103$65,940$163,475$512,518Goodwill additionsâ€”Â 16,448Â â€”Â 16,448Currency translation adjustments(2,927)(816)(7,641)(11,384)Balance as of June 30, 2024$280,176$81,572$155,834$517,582Gross carrying amounts and accumulated amortization for definite-lived intangible assets were as follows:Gross CarryingAmountAccumulatedAmortizationNet Book ValueJune 30, 2024December 31, 2023June 30, 2024December 31, 2023June 30, 2024December 31, 2023Customer lists and rights to sell$837,946$841,562$264,378$243,872$573,568$597,690Trademarks, formulations and product technology162,620161,61359,42155,879103,199105,734Other5,8145,8925,7085,776106116Total definite-lived intangible assets$1,006,380$1,009,067$329,507$305,527$676,873$703,54015Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)The Company amortizes definite-lived intangible assets on a straight-line basis over their useful lives. The Company recorded amortization expense as follows:Three Months EndedJune 30,Six Months EndedJune 30,20242023Amortization expense$14,744Â $14,692Â $29,215Â $29,205Â Estimated annual aggregate amortization expense for the current year and subsequent five years is as follows:For the remainder of 2024$28,986For the year ended December 31, 2025$57,855For the year ended December 31, 2026$57,168For the year ended December 31, 2027$56,875For the year ended December 31, 2028$56,535For the year ended December 31, 2029$56,020As of JuneÂ 30, 2024 and DecemberÂ 31, 2023, the Company had indefinite-lived intangible assets for trademarks and tradenames totaling $189.3 million and $193.2 million, respectively.Note 14 â€“ DebtThe following table sets forth the components of the Companyâ€™s debt:As of June 30, 2024As of December 31, 2023InterestRateOutstandingBalanceInterestRateOutstandingBalanceCredit Facilities:Revolver4.75%$51,437Â 5.13%$30,904Â U.S. Term Loan6.55%$529,008Â 6.71%$561,250Â Euro Term Loan4.75%146,024Â 5.13%152,366Â Industrial development bonds5.26%10,000Â 5.26%10,000Â Bank lines of credit and other debt obligationsVarious956Â Various1,092Â Total debt$737,425Â $755,612Â Less: debt issuance costs(1,322)(1,545)Less: short-term and current portion of long-term debts(32,448)(23,444)Total long-term debt$703,655Â $730,623Â Credit facilitiesDuring June 2022, the Company, and its wholly owned subsidiary, Quaker Houghton B.V., as borrowers, Bank of America, N.A., as administrative agent, U.S. dollar swing line lender and letter of credit issuer, Bank of America Europe Designated Active Company, as Euro Swing Line Lender, certain guarantors and other lenders entered into an amendment to its primary credit facility. The amended credit facility (the â€œCredit Facilityâ€) established (A) a $150.0 million Euro equivalent senior secured term loan (the â€œEuro Term Loanâ€), (B) a $600.0 million senior secured term loan (the â€œU.S. Term Loanâ€), and (C) a $500.0 million senior secured revolving credit facility (the â€œRevolverâ€), each maturing in June 2027. The Company has the right to increase the amount of the Credit Facility by an aggregate amount not to exceed the greater of $300.0 million or 100% of Consolidated EBITDA, subject to certain conditions including the agreement to provide financing by any lender providing such increase.As of JuneÂ 30, 2024, the Company was in compliance with all of the Credit Facility covenants. See Note 19 of Notes to Consolidated Financial Statements in the Companyâ€™s 2023 Form 10-K.16Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)The weighted average variable interest rate incurred on the outstanding borrowings under the Credit Facility during the three and six months ended JuneÂ 30, 2024 were approximately 6.2% and 6.3%, respectively. As of JuneÂ 30, 2024, the interest rate on the outstanding borrowings under the Credit Facility was approximately 6.1%. As part of the Credit Facility, in addition to paying interest on outstanding principal, the Company is also required to pay an annual commitment fee ranging from 0.150% to 0.275% related to unutilized commitments under the Revolver, depending on the Companyâ€™s consolidated net leverage ratio. The Company had unused capacity under the Revolver of approximately $445 million, which is net of bank letters of credit of approximately $3 million, as of JuneÂ 30, 2024.In order to manage the Companyâ€™s exposure to variable interest rate risk associated with the Credit Facility, in the first quarter of 2023, the Company entered into $300.0 million notional amounts of three-year interest rate swaps to convert a portion of the Companyâ€™s variable rate borrowings to an average fixed rate of 3.64% plus an applicable margin as provided in the Credit Facility based on the Companyâ€™s consolidated net leverage ratio. As of JuneÂ 30, 2024, the aggregate interest rate on the swaps, including the fixed base rate plus the applicable margin, was 5.3%. See Note 17 of Notes to Condensed Consolidated Financial Statements. In connection with executing the original credit facility in 2019 and the amended Credit Facility during the second quarter of 2022, the Company capitalized an aggregate of $2.2 million of certain third-party and creditor debt issuance costs. Approximately $0.7 million of the capitalized costs were attributed to the Euro Term Loan and U.S. Term Loan. These costs were recorded as a direct offset of Long-term debt on the Condensed Consolidated Balance Sheet. Approximately $1.5 million of the capitalized costs were attributed to the Revolver and recorded within Other assets on the Condensed Consolidated Balance Sheet. These capitalized costs will collectively be amortized into Interest expense over the five-year term of the Credit Facility. As of JuneÂ 30, 2024, the Company had $1.3 million of debt issuance costs recorded as an offset of Long-term debt on the Condensed Consolidated Balance Sheets and $2.9 million of debt issuance costs recorded within Other assets on the Condensed Consolidated Balance Sheet. Comparatively, as of DecemberÂ 31, 2023, the Company had $1.5 million of debt issuance costs recorded as an offset of Long-term debt on the Condensed Consolidated Balance Sheets and $3.3 million of debt issuance costs recorded within Other assets on the Condensed Consolidated Balance Sheets.Industrial development bondsAs of JuneÂ 30, 2024 and DecemberÂ 31, 2023, the Company had fixed rate, industrial development authority bonds totaling $10.0 million in principal amount due in 2028. These bonds have similar covenants to the Credit Facility noted above.Bank lines of credit and other debt obligationsThe Company has certain unsecured bank lines of credit and discounting facilities in certain foreign subsidiaries, which are not collateralized. The Companyâ€™s other debt obligations primarily consist of certain domestic and foreign low interest rate or interest-free municipality-related loans, local credit facilities of certain foreign subsidiaries, and finance lease obligations. Total unused capacity under these arrangements as of JuneÂ 30, 2024 was approximately $34 million.In addition to the bank letters of credit described in the â€œCredit facilitiesâ€ subsection above, the Companyâ€™s other off-balance sheet arrangements include certain financial and other guarantees. The Companyâ€™s total bank letters of credit and guarantees outstanding as of JuneÂ 30, 2024 were approximately $4 million.Interest expense, netThe Company incurred the following debt related expenses included within Interest expense, net, in the Condensed Consolidated Statements of Operations:Three Months EndedJune 30,Six Months EndedJune 30,20242023202420232023Interest expense$11,530Â $14,389Â $22,812Â $28,265Â Amortization of debt issuance costs353Â 353Â 706Â 706Â Â Â Total$11,883Â $14,742Â $23,518Â $28,971Â Based on the variable interest rates associated with the Credit Facility, as of JuneÂ 30, 2024 and as of DecemberÂ 31, 2023, the amounts at which the Companyâ€™s total debt were recorded are not materially different from their fair market value.17Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)Note 15 â€“ Accumulated Other Comprehensive IncomeThe following tables show the reclassifications from and resulting balances of accumulated other comprehensive income (â€œAOCIâ€):CurrencyTranslationAdjustmentsDefinedBenefitPensionPlansUnrealized(Loss) Gain inAvailable-for-Sale SecuritiesDerivativeInstrumentsTotalBalance as of March 31, 2024$(140,733)$(10,384)$378Â $3,752Â $(146,987)Other comprehensive (loss) income before Reclassifications(18,841)113Â (58)(19)(18,805)Amounts reclassified from AOCIâ€”Â 59Â 3Â â€”Â 62Â Related tax amountsâ€”Â (47)11Â 4Â (32)Balance as of June 30, 2024$(159,574)$(10,259)$334Â $3,737Â $(165,762)Balance as of March 31, 2023$(117,696)$(4,721)$(1,150)$390Â $(123,177)Other comprehensive (loss) income before Reclassifications(13,042)854Â 979Â 5,420Â (5,789)Amounts reclassified from AOCIâ€”Â 78Â 591Â â€”Â 669Â Related tax amountsâ€”Â (235)(329)(1,247)(1,811)Balance as of June 30, 2023$(130,738)$(4,024)$91Â $4,563Â $(130,108)CurrencyTranslationAdjustmentsDefinedBenefitPensionPlansUnrealized(Loss) Gain inAvailable-for-Sale SecuritiesDerivativeInstrumentsTotalBalance as of December 31, 2023$(115,417)$(10,738)$333Â $1,407Â $(124,415)Other comprehensive (loss) income before reclassifications(44,157)433Â 5Â 3,026Â (40,693)Amounts reclassified from AOCIâ€”Â 209Â (4)â€”Â 205Â Related tax amountsâ€”Â (163)â€”Â (696)(859)Balance as of June 30, 2024$(159,574)$(10,259)$334Â $3,737Â $(165,762)Balance as of December 31, 2022$(132,161)$(4,595)$(1,484)$â€”Â $(138,240)Other comprehensive income before reclassifications1,423Â 611Â 1,442Â 5,926Â 9,402Â Amounts reclassified from AOCIâ€”Â 154Â 551Â â€”Â 705Â Related tax amountsâ€”Â (194)(418)(1,363)(1,975)Balance as of June 30, 2023$(130,738)$(4,024)$91Â $4,563Â $(130,108)All reclassifications related to unrealized (loss) gain in available-for-sale securities relate to the Companyâ€™s equity interest in a captive insurance company and are recorded in equity in net income of associated companies. The amounts reported in other comprehensive income for noncontrolling interest are related to currency translation adjustments.18Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)Note 16 â€“ Fair Value MeasurementsThe Company values its company-owned life insurance policies at fair value. During June 2023, the Company surrendered and liquidated $1.9Â million of these life insurance policies. As a result, the Company owns an immaterial amount of company-owned life insurance policies as of JuneÂ 30, 2024 and DecemberÂ 31, 2023.See Note 17 for a description of the Companyâ€™s derivative instruments.Note 17 â€“ Hedging ActivitiesThe Companyâ€™s ongoing business operations expose it to various risks, including fluctuating foreign exchange rates and interest rate risk. To manage these risks, the Company periodically enters into derivative financial instruments, such as foreign exchange forward contracts and interest rate swap agreements. The Company does not hold or enter into financial instruments for trading or speculative purposes.Foreign Exchange Forward ContractsThe Company uses foreign exchange forward contracts to economically hedge the impact of the variability in exchange rates on certain assets and/or liabilities denominated in certain foreign currencies. These forward contracts are marked-to-market at each reporting date. Changes in the fair value of the underlying instrument and settlements are recognized in earnings in Other income (expense), net. The fair value of the forward contract is determined from sources independent of the Company, including the financial institutions which are party to the derivative instruments.Open foreign exchange forward contracts as of JuneÂ 30, 2024 were entered into as hedges in Japanese yen, Mexican peso and Chinese yuan against the U.S. dollar. As of JuneÂ 30, 2024, the Company had open foreign exchange forward contracts with notional U.S. dollar values of the following:CurrencyJune 30,2024Mexican Peso$30,600Â Japanese Yen5,000Â Â Â Chinese Yuan4,200Â $39,800Â Open foreign exchange forward contracts as of JuneÂ 30, 2024 had maturities occurring over a period of one month.Interest Rate SwapsIn order to manage the Companyâ€™s exposure to variable interest rate risk associated with the Credit Facility, such as the Secured Overnight Financing Rate (â€œSOFRâ€), in the first quarter of 2023, the Company entered into $300.0 million notional amounts of three-year interest rate swaps to convert a portion of the Companyâ€™s variable rate borrowings into a fixed rate obligation. See Note 14 of Notes to Condensed Consolidated Financial Statements. These interest rate swaps are designated as cash flow hedges and, as such, the contracts are marked-to-market at each reporting date and any unrealized gains or losses are included in AOCI to the extent effective and reclassified to interest expense in the period during which these hedged transactions affect earnings or it becomes probable that the forecasted transaction will not occur.The balance sheet classification and fair values of the Companyâ€™s derivative instruments, which are Level 2 measurements, are as follows:Derivatives instrumentsCondensed Consolidated Balance Sheets LocationJune 30,2024December 31,2023Interest rate swaps:Other non-current assets$4,854Â $1,828Â Foreign currency forward contracts:Other accrued liabilities1,141Â 159Â The following table presents the net unrealized gain deferred to AOCI:Derivatives designated as cash flow hedgesJune 30,2024December 31,2023Interest rate swapsAOCI$3,737Â $1,407Â 19Table of ContentsQuaker Chemical CorporationNotes to Condensed Consolidated Financial Statements - Continued(Unaudited; Dollars in thousands, except per share amounts, unless otherwise stated)The following table presents the location and the amount of net gain or loss recognized in the Companyâ€™s Condensed Consolidated Statements of Operations related to derivative instruments:Three Months EndedJune 30,Six Months EndedJune 30,Derivative instrumentsCondensed Consolidated Statements of Operations20242023202420232023Interest rate swapsInterest expense, net$1,273Â $1,061Â $2,559Â $1,061Â Foreign exchange forward contractsOther income (expense), net(1,675)1,843Â (732)2,135Â Â Â Â Total(402)2,904Â $1,827Â $3,196Â Note 18 â€“ Commitments and ContingenciesAs previously disclosed in its 2023 Form 10-K, the Company is party to certain environmental matters and other litigation. See Note 25 of Notes to Consolidated Financial Statements in the Companyâ€™s 2023 Form 10-K. During the three and six months ended JuneÂ 30, 2024, there have been no significant changes to the facts or circumstances of any of the previously disclosed matters. Although there can be no assurance regarding the outcome of any of the ongoing environmental matters or litigation, the Company believes that it has made adequate accruals for costs and liabilities associated with these matters. The Company has accrued approximately $5 million as of JuneÂ 30, 2024 and DecemberÂ 31, 2023, respectively, for these ongoing matters. The Company previously disclosed in its 2023 Form 10-K that one of its locations suffered property damage as a result of an electrical fire. The Company and its insurance carrier reviewed the impact of the electrical fire on the production facilityâ€™s operations as it relates to a potential business interruption insurance claim. Subsequent to the date of these financial statements, in July 2024, the Company and its insurance carrier settled this claim for $1.0 million.In December 2021, the Company completed its acquisition of Coral Chemical Company (â€œCoralâ€), a privately held, U.S.-based provider of metal finishing fluid solutions. Subsequent to the acquisition, the Company and the sellers of Coral (the â€œSellersâ€) have worked to finalize certain post-closing adjustments. During the second quarter of 2022, after failing to reach resolution, the Sellers filed suit asserting certain amounts owed related to tax attributes of the acquisition. Since the second quarter of 2022, there have been no material changes to the facts and circumstances of the claim asserted by the Sellers, and the Company continues to believe the potential range of exposure for this claim is $0 to $1.5Â million.In

addition, during the three and six months ended JuneÂ 30, 2024, there are no new environmental matters or litigation that the Company believes will have a material adverse effect on the Companyâ€™s results of operations, cash flows, or financial condition.20Table of ContentsQuaker Chemical CorporationManagementâ€™s Discussion and AnalysisItem 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations.As used in this Report, the terms â€œQuaker Houghton,â€ the â€œCompany,â€ â€œweâ€ and â€œourâ€ refer to Quaker Chemical Corporation (doing business as Quaker Houghton), its subsidiaries, and associated companies, unless the context otherwise requires.Executive SummaryQuaker Houghton is the global leader in industrial process fluids. With a presence around the world, including operations in over 25 countries, our customers include thousands of the worldâ€™s most advanced and specialized steel, aluminum, automotive, aerospace, offshore, container, mining, and metalworking companies. Our high-performing, innovative and sustainable solutions are backed by best-in-class technology, deep process knowledge, and customized services. Quaker Houghton is headquartered in Conshohocken, Pennsylvania, located near Philadelphia in the U.S.Quaker Houghton delivered solid results in the second quarter of 2024. Net sales in the second quarter of 2024 were $463.6 million, a decrease of 6% compared to $495.4 million in the second quarter of 2023. This was primarily driven by a decrease in selling price and product mix of approximately 4%, a 1% decrease in sales volumes, and an unfavorable impact from foreign currency translation of 1%. The decrease in selling price and product mix was primarily attributable to our index-based customer contracts. The decline in sales volumes was a result of a continuation of soft end market conditions compared to the prior year, primarily in the Americas and EMEA segments, partially offset by an increase in end market activity in the Asia/Pacific segment as well as new business wins across all segments.The Company generated net income in the second quarter of 2024 of $34.9 million, or $1.94 per diluted share, compared to net income of $29.3 million, or $1.63 per diluted share in the second quarter of 2023. Excluding non-recurring and non-core items in each period, the Companyâ€™s second quarter 2024 non-GAAP earnings per diluted share was $2.13 compared to $1.93 in the prior year quarter and the Companyâ€™s current quarter adjusted EBITDA was $84.3 million compared to $80.2 million in the second quarter of 2023. The increase in current quarter earnings was primarily driven by an improvement in gross margins related to pricing actions, lower raw material costs and selling, general and administrative expenses (â€œSG&Aâ€), and favorable impacts from foreign exchange, partially offset by higher professional fees. See the Non-GAAP Measures section of this Item below, as well as other items discussed in the Companyâ€™s Consolidated Operations Review in the Operations section of this Item, below.The Companyâ€™s second quarter 2024 operating performance in each of its three reportable segments: (i) Americas; (ii) Europe, Middle East and Africa (â€œEMEAâ€); and (iii) Asia/Pacific, reflects similar drivers to that of the Companyâ€™s consolidated performance. Operating earnings for the Asia/Pacific and EMEA segments increased compared to the prior year quarter, primarily driven by an improvement in operating margins in each segment. Operating earnings for the Americas segment decreased compared to the prior year quarter, primarily driven by lower sales partially offset by improved segment operating margins. Additional details of each segmentâ€™s operating performance are further discussed in the Companyâ€™s Reportable Segments Review, in the Operations section of this Item, below.Net cash flows provided by operating activities were $73.5 million in the first six months of 2024 compared to $116.1 million in the first six months of 2023. The lower operating cash flow year-over-year reflects an increase in the net cash outflows from working capital in the first six months of 2024 partially offset by higher operating performance in the first six months of 2024 compared to 2023. The key drivers of the Companyâ€™s operating cash flow and working capital are further discussed in the Companyâ€™s Liquidity and Capital Resources section of this Item, below.Overall, the Company delivered solid results in the second quarter of 2024 highlighted by an improvement in margins which translated into earnings growth, notwithstanding the persistent macroeconomic and geopolitical challenges, continued soft end market conditions and other factors that have impacted the Companyâ€™s customers and end markets.Critical Accounting Policies and EstimatesOur significant accounting policies are described in â€œManagementâ€™s Discussion and Analysisâ€ and â€œNote 1 â€“ Significant Accounting Policiesâ€ to the Consolidated Financial Statements in our 2023 Form 10-K. There have been no material changes to the critical accounting policies and estimates previously disclosed in its 2023 Form 10-K remain materially consistent.Recently Issued Accounting StandardsSee Note 3 of Notes to Condensed Consolidated Financial Statements in Item 1 of this Report for a discussion regarding recently issued accounting standards.21Table of ContentsQuaker Chemical CorporationManagementâ€™s Discussion and AnalysisLiquidity and Capital ResourcesAs of JuneÂ 30, 2024, we had cash and cash equivalents of $188.6 million. Total cash and cash equivalents were $194.5 million as of DecemberÂ 31, 2023. The approximately $6.0 million decrease in cash and cash equivalents was the net result of $73.5 million of cash provided by operating activities, offset by $39.3 million of cash used in financing activities, $33.2 million of cash used in investing activities and an unfavorable impact of foreign currency translation of approximately $7.0 million.Net cash flows provided by operating activities were $73.5 million in the first six months of 2024 compared to $116.1 million in the first six months of 2023. The decrease in net operating cash flow year-over-year reflects higher cash outflows from working capital in 2024, driven by an outflow from Inventory due to timing of sales and orders and higher Accounts payable and accrued liabilities outflows due primarily to higher incentive compensation payments in the current year. The decrease in net operating cash flows was partially offset by higher operating performance in 2024 compared to 2023.Net cash flows used in investing activities were $33.2 million in the first six months of 2024 compared to $17.0 million in the first six months of 2023. The increase in cash used in investing activities year-over-year is the result of payments in the current year related to the IKV acquisition. See Note 2 of Notes to Condensed Consolidated Financial Statements in Item 1 of this Report for further information about business acquisitions.Net cash flows used in financing activities were $39.3 million in the first six months of 2024 compared to net cash flows used in financing activities of $89.0 million in the first six months of 2023. The decrease in net cash outflows was primarily related to net borrowings on the Companyâ€™s revolving credit facility in the first six months of 2024 compared to net repayments in the first six months of 2023. In addition, during the first six months of 2024, the Company made payments of approximately $7.8 million for repurchases of its common stock under its share repurchase program. Also, the Company paid $16.4 million of cash dividends during the first six months of 2024, a $0.7 million, or 5%, increase compared to the prior year period.During June 2022, the Company, and its wholly owned subsidiary, Quaker Houghton B.V., as borrowers, Bank of America, N.A., as administrative agent, U.S. dollar swing line lender and letter of credit issuer, Bank of America Europe Designated Active Company, as Euro Swing Line Lender, certain guarantors and other lenders entered into an amendment to its primary credit facility. The amended credit facility (the â€œCredit Facilityâ€) established (A) a $150.0 million Euro equivalent senior secured term loan (the â€œEuro Term Loanâ€), (B) a $600.0 million senior secured term loan (the â€œU.S. Term Loanâ€), and (C) a $500.0 million senior secured revolving credit facility (the â€œRevolverâ€), each maturing in June 2027. The Company has the right to increase the amount of the Credit Facility by an aggregate amount not to exceed the greater of $300.0 million or 100% of Consolidated EBITDA, subject to certain conditions including the agreement to provide financing by any lender providing such increase. The Credit Facility contains affirmative and negative covenants, financial covenants and events of default. Financial covenants contained in the Credit Facility include a consolidated interest coverage ratio test and a consolidated net leverage ratio test. As of JuneÂ 30, 2024, the Company was in compliance with all of the Credit Facility covenants. Refer to the description of the Companyâ€™s primary Credit Facility in Note 19 of Notes to Consolidated Financial Statements in its 2023 Form 10-K.As of JuneÂ 30, 2024, the Company had Credit Facility borrowings outstanding of $726.5 million. As of DecemberÂ 31, 2023, the Company had Credit Facility borrowings outstanding of $744.5 million. The Companyâ€™s other debt obligations are primarily industrial development bonds, bank lines of credit and municipality-related loans, which totaled $11.0 million as of JuneÂ 30, 2024 and $11.1 million as of DecemberÂ 31, 2023. Total unused capacity under these arrangements as of JuneÂ 30, 2024 was approximately $34 million. The Companyâ€™s total net debt as of JuneÂ 30, 2024, which consists of total borrowings of $737.4 million less cash and cash equivalents of $188.6 million, was approximately $548.9 million. The weighted average variable interest rate incurred on the outstanding borrowings under the Credit Facility during the three and six months ended JuneÂ 30, 2024 were approximately 6.2% and 6.3%, respectively. As of JuneÂ 30, 2024, the interest rate on the outstanding borrowings under the Credit Facility was approximately 6.1%. As part of the Credit Facility, in addition to paying interest on the outstanding principal, the Company is also required to pay an annual commitment fee ranging from 0.150% to 0.275% related to unutilized commitments under the Revolver, depending on the Companyâ€™s consolidated net leverage ratio. The Company had unused capacity under the Revolver of approximately $445 million, which is net of bank letters of credit of approximately $3 million, as of JuneÂ 30, 2024.In order to manage the Companyâ€™s exposure to variable interest rate risk associated with the Credit Facility, in the first quarter of 2023, the Company entered into $300.0 million notional amounts of three-year interest rate swaps to convert a portion of the Companyâ€™s variable rate borrowings into an average fixed rate obligation of 3.64% plus an applicable margin as provided in the Credit Facility based on the Companyâ€™s consolidated net leverage ratio. As of JuneÂ 30, 2024, the aggregate interest rate on the swaps, including the fixed base rate plus the applicable margin, was 5.3%. See Note 17 of Notes to Condensed Consolidated Financial Statements in Item 1 of this Report for further information.22Table of ContentsQuaker Chemical CorporationManagementâ€™s Discussion and AnalysisIn connection with executing the original credit facility in 2019 and the amended Credit Facility during the second quarter of 2022, the Company capitalized certain third-party and creditor debt issuance costs. Costs attributed to the Euro Term Loan and U.S. Term Loan were recorded as a direct offset of Long-term debt on the Condensed Consolidated Balance Sheet. Costs attributed to the Revolver were recorded within Other assets on the Condensed Consolidated Balance Sheet. These capitalized costs are collectively being amortized into Interest expense over the five-year term of the Credit Facility. As of JuneÂ 30, 2024, the Company had $1.3 million of debt issuance costs recorded as an offset of Long-term debt on the Condensed Consolidated Balance Sheets and $2.9 million of debt issuance costs recorded within Other assets on the Condensed Consolidated Balance Sheet. Comparatively, as of DecemberÂ 31, 2023, the Company had $1.5 million of debt issuance costs recorded as an offset of Long-term debt on the Condensed Consolidated Balance Sheets and $3.3 million of debt issuance costs recorded within Other assets on the Condensed Consolidated Balance Sheet in Item 1 of this Report.The Company uses foreign exchange forward contracts to economically hedge the impact of the variability in exchange rates on certain assets and/or liabilities denominated in certain foreign currencies. During the first six months of 2024, the Company entered into and settled forward contracts resulting in other expense of $0.7 million as compared to other income of $2.1 million during the first six months of 2023. See Note 17 of Notes to Condensed Consolidated Financial Statements in Item 1 of this Report for further information.During 2022, the Companyâ€™s management initiated a global cost and optimization program to improve its cost structure and drive a more profitable and productive organization. The Company expects to generate full run-rate cost savings from the global cost and optimization program of approximately $20 million by the end of 2024. The Company expects total cash costs of this program to be approximately 1 to 1.5 times annualized savings. The Company recognized Restructuring and related charges of $2.2 million and $5.0 million for the six months ended JuneÂ 30, 2024, and 2023, respectively, under this program. The Company made cash payments related to the settlement of restructuring liabilities under the restructuring program during the first six months of 2024 of approximately $4.4 million compared to $5.4 million in the first six months of 2023. The Company has remaining restructuring accruals, as of JuneÂ 30, 2024, for this program of $1.0 million, which the Company expects to settle during 2024. See Note 7 of Notes to Condensed Consolidated Financial Statements in Item 1 of this Report for further information.As of JuneÂ 30, 2024, the Companyâ€™s gross liability for uncertain tax positions, including interest and penalties, was $19.6 million. The Company cannot determine a reliable estimate of the timing of cash flows by period related to its uncertain tax position liability. However, should the entire liability be paid, the amount of the payment may be reduced by up to $6.6 million as a result of offsetting benefits in other tax jurisdictions.As previously disclosed in the Companyâ€™s 2023 Form 10-K, on February 28, 2024, the Board of Directors of the Company approved a new share repurchase program (â€œ2024 Share Repurchase Programâ€), authorizing the Company to repurchase up to an aggregate of $150 million of the Companyâ€™s outstanding common stock and replacing the prior share repurchase program. The 2024 Share Repurchase Program was effective immediately and has no expiration date. The Company made certain repurchases under the 2024 Repurchase Program during the six months ended JuneÂ 30, 2024, as mentioned above. See Item 2 within Part II of this Report for further information.The Company previously disclosed in its 2023 Form 10-K that one of its locations suffered property damage as a result of an electrical fire. The Company and its insurance carrier continue to review the impact of the electrical fire on the production facilityâ€™s operations as it relates to a potential business interruption insurance claim, and the Company has not recorded a gain contingency for a possible business interruption insurance claim as of JuneÂ 30, 2024. Subsequent to the date of these financial statements, in July 2024, the Company and its insurance carrier settled this claim for $1.0 million.The Company believes that its existing cash, anticipated cash flows from operations and available liquidity will be sufficient to support its operating requirements and fund its business objectives for at least the next twelve months, including but not limited to, payments of dividends to shareholders, share repurchases, capital expenditures, other growth opportunities (including potential acquisitions), pension plan contributions, implementing actions to achieve the Companyâ€™s sustainability goals and other potential known or anticipated contingencies. The Company also believes it has sufficient additional liquidity to support its operating requirements and to fund its business obligations for the period beyond the next twelve months, including the aforementioned items which are expected to recur annually, as well as future principal and interest payments on the Companyâ€™s Credit Facility, tax obligations and other long-term liabilities. The Companyâ€™s liquidity is affected by many factors, some based on normal operations of our business and others related to the impact of the pandemic and other global events on our business and on global economic conditions as well as industry uncertainties, which we cannot predict. We also cannot predict economic conditions and industry downturns or the timing, strength or duration of recoveries. We may seek, as we believe appropriate, additional debt or equity financing that would provide capital for corporate purposes, working capital funding, additional liquidity needs or to fund future growth opportunities, including possible acquisitions and organic investments. The timing and amount of potential capital requirements cannot be determined at this time and will depend on a number of factors, including the actual and projected demand for our products, specialty chemical industry conditions, competitive factors, and the condition of financial markets, among others.23Table of ContentsQuaker Chemical CorporationManagementâ€™s Discussion and AnalysisNon-GAAP MeasuresThe information in this Form 10-Q includes non-GAAP financial information that includes EBITDA, adjusted EBITDA, adjusted EBITDA margin, non-GAAP operating income, non-GAAP operating margin, taxes on income before equity in net income of associated companies â€“ adjusted, non-GAAP net income and non-GAAP earnings per diluted share. The Company believes these non-GAAP financial measures provide meaningful supplemental information as they enhance a readerâ€™s understanding of the Companyâ€™s financial performance and facilitate a comparison among fiscal periods, as the non-GAAP financial measures exclude items that are not considered indicative of future operating performance or not considered core to the Companyâ€™s operations. Non-GAAP results are presented for supplemental informational purposes only and should not be considered a substitute for the financial information presented in accordance with GAAP. In addition, our definitions of EBITDA, adjusted EBITDA, adjusted EBITDA margin, non-GAAP operating income, non-GAAP operating margin, taxes on income before equity in net income of associated companies â€“ adjusted, non-GAAP net income and non-GAAP earnings per diluted share, as discussed and reconciled below to the most comparable respective GAAP measures, may not be comparable to similarly named measures reported by other companies.The Company presents EBITDA, which is calculated as net income attributable to the Company before depreciation and amortization, interest expense, net, and taxes on income before equity in net income of associated companies. The Company also presents adjusted EBITDA, which is calculated as EBITDA plus or minus certain items that are not considered indicative of future operating performance or not considered core to the Companyâ€™s operations. In addition, the Company presents non-GAAP operating income, which is calculated as operating income plus or minus certain items that are not considered indicative of future operating performance or not considered core to the Companyâ€™s operations. Adjusted EBITDA margin and non-GAAP operating margin are calculated as the percentage of adjusted EBITDA and non-GAAP operating income to consolidated net sales, respectively. The Company believes these non-GAAP measures provide transparent and useful information and are widely used by investors, analysts, and peers in our industry as well as by management in assessing the operating performance of the Company on a consistent basis.Additionally, the Company presents non-GAAP net income and non-GAAP earnings per diluted share as additional performance measures. Non-GAAP net income is calculated as adjusted EBITDA, defined above, less depreciation and amortization, interest expense, net, and taxes on income before equity in net income of associated companies, in each case adjusted, as applicable, for any depreciation, amortization, interest or tax impacts resulting from the non-core items identified in the reconciliation of net income attributable to the Company to adjusted EBITDA. Non-GAAP earnings per diluted share is calculated as non-GAAP net income per diluted share as accounted for under the â€œtwo-class share method.â€ The Company believes that non-GAAP net income and non-GAAP earnings per diluted share provide transparent and useful information and are widely used by investors, analysts, and peers in our industry as well as by management in assessing the operating performance of the Company on a consistent basis.Certain of the prior period non-GAAP financial measures presented in the following tables have been adjusted to conform with current period presentation. The following tables reconcile the Companyâ€™s non-GAAP financial measures (unaudited) to their most directly comparable GAAP (unaudited) financial measures (dollars in thousands unless otherwise noted, except per share amounts):Non-GAAP Operating Income and Margin ReconciliationsThree Months EndedJune 30,Six Months EndedJune 30,20242023202420232023Operating income$58,449Â $56,795Â $113,975Â $106,724Â Restructuring and related charges, net (a)320Â 1,043Â 2,177Â 5,015Â Strategic

planning expenses (credits) (b)â€”Â 579Â (109)2,666Â Customer insolvency costs (g)â€”Â â€”Â 1,522Â â€”Â Other charges (d)1,046Â 344Â 1,492Â 649Â Non-GAAP operating income$59,815Â $58,761Â $119,057Â $115,054Â Non-GAAP operating margin (%) (l)12.9Â %11.9Â %12.8Â %11.6Â %24Table of ContentsQuaker Chemical CorporationManagementâ€™s Discussion and AnalysisEBITDA, Adjusted EBITDA, Adjusted EBITDA Margin and Non-GAAP Net Income ReconciliationsThree Months EndedJune 30,Six Months EndedJune 30,20242023Net income attributable to Quaker Chemical Corporation$34,885Â $29,346Â $70,112Â $58,880Â Depreciation and amortization (j)21,428Â 20,834Â 42,484Â 41,344Â Interest expense, net10,754Â 12,721Â 21,578Â 25,963Â Taxes on income before equity in net income of associated companies (k)15,778Â 13,830Â 28,286Â 23,363Â EBITDA82,845Â 76,731Â 162,460Â 149,550Â Equity (income) loss in a captive insurance company (e)(475)430Â (981)8Â Restructuring and related charges, net (a)320Â 1,043Â 2,177Â 5,015Â Strategic planning expenses (credits) (b)â€”Â 579Â (109)2,666Â Customer insolvency costs (g)â€”Â â€”Â 1,522Â â€”Â Facility remediation recoveries (c)â€”Â (187)â€”Â (1,014)Product liability claim costs (h)â€”Â â€”Â 896Â â€”Â Currency conversion impacts of hyper-inflationary economies (f)613Â 1,184Â (291)1,640Â Other charges (d)988Â 462Â 1,899Â 1,168Â Adjusted EBITDA$84,291Â $80,242Â $167,573Â $159,033Â Adjusted EBITDA margin (%) (l)18.2Â %16.2Â %18.0Â %16.0Â %Adjusted EBITDA$84,291Â $80,242Â $167,573Â $159,033Â Less: Depreciation and amortization (j)21,428Â 20,834Â 42,484Â 41,344Â Less: Interest expense, net10,754Â 12,721Â 21,578Â 25,963Â Less: Taxes on income before equity in net income of associated companies - adjusted (k)13,877Â 11,913Â 27,606Â 22,960Â Non-GAAP net income$38,232Â $34,774Â $75,905Â $68,766Â Non-GAAP Earnings per Diluted Share ReconciliationsThree Months EndedJune 30,Six Months EndedJune 30,20242023GAAP earnings per diluted share attributable to Quaker Chemical Corporation common shareholders$1.94Â $1.63Â $3.89Â $3.27Â Equity (income) loss in a captive insurance company per diluted share (e)(0.02)0.02Â (0.05)0.00Â Restructuring and related charges, net per diluted share (a)0.01Â 0.04Â 0.09Â 0.21Â Strategic planning expenses (credits) per diluted share (b)â€”Â 0.03Â â€”Â 0.13Â Customer insolvency costs per diluted share (g)â€”Â â€”Â 0.06Â â€”Â Facility remediation recoveries per diluted share (c)â€”Â (0.01)â€”Â (0.05)Product liability claim costs per diluted share (h)â€”Â â€”Â 0.04Â â€”Â Currency conversion impacts of hyper-inflationary economies per diluted share (f)0.03Â 0.06Â (0.02)0.09Â Other charges per diluted share (d)0.04Â 0.02Â 0.08Â 0.04Â Impact of certain discrete tax items per diluted share (i)0.13Â 0.14Â 0.13Â 0.13Â Non-GAAP earnings per diluted share (m)$2.13Â $1.93Â $4.22Â $3.82Â (a)Restructuring and related charges, net represent the costs incurred by the Company associated with the Companyâ€™s restructuring program. These costs are not indicative of the future operating performance of the Company. See Note 7 of Notes to Condensed Consolidated Financial Statements, which appears in Item 1 of this Report, for additional information. (b)Strategic planning expenses (credits) include consultant and advisory costs (credits) incurred in connection with long-term strategic planning, as well as planning to further optimize the Companyâ€™s footprint, processes and functions. These credits and costs recorded in SG&A are not indicative of the future operating performance of the Company.25Table of ContentsQuaker Chemical CorporationManagementâ€™s Discussion and Analysis(c)Facility remediation recoveries represent insurance recoveries of costs incurred for remediation and restoration of property damage to certain of the Companyâ€™s facilities. These costs and recoveries recorded in Other income (expense), net, are non-recurring and are not indicative of the future operating performance of the Company. There were no such gains recognized for the three and six months ended June 30, 2024. See Note 10 of Notes to Condensed Consolidated Financial Statements, which appears in Item 1 of this Report.(d)Other charges include executive transition costs, charges incurred by an inactive subsidiary of the Company as a result of the termination of restrictions on insurance settlement reserves, net gains recognized for the sale of certain facilities previously classified as held for sale, non-service components of the Companyâ€™s pension and postretirement net periodic benefit income and expense, and certain legal, financial, and other advisory and consultant costs and indemnification asset related adjustments incurred in connection with the Company's recent acquisitions. See Notes 2, 9, and 10 of Notes to Condensed Consolidated Financial Statements, which appear in Item 1 of this Report.(e)Equity (income) loss in a captive insurance company represents the after-tax income attributable to the Companyâ€™s interest in Primex, Ltd. (â€œPrimexâ€), a captive insurance company. The Company holds a 32% investment in and has significant influence over Primex, and therefore accounts for this interest under the equity method of accounting. The (income) loss attributable to Primex is not indicative of the future operating performance of the Company and is not considered core to the Companyâ€™s operations.(f)Currency conversion impacts of hyper-inflationary economies represents the foreign currency remeasurement impacts associated with the Companyâ€™s affiliates in Argentina and TÃ¼rkiye whose local economies are designated as hyper-inflationary under U.S. GAAP. These pre-tax foreign currency remeasurement impacts are not deductible for tax purposes for both the three and six months ended JuneÂ 30, 2024 and 2023. The charges (credits) incurred relate to the immediate recognition of foreign currency remeasurement in the Condensed Consolidated Statements of Operations and are not indicative of the future operating performance of the Company. See Note 1 of Notes to Condensed Consolidated Financial Statements, which appears in Item 1 of this Report.(g)Customer insolvency costs represent charges associated with a specific reserve for trade accounts receivable within the Companyâ€™s EMEA reportable segment related to a specific customer that filed for bankruptcy protection. These expenses are not indicative of the future operating performance of the Company.(h)Product liability claim represents expense related to the payments by the Company in connection with a product liability dispute with a customer during the six months ended JuneÂ 30, 2024. See Note 10 of Notes to Condensed Consolidated Financial Statements, which appears in Item 1 of this Report.(i)The impacts of certain discrete tax items include certain impacts of tax law changes, valuation allowance adjustments, uncertain tax positions and prior year true-ups, and the impact on certain intercompany asset transfers. The Company does not believe these items are core or indicative of future performance of the Company. See Note 11 of Notes to Condensed Consolidated Financial Statements, which appears in Item 1 of this Report.(j)Depreciation and amortization for the three and six months ended JuneÂ 30, 2024 and 2023 includes approximately $0.2 million and $0.5 million, respectively, of amortization expense recorded within equity in net income of associated companies in the Companyâ€™s Condensed Consolidated Statements of Operations, which is attributable to the amortization of the fair value step up for the Companyâ€™s 50% interest in a joint venture in Korea as a result of required purchase accounting adjustments. (k)Taxes on income before equity in net income of associated companies â€“ adjusted presents the impact of any current and deferred income tax expense (benefit), as applicable, of the reconciling items presented in the reconciliation of net income attributable to Quaker Chemical Corporation to adjusted EBITDA and was determined utilizing the applicable rates in the taxing jurisdictions in which the adjustments occurred, subject to deductibility. (l)The Company calculates adjusted EBITDA margin and non-GAAP operating margin as the percentage of adjusted EBITDA and non-GAAP operating income to consolidated net sales.(m)The Company calculates non-GAAP earnings per diluted share as non-GAAP net income attributable to the Company divided by the weighted average number of diluted shares outstanding using the â€œtwo-class share method.â€Off-Balance Sheet ArrangementsThe Companyâ€™s off-balance sheet items outstanding as of JuneÂ 30, 2024 include approximately $4 million of bank letters of credit and guarantees. The bank letters of credit and guarantees are not significant to the Companyâ€™s liquidity or capital resources. See Note 14 of Notes to Condensed Consolidated Financial Statements in Item 1 of this Report. 26Table of ContentsQuaker Chemical CorporationManagementâ€™s Discussion and AnalysisOperationsConsolidated Operations Review â€“ Comparison of the Second Quarter of 2024 with the Second Quarter of 2023Net sales were $463.6 million in the second quarter of 2024 compared to $495.4 million in the second quarter of 2023. The net sales decrease of $31.8 million, or 6%, year-over-year reflects a decrease in selling price and product mix of approximately 4%, a decline in sales volumes of approximately 1%, and an unfavorable impact from foreign currency translation of 1%. The decrease in selling price and product mix was primarily attributable to our index-based customer contracts. The decline in sales volumes was primarily attributable to a continuation of soft end market conditions across the Companyâ€™s EMEA and Americas segments, partially offset by an increase in sales volumes in the Asia/Pacific segment, the IKV acquisition and new business wins in all segments.Cost of goods sold (â€œCOGSâ€) was $287.8 million in the second quarter of 2024 compared to $317.8 million in the second quarter of 2023, a decrease of approximately $30.0Â million, or 9%. The decrease in COGS reflects lower spend on the decline in current year sales volumes and a decline in the Companyâ€™s global raw material costs.Gross profit was $175.7 million in the second quarter of 2024 compared to $177.7 million in the second quarter of 2023, a decrease of $2.0Â million, or 1%. The Companyâ€™s reported gross margin in the second quarter of 2024 was 37.9% compared to 35.9% in the second quarter of 2023 primarily driven by a reduction in raw material costs.SG&A expense was $116.9 million in the second quarter of 2024 compared to $119.9 million in the second quarter of 2023, a decrease of approximately $3.0 million, or 3%, driven by lower incentive compensation costs.The Company incurred Restructuring and related charges of $0.3 million and $1.0 million during the second quarters of 2024 and 2023, respectively, related to reductions in headcount and site closures under the Companyâ€™s restructuring program. See the Non-GAAP Measures section of this Item above for additional information.Operating income in the second quarter of 2024 was $58.4 million compared to $56.8 million in the second quarter of 2023. Excluding non-recurring and non-core expenses that are not indicative of the future operating performance of the Company described in the Non-GAAP Measures section of this Item, above, the Companyâ€™s non-GAAP operating income increased to $59.8 million in the second quarter of 2024 as compared to $58.8 million in the second quarter of 2023 primarily due to lower SG&A expense, as described above.The Company had Other income, net of $0.4 million in the second quarter of 2024 as compared to Other expense, net of $3.6 million in the second quarter of 2023. Both the second quarter of 2024 and 2023 included foreign exchange transaction losses, which were higher in the prior year. The second quarter of 2024 also included a gain on disposal of property, plant, equipment and other assets of $0.5 million from the sale of certain facilities previously classified as held for sale. Additionally, the Company had Other income from non-income tax credits of $0.9 million in both the second quarter of 2024 and 2023. See the Non-GAAP Measures section of this Item, above.Interest expense, net, was $10.8 million in the second quarter of 2024 compared to $12.7 million in the second quarter of 2023, a decrease of approximately $1.9 million, primarily as a result of lower outstanding borrowings.The Companyâ€™s effective tax rates for the second quarters of 2024 and 2023 were 32.8% and 34.2%, respectively. The Companyâ€™s effective tax rate for the second quarter of 2024 was largely driven by the mix of pre-tax earnings, certain one-time charges related to an intercompany intangible asset transfer, and withholding taxes. Comparatively, the effective tax rate for the second quarter of 2023 was largely driven by the mix of pre-tax earnings, changes to the valuation allowance for and the usage of certain foreign tax credits, and withholding taxes. Excluding the impact of non-core items in each quarter, described in the Non-GAAP Measures section of this Item above, the Company estimates that its effective tax rates for the second quarters of 2024 and 2023 would have been approximately 28% and 27%, respectively. The Company may experience continued volatility in its effective tax rates due to several factors, including the timing of tax audits, the expiration of applicable statutes of limitations as they relate to uncertain tax positions, the unpredictability of timing and amount of certain incentives in various tax jurisdictions, and the timing and amount of certain share-based compensation-related tax benefits, among other factors. In addition, the foreign tax credit valuation allowance, or absence thereof, is based on a number of factors, including forecasted mix of earnings, which may vary.Equity in net income of associated companies was $2.6 million in the second quarter of 2024 compared to $2.8 million in the second quarter of 2023, a decrease of $0.2 million, primarily due to lower current year income from the Companyâ€™s 50% interest in a joint venture in Korea.Net income attributable to noncontrolling interest was less than $0.1 million in both the second quarter of 2024 and 2023.27Table of ContentsQuaker Chemical CorporationManagementâ€™s Discussion and AnalysisConsolidated Operations Review â€“ Comparison of the First Six Months of 2024 with the First Six Months of 2023Net sales were $933.3 million in the first six months of 2024 compared to $995.6 million in the first six months of 2023. The net sales decrease of $62.3 million, or 6%, year-over-year reflects decreases in selling price and product mix of approximately 5% and a decline in sales volumes of approximately 1%. The decrease in selling price and product mix was primarily attributable to our index-based customer contracts. The decline in sales volumes was primarily attributable to a continuation of soft end market conditions across the Companyâ€™s EMEA and Americas segments, partially offset by an increase in sales volumes in the Asia/Pacific segment, the IKV acquisition and new business wins in all segments, as mentioned above.COGS were $576.0 million in the first six months of 2024 compared to $644.5 million in the first six months of 2023. The decrease in COGS of approximately $68.5 million, or 11%, reflects lower spend on the decline in current year sales volumes and a decline in the Companyâ€™s global raw material costs.Gross profit was $357.3 million in the first six months of 2024 compared to $351.1 million in the first six months of 2023, an increase of approximately $6.2 million, or 2%. The Companyâ€™s reported gross margin in the first six months of 2024 was 38.3% compared to 35.3% in the first six months of 2023. The Companyâ€™s current year-to-date improvement in gross margin was driven primarily by lower raw material costs compared to the prior year.SG&A was $241.1 million in the first six months of 2024 compared to $239.4 million in to the first six months of 2023, an increase of $1.7 million, or 1%, driven by higher levels of incentive compensation on improved Company performance, partially offset by lower SG&A due to foreign currency translation compared to the prior year.The Company incurred Restructuring and related charges of $2.2 million and $5.0 million during the first six months of 2024 and 2023, respectively, related to reductions in headcount and site closures under the Companyâ€™s restructuring program. See the Non-GAAP Measures section of this Item, above.Operating income in the first six months of 2024 was $114.0 million compared to $106.7 million in the first six months of 2023. Excluding non-recurring and non-core expenses that are not indicative of the future operating performance of the Company described in the Non-GAAP Measures section of this Item, above, the Companyâ€™s current year non-GAAP operating income increased to $119.1 million for the first six months of 2024 compared to $115.1 million in the prior yearâ€™s first six months primarily due to higher gross profit, partially offset by higher SG&A, described above.The Company had Other income, net of $1.5 million in the first six months of 2024 compared to Other expense, net of $5.8 million in the first six months of 2023, as the Company had lower foreign exchange losses of $1.2 million in the current year compared to losses of $7.6 million in the prior year period. The first six months of 2024 results also included $3.0 million of non-income tax refunds and other related credits partially offset by a $0.9 million expense associated with a payment related to a product liability dispute with one of the Companyâ€™s customers, whereas the prior yearâ€™s first six months of 2023 included $1.0 million of insurance reimbursements related to remediation and restoration of property damage to certain of the Companyâ€™s facilities. See the Non-GAAP Measures section of this Item, above.Interest expense, net, decreased $4.4 million in the first six months of 2024 compared to the first six months of 2023 as a result of lower outstanding borrowings.The Companyâ€™s effective tax rates for the first six months of 2024 and 2023 were 30.1% and 31.2%, respectively. The Companyâ€™s effective tax rate for the six months ended JuneÂ 30, 2024 was primarily impacted by the mix of pre-tax earnings, certain one-time charges related to an intercompany intangible asset transfer, and withholding taxes, offset by changes in uncertain tax positions. Comparatively, the effective tax rate for the six months ended JuneÂ 30, 2023 was largely driven by the mix of pre-tax earnings, changes to the valuation allowance for and the usage of certain foreign tax credits, and withholding taxes, partially offset with changes in uncertain tax positions and favorable return to provision adjustments. Excluding the impact of non-core items in each period, described in the Non-GAAP Measures section of this Item, above, the Company estimates that its effective tax rates for the first six months of 2024 and 2023 would have been approximately 28% and 27%, respectively. The Company expects continued volatility in its effective tax rates due to several factors, including the timing and scope of tax audits and the expiration of applicable statutes of limitations as they relate to uncertain tax positions, the unpredictability of the timing and amount of certain incentives in various tax jurisdictions, the treatment of certain acquisition-related costs and the timing and amount of certain share-based compensation-related tax benefits, among other factors. In addition, the foreign tax credit valuation allowance, or absence thereof, is based on a number of factors, including forecasted mix of earnings, which may vary.Equity in net income of associated companies decreased $2.8 million in the first six months of 2024 compared to the first six months of 2023, primarily due to lower current year income from the Companyâ€™s 50% interest in a joint venture in Korea.Net income attributable to noncontrolling interest was less than $0.1 million in both the first six months of 2024 and 2023. 28Table of ContentsQuaker Chemical CorporationManagementâ€™s Discussion and AnalysisReportable Segments Review - Comparison of the Second Quarter of 2024 with the Second Quarter of 2023The Companyâ€™s reportable segments reflect the structure of the Companyâ€™s internal organization, the method by which the Companyâ€™s resources are allocated and the manner by which the chief operating decision maker of the Company assesses performance. The Company has three reportable segments: (i) Americas; (ii) EMEA; and (iii) Asia/Pacific.Segment operating earnings for the Companyâ€™s reportable segments are comprised of net sales less COGS and SG&A directly related to the respective segmentâ€™s net sales. Operating expenses not directly attributable to the segments, such as certain corporate and administrative costs and Restructuring and related charges, net, are excluded from segment results. Other items not specifically identified with the Companyâ€™s reportable segments include Interest expense, net, and Other income (expense), net.AmericasAmericas represented approximately 48% of the Companyâ€™s consolidated net sales in the second quarter of 2024. This segmentâ€™s net sales were $223.5 million, a decrease of $29.7 million, or 12%, compared to the second quarter of 2023. This was driven by a decrease in sales volumes of approximately 5%, lower selling price and product mix of approximately 6%, and an unfavorable impact from foreign currency translation of 1%. The current quarter decline in sales volumes compared to the prior year was primarily driven by softer market conditions and customer outages, partially offset by new business wins. The decrease in selling price and product mix was primarily attributable to our index-based customer contracts. The unfavorable foreign exchange impact was primarily due to the strengthening of the U.S. dollar against the Mexican peso. Segment operating earnings were $64.1 million, a decrease of $4.9 million, or 7%,

compared to the second quarter of 2023, primarily driven by lower sales partially offset by improved segment operating margins, driven primarily by lower raw material costs and lower SG&A expense.EMEAEMEA represented approximately 30% of the Companyâ€™s consolidated net sales in the second quarter of 2024. This segmentâ€™s net sales were $138.0 million, a decrease of $5.5 million, or 4%, compared to the second quarter of 2023. This was driven by lower selling price and product mix of approximately 3% and an unfavorable impact from foreign currency translation of 1%. Sales volumes were flat compared to the prior year quarter. The decrease in selling price and product mix was primarily attributable to our index-based customer contracts. The stable sales volumes reflect new business wins and the IKV acquisition, partially offset by softer market conditions compared to the prior year. The unfavorable foreign currency translation impact was primarily due to the strengthening of the U.S. dollar against the Euro. Segment operating earnings were $26.7 million, an increase of $1.1 million, or 4%, compared to the second quarter of 2023, as higher segment operating margins driven by lower raw material costs and lower SG&A expenses more than offset lower sales.Asia/PacificAsia/Pacific represented approximately 22% of the Companyâ€™s consolidated net sales in the second quarter of 2024. This segmentâ€™s net sales were $102.0 million, an increase of $3.4 million, or 3%, compared to the second quarter of 2023. This was driven by higher sales volumes of 7%, partially offset by a decrease in selling price and product mix of 1% and an unfavorable impact from foreign currency translation of 3%. The increase in sales volumes was primarily driven by an increase in end market activity compared to the prior year period and new business wins. The decrease in selling price and product mix was primarily attributable to our index-based customer contracts. The unfavorable foreign exchange impact was primarily due to the strengthening of the U.S. dollar against the Chinese renminbi. Segment operating earnings were $31.0 million, an increase of $3.0 million, or 11%, compared to the second quarter of 2023 primarily driven by an increase in net sales and an improvement in segment operating margins.Reportable Segments Review - Comparison of the First Six Months of 2024 with the First Six Months of 2023AmericasAmericas represented approximately 49% of the Companyâ€™s consolidated net sales in the first six months of 2024. This segmentâ€™s net sales were $453.3 million, a decrease of $51.4 million, or 10%, compared to the first six months of 2023. This was driven by a decrease in selling price and product mix of 6% and a decrease in sales volumes of 5%, partially offset by a favorable impact of foreign currency translation of 1%. The decrease in selling price and product mix was primarily attributable to the year-over-year impact our index-based customer contracts. The decline in sales volumes compared to the prior year was primarily driven by softer market conditions and customer order patterns and outages, partially offset by new business wins, as mentioned above. The favorable foreign exchange impact was primarily due to the weakening of the U.S. dollar against the Mexican peso during the first six months of 2024 compared to 2023. This segmentâ€™s operating earnings were $130.9 million, a decrease of $4.2 million, or 3%, compared to the first six months of 2023 primarily driven by lower net sales partially offset by an improvement in segment operating margins.29Table of ContentsQuaker Chemical CorporationManagementâ€™s Discussion and AnalysisEMEAEMEA represented approximately 29% of the Companyâ€™s consolidated net sales in the first six months of 2024. This segmentâ€™s net sales were $276.4 million, a decrease of $19.6 million, or 7%, compared to the first six months of 2023. This was a result of a decrease in selling price and product mix of 5% and a decrease in sales volumes of 2%. The decrease in selling price and product mix was primarily attributable to the year-over-year impact of our index-based customer contracts. The decline in sales volumes was primarily driven by softer market conditions, partially offset by new business wins and the IKV acquisition. This segmentâ€™s operating earnings were $56.2 million, an increase of $3.1 million, or 6%, compared to the first six months of 2023 primarily driven by an improvement in segment operating margins.Asia/PacificAsia/Pacific represented approximately 22% of the Companyâ€™s consolidated net sales in the first six months of 2024. This segmentâ€™s net sales were $203.6 million, an increase of $8.7 million, or 4%, compared to the first six months of 2023. This was driven by higher sales volumes of 11%, partially offset by an unfavorable impact of foreign currency translation of 4% and lower selling price and product mix of 3%. The higher sales volumes were primarily driven by a broad-based increase in end market activity compared to the prior year period and new business wins. The unfavorable foreign exchange impact was primarily due to the strengthening of the U.S. dollar against the Chinese renminbi. The decrease in selling price and product mix was primarily attributable to the year-over-year impact of our index-based customer contracts, as mentioned above. This segmentâ€™s operating earnings were $61.4 million, an increase of $5.7 million, or 10%, compared to the first six months of 2023. This was primarily driven by an improvement in segment operating margins coupled with the increase in net sales.Factors That May Affect Our Future ResultsCertain information included in this Report and other materials filed or to be filed by us with the SEC, as well as information included in oral statements or other written statements made or to be made by us, contain or may contain forward-looking statements that fall under the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 and the Securities Act of 1933, as amended. These statements can be identified by the fact that they do not relate strictly to historical or current facts and can generally be identified by words such as â€œmay,â€ â€œcould,â€ â€œshould,â€ â€œwould,â€ â€œbelieve,â€ â€œexpect,â€ â€œanticipate,â€ â€œestimate,â€ â€œintend,â€ â€œoutlook,â€ â€œtarget,â€ â€œpossible,â€ â€œpotential,â€ â€œplanâ€ or similar expressions, but these terms are not the exclusive means of identifying such statements. We have based these forward-looking statements on assumptions, projections and expectations about future events that we believe are reasonable based on currently available information, including statements regarding the potential effects of the conflicts in Ukraine and the Middle East, inflation, and global supply chain constraints on the Companyâ€™s business, results of operations, and financial condition; our expectation that we will maintain sufficient liquidity and remain in compliance with the terms of the Companyâ€™s credit facility; expectations about future demand and raw material costs; and statements regarding the impact of increased raw material costs and pricing initiatives.These forward-looking statements include statements with respect to our beliefs, plans, objectives, goals, expectations, anticipations, intentions, financial condition, results of operations, future performance, and business, which may differ materially from expectations, estimates and projections of many factors, including, but not limited to:â€¢the timing and extent of the projected impacts on our business of acts of war or terrorism, including the conflicts in Ukraine and the Middle East, and actions taken by various governments and governmental organizations in response;â€¢inflationary pressures, cost increases and the impacts of constraints and disruptions in the global supply chain;â€¢the potential timing, impacts, benefits and other uncertainties of acquisitions and divestitures, including our ability to realize synergies, integrate acquisitions or separate divested assets and businesses;â€¢the potential for changes in global and regional economic conditions and for a variety of macroeconomic events, including the possibility of global or regional slowdowns or recessions, a global pandemic, interest rate changes, inflation, deflation or stagflation and its impact on our business, raw materials purchases and/or profitability of our business impact the value of our assets; andâ€¢our future results and plans including our sustainability goals and enterprise strategySuch statements include information relating to current and future business activities, operational matters, capital spending, and financing sources. From time to time, forward-looking statements are also included in the Companyâ€™s other periodic reports on Forms 10-K, 10-Q and 8-K, press releases, and other materials released to, or statements made to, the public.30Table of ContentsQuaker Chemical CorporationManagementâ€™s Discussion and AnalysisAny or all of the forward-looking statements in this Report, in the Companyâ€™s 2023 Form 10-K and in any other public statements we make may turn out to be wrong. This can occur as a result of inaccurate assumptions or as a consequence of known or unknown risks and uncertainties. Many factors discussed in this Report will be important in determining our future performance. Consequently, actual results may differ materially from those that might be anticipated from our forward-looking statements.We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise. However, any further disclosures made on related subjects in the Companyâ€™s subsequent reports on Forms 10-K, 10-Q, 8-K and other related filings should be consulted. A major risk is that demand for the Companyâ€™s products and services is largely derived from the demand for our customersâ€™ products, which subjects the Company to uncertainties related to downturns in a customerâ€™s business and unanticipated customer production slowdowns and shutdowns.Other major risks and uncertainties include, but are not limited to, inflationary pressures, including the potential for continued significant increases in raw material costs; supply chain disruptions; customer financial instability; high interest rates and the possibility of economic recession; economic and political disruptions particularly in light of numerous elections globally and the possibility of regime changes and including the impacts of the military conflicts between Russia and Ukraine and between Israel and Hamas; legislative and regulatory developments including changes to existing laws and regulations, or the way they are interpreted, applied or enforced; tariffs, trade restrictions and the economic and other sanctions imposed by other nations on Russia and Belarus and/or other government organizations; suspensions of activities in Russia by many multinational companies and the potential expansion of military activity; foreign currency fluctuations; significant changes in applicable tax rates and regulations; future terrorist attacks and other acts of violence; the impacts of consolidation in our industry, including loss or consolidation of a major customer; and the potential occurrence of cyber-security breaches, cyber-security attacks and other technology outages and security incidents.Furthermore, the Company is subject to the same business cycles as those experienced by our customers in the steel, automobile, aircraft, industrial equipment, aluminum, and durable goods industries. Other factors could also adversely affect us, including those related to acquisitions and the integration of acquired businesses.Therefore, we caution you not to place undue reliance on our forward-looking statements. For more information regarding these risks and uncertainties as well as certain additional risks that we face, refer to the Risk Factors section, which appears in Item 1A in our 2023 Form 10-K and in our quarterly and other reports filed from time to time with the SEC. This discussion is provided as permitted by the Private Securities Litigation Reform Act of 1995.Quaker Houghton on the InternetFinancial results, news and other information about Quaker Houghton can be accessed from the Companyâ€™s website at https://www.quakerhoughton.com. This site includes important information on the Companyâ€™s locations, products and services, financial reports, news releases and career opportunities. The Companyâ€™s periodic and current reports on Forms 10-K, 10-Q, 8-K, and other filings, including exhibits and supplemental schedules filed therewith, and amendments to those reports, filed with the SEC are available on the Companyâ€™s website, free of charge, as soon as reasonably practicable after they are electronically filed with or furnished to the SEC. Information contained on, or that may be accessed through, the Companyâ€™s website is not incorporated by reference in this Report and, accordingly, you should not consider that information part of this Report.31Table of ContentsItemÂ 3. Quantitative and Qualitative Disclosures About Market Risk.We have evaluated the information required under this Item that was disclosed in Part II, Item 7A, of our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023, and we believe there has been no material change to that information.ItemÂ 4. Controls and Procedures.Evaluation of disclosure controls and procedures. As required by Rule 13a-15(b) under the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€), our management, including our principal executive officer and principal financial officer, has evaluated the effectiveness of our disclosure controls and procedures (as defined in Rule 13a-15(e) under the Exchange Act) as of the end of the period covered by this Report. Based on that evaluation, our principal executive officer and our principal financial officer have concluded that, as of JuneÂ 30, 2024, the end of the period covered by this Report, our disclosure controls and procedures (as defined in Rule 13a-15(e) under the Exchange Act) were effective.Changes in internal control over financial reporting. As required by Rule 13a-15(d) under the Exchange Act, our management, including our principal executive officer and principal financial officer, has evaluated our internal control over financial reporting to determine whether any changes to our internal control over financial reporting occurred during the quarter ended JuneÂ 30, 2024 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting. Based on that evaluation, there were no changes that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting during the quarter ended JuneÂ 30, 2024.32Table of ContentsPART II. OTHER INFORMATIONItems 3 and 4 of Part II are inapplicable and have been omitted.Item 1. Legal Proceedings.Incorporated by reference is the information in Note 18 of Notes to the Condensed Consolidated Financial Statements in Part I, Item 1, of this Report.Item 1A. Risk Factors.The Companyâ€™s business, financial condition, results of operations and cash flows are subject to various risks that could cause actual results to vary materially from recent results or from anticipated future results. In addition to the other information set forth in this Report, you should carefully consider the risk factors previously disclosed in Part I, Item 1A of the Companyâ€™s 2023 Form 10-K. There have been no material changes to the risk factors described therein.ItemÂ 2. Unregistered Sales of Equity Securities, Use of Proceeds and Issuer Purchases of Equity Securities.The following table sets forth information concerning shares of the Companyâ€™s common stock acquired by the Company during the period covered by this Report:Period(a)Total Numberof SharesPurchased (1)(2)(b)AveragePrice PaidPer Share (1)(2)(c)Total Number ofShares Purchased as part of Publicly Announced Plans or Programs (2)(d)Approximate Dollar Value of Shares that May Yet be Purchased Under the Plans or Programs (2)April 1 - April 30â€”Â $â€”Â â€”$150,000,000Â May 1 - May 31139$184.92Â â€”$150,000,000Â June 1 - June 3050,745$170.47Â 49,000$141,646,305Â Total50,884$170.50Â 49,000$141,646,305Â (1)1,884 of these shares were acquired from employees related to the surrender of Quaker Chemical Corporation shares in payment of the vesting of restricted stock awards or units. The price paid for shares acquired from employees pursuant to employee benefit and share-based compensation plans is based on the closing price of the Companyâ€™s common stock on the date of vesting as specified by the plan pursuant to which the applicable option, restricted stock award, or restricted stock unit was granted.(2)On February 28, 2024, the Board of Directors of the Company approved, and the Company announced, a share repurchase program, pursuant to which the Company is authorized to repurchase up to $150,000,000 of Quaker Chemical Corporation common stock (the â€œ2024 Share Repurchase Programâ€), and it has no expiration date. The number of shares to be repurchased and the timing of such transactions will depend on a variety of factors, including market conditions.Limitation on the Payment of DividendsThe Credit Facility has certain limitations on the payment of dividends and other so-called restricted payment covenants.Â See Note 14 of Notes to Condensed Consolidated Financial Statements, in Part I, Item 1, of this Report.ItemÂ 5. Other Information.Insider Trading Arrangements and PoliciesNo director or officer (as defined in Rule 16a-1(f) promulgated under the Exchange Act) of the Company adopted or terminated any Rule 10b5-1 trading arrangement or any non-Rule 10b5-1 trading arrangement (as such terms are defined in Item 408 of Regulation S-K) during the period covered by this Report except as follows. On May 31, 2024, Shane Hostetter, former Executive Vice President, Chief Financial Officer, entered into a Rule 10b5-1 written trading arrangement intended to satisfy the affirmative defense of Rule 10b5-1(c) under the Securities Exchange Act of 1934, as amended. Mr. Hostetterâ€™s trading arrangement covers the sale of up to 1,697 shares of Company common stock from August 29, 2024 until September 28, 2024. 33Table of ContentItemÂ 6. Exhibits. (a)Â Exhibits3.1â€“Amended and Restated Articles of Incorporation (as amendedÂ through July 24, 2019).Â Incorporated by reference to Exhibit 3.1 as filed by the Registrant with its quarterly report onÂ Form 10-Q filed on August 1, 2019.3.2â€“Amended and Restated By-laws (effective December 19, 2022). Incorporated by reference to Exhibit 3.1 as filed by the Registrant within its current report on Form 8-K on December 20, 2022.10.1â€“Employment Agreement by and between the Registrant and Thomas Coler dated May 6, 2024, effective June 10, 2024.*â€ 10.2â€“Form of Change of Control Agreement by and between the Registrant and certain executive officers (including Thomas Coler).*â€ 10.3â€“Quaker Chemical Corporation 2024 Long-Term Incentive Plan. Incorporated by reference to Exhibit 10.1 as filed by the Registrant within its current report on Form 8-K on May 9, 2024.â€ 10.4â€“Form of Restricted Stock Unit Award Agreement for executive officers and other employees under Registrantâ€™s 2024 Long-Term Performance Incentive Plan.*â€ 10.5â€“Form of Restricted Stock Unit Award Agreement for executive officers and other employees under Registrantâ€™s 2024 Long-Term Performance Incentive Plan.*â€ 10.6â€“Form of Performance Stock Unit Award Agreement for executive officers and other employees under Registrantâ€™s 2024 Long-Term Performance Incentive Plan.*â€ ^10.7â€“Form of Performance Stock Unit Award Agreement for executive officers and other employees under Registrantâ€™s 2016 Long-Term Performance Incentive Plan.*â€ ^31.1â€“Certification of Chief Executive Officer of the Company pursuant to Rule 13a-14(a) of the Securities Exchange Act of 1934.*31.2â€“Certification of Chief Financial Officer of the Company pursuant to Rule 13a-14(a) of the Securities Exchange Act of 1934.*32.1â€“Certification of Chief Executive Officer of the Company Pursuant to 18 U.S. C. Section 1350.**32.2â€“Certification of Chief Financial Officer of the Company Pursuant to 18 U.S. C. Section 1350.**101.INSâ€“Inline XBRL Instance Document*101.SCHâ€“Inline XBRL Taxonomy Schema Document*101.CALâ€“Inline XBRL Taxonomy Calculation Linkbase Document*101.DEFâ€“Inline XBRL Taxonomy Definition Linkbase Document*101.LABâ€“Inline XBRL Taxonomy Label Linkbase Document*101.PREâ€“Inline XBRL Taxonomy Presentation Linkbase Document*104â€“Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101.INS)** Filed herewith.** Furnished herewith.â€ Management contract or compensatory plan.^ Certain portions of the exhibits that are not material and are of the type Quaker Houghton treats as confidential have been redacted pursuant to Item 601(b)(10)(iv) of Regulation S-K. Copies of the unredacted exhibits will be furnished to the SEC upon request*********34Table of ContentPursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.QUAKER CHEMICAL CORPORATION(Registrant)/s/ Thomas ColerDate: AugustÂ 5, 2024Thomas Coler, Executive Vice President, Chief Financial Officer (officer duly authorized on behalf of, and principal financial officer of, the Registrant)35 EX-10.1 2 kwr2024q2-exx101.htm EX-10.1 DocumentEXHIBIT 10.1EMPLOYMENT AGREEMENTÂ Â Â Â Â Â Â Â May 6, 2024NAME:Tom ColerThe parties to this Employment Agreement (â€œAgreementâ€) are Tom Coler (â€œYouâ€ or the â€œExecutiveâ€) and Quaker Chemical Corporation, d/b/a Quaker Houghton, a Pennsylvania corporation (â€œQuaker Houghtonâ€ or the â€œCompanyâ€).You are hereby appointed as the Companyâ€™s EVP and Chief Financial Officer (â€œCFOâ€) effective June 10, 2024. Â Â Â Â NOW THEREFORE in consideration of the mutual promises and covenants herein contained and intending to be legally bound

hereby the parties hereto agree as follows:1.Â Â Â Â Duties Quaker Houghton agrees to employ you and you agree to serve as Quaker Houghtonâ€™s CFO. You shall perform all duties consistent with such position as well as any other duties that are assigned to you from time to time by Quaker Houghtonâ€™s CEO. You agree that during the term of your employment with Quaker Houghton to devote your knowledge, skill, and working time solely and exclusively to the business and interests of Quaker Houghton and its subsidiaries.
2.Â Â Â Â CompensationÂ Â Â Â Your base salary will be determined from time to time by the Quaker Houghton Board of Directors. In addition, you will be entitled to participate, to the extent eligible, in any of Quaker Houghtonâ€™s annual and long-term incentive plans, retirement savings plan (401k plan), and will be entitled to vacations, paid holidays, and medical, dental, and other benefits as are made available by Quaker Houghton to its executives and full-time U.S. employees. During your employment with Quaker Houghton, your salary will not be reduced by Quaker Houghton without your prior written consent. Your initial compensation and benefits are outlined on Addendum 1, which is attached hereto and made a part hereof. 3.Â Â Â Â Term of Employment.Your employment with Quaker may be terminated on ninety (90) days' written notice by either party, with or without cause or reason whatsoever. Within ninety (90) days after termination of your employment, you will be given an accounting of all monies due you. Notwithstanding the foregoing, Quaker has the right to terminate your employment upon less than ninety (90) daysâ€™ notice for Cause (as defined below).4.Â Â Â Â Covenant Not to Disclosea.Â Â Â Â As CFO, you acknowledge that the identity of Quaker Houghton's (and any of Quaker Houghton's affiliatesâ€™) customers, the requirements of such customers, pricing and payment terms quoted and charged to such customers, the identity of Quaker Houghton's suppliers and terms of supply (and the suppliers and related terms of supply of any of Quaker Houghton's customers for which chemical and other management services are being provided), information concerning the method and conduct of Quaker Houghton's (and any affiliateâ€™s) business such as formulae, formulation information, application technology, manufacturing information, marketing information, strategic and marketing plans, financial information, financial statements (audited and unaudited), budgets, corporate practices and procedures, research and development efforts, and laboratory test methods and all of Quaker Houghton's (and its affiliatesâ€™) manuals, documents, notes, letters, records, and computer programs are Quaker Houghton's confidential information ("Confidential Information") and are Quaker Houghtonâ€™s (and/or any of its affiliatesâ€, as the case may be) sole and exclusive property. You agree that at no time during or following your employment with Quaker Houghton will you appropriate for your own use, divulge, or pass on, directly or through any other individual or entity or to any third party, any Quaker Houghton Confidential Information. Upon termination of your employment with Quaker Houghton and prior to final payment of all monies due to you under Section 2 or at any other time upon Quaker Houghton's request, you agree to surrender immediately to Quaker Houghton all materials in your possession or control which include or contain any Quaker Houghton Confidential Information.b.Â Â Â Â You acknowledge that, by this Section 4(b), you have been notified in accordance with the Defend Trade Secrets Act that, notwithstanding the foregoing:(i)You will not be held criminally or civilly liable under any federal or state trade secret law or this Agreement for the disclosure of Confidential Information that: (A) you make (1) in confidence to a federal, state, or local government official, either directly or indirectly, or to your attorney; and (2) solely for the purpose of reporting or investigating a suspected violation of law; or (B) you make in a complaint or other document that is filed under seal in a lawsuit or other proceeding.(ii)If you file a lawsuit for retaliation by Quaker Houghton for reporting a suspected violation of law, you may disclose Confidential Information to your attorney and use the Confidential Information in the court proceeding if you: (A) file any document containing Confidential Information under seal and (B) do not disclose Confidential Information, except pursuant to court order.Â Â Â Â c.Â Â Â Â Additionally, Quaker Houghton confirms that nothing in this Agreement is intended to or shall prevent, impede or interfere with your right, without prior notice to Quaker Houghton, to provide information to the government, participate in any government investigations, file a court or administrative complaint, testify in proceedings regarding Quaker Houghtonâ€™s past or future conduct, or engage in any future activities protected under any statute administered by any government agency.5.Â Â Â Â Covenant Not to CompeteIn consideration of your position of CFO for Quaker Houghton and the training and Confidential Information you are to receive from Quaker Houghton, you agree that during your employment with Quaker Houghton and for a period of one (1) year thereafter, regardless of the reason for your termination, you will not:a.Â Â Â Â directly or indirectly, together or separately or with any third party, whether as an employee, individual proprietor, partner, stockholder, officer, director, or investor, or in a joint venture or any other capacity whatsoever, actively engage in business or assist anyone or any firm in business as a manufacturer, seller, or distributor of specialty chemical products which are the same, like, similar to, or which compete with Quaker Houghtonâ€™s (or any of its affiliatesâ€™) products or services; and b.Â Â Â Â directly or indirectly recruit, solicit, or encourage any Quaker Houghton (or any of its affiliatesâ€™) employee or otherwise induce such employee to leave Quaker Houghtonâ€™s (or any of its affiliatesâ€™) employ, or to become an employee or otherwise be associated with you or any firm, corporation, business, or other entity with which you are or may become associated; andc.Â Â Â Â solicit or induce any of Quaker Houghton's suppliers of products and/or services (or a supplier of products and/or services of a customer who is being provided or solicited for the provision of chemical management or other services by Quaker Houghton) to terminate or alter its contractual relationship with Quaker Houghton (and/or any such customer).The parties consider these restrictions reasonable, including the period of time during which the restrictions are effective. However, if any restriction or the period of time specified should be found to be unreasonable in any court proceeding, then such restriction shall be modified or the period of time shall be shortened as is found to be reasonable so that the foregoing covenant not to compete may be enforced. You agree that in the event of a breach or threatened breach by you of the provisions of the restrictive covenants contained in Section 4 or in this Section 5, Quaker Houghton will suffer irreparable harm, and monetary damages may not be an adequate remedy. Therefore, if any breach occurs, or is threatened, in addition to all other remedies available to Quaker Houghton, at law or in equity, Quaker Houghton shall be entitled as a matter of right to specific performance of the covenants contained herein by way of temporary or permanent injunctive relief. In the event of any breach of the restrictive covenant contained in this Section 5, the term of the restrictive covenant shall be extended by a period of time equal to that period beginning on the date such violation commenced and ending when the activities constituting such violation cease.6.Â Â Â Â Contractual Restrictions You represent and warrant to Quaker Houghton that: (a) there are no restrictions, agreements, or understandings to which you are a party that would prevent or make unlawful your employment with Quaker Houghton and (b) your employment by Quaker Houghton shall not constitute a breach of any contract, agreement, or understanding, oral or written, to which you are a party or by which you are bound. You further represent that you will not use any trade secret, proprietary or otherwise confidential information belonging to a prior employer or other third party in connection with your employment with Quaker Houghton.7.Â Â Â Â InventionsAll improvements, modifications, formulations, processes, discoveries or inventions ("Inventions"), whether or not patentable, which were originated, conceived or developed by you solely or jointly with others (a) during your working hours or at Quaker Houghtonâ€™s expense or at Quaker Houghton's premises or at a customerâ€™s premises or (b) during your employment with Quaker Houghton and additionally for a period of one year thereafter, and which relate to (i) Quaker Houghtonâ€™s business or (ii) any research, products, processes, devices, or machines under actual or anticipated development or investigation by Quaker Houghton at the earlier of (i) that time or (ii) as the date of termination of employment, shall be Quaker Houghtonâ€™s sole property. You shall promptly disclose to Quaker Houghton all Inventions that you conceive or become aware of at any time during your employment with Quaker Houghton and shall keep complete, accurate, and authentic notes, data, and records of all Inventions and of all work done by you solely or jointly with others, in the manner directed by Quaker Houghton. You hereby transfer and assign to Quaker Houghton all of your right, title, and interest in and to any and all Inventions which may be conceived or developed by you solely or jointly with others during your employment with Quaker Houghton. You shall assist Quaker Houghton in applying, obtaining, and enforcing any United States Letters Patent and Foreign Letters Patent on any such Inventions and to take such other actions as may be necessary or desirable to protect Quaker Houghton's interests therein. Upon request, you shall execute any and all applications, assignments, or other documents that Quaker Houghton deems necessary and desirable for such purposes. You have attached hereto a list of unpatented inventions that you have made or conceived prior to your employment with Quaker Houghton, and it is agreed that those inventions shall be excluded from the terms of this Agreement.8.Termination. (a)Either party may terminate this Agreement per the terms of Section 3 hereof and Quaker Houghton, in its sole discretion, may terminate your employment at any time for Cause (as defined herein). If you incur a Separation from Service (as defined below) by decision and action of Quaker Houghton for any reason other than Cause, death, or Disability (as defined below), Quaker Houghton agrees to:1.Â Â Â Â Provide you with reasonable outplacement assistance, either by providing the services in-kind, or by reimbursing reasonable expenses actually incurred by you in connection with your Separation from Service. The outplacement services must be provided during the one-year period following your Separation from Service. If any expenses are to be reimbursed, you must request the reimbursement within eighteen months of your Separation from Service and reimbursement will be made within 30 days of the receipt of your request; and2.Â Â Â Â Pay you twelve monthsâ€™ severance in bi-weekly installments commencing on the Payment Date (as defined below) and continuing on Quaker Houghton's normal payroll dates thereafter, each of which is equal to the total of your bi-weekly base salary at the time of your Separation from Service, provided you sign a Release within 45 days of the later of the date you receive the Release or your Separation from Service. Continuation of all medical and dental coverageâ€™s will also be available for 18 months at a level equal to the coverage provided before your Separation from Service.(b)If the Executive dies during the Term of Employment, the Company shall not thereafter be obligated to make any further payments under this Agreement except for amounts accrued as of the date of the Executiveâ€™s death, and except that the Company shall pay a single-sum cash death benefit to the Executiveâ€™s Beneficiary equal to 200% of the annual rate of the Executiveâ€™s base salary as in effect on the day before the Executiveâ€™s death or be entitled to the death benefit (as a multiple of base salary) to which any other executive officer would be entitled. To that end, the Company currently has a program in which all executive officers in the Companyâ€™s Executive Leadership Team participate, which entitle each to a death benefit equal to 100% of base salary in the year of death and 50% of base salary in each of the four years thereafter. â€œBeneficiaryâ€ shall mean the person designated by the Executive to receive benefits under this Agreement in a writing filed by the Executive with the Companyâ€™s human resources department before the Executiveâ€™s death or, if the Executive fails to designate a beneficiary or the designated beneficiary predeceases the Executive, the Executiveâ€™s Beneficiary shall be his surviving spouse or, if the Executive has no surviving spouse, his estate.(c)Disability of Executive. If the Executive is unable to perform his duties hereunder by reason of disability as defined in the Companyâ€™s Long-Term Disability Plan (â€œDisabilityâ€), then the Board shall have the right to terminate the Executiveâ€™s employment upon 30 days prior written notice to the Executive at any time during the continuation of such Disability. In the event the Executive is terminated pursuant to this Section 8(c), the Company shall not thereafter be obligated to make any further payments under this Agreement except for amounts accrued as of the date of such termination, and except that the Executive shall receive supplemental disability payments. Such supplemental disability payments shall be paid to the Executive after the Executiveâ€™s Separation from Service at the same time that disability payments are due to be paid to the Executive under the Companyâ€™s Long-Term Disability Plan and each such payment shall be equal to the excess of (a) the amount that would be payable under the Companyâ€™s Long-Term Disability Plan (disregarding any withholding) if the Executive elected a benefit of 50% of applicable pay and such plan did not limit the dollar amount of periodic payments thereunder, over (b) the amount that would be payable under the Companyâ€™s Long-Term Disability Plan (disregarding any withholding) if the Executive elected a benefit of 50% of applicable pay. The â€œCompanyâ€™s Long-Term Disability Planâ€ shall mean the long-term disability plan maintained by the Company for employees generally; provided, however, that if the Company does not maintain such a long-term disability plan at the time of the Executiveâ€™s termination under this Section 8(c), or terminates such plan after the Executiveâ€™s termination of employment but before all disability payments have been paid to the Executive under the terms of such plan as in effect prior to its termination, (x) the â€œCompanyâ€™s Long-Term Disability Planâ€ shall mean the long-term disability plan most recently maintained by the Company for employees generally, and (y) the amount determined under subsection (b) shall equal zero dollars ($0). Such supplemental disability payments shall be payable from the Companyâ€™s general assets or, if the Company so elects, from a supplemental disability policy purchased by the Company. â€œSeparation from Serviceâ€ means your separation from service with Quaker Houghton and its affiliates within the meaning of Treas. Reg. Â§1.409A-1(h) or any successor thereto.Â Â Â Â â€œCauseâ€ means your employment with Quaker Houghton has been terminated by reason of (i) your willful and material breach of this Agreement (after having received notice thereof and a reasonable opportunity to cure or correct) or the Companyâ€™s policies, (ii) dishonesty, fraud, willful malfeasance, gross negligence, or other gross misconduct, in each case relating to the performance of your duties hereunder which is materially injurious to Quaker Houghton, or (iii) conviction of or plea of guilty or nolo contendere to a felony.â€œPayment Dateâ€ means (x) the 60th day after your Separation from Service or (y) if you are a specified employee (as defined in Treas. Reg. Â§1.409A-1(i)) as of the date of your Separation from Service, and the severance described in subsection (b) is deferred compensation subject to section 409A of the Code, the first business day of the seventh month following the month in which your Separation from Service occurs. If the Payment Date is described in clause (y), the amount paid on the Payment Date shall include all monthly installments that would have been paid earlier had clause (y) not been applicable, plus interest at the Wall Street Journal Prime Rate published in the Wall Street Journal on the date of your Separation from Service (or the previous business day if such day is not a business day), for the period from the date payment would have been made had clause (y) not been applicable through the date payment is made.â€œReleaseâ€ means a release (in a form satisfactory to Quaker Houghton) of any and all claims against Quaker Houghton and all related parties with respect to all matters arising out of your employment with Quaker Houghton, or the termination thereof (other than for claims for any entitlements under the terms of this Agreement or any plans or programs of Quaker Houghton under which you have accrued a benefit) that Quaker Houghton provides to you no later than ten days after your Separation from Service. If a release is not provided to you within this time period, the severance shall be paid even if you do not sign a release.9.Â Â Â Â IndemnificationÂ Â Â Â Quaker Houghton shall defend you and hold you harmless to the fullest extent permitted by applicable law in connection with any claim, action, suit, investigation or proceeding arising out of or relating to performance by you of services for, or actions of you as a director, officer, or employee of Quaker Houghton or any parent, subsidiary or affiliate of Quaker Houghton, or of any other person or enterprise at Quaker Houghtonâ€™s request. Expenses incurred by you in defending such a claim, action, suit or investigation or criminal proceeding shall be paid by Quaker Houghton in advance of the final disposition thereof upon the receipt by the Company of an undertaking by or on your behalf to repay said amounts unless it shall ultimately be determined that you are entitled to be indemnified hereunder; provided, however, that this shall not apply to a nonderivative action commenced by Quaker Houghton against you. 10.Â Â Â Â Governing Law.Â Â Â Â The provisions of this Agreement shall be construed in accordance with the laws of the Commonwealth of Pennsylvania without reference to principles of conflicts of laws.11.Â Â Â Â MiscellaneousThis Agreement and the Change in Control Agreement to which you are a party, constitute the entire integrated agreement concerning the subjects covered herein. In case any provision of this Agreement shall be invalid, illegal, or otherwise unenforceable, the validity, legality, and enforceability of the remaining provisions shall not thereby be affected or impaired. You may not assign any of your rights or obligations under this Agreement without Quaker Houghtonâ€™s prior written consent. Quaker Houghton may assign this Agreement in its discretion, including to any affiliate or upon a sale of assets or equity, merger, or other corporate transaction; provided that Quaker Houghton obtains the assigneeâ€™s written commitment to honor the terms and conditions contained herein. This Agreement shall be governed by, and construed in accordance with, the laws of the Commonwealth of Pennsylvania without regard to any conflict of laws. This Agreement shall be binding upon you, your heirs, executors, and administrators and shall inure to the benefit of Quaker Houghton as well as its successors and assigns. In the event of any overlap in the restrictions contained herein, including Sections 4 and/or 5 above, with similar restrictions contained in any other agreement, such restrictions shall be read together so as to provide the broadest restriction possible.IN WITNESS WHEREOF, the parties hereto have executed this Agreement the day and year first above written.WITNESS:QUAKER CHEMICAL CORPORATIONDBA QUAKER HOUGHTONWITNESS:TOM COLER[/s/ TOM COLER]Executive to sign here ADDENDUM 1Base Salary:Your salary will be payable on a bi-weekly basis with an initial annualized salary of $515,000. You will be eligible for your next salary increase review in 2025.Annual and Long-Term Bonus and Grants:For your position, you are eligible to participate in the full year 2024 Annual Incentive Plan (â€œAIPâ€) with a target award percentage of 65% of your base salary, dependent upon Quaker Houghtonâ€™s financial results, organizational context, and individual performance.You will be eligible to participate in the 2024-2026 Long-Term Incentive Plan (â€œLTIPâ€) for the full year of 2024. Your award for the 2024-2026 performance period includes a mix of time-based restricted stock units (RSUâ€™s) (40%) and target performance stock units (PSUâ€™s) (60%) of the total award. The value at a target level is $850,000. The PSUâ€™s are for a three-year performance period and the RSUâ€™S will vest ratably over a 3-year period.Annual LTI awards are discretionary and require approval from the Compensation and Human Resources Committee and are granted either on the 15th of the month of hire or on the 15th of the following month.Special One-time Grant:An equity sign-on award of $400,000 RSUâ€™s which will vest in its entirety on the two (2) year anniversary of the grant date. Such award is subject to a claw-back and must be repaid to the Company if you voluntarily terminate your employment with Quaker Houghton or are terminated for cause within the three (3) years of your tenure with Quaker Houghton.LTI awards are discretionary and require approval from the

Compensation and Human Resources Committee and are granted either on the 15th of the month of hire or on the 15th of the following month.Additional Forfeitures Temporary HousingExecutive Financial Wellbeing and Financial Planning:You will be provided with a one-time lump sum payment of approximately $12,000 to cover the cancellation of your current apartment lease and the movement of household goods from Utah to Minnesota. This payment will be grossed-up for federal, state, and local income and employment taxes. You will provide the company with documentation associated with these costs and will be paid the one-time lump sum, as soon as administratively feasible after your start date.If you voluntarily resign prior to completing two (2) years of employment with the company, you agree to reimburse Quaker Houghton for the full amount of the payment(s) that was made during the previous two-year period.Quaker Houghton will provide temporary housing during the transition to the Philadelphia area for up to 90 days. Movement of household goods to support short term living will be paid by Quaker Houghton. Further information regarding these services will be provided upon acceptance of a formal offer of employment.You will be eligible to participate in the companyâ€™s health and welfare benefit programs in accordance with and subject to the terms and conditions of such plans or programs.As a member of the Executive Leadership Team, you are eligible for our Executive Financial Wellbeing benefit.The Financial Wellbeing benefit provides you support for eligible expenses that you incur for financial and tax planning activities.Â Quaker Houghton partners with Goldman Sachs Ayco to assist you with these services.Â The cost of the Aycoâ€™s Tax and Financial Planning service is up to $15,500 annually and will be fully paid for by Quaker Houghton.Â You are only responsible for the taxes on any imputed income.Â The decision to use Goldman Sachs Ayco or another provider is your choice.Â Should you elect a different provider, you are eligible for a reimbursement on eligible expenses up to $3,500.Â Â Either benefit option is provided on a calendar year basis and is a taxable benefit.Â You must be employed by Quaker Houghton when the services are provided to receive this reimbursement.Â Upon separation from service following retirement, company-initiated termination without cause, long-term disability or death of a participating executive, Quaker Houghton will pay for the benefit for the year of the separation from service and one-year post separation from service.Â Â In the event of a change in control, Quaker Houghton will pay for the benefit for the year in which the change in control occurs and for one calendar year thereafter.Executive MedicalBenefitsOther Benefits:In partnership with external medical providers, we will provide proactive and preventative healthcare offerings in 3 available options to each of you and your spouse (should you choose): Executive Physical (in partnership with Penn Medicine), Executive Medical Concierge services (in partnership with Penn Medicine OR MDVIP), or Executive Medical reimbursement coverage through a provider of your choice (ex. Mayo Clinic). Quaker Houghton will cover the financial cost of these offerings.Quaker Houghton offers a Flexible Benefits Program that is subject to change. This gives you the opportunity to choose from a variety of options creating a customized benefits package. The following benefits are currently part of the program. In each of these areas, you are offered a range of options so you may choose the ones that make the most sense for your personal situation.â€¢Medical â€¢Dental â€¢Life & AD&D Insuranceâ€¢Long-term Disabilityâ€¢Health Care and Dependent Care Flexible Spending Accounts (FSAs)â€¢Retirement Savings Plan (401K) EX-10.2 3 kwr2024q2-exx102.htm EX-10.2 DocumentEXHBIIT 10.2CHANGE IN CONTROL AGREEMENTTHIS AGREEMENT, dated June 10, 2024 between QUAKER CHEMICAL CORPORATION, d/b/a QUAKER HOUGHTON, a Pennsylvania corporation (the â€œCompanyâ€) and Tom Coler (the â€œManagerâ€),W I T N E S S E T H T H A TÂ Â Â Â WHEREAS, the Board of Directors of the Company has determined that it is in the best interests of the Company and its shareholders that the Company and its subsidiaries be able to attract, retain, and motivate highly qualified management personnel and, in particular, that they be assured of continuity of management in the event of any actual or threatened change in control of the Company; andWHEREAS, the Board of Directors of the Company believes that the execution by the Company of change in control agreements with certain management personnel, including the Manager, is an important factor in achieving this desired end;Â Â Â Â NOW, THEREFORE, IN CONSIDERATION of the mutual obligations and agreements contained herein and intending to be legally bound hereby, the Manager and the Company agree that the Change in Control Agreement is amended and restated, as follows:1.Term of Agreement.Â Â Â Â This Agreement shall become effective on your start date with the Company (the â€œEffective Dateâ€), and shall continue in effect through December 31, 20243, provided, however, that the term of this Agreement shall automatically be extended for successive one-year periods thereafter, unless, not later than eighteen (18) months preceding the calendar year for which the term would otherwise automatically extend, the Company shall have given written notice to the Manager of intention not to extend this Agreement for an additional year, in which event this Agreement shall continue in effect until December 31 of the calendar year immediately preceding the calendar year for which the term would have otherwise automatically extended. Notwithstanding any such notice not to extend, if a Change in Control (as defined in Section 2) occurs during the original or extended term of this Agreement, this Agreement shall remain in effect after a Change in Control until all obligations of the parties hereto under this Agreement shall have been satisfied.1 2.Change in Control.Â Â Â Â As used in this Agreement, a â€œChange in Controlâ€ of the Company shall be deemed to have occurred if:(a)Any person (a â€œPersonâ€), as such term is used in Sections 13(d) and 14(d) of the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€) (other than (i) the Company and/or its wholly owned subsidiaries; (ii) any ESOP or other employee benefit plan of the Company and any trustee or other fiduciary in such capacity holding securities under such plan; (iii) any corporation owned, directly or indirectly, by the shareholders of the Company in substantially the same proportions as their ownership of stock of the Company; or (iv) any other Person who, within the one year prior to the event which would otherwise be a Change in Control, is an executive officer of the Company or any group of Persons of which he voluntarily is a part), is or becomes the â€œbeneficial ownerâ€ (as defined in Rule 13d-3 under the Exchange Act), directly or indirectly, of securities of the Company representing 30% or more of the combined voting power of the Companyâ€™s then outstanding securities or such lesser percentage of voting power, but not less than 15%, as determined by the members of the Board of Directors of the Company who are independent directors (as defined in the New York Stock Exchange, Inc. Listed Company Manual);(b)During any two-year period after the Effective Date, Directors of the Company in office at the beginning of such period plus any new Director (other than a Director designated by a Person who has entered into an agreement with the Company to effect a transaction within the purview of subsections (a) or (c)) whose election by the Board of Directors of the Company or whose nomination for election by the Companyâ€™s shareholders was approved by a vote of at least two-thirds of the Directors then still in office who either were Directors at the beginning of the period or whose election or nomination for election was previously so approved shall cease for any reason to constitute at least a majority of the Board; (c)The consummation of (i) any consolidation or merger of the Company in which the Company is not the continuing or surviving corporation or pursuant to which the Companyâ€™s voting common shares (the â€œCommon Sharesâ€) would be converted into cash, securities, and/or other property, other than a merger of the Company in which holders of Common Shares immediately prior to the merger have the same proportionate ownership of voting shares of the surviving corporation immediately after the merger as they had in the Common Shares immediately before; or (ii) any sale, lease, exchange, or other transfer (in one transaction or a series of related transactions) of all or substantially all the assets or earning power of the Company; or(d)The Companyâ€™s shareholders or the Companyâ€™s Board of Directors shall approve the liquidation or dissolution of the Company.Â Â Â Â 3.Entitlement to Change in Control Benefits; Certain Definitions.Â Â Â Â - 2 - Â Â Â Â The Manager shall be entitled to the benefits provided in this Agreement in the event the Manager has a Separation from Service under the circumstances described in (a) below (a â€œCovered Terminationâ€), provided the Manager executes and does not revoke a Release (as defined below), if any, provided by the Company.(a)A Covered Termination shall have occurred in the event the Managerâ€™s employment with the Company or its affiliates is terminated within two (2) years following a Change in Control by:(i)The Company or its affiliates without Cause (as defined below); or(ii)Resignation of the Manager for Good Reason (as defined below).Â Â Â Â The Manager shall have no rights to any payments or benefits under this Agreement in the event the Managerâ€™s employment with the Company and its affiliates is terminated (i) as a result of death or Disability (as defined below), or (ii) by the Company or its affiliates for Cause. In the event the Managerâ€™s employment is terminated for any reason prior to a Change in Control, the Manager shall have no rights to any payments or benefits under this Agreement and, after any such termination, this Agreement shall be of no further force or effect.â€œCauseâ€ shall mean (i) the Managerâ€™s willful and material breach of the employment agreement, if any, between the Manager and the Company (after having received notice thereof and a reasonable opportunity to cure or correct), (ii) dishonesty, fraud, willful malfeasance, gross negligence, or other gross misconduct, in each case relating to the performance of the Managerâ€™s employment with the Company or its affiliates which is materially injurious to the Company, or (iii) conviction of or plea of guilty to a felony, such Cause to be determined, in each case, by a resolution approved by at least two-thirds of the Directors of the Company after having afforded the Manager a reasonable opportunity to appear before the Board of Directors of the Company and present his position.â€œCodeâ€ shall mean the Internal Revenue Code of 1986, as amended, together with any applicable regulations thereunder.â€œDisabilityâ€ shall mean covered total and permanent disability as defined in the long-term disability plan maintained by the Company for employees generally or, if the Company does not maintain such a plan, the long-term disability plan most recently maintained by the Company for employees generally.â€œGood Reasonâ€ shall mean any of the following actions without the Managerâ€™s consent, other than due to the Managerâ€™s death or Disability: (i) any reduction in the Managerâ€™s base salary from that provided immediately before the Covered Termination or, if higher, immediately before the Change in Control; (ii) any reduction in the Managerâ€™s bonus opportunity (including cash and noncash incentives) or increase in the goals or standards required to accrue that Â Â Â Â - 3 - opportunity, as compared to the opportunity and goals or standards in effect immediately before the Change in Control; (iii) a material adverse change in the nature or scope of the Managerâ€™s authorities, powers, functions, or duties from those in effect immediately before the Change in Control; (iv) a reduction in the Managerâ€™s benefits from those provided immediately before the Change in Control, disregarding any reduction under a plan or program covering employees generally that applies to all employees covered by the plan or program; or (v) the Manager being required to accept a primary employment location which is more than twenty-five (25) miles from the location at which he primarily was employed during the ninety (90) day period prior to a Change in Control. Â Â Â Â â€œPayment Dateâ€ shall mean the 60th day after the Managerâ€™s Separation from Service, subject to Section 9.Â Â Â Â â€œReleaseâ€ shall mean a release (in a form satisfactory to the Company) of any and all claims against the Company and all related parties with respect to all matters arising out of the Managerâ€™s employment by the Company and its affiliates, or the termination thereof (other than claims for any entitlements under the terms of this Agreement, under any employment agreement between the Manager and the Company, or under any plans or programs of the Company under which the Manager has accrued a benefit) that the Company provides to the Manager no later than three days after the date of the Managerâ€™s Covered Termination. Notwithstanding any provision of this Agreement to the contrary, if the Company provides a Release to the Manager, the Manager shall not be entitled to any payments or benefits under this Agreement unless the Manager executes the Release within 45 days of the later of the date he receives the Release or the date of his Covered Termination, and the Manager does not revoke the Release.Â Â Â Â â€œSeparation from Serviceâ€ shall mean the Managerâ€™s separation from service with the Company and its affiliates within the meaning of Treas. Reg. Â§1.409A-1(h) or any successor thereto.Â Â Â Â â€œSpecified Employeeâ€ shall mean the Manager if he is a specified employee as defined in Section 409A of the Code as of the date of his Separation from Service. 4.Severance Allowance.(a)Amount of Severance Allowance. In the event of a Covered Termination, the Company shall pay or cause to be paid to the Manager in cash a severance allowance (the â€œSeverance Allowanceâ€) equal to 1.5 (one and one-half) times the sum of the amounts determined in accordance with the following paragraphs (i) and (ii):(i)An amount equivalent to the highest annualized base salary which the Manager was entitled to receive from the Company and its subsidiaries at any time during his employment prior to the Covered Termination; andÂ Â Â Â - 4 - (ii)An amount equal to the average of the aggregate annual amounts paid to the Manager in the Applicable Three-Year Period under all applicable annual incentive compensation plans maintained by the Company and its affiliates (other than compensation relating to relocation expense; the grant, exercise, or settlement of stock options, restricted stock or performance incentive units or the sale or other disposition of shares received upon exercise or settlement of such awards); provided, however, that (x) in determining the average amount paid under the annual incentive plan during the Applicable Three-Year Period there shall be excluded any year in which no amounts were paid to the Manager under that plan; and (y) there shall be excluded from such calculation any amounts paid to the Manager under any such incentive compensation plan as a result of the acceleration of such payments under such plan due to termination of the plan, a Change in Control, or a similar occurrence. The Applicable Three-Year Period shall be (A) if the Manager has received an annual incentive compensation plan payment in the calendar year of his Covered Termination, the calendar year in which such Covered Termination occurs and the two preceding calendar years, or (B) in any other case, the three calendar years preceding the calendar year in which the Managerâ€™s Covered Termination occurs; provided, however, that the Applicable Three-Year Period shall be determined by substituting â€œChange In Controlâ€ for â€œCovered Terminationâ€ if such substitution results in a higher amount under this subsection (ii). In no event shall any retention bonus or change in control or success fee be taken into account when determining the amount of the Severance Allowance hereunder.(b)Payment of Severance Allowance. The Severance Allowance shall be paid to the Manager in a lump sum on the Payment Date if the applicable Change in Control is also a change in control event as defined in Treas. Reg. Â§1.409A-3(i)(5) (or any successor thereto). In any other case, the Severance Allowance shall be paid in eighteen monthly installments commencing on the Payment Date, each of which is equal to one eighteenth (1/18th) of the amount of the Severance Allowance determined under Section 4(a), which are treated as a right to a series of separate payments for purposes of Section 409A of the Code.5.Outplacement and Welfare Benefits.(a)Outplacement. Subject to Section 6, for a period of one year following a Covered Termination of the Manager, the Company shall make or cause to be made available to the Manager, at its expense, outplacement counseling and other outplacement services comparable to those available for the Companyâ€™s senior managers prior to the Change in Control.(b)Welfare Benefits. Subject to Section 6, for a period eighteen months following a Covered Termination of the Manager, the Manager and the Managerâ€™s dependents shall be Â Â Â Â - 5 - entitled to participate in the Companyâ€™s life, medical, and dental insurance plans at the Companyâ€™s expense, in accordance with the terms of such plans at the time of such Covered Termination as if the Manager were still employed by the Company or its affiliates under this Agreement. If, however, life, medical, or dental insurance benefits are not paid or provided under any such plan to the Manager or his dependents because the Manager is no longer an employee of the Company or its subsidiaries, the Company itself shall, to the extent necessary, pay or otherwise provide for such benefits to the Manager and his dependents.6.Effect of Other Employment.Â Â Â Â In the event the Manager becomes employed (as defined below) during the period with respect to which benefits are continuing pursuant to Section 5: (a) the Manager shall notify the Company not later than the day such employment commences; and (b) the benefits provided for in Section 5 shall terminate as of the date of such employment. For the purposes of this Section 6, the Manager shall be deemed to have become â€œemployedâ€ by another entity or person only if the Manager becomes essentially a full-time employee of a person or an entity (not more than 30% of which is owned by the Manager and/or members of his family); and the Managerâ€™s â€œfamilyâ€ shall mean his parents, his siblings and their spouses, his children and their spouses, and the Managerâ€™s spouse and his parents and siblings. Nothing herein shall relieve the Company of its obligations for compensation or benefits accrued up to the time of termination provided for herein.7.Other Payments and Benefits. Â Â Â Â On the Payment Date, the Company shall pay or cause to be paid to the Manager the aggregate of: (a) the Managerâ€™s earned but unpaid base salary through the Covered Termination at the rate in effect on the date of the Covered Termination, or if higher, at the rate in effect at any time during the 90-day period preceding the Change in Control; (b) any unpaid bonus or annual incentive payable to the Manager in respect of the calendar year ending prior to the Covered Termination; (c) the pro rata portion of any and all unpaid bonuses and annual incentive awards for the calendar year in which the Covered Termination occurs, said pro rata portion to be calculated on the fractional portion (the numerator of said fraction being the number of days between January 1 and the date of the Covered Termination, and the denominator of which is 365) of the target bonuses or annual incentive awards for such calendar year; and (d) the pro rata portion of any and all awards under the Companyâ€™s long term incentive plan for the performance period(s) in which the Covered Termination occurs, said pro rata portion to be calculated on the fractional portion (the numerator of said fraction being the number of days between the first day of the applicable performance period and the date of the Covered Termination, and the denominator of which is the total number of days in the applicable performance period) of the amount of the award which would have been payable had (i) the Covered Termination not occurred, and (ii) the target level of performance been achieved for the applicable performance period. The Manager shall be entitled to receive any other payments or benefits that the Manager is entitled to pursuant to the express terms of any compensation or benefit plan or arrangement of Â Â Â Â - 6 - the Company or any of its affiliates; provided that: (x) the Severance Allowance (i) shall be in lieu of any severance payments to which the Manager might otherwise be entitled under the terms of any severance pay plan, policy, or arrangement maintained by the Company or the employment agreement, if any, between the Manager and the Company, and (ii) shall be credited against any severance payments to which the Manager may be entitled by statute; (y) any annual incentive described in subsection (b) or (c) shall decrease (or shall be decreased by), but not below zero, the amount of the annual incentive payable (or paid) with respect to the same calendar year under the Companyâ€™s annual incentive plan (currently the 2023 Annual Incentive Plan); and (z) any amount described in subsection (d) shall decrease (or shall be decreased by), but not below zero, the amount of the analogous performance award payable (or paid) with respect to the same performance period(s) under the Companyâ€™s long term incentive plan(s) (currently the 2016 Long-Term

Performance Incentive Plan). 8.Death After Covered Termination.Â Â Â Â In the event the Manager dies after a Covered Termination occurs, (a) any payments due to the Manager under Section 4 and the first sentence of Section 7 and not paid prior to the Managerâ€™s death shall be made to the person or persons who may be designated by the Manager in writing or, in the event he fails to so designate, to the Managerâ€™s personal representatives, and (b) the Managerâ€™s spouse and dependents shall be eligible for the welfare benefits described in Section 5(b). Payments pursuant to subsection (a) shall be made on the later of (i) the date payment would have been made to the Manager without regard to Section 9, or (ii) the date of the Managerâ€™s death.9.Certain Section 409A Rules. (a)Specified Employee. Notwithstanding any provision of this Agreement to the contrary, if the Manager is a Specified Employee, any payment or benefit under this Agreement that constitutes deferred compensation subject to Section 409A of the Code and for which the payment event is Separation from Service shall not be made or provided before the date that is six months after the date of the Managerâ€™s Separation from Service. Any payment or benefit that is delayed pursuant to this Section 9 shall be made or provided on the first business day of the seventh month following the month in which the Managerâ€™s Separation from Service occurs. With respect to any cash payment delayed pursuant to this Section 9, the first payment shall include interest, at the Wall Street Journal Prime Rate published in the Wall Street Journal on the date of the Managerâ€™s Covered Termination (or the previous business day if such date is not a business day), for the period from the date the payment would have been made but for this Section 9 through the date payment is made. The provisions of this Section 9 shall apply only to the extent required to avoid the Managerâ€™s incurrence of any additional tax or interest under Section 409A of the Code.Â Â Â Â - 7 - (b)Reimbursement and In-Kind Benefits. Notwithstanding any provision of this Agreement to the contrary, with respect to in-kind benefits provided or expenses eligible for reimbursement under this Agreement which are subject to Section 409A of the Code, (i) the benefits provided or the amount of expenses eligible for reimbursement during any calendar year shall not affect the benefits provided or expenses eligible for reimbursement in any other calendar year, except as otherwise provided in Treas. Reg. Â§1.409A-3(i)(1)(iv)(B), and (ii) the reimbursement of an eligible expense shall be made as soon as practicable after the Manager requests such reimbursement (subject to Section 9(a)), but not later than the December 31 following the calendar year in which the expense was incurred.(c)Interpretation and Construction. This Agreement is intended to comply with Section 409A of the Code and shall be administered, interpreted, and construed in accordance therewith to avoid the imposition of additional tax under Section 409A of the Code.10.Confidentiality and Noncompetition.(a)Confidential Information. The Manager acknowledges that information concerning the method and conduct of the Companyâ€™s (and any affiliateâ€™s) business, including, without limitation, strategic and marketing plans, budgets, corporate practices and procedures, financial statements, customer and supplier information, formulae, formulation information, application technology, manufacturing information, and laboratory test methods and all of the Companyâ€™s (and any affiliateâ€™s) manuals, documents, notes, letters, records, and computer programs (â€œProprietary Business Informationâ€), are the sole and exclusive property of the Company (and/or the Companyâ€™s affiliates, as the case may be) and are likely to constitute, contain or reveal trade secrets (â€œTrade Secretsâ€) of the Company (and/or the Companyâ€™s affiliateâ€™s, as the case may be). The term â€œTrade Secretsâ€ as used herein does not include Proprietary Business Information that is known or becomes known to the public through no act or failure to act on the part of the Manager, or which can be clearly shown by written records to have been known by the Manager prior to the commencement of his employment with the Company.(i)The Manager agrees that at no time during or following his employment with the Company will he use, divulge, or pass on, directly or through any other individual or entity, any Trade Secrets. (ii)Upon termination of the Managerâ€™s employment with the Company regardless of the reason for the termination of the Managerâ€™s employment hereunder, or at any other time upon the Companyâ€™s request, the Manager agrees to forthwith surrender to the Company any and all materials in his possession or control which constitute or contain any Proprietary Business Information.Â Â Â Â - 8 - (b)Noncompetition. The Manager agrees that during his employment and for a period of one (1) year thereafter, regardless of the reason for the termination of the Managerâ€™s employment, he will not:(i)directly or indirectly, together or separately or with any third party, whether as an individual proprietor, partner, stockholder, officer, director, joint venturer, investor, or in any other capacity whatsoever actively engage in business or assist anyone or any firm in business as a manufacturer, seller, or distributor of specialty chemical products or chemical management services which are the same, like, similar to, or which compete with the products and services offered by the Company (or any of its affiliates);(ii)directly or indirectly recruit, solicit, or encourage any employee of the Company (or any of its affiliates) or otherwise induce such employee to leave the employ of the Company (or any of its affiliates) or to become an employee or otherwise be associated with his or any firm, corporation, business, or other entity with which he is or may become associated; or(iii)solicit, directly or indirectly, for himself or as agent or employee of any person, partnership, corporation, or other entity (other than for the Company), any then or former customer, supplier, or client of the Company with the intent of actively engaging in business which would cause competitive harm to the Company (or any of its affiliates).(c)Severability. The Manager acknowledges and agrees that all of the foregoing restrictions are reasonable as to the period of time and scope. However, if any paragraph, sentence, clause, or other provision is held invalid or unenforceable by a court of competent and relevant jurisdiction, such provision shall be deemed to be modified in a manner consistent with the intent of such original provision so as to make it valid and enforceable, and this Agreement and the application of such provision to persons and circumstances other than those with respect to which it would be invalid or unenforceable shall not be affected thereby.(d)Remedies. The Manager agrees and recognizes that in the event of a breach or threatened breach of the provisions of the restrictive covenants contained in this Section 10, the Company may suffer irreparable harm, and monetary damages may not be an adequate remedy. Therefore, if any breach occurs or is threatened, the Company shall be entitled to seek equitable remedies, including injunctive relief in any court of applicable jurisdiction notwithstanding the provisions of Section 12. In the event of any breach of the restrictive covenant contained in this Section 10, the term of the restrictive covenant specified herein shall be extended by a period of time equal to that period beginning on the date such violation commenced and ending when the activities constituting such violation cease. Furthermore, if a court or arbitration panel determines that the Manager has breached any of the provisions of this Section 10, the Â Â Â Â - 9 - Companyâ€™s obligations to pay amounts and continue the benefits under this Agreement to the Manager (and his dependents) shall immediately terminate.11.Set-Off Mitigation.Â Â Â Â Except as provided in Section 6, the Companyâ€™s obligation to make the payments provided for in this Agreement and otherwise to perform its obligations hereunder shall not be affected by any set-off, counterclaim, recoupment, defense, or other claim, right, or action which the Company may have against the Manager or others. In no event shall the Manager be obligated to seek other employment or take any other action by way of mitigation of the amounts payable to the Manager under any of the provisions of this Agreement.12.Arbitration: Costs and Expenses of Enforcement.(a)Arbitration. Except as otherwise provided in Sections 10(d) and 13, any controversy or claim arising out of or relating to this Agreement or the breach thereof which cannot promptly be resolved by the parties shall be promptly submitted to and settled exclusively by arbitration in the City of Philadelphia, Pennsylvania, in accordance with the laws of the Commonwealth of Pennsylvania by three arbitrators, one of whom shall be appointed by the Company, one by the Manager, and the third of whom shall be appointed by the first two arbitrators. The arbitration shall be conducted in accordance with the rules of the American Arbitration Association, except with respect to the selection of arbitrators which shall be as provided in this Section 12. Judgment upon the award rendered by the arbitrators may be entered in any court having jurisdiction thereof.(b)Costs and Expenses. In the event that it shall be necessary or desirable for the Manager to retain legal counsel and/or incur other costs and expenses in connection with the enforcement of any and all of his rights under this Agreement at any time during his lifetime, the Company shall pay (or the Manager shall be entitled to recover from the Company, as the case may be) his reasonable attorneysâ€™ fees and costs and expenses in connection with the enforcement of his said rights (including those incurred in or related to any arbitration proceedings provided for in subsection (a) and the enforcement of any arbitration award in court), regardless of the final outcome. 13.Limitation on Payment Obligation.(a)Definitions. For purposes of this Section 13, all terms capitalized but not otherwise defined herein shall have the meanings as set forth in Section 280G of the Code. In addition:(i)the term â€œParachute Paymentâ€ shall mean a payment described in Section 280G(b)(2)(A) or Section 280G(b)(2)(B) of the Code (including, but not limited to, any stock option rights, stock grants, and other cash and noncash compensation amounts that are treated as payments under either such section) and not excluded under Section 280G(b)(4)(A) or Section 280G(b)(6) of the Code;Â Â Â Â - 10 - (ii)the term â€œReasonable Compensationâ€ shall mean reasonable compensation for prior personal services as defined in Section 280G(b)(4)(B) of the Code and subject to the requirement that any such reasonable compensation must be established by clear and convincing evidence; and(iii)the portion of the â€œBase Amountâ€ and the amount of â€œReasonable Compensationâ€ allocable to any â€œParachute Paymentâ€ shall be determined in accordance with Section 280G(b)(3) and (4) of the Code.(b)Limitation. Notwithstanding any other provision of this Agreement, Parachute Payments to be made to or for the benefit of the Manager but for this subsection (b), whether pursuant to this Agreement or otherwise, shall be reduced if and to the extent necessary so that the aggregate Present Value of all such Parachute Payments shall be at least one dollar ($1.00) less than the greater of (i) three times the Managerâ€™s Base Amount and (ii) the aggregate Reasonable Compensation allocable to such Parachute Payments. Any reduction in Parachute Payments caused by reason of this subsection (b) shall be applied in the manner least economically detrimental to the Manager. In the event reduction of two or more types of payments would be economically equivalent, the reduction shall be applied pro-rata to such types of payments.Â Â Â Â This subsection (b) shall be interpreted and applied to limit the amounts otherwise payable to the Manager under this Agreement or otherwise only to the extent required to avoid any material risk of the imposition of excise taxes on the Manager under Section 4999 of the Code or the disallowance of a deduction to the Company under Section 280G(a) of the Code. In the making of any such interpretation and application, the Manager shall be presumed to be a disqualified individual for purposes of applying the limitations set forth in this subsection (b) without regard to whether or not the Manager meets the definition of disqualified individual set forth in Section 280G(c) of the Code. In the event that the Manager and the Company are unable to agree as to the application of this subsection (b), the Companyâ€™s independent auditors shall select independent tax counsel to determine the amount of such limits. Such selection of tax counsel shall be subject to the Managerâ€™s consent, provided that the Manager shall not unreasonably withhold his consent. The determination of such tax counsel under this Section 13 shall be final and binding upon the Manager and the Company.(c)Illegal Payments. Notwithstanding any other provision of this Agreement, no payment shall be made hereunder to or for the benefit of the Manager if and to the extent that such payments are determined to be illegal.14.Notices.Â Â Â Â Any notices, requests, demands, and other communications provided for by this Agreement shall be sufficient if in writing, and if hand delivered or if sent by registered or certified mail, if to the Manager, at the last address he had filed in writing with the Company or Â Â Â Â - 11 - if to the Company, at its principal executive offices. Notices, requests, etc. shall be effective when actually received by the addressee or at such address.15.Withholding.Â Â Â Â Notwithstanding any provision of this Agreement to the contrary, the Company may, to the extent required by law, withhold applicable Federal, state, and local income and other taxes from any payments due to the Manager hereunder.16.Assignment and Benefit. (a)This Agreement is personal to the Manager and shall not be assignable by the Manager, by operation of law, or otherwise without the prior written consent of the Company otherwise than by will or the laws of descent and distribution. This Agreement shall inure to the benefit of and be enforceable by the Managerâ€™s heirs and legal representatives.(b)This Agreement shall inure to the benefit of and be binding upon the Company and its successors and assigns, including, without limitation, any subsidiary of the Company to which the Company may assign any of its rights hereunder; provided, however, that no assignment of this Agreement by the Company, by operation of law, or otherwise shall relieve it of its obligations hereunder except an assignment of this Agreement to, and its assumption by, a successor pursuant to subsection (c).(c)The Company shall require any successor (whether direct or indirect, by purchase, merger, consolidation, operation of law, or otherwise) to all or substantially all of the business and/or assets of the Company to assume expressly and agree to perform this Agreement in the same manner and to the same extent that the Company would be required to perform it if no such succession had taken place, but, irrespective of any such assignment or assumption, this Agreement shall inure to the benefit of and be binding upon such a successor. As used in this Agreement, â€œCompanyâ€ shall mean the Company as hereinbefore defined and any successor to its business and/or assets as aforesaid.17.Governing Law.Â Â Â Â The provisions of this Agreement shall be construed in accordance with the laws of the Commonwealth of Pennsylvania without reference to principles of conflicts of laws.18.Entire Agreement; Amendment.(a)Except for the change in control provisions set forth in the Companyâ€™s annual incentive plan and long-term incentive plans, this Agreement represents the entire agreement and understanding of the parties with respect to the subject matter hereof. The Manager understands and acknowledges that the Companyâ€™s severance plan, annual incentive plan and long-term incentive plans are hereby amended with respect to the Manager to avoid duplication of benefits, as provided in Section 7.Â Â Â Â - 12 - (b)The Company reserves the right to unilaterally amend this Agreement without the consent of the Manager to the extent the Compensation/Management Development Committee of the Companyâ€™s Board of Directors (in its sole discretion) determines is necessary or appropriate to avoid the additional tax under Section 409A(a)(1)(B) of the Code; otherwise, this Agreement may not be altered or amended except by an agreement in writing executed by the Company and the Manager.19.No Waiver.Â Â Â Â The failure to insist upon strict compliance with any provision of this Agreement by any party shall not be deemed to be a waiver of any future noncompliance with such provision or of noncompliance with any other provision.20.Severability.Â Â Â Â In the event that any provision or portion of this Agreement shall be determined to be invalid or unenforceable for any reason, the remaining provisions of this Agreement shall be unaffected thereby and shall remain in full force and effect.21.Indemnification. Â Â Â Â The Company shall defend and hold the Manager harmless to the fullest extent permitted by applicable law in connection with any claim, action, suit, investigation or proceeding arising out of or relating to performance by the Manager of services for, or action of the Manager as a director, officer or employee of the Company or any parent, subsidiary or affiliate of the Company, or of any other person or enterprise at the Companyâ€™s request. Expenses incurred by the Manager in defending such a claim, action, suit or investigation or criminal proceeding shall be paid by the Company in advance of the final disposition thereof upon the receipt by the Company of an undertaking by or on behalf of the Manager to repay said amount unless it shall ultimately be determined that the Manager is entitled to be indemnified hereunder; provided, however, that this shall not apply to a nonderivative action commenced by the Company against the Manager.Â Â Â Â IN WITNESS WHEREOF, the Manager has hereunto set his hand and, pursuant to the authorization from its Board of Directors, the Company has caused these presents to be executed in its name and on its behalf and attested by its Secretary or Assistant Secretary, all as of the day and year first above written.Â Â Â Â

Boardâ€™s retirement policy. Any fractional RSUs will be forfeited.6.With respect to vested RSUs, a corresponding number of actual shares of Common Stock will be deposited into a stock plan account established under Granteeâ€™s name by the 2024 Planâ€™s third-party administrator in the calendar year in which the vesting date or, if applicable, within ninety (90) days after a Covered Termination occurs. The date of such transfer shall be referred to as the â€œDistribution Date.â€Quaker Chemical CorporationA Quaker Houghton Company901 E. Hector StreetConshohocken, PA 19428-2380T: 610.832.4000quakerhoughton.com7.All distributions to Grantee or to Granteeâ€™s beneficiary upon vesting of the RSUs hereunder will be subject to withholding by the 2024 Planâ€™s third-party administrator of amounts sufficient to cover the applicable withholding obligations. In the event that any required tax withholding upon the settlement of such RSUs exceeds your other compensation due from the Company, Grantee agrees to remit to the Company, as a condition to settlement of such RSUs, such additional amounts in cash as are necessary to satisfy the required withholding. Any and all withholding obligations may be settled with shares of Common Stock.8.A Granteeâ€™s right to receive or retain this Award, to retain any amount received pursuant to this Award (in cash or Common Stock) and, in the case of Common Stock received pursuant to this Award, to retain any profit or gain the Grantee realized in connection with this Award, shall be subject to any recoupment or â€œclawbackâ€ policy adopted by the Company.9.Notwithstanding any provision of this Agreement to the contrary, if a Grantee is a specified employee (as defined in Treas. Reg. Â§1.409A-1(i)), any payment or benefit under this Agreement that constitutes deferred compensation subject to Code Section 409A and for which the payment event is separation from service (as defined in Treas. Reg. Â§1.409A-1(h)) shall not be made or provided to the Grantee before the date that is six (6) months after the date of the Granteeâ€™s separation from service. Any payment or benefit that is delayed pursuant to this paragraph shall be made or provided on the first (1st) business day of the seventh (7th) month following the month in which the Granteeâ€™s separation from service occurs. With respect to any cash payment delayed pursuant to this paragraph, the delayed payment shall include interest, at the Wall Street Journal Prime Rate published in the Wall Street Journal on the date of the Granteeâ€™s separation from service (or the previous business day if such date is not a business day), for the period from the date the payment would have been made but for this paragraph through the date payment is made. The provisions of this paragraph shall apply only to the extent required to avoid a Granteeâ€™s incurrence of any additional tax or interest under Code Section 409A. To the extent any payment or benefit under the 2024 Plan constitutes deferred compensation subject to Code Section 409A, this 2024 Plan is intended to comply with Code Section 409A and shall be administered, interpreted and construed in accordance therewith to avoid the imposition of additional tax under Code Section 409A.10.Nothing in the 2024 Plan or this Agreement will be construed as creating any right in the Grantee to continued employment or service, or as altering or amending the existing terms and conditions of the Granteeâ€™s employment or service.11.All notices required to be given hereunder shall be mailed by registered or certified mail to the Company to the attention of its Secretary, at 901 E. Hector Street, Conshohocken, Pennsylvania 19428, and to Grantee at Granteeâ€™s address as it appears on the Companyâ€™s books and records unless either of said parties has duly notified the other in writing of a change in address.12.To the extent not preempted by Federal law, this Agreement shall be construed, administered and governed in all respects under and by the laws of the Commonwealth of Pennsylvania, without giving effect to its conflict of laws principles.13.This Agreement contains all the understandings between the parties hereto pertaining to the matter referred to herein, and supersedes all undertakings and agreements, whether oral or in writing, previously entered into by them with respect thereto. Grantee represents that, in executing this Agreement, Grantee has not relied upon any representation or statement not set forth herein made by the Company with regard to the subject matter of this Agreement.Â Â Â Â QUAKER HOUGHTONÂ Â Â Â By: Â Robert T. TraubÂ Â Â Â Grantee represents that Grantee is familiar with the terms and provisions of the 2024 Plan, and hereby accepts this Award subject to the terms and provisions of the 2024 Plan insofar as they relate to RSUs granted thereunder. Grantee agrees hereby to accept as binding, conclusive, and final all decisions or interpretations of the Company upon any questions arising under the 2024 Plan or this Grant. Grantee authorizes the Company to withhold in accordance with applicable law from any compensation payable to Grantee any taxes required to be withheld by Federal, state, or local law as a result of the vesting of this Award. Grantee represents that, in executing this Agreement, Grantee has not relied upon any representation or statement not set forth herein made by the Company with regard to the subject matter of this Agreement. Â Â Â Â By: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â

with this Award, shall be subject to any recoupment or â€œclawbackâ€ policy adopted by the Company.9.Notwithstanding any provision of this Agreement to the contrary, if a Grantee is a specified employee (as defined in Treas. Reg. Â§1.409A-1(i)), any payment or benefit under this Agreement that constitutes deferred compensation subject to Code Section 409A and for which the payment event is separation from service (as defined in Treas. Reg. Â§1.409A-1(h)) shall not be made or provided to the Grantee before the date that is six (6) months after the date of the Granteeâ€™s separation from service. Any payment or benefit that is delayed pursuant to this paragraph shall be made or provided on the first (1st) business day of the seventh (7th) month following the month in which the Granteeâ€™s separation from service occurs. With respect to any cash payment delayed pursuant to this paragraph, the delayed payment shall include interest, at the Wall Street Journal Prime Rate published in the Wall Street Journal on the date of the Granteeâ€™s separation from service (or the previous business day if such date is not a business day), for the period from the date the payment would have been made but for this paragraph through the date payment is made. The provisions of this paragraph shall apply only to the extent required to avoid a Granteeâ€™s incurrence of any additional tax or interest under Code Section 409A. To the extent any payment or benefit under the 2024 Plan constitutes deferred compensation subject to Code Section 409A, this 2024 Plan is intended to comply with Code Section 409A and shall be administered, interpreted and construed in accordance therewith to avoid the imposition of additional tax under Code Section 409A.10.Nothing in the 2024 Plan or this Agreement will be construed as creating any right in the Grantee to continued employment or service, or as altering or amending the existing terms and conditions of the Granteeâ€™s employment or service.11.All notices required to be given hereunder shall be mailed by registered or certified mail to the Company to the attention of its Secretary, at 901 E. Hector Street, Conshohocken, Pennsylvania 19428, and to Grantee at Granteeâ€™s address as it appears on the Companyâ€™s books and records unless either of said parties has duly notified the other in writing of a change in address.12.To the extent not preempted by Federal law, this Agreement shall be construed, administered and governed in all respects under and by the laws of the Commonwealth of Pennsylvania, without giving effect to its conflict of laws principles.13.This Agreement contains all the understandings between the parties hereto pertaining to the matter referred to herein, and supersedes all undertakings and agreements, whether oral or in writing, previously entered into by them with respect thereto. Grantee represents that, in executing this Agreement, Grantee has not relied upon any representation or statement not set forth herein made by the Company with regard to the subject matter of this Agreement.QUAKER HOUGHTONÂ Â Â BY:Â Andrew E. TometichÂ Â Â Â Grantee represents that Grantee is familiar with the terms and provisions of the 2024 Plan, and hereby accepts this Award subject to the terms and provisions of the 2024 Plan insofar as they relate to PSUs granted thereunder. Grantee agrees hereby to accept as binding, conclusive, and final all decisions or interpretations of the Committee upon any questions arising under the 2024 Plan or this Grant. Grantee authorizes the Company to withhold in accordance with applicable law from any compensation payable to Grantee any taxes required to be withheld by Federal, state, or local law as a result of the vesting of this Award. Grantee represents that, in executing this Agreement, Grantee has not relied upon any representation or statement not set forth herein made by the Company with regard to the subject matter of this Agreement. BY:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â

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Goodwill and Other Intangible Assets - Indefinite Lived (Details) link:presentationLink link:calculationLink link:definitionLink 9954509 - Disclosure - Debt - Schedule of Debt (Details) link:presentationLink link:calculationLink link:definitionLink 9954510 - Disclosure - Debt - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954511 - Disclosure - Debt - Debt Related Expenses Included within Interest Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954512 - Disclosure - Accumulated Other Comprehensive Income - AOCI Reclassifications (Details) link:presentationLink link:calculationLink link:definitionLink 9954513 - Disclosure - Fair Value Measurements - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954514 - Disclosure - Hedging Activities - Notional Amounts of Net Foreign Exchange Hedge Positions (Details) link:presentationLink link:calculationLink link:definitionLink 9954515 - Disclosure - Hedging Activities - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954516 - Disclosure - Hedging Activities - Balance Sheet Classification and Fair Values (Details) link:presentationLink link:calculationLink link:definitionLink 9954517 - Disclosure - Commitments and Contingencies (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 13 kwr-20240630_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 14 kwr-20240630_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 15 kwr-20240630_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Accrued restructuring Restructuring Reserve, Current Lessee, Operating Lease, Liability, Payment, Due [Abstract] Lessee, Operating Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract] Adjustments to reconcile net income to net cash provided by operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Goodwill additions Goodwill, Acquired During Period Statistical Measurement [Domain] Statistical Measurement [Domain] Payments of long-term debt Repayments of Long-Term Debt Finite-Lived Intangible Assets, Net, Amortization Expense, Fiscal Year Maturity [Abstract] Schedule of Lease, Cost Lease, Cost [Table Text Block] Cover [Abstract] Net (decrease) increase in cash and cash equivalents Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Schedule of Lessee, Operating Lease, Liability, Maturity Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Other accrued liabilities Other Liabilities, Current Mexican Peso Mexico, Pesos Schedule of Notional Amounts of Outstanding Derivative Positions Schedule of Notional Amounts of Outstanding Derivative Positions [Table Text Block] Trading Symbol Trading Symbol Houghton Combination Houghton Combination [Member] Hougton, a business combination. Segment Reporting Information [Line Items] Segment Reporting Information [Line Items] Comprehensive income Comprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontrolling Interest 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] Long-term debt term (in years) Long-Term Debt, Term Service cost Defined Benefit Plan, Service Cost, Net Defined Benefit Plan, Service Cost, Net Schedule of Earnings 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] Dividends declared (in dollars per share) Common Stock, Dividends, Per Share, Declared Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Derivative [Line Items] Derivative [Line Items] Japanese Yen Japan, Yen Schedule of Share-Based Payment Arrangement, Cost by Plan Share-Based Payment Arrangement, Cost by Plan [Table Text Block] Investments in associated companies Equity Method Investments Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Accounts receivable Increase (Decrease) in Accounts Receivable Derivative [Table] Derivative [Table] Basis of Presentation and Description of Business Organization, Consolidation and Presentation of Financial Statements Disclosure [Text Block] Payments on other debt, net Proceeds from (Repayments of) Other Debt Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Fair Value Measurements Fair Value Disclosures [Text Block] Land Land [Member] Restructuring and Related Activities [Abstract] Unrealized (loss) gain on available-for-sale securities OCI, Debt Securities, Available-for-Sale, Unrealized Holding Gain (Loss), before Adjustment, after Tax Award Timing Disclosures [Line Items] Other Performance Measure, Amount Other Performance Measure, Amount For the year ended December 31, 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Three Goodwill [Line Items] Goodwill [Line Items] Leases Lessee, Operating Leases [Text Block] Common stock, shares outstanding (in shares) Common Stock, Shares, Outstanding Operating lease expense Operating Lease, Cost Outstanding Balance Debt and Lease Obligation Lease, Cost [Abstract] Lease, Cost [Abstract] Interest expense, net Interest Income (Expense), Operating Number of positions eliminated Restructuring and Related Cost, Number of Positions Eliminated Long-term lease liabilities Operating Lease, Liability, Noncurrent Gain on disposals of property, plant, equipment and other assets, net Gain (Loss) on Disposition of Property Plant Equipment, Excluding Oil and Gas Property and Timber Property Revenue from Contract with Customer [Abstract] Trademarks, formulations and product technology Trademarks Formulations And Product Technology [Member] Trademarks Formulations And Product Technology [Member] Inventories Inventory, Net [Abstract] Vesting shares target upper (as a percent) Vesting Shares Target Upper Percent Vesting Shares Target Upper Percent Other stock related activity Proceeds from Issuance or Sale of Equity Other non-current assets Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Leases [Abstract] Schedule Of Monte Carlo Option Pricing Model And The Assumptions Schedule of Monte Carlo option pricing model and the assumptions [Table Text Block] Schedule of Monte Carlo option pricing model and the assumptions Gross Carrying Amount Finite-Lived Intangible Assets, Gross Schedule of Finite-Lived Intangible Assets [Table] Intangible Asset, Finite-Lived [Table] Accounting Standards Update and Change in Accounting Principle [Abstract] Retirement Plan Type [Axis] Retirement Plan Type [Axis] Corporate Bond Securities Corporate Bond Securities [Member] Operating Segments Operating Segments [Member] Net cash provided by operating activities Net Cash Provided by (Used in) Operating Activities Cash flows from operating activities Net Cash Provided by (Used in) Operating Activities [Abstract] Schedule of Accumulated Other Comprehensive Income (Loss) Schedule of Accumulated Other Comprehensive Income (Loss) [Table Text Block] Intersegment Sales Elimination Intersegment Eliminations [Member] Equity Components [Axis] Equity Components [Axis] Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Award Timing Method Award Timing Method [Text Block] Net periodic benefit cost (income) Defined Benefit Plan, Net Periodic Benefit Cost (Credit) Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Insider Trading Policies and Procedures [Line Items] Business Acquisition, Acquiree [Domain] Business Acquisition, Acquiree [Domain] Adjustment to Compensation, Amount Adjustment to Compensation Amount Capital in excess of par value Additional Paid in Capital, Common Stock Compensation Amount Outstanding Recovery Compensation Amount Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Entity Small Business Entity Small Business Company Selected Measure Amount Company Selected Measure Amount Net unrealized loss deferred to AOCI Interest Rate Cash Flow Hedge Gain (Loss) Reclassified to Earnings, Net Geographical [Axis] Geographical [Axis] Schedule of Restructuring and Related Costs Restructuring and Related Costs [Table Text Block] Tabular List, Table Tabular List [Table Text Block] Credit faclity as percentage of consolidated EBITDA (as a percent) Credit facility as percentage of consolidated EBITDA Credit facility as percentage of consolidated EBITDA EMEA EMEA [Member] Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Lessee, Lease, Description [Line Items] Lessee, Lease, Description [Line Items] Antidilutive shares (in share) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Cash payments Payments for Restructuring Depreciation and amortization Oil and Gas, Result of Operation, Depreciation, Depletion, Amortization, and Accretion Cash and cash equivalents at the beginning of the period Cash and cash equivalents at the end of the period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Current assets Assets, Current [Abstract] Goodwill Beginning balance Ending balance Goodwill Consolidation Items [Axis] Consolidation Items [Axis] 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] Share-Based Payment Arrangement, Option Share-Based Payment Arrangement, Option [Member] Short-term lease expense Short-Term Lease, Cost Foreign currency forward contracts: Foreign Exchange Forward [Member] Goodwill [Roll Forward] Goodwill [Roll Forward] Fair Value Disclosures [Abstract] For the year ended December 31, 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Comprehensive income attributable to Quaker Chemical Corporation Comprehensive Income (Loss), Net of Tax, Attributable to Parent Pension Benefits Pension Plan [Member] Security Exchange Name Security Exchange Name Award Type [Axis] Award Type [Axis] Currency translation adjustments Goodwill, Foreign Currency Translation Gain (Loss) Property, plant and equipment, net Property, Plant and Equipment, Net Total liabilities Liabilities Noncontrolling interest Equity, Attributable to Noncontrolling Interest Less: short-term and current portion of long-term debts Short-Term Debt 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] Intangible assets, amortization period Acquired Finite-Lived Intangible Assets, Weighted Average Useful Life Revolving Credit Facility Revolving Credit Facility [Member] Expiration Date Trading Arrangement Expiration Date Currency conversion impacts of hyper-inflationary accounting Amount Recognized in Income Due to Inflationary Accounting Borrowings (payments) on revolving credit facilities, net Proceeds from (Repayments of) Long-Term Debt Proceeds from (Repayments of) Long-Term Debt Cash flows from investing activities Net Cash Provided by (Used in) Investing Activities [Abstract] Less: income allocated to participating securities Undistributed Earnings (Loss) Allocated to Participating Securities, Diluted Goodwill and Intangible Assets Disclosure [Abstract] Related tax amounts Other Comprehensive Income (Loss), Tax, Portion Attributable to Parent Other current liabilities Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Common stock, shares issued (in shares) Common Stock, Shares, Issued Other Assets Other Assets [Member] Less: income allocated to participating securities Undistributed Earnings (Loss) Allocated to Participating Securities, Basic Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Maximum borrowing capacity Line of Credit Facility, Maximum Borrowing Capacity Concentration risk (as a percent) Concentration Risk, Percentage Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Less: Accumulated depreciation Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment Raw materials and supplies Inventory, Raw Materials and Supplies, Gross Revolver Amended Revolver [Member] Amended Revolver Property, plant and equipment, at cost Property, Plant and Equipment, Gross Segment Reporting, Measurement Disclosures [Abstract] Fair Value Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), before Reclassification and Tax Unused borrowing capacity Debt Instrument, Unused Borrowing Capacity, Amount Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Common stock, shares authorized (in shares) Common Stock, Shares Authorized Payments related to acquisitions, net of cash acquired Payments to Acquire Businesses, Net of Cash Acquired Long-term debt, weighted average interest rate, over time (as a percent) Long-Term Debt, Weighted Average Interest Rate, over Time Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Diluted weighted average common shares outstanding (in shares) Weighted Average Number of Shares Outstanding, Diluted Derivative liability, notional amount Derivative Liability, Notional Amount Other accrued liabilities Accrued Liabilities [Member] MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] For the remainder of 2024 Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year AOCI Attributable to Parent, Net of Tax [Roll Forward] AOCI Attributable to Parent, Net of Tax [Roll Forward] Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Total Quaker shareholdersâ€™ equity Equity, Attributable to Parent Actuarial loss (gain) amortization Defined Benefit Plan, Amortization of Gain (Loss) Balance Sheet Location [Axis] Statement of Financial Position Location, Balance [Axis] Net gain (loss) reclassified from AOCI to earnings Other

Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), Reclassification, before Tax Schedule of Goodwill Schedule of Goodwill [Table Text Block] Accrued compensation Accrued Salaries, Current Concentration Risk Type [Domain] Concentration Risk Type [Domain] Pension and other postretirement benefits Pension and Other Postretirement Benefits Cost (Reversal of Cost) Letters of credit outstanding amount Letters of Credit Outstanding, Amount Original Credit Facility Previous Credit Facility [Member] Syndicated multicurrency, unsecured revolving credit facility with a group of lenders. Selling, general and administrative expenses Selling, General and Administrative Expense Short-term borrowings and current portion of long-term debt Debt, Current Accounts receivable, net Accounts Receivable, after Allowance for Credit Loss, Current Number of PSUs granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Currency translation adjustments Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Gain (Loss) Arising During Period, Net of Tax Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Document Period Focus Document Fiscal Period Focus Work-in-process and finished goods Inventory, Finished Goods and Work in Process, Gross All Executive Categories All Executive Categories [Member] Effect of dilutive securities (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] Unrealized (Loss) Gain in Available-for- Sale Securities AOCI, Accumulated Gain (Loss), Debt Securities, Available-for-Sale, Parent [Member] For the year ended December 31, 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Two Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] ASSETS Assets [Abstract] Retirement Plan Type [Domain] Retirement Plan Type [Domain] Other comprehensive (loss) income Amounts reported in other comprehensive income Other Comprehensive Income (Loss), Net of Tax Dividend yield Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate Document Type Document Type Commitment fee percentage (as a percent) Line of Credit Facility, Commitment Fee Percentage Derivative Contract [Domain] Derivative Contract [Domain] Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Schedule of Segment Reporting Information, by Segment Schedule of Segment Reporting Information, by Segment [Table Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Restructuring Charges Restructuring Charges [Member] For the year ended December 31, 2029 and beyond Lessee, Operating Lease, Liability, to be Paid, after Year Four Lessee, Operating Lease, Liability, to be Paid, after Year Four Other Income and Expenses [Abstract] Schedule of Defined Benefit Plans Disclosures [Table] Defined Benefit Plan [Table] Coral Chemical Company (Coral) Coral Chemical Company (Coral) [Member] Business acquisition of Coral, a privately held, U.S.-based provider of metal finishing fluid solutions. Schedule of Finite-Lived Intangible Assets, Future Amortization Expense Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Indefinite-lived trademarks Indefinite-Lived Trademarks Risk-free interest rate Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate Indefinite lived intangible assets Indefinite-Lived Intangible Assets (Excluding Goodwill) Assets and Liabilities, Lessee [Abstract] Assets and Liabilities, Lessee [Abstract] Maximum Maximum [Member] Amortization expense Amortization of Intangible Assets Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Net Book Value Finite-Lived Intangible Assets, Net Accounts payable Accounts Payable, Current China, Yuan Renminbi China, Yuan Renminbi Revenues [Abstract] Long-term debt interest rate (as a percent) Long-Term Debt, Percentage Bearing Variable Interest, Percentage Rate Business Acquisitions Business Combination Disclosure [Text Block] Current fiscal year end date Current Fiscal Year End Date Less: imputed interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount Supplemental cash flow information related to leases Supplemental cash flow information related to leases Supplemental cash flow information related to leases Statistical Measurement [Axis] Statistical Measurement [Axis] PEO Name PEO Name Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Industrial development revenue bond Industrial Development Revenue Bond This element represents an Industrial Development Revenue Bond used to fund the expansion of the company's Middletown, Ohio manufacturing facility. 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 Cash acquired Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents Variable lease cost Variable Lease, Cost 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] Expected future employer contributions, remainder of fiscal year Defined Benefit Plan, Expected Future Employer Contributions, Remainder of Fiscal Year Non-current accrued pension and postretirement benefits Liability, Defined Benefit Plan, Noncurrent Deferred tax assets Deferred Income Tax Assets, Net Non-PEO NEO Non-PEO NEO [Member] Capital in Excess of Par Value Additional Paid-in Capital [Member] Facility remediation recoveries, net Gain On Insurance Recoveries Gain On Insurance Recoveries Award Timing Predetermined Award Timing Predetermined [Flag] Subsequent Event Type [Domain] Subsequent Event Type [Domain] Dividends paid Payments of Ordinary Dividends, Common Stock Pension and Other Postretirement Benefits Retirement Benefits [Text Block] Customer Relationships Customer Relationships [Member] Prior service cost (income) amortization Defined Benefit Plan, Amortization of Prior Service Cost (Credit) Facilities Vehicles and Machinery and Equipment Facilities Vehicles and Machinery and Equipment [Member] Operating leases for certain facilities, vehicles and machinery and equipment. Net income attributable to Quaker Chemical Corporation common shareholders â€" diluted (in dollars per share) Diluted earnings per common share (in dollars per share) Earnings Per Share, Diluted Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Accumulated Amortization Finite-Lived Intangible Assets, Accumulated Amortization Top Five Customers Customer Concentration Risk Top Five [Member] Reflects the percentage that revenues in the period from the entity's top five customers is to net revenues, as defined by the entity, such as total net revenues, product line revenues, segment revenues. The risk is the materially adverse effects of loss of a significant customer. Schedule of Finite-lived Intangible Assets Amortization Expense Finite-Lived Intangible Assets Amortization Expense [Table Text Block] Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Other comprehensive (loss) income, net of tax Other Comprehensive (Income) Loss, Defined Benefit Plan, after Tax and Reclassification Adjustment, Attributable to Parent [Abstract] Customer [Axis] Customer [Axis] Statement of Financial Position [Abstract] Restructuring and Related Activities Restructuring and Related Activities Disclosure [Text Block] Debt issuance costs Debt Issuance Costs, Current, Net Share-based compensation Share-Based Payment Arrangement, Noncash Expense Net income Net income Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Defined Benefit Pension Plans Accumulated Defined Benefit Plans Adjustment Attributable to Parent [Member] Proceeds from disposition of assets Proceeds from Sale of Property, Plant, and Equipment Taxes on income before equity in net income of associated companies Income Tax Expense (Benefit) Interest cost Defined Benefit Plan, Interest Cost Interest Rate Debt Instrument, Interest Rate, Stated Percentage Notional amount Derivative, Notional Amount Defined Benefit Plan, Net Periodic Benefit Cost (Credit) [Abstract] Defined Benefit Plan, Net Periodic Benefit Cost (Credit) [Abstract] Net income available to common shareholders Net Income (Loss) Available to Common Stockholders, Diluted Weighted average remaining life, nonvested stock awards (in years) Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Net sales Revenue from Contract with Customer, Excluding Assessed Tax Product Information [Line Items] Product Information [Line Items] Other income (expense), net Total other income (expense), net Nonoperating Income (Expense) Statement of Comprehensive Income [Abstract] Concentration Risk Benchmark [Domain] Concentration Risk Benchmark [Domain] Effective tax rate (as a percent) Effective Income Tax Rate Reconciliation, Percent Net cash used in investing activities Net Cash Provided by (Used in) Investing Activities Operating income Operating Income (Loss) Business Acquisition [Line Items] Business Acquisition [Line Items] Non-income tax refunds and other related credits Proceeds From Non Income Tax Refunds The amount of cash received during the period as refunds for the overpayment of non-income taxes. Deferred compensation, deferred taxes and other, net Increase Decrease In Deferred Compensation And Other Net The increase (decrease) during the reporting period in the obligation created by employee agreements whereby earned compensation will be paid in the future and other certain items. Number of reportable segments Number of Reportable Segments Total liabilities and equity Liabilities and Equity All Adjustments to Compensation All Adjustments to Compensation [Member] Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] Prepaid expenses and other current assets Increase (Decrease) in Prepaid Expense and Other Assets Short-term Debt, Type [Domain] Short-Term Debt, Type [Domain] Schedule of Other Nonoperating (Expense) Income Schedule of Other Nonoperating Income (Expense) [Table Text Block] Hedging Activities Derivative Instruments and Hedging Activities Disclosure [Text Block] Derivative Instruments, Gain (Loss) [Table] Derivative Instruments, Gain (Loss) [Table] Restructuring and related charges, net Restructuring and related charges, net Restructuring and related charges, net Restructuring and related charges, net Restructuring Charges Commitments and Contingencies Disclosure [Abstract] Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Leased assets obtained in exchange for new operating lease liabilities Right-of-Use Asset Obtained in Exchange for Operating Lease Liability Underlying Security Market Price Change Underlying Security Market Price Change, Percent Expected return on plan assets Defined Benefit Plan, Expected Return (Loss) on Plan Assets Individual: Individual [Axis] Accumulated Other Comprehensive Loss AOCI Attributable to Parent [Member] Derivative Instruments Accumulated Gain (Loss), Net, Cash Flow Hedge, Parent [Member] Expected term (years) Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Term Income before equity in net income of associated companies Income Loss From Continuing Operations Before Minority Interest And Income Loss From Equity Method Investments Income Loss From Continuing Operations Before Noncontrolling Interests and Income Loss From Equity Method Investments Long-term Debt, Type [Domain] Long-Term Debt, Type [Domain] 2024 Grants Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions and Methodology [Abstract] Product and Service [Axis] Product and Service [Axis] Entity Address, State or Province Entity Address, State or Province Statement [Line Items] Statement [Line Items] Derivative Instruments and Hedging Activities Disclosure [Abstract] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Non-vested stock awards and restricted stock units Nonvested Stock Awards Compensation Expense [Member] The amount of equity based compensation cost recognized during the period in selling, general and administrative expense for nonvested stock and restricted stock unit awards. Defined Benefit Plan Disclosure [Line Items] Defined Benefit Plan Disclosure [Line Items] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Sublease income Sublease Income Purchase price Business Combination, Consideration Transferred Hyper-inflationary economies Hyper-inflationary economies [Policy Text Block] Hyper-inflationary economies policy. Grant date per value (in dollars per unit) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value LIABILITIES AND EQUITY Liabilities and Equity [Abstract] Derivative term (in years) Derivative, Term of Contract Schedule of Net Benefit Costs Schedule of Net Benefit Costs [Table Text Block] Loss contingency, estimate of possible loss Loss Contingency, Estimate of Possible Loss Asia/Pacific Asia Pacific [Member] Derivative, fixed interest rate (as a percent) Derivative, Fixed Interest Rate Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Adoption Date Trading Arrangement Adoption Date Concentration Risk [Table] Concentration Risk [Table] Right-of-use lease assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Derivative Instruments, Gain (Loss) [Line Items] Derivative Instruments, Gain (Loss) [Line Items] Performance Stock Units, ROIC Performance Stock Units, ROIC [Member] Performance Stock Units, ROIC Currency [Axis] Currency [Axis] Short-term Debt, Type [Axis] Short-Term Debt, Type [Axis] 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] Derivative Instrument [Axis] Derivative Instrument [Axis] Exercise Price Award Exercise Price Dividends payable Dividends Payable, Current Earnings Per Share Earnings Per Share [Text Block] Arrangement Duration Trading Arrangement Duration Segment operating earnings Operating Income Loss Segment Reporting The net result for the period of deducting operating expenses from operating revenues before amortization and non-operating charges. Subsequent Event Subsequent Event [Member] Goodwill and Other Intangible Assets Goodwill and Intangible Assets Disclosure [Text Block] Argentina Subsidiaries [Member] Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Restructuring Plan [Axis] Restructuring Plan [Axis] Shane Hostetter [Member] Shane Hostetter Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] For the year ended December 31, 2028 Finite-Lived Intangible Asset, Expected Amortization, Year Four All Individuals All Individuals [Member] Depreciation of corporate assets and amortization Other Depreciation and Amortization PEO PEO [Member] Income Tax Disclosure [Abstract] Name Trading Arrangement, Individual Name Other Postretirement Benefits Other Postretirement Benefits Plan [Member] Statement of Stockholders' Equity [Abstract] Other intangible assets, net Intangible Assets, Net (Excluding Goodwill) Long-Lived Tangible Asset [Axis] Long-Lived Tangible Asset [Axis] Remaining lease terms (in years) Lessee, Operating Lease, Remaining Lease Term Unrecognized share-based compensation expense, nonvested stock award Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount Equity in net income of associated companies Income (Loss) from Equity Method Investments Houghton Environmental Matters Houghton Environmental Matters [Member] Houghton environmental matters. Income before taxes and equity in net income of associated companies Income (Loss) from Continuing Operations before Equity Method Investments, Income Taxes, Noncontrolling Interest Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Accrued pension and postretirement benefits Liability, Defined Benefit Plan, Current Share-based Payment Arrangement, Expensed and Capitalized, Amount [Table] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Deferred revenue Deferred Revenue 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 Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Deferred tax liabilities Deferred Income Tax Liabilities, Net Americas Americas [Member] Interest expense, net Interest Expense [Member] Option award vesting period (in years) Share-Based Compensation Arrangement by Share-Based Payment Award, Award Requisite Service Period (Decrease) increase in cash from changes in current assets and current liabilities, net of acquisitions: Increase (Decrease) in Operating Capital [Abstract] PEO Total Compensation Amount PEO Total Compensation Amount Acquired intangible assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Finite-Lived Intangibles Defined benefit retirement plans Other Comprehensive (Income) Loss, Defined Benefit Plan, after Reclassification Adjustment, after Tax Long-Lived Tangible Asset [Domain] Long-Lived Tangible Asset [Domain] Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Commitments and Contingencies Commitments and Contingencies Disclosure [Text Block] Gain (loss) on disposition of other assets Gain (Loss) on Disposition of Other Assets Debt Disclosure [Abstract] Common Stock Common Stock [Member] Measure: Measure [Axis] Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Schedule of Business Acquisitions, by Acquisition [Table] Schedule of Business Acquisitions, by Acquisition [Table] Entity Emerging Growth Company Entity Emerging Growth Company Entity central index key Entity Central Index Key Lessee, Lease, Description [Table] Lessee, Lease, Description [Table] Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Currency Translation Adjustments Accumulated Foreign Currency Adjustment Attributable to Parent [Member] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Amounts reclassified from AOCI Reclassification from Accumulated Other Comprehensive Income, Current Period, before Tax Product Liability Accrual, Period Expense Product Liability Accrual, Period Expense Accumulated Other Comprehensive Income Equity [Text Block] Accounts payable and accrued liabilities Increase (Decrease) in Accounts Payable and Accrued Liabilities Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Equity Component [Domain] Equity Component [Domain] Business Segments Segment Reporting Disclosure [Text Block] Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Recently Issued Accounting Standards Accounting Standards Update and Change in Accounting Principle [Text Block] Restricted Stock Restricted Stock [Member] Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Title Trading Arrangement, Individual Title Industrial development bonds Industrial development bonds [Member] Industrial development bonds. Accrued restructuring Increase (Decrease) in Restructuring Reserve Consolidated Entities [Axis] Consolidated Entities [Axis] Statement [Table] Statement [Table] Argentine and Turkish Subsidiaries Argentine and Turkish Subsidiaries [Member] Argentine and Turkish Subsidiaries Interest expense Interest Expense, Debt Bank lines of credit and other debt obligations Bank lines of credit and other debt obligations [Member] Bank lines of credit and other debt obligations. Geographic Concentration Risk Geographic Concentration Risk [Member] Less: Comprehensive (income) loss attributable to noncontrolling interest Comprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling Interest Consolidation Items [Domain] Consolidation Items [Domain] City Area Code City Area Code Current liabilities Liabilities, Current [Abstract] Schedule of Balance Sheet Classification and Fair Values of Derivative Instruments Schedule of Cash Flow Hedging Instruments, Statements of Financial

Performance and Financial Position, Location [Table Text Block] Number of countries in which entity operates Number of Countries in which Entity Operates Earnouts Business Combination, Contingent Consideration, Liability Amended Credit Facility Amended Credit Facility [Member] Amended Credit Facility Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Concentration Risk Benchmark [Axis] Concentration Risk Benchmark [Axis] Total current assets Assets, Current Schedule of Interest Income and Interest Expense Disclosure Interest Income and Interest Expense Disclosure [Table Text Block] Statement of Cash Flows [Abstract] Revision of Prior Period [Domain] Revision of Prior Period [Domain] Remaining borrowing capacity Line of Credit Facility, Remaining Borrowing Capacity Shares purchased under share repurchase programs Payments for Repurchase of Common Stock Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Employer contributions Defined Benefit Plan, Plan Assets, Contributions by Employer Long-term debt Long-Term Debt, Excluding Current Maturities Schedule of Segment Reporting Information, by Segment [Table] Schedule of Segment Reporting Information, by Segment [Table] Accumulated Other Comprehensive Income (Loss) [Table] Accumulated Other Comprehensive Income (Loss) [Table] Restructuring Reserve [Roll Forward] Restructuring Reserve [Roll Forward] Other Other Intangible Assets [Member] Vesting shares target lower (as a percent) Vesting Shares Target Lower Percent Vesting Shares Target Lower Percent Subsequent Event Type [Axis] Subsequent Event Type [Axis] Accumulated Other Comprehensive Income (Loss), Net of Tax [Abstract] Income Taxes and Uncertain Income Tax Positions Income Tax Disclosure [Text Block] Shares purchased under share repurchase program Stock Repurchased and Retired During Period, Value For the year ended December 31, 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Per share data: Earnings Per Share [Abstract] Retained earnings Retained Earnings (Accumulated Deficit) Non-operating and administrative expenses Nonoperating Charges The aggregate amount of non-operating charges recurring against earnings in the period, which are not directly related to or being allocated to a specific segment. Inventories Increase (Decrease) in Inventories Schedule of Debt Schedule of Debt [Table Text Block] Organization, Consolidation and Presentation of Financial Statements [Abstract] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Maximum increase in borrowing capacity Maximum increase in borrowing capacity Maximum increase in borrowing capacity Weighted average discount rate Operating Lease, Weighted Average Discount Rate, Percent Total operating lease liabilities Present value of lease liabilities Operating Lease, Liability Metals Metals [Member] Metals product line. Net cash used in financing activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Performance stock units Performance Stock Units Performance Shares [Member] Amendment flag Amendment Flag Loss Contingency Nature [Axis] Loss Contingency Nature [Axis] Entity Registrant Name Entity Registrant Name Cash payments to acquire businesses Payments to Acquire Businesses, Gross 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] Gross profit Gross Profit Fair Value as of Grant Date Award Grant Date Fair Value Customer Concentration Risk Customer Concentration Risk [Member] Other (expense) income, net Other Income and Other Expense Disclosure [Text Block] Less: debt issuance costs Debt Issuance Costs, Net Debt Debt Disclosure [Text Block] Equity Equity, Including Portion Attributable to Noncontrolling Interest [Abstract] Geographical [Domain] Geographical [Domain] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Schedule of Disaggregation of Revenue Disaggregation of Revenue [Table Text Block] Product technologies Technology-Based Intangible Assets [Member] Entity Address, Postal Zip Code Entity Address, Postal Zip Code Interest rate swaps: Interest Rate Swap [Member] Schedule of Restructuring and Related Costs [Table] Restructuring Cost [Table] Restatement Determination Date: Restatement Determination Date [Axis] Surrendered and liquidated life insurance policies Life Insurance, Corporate or Bank Owned, Change in Value Title of 12(b) Security Title of 12(b) Security Concentration Risk Type [Axis] Concentration Risk Type [Axis] Common stock $1 par value; authorized 30,000,000 shares; issued and outstanding JuneÂ 30, 2024 â€“ 17,940,532 shares; DecemberÂ 31, 2023 â€“ 17,991,988 shares Common Stock, Value, Issued Share-Based Payment Arrangement [Abstract] Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Other comprehensive (loss) income before Reclassifications Other Comprehensive Income (Loss), before Reclassifications, before Tax U.S. Term Loan Amended U.S. Term Loan [Member] Amended U.S. Term Loan Retirement Benefits, Description [Abstract] Other non-current assets Other Noncurrent Assets [Member] 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] Effect of foreign exchange rate changes on cash Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations All Currencies [Domain] All Currencies [Domain] 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] Concentration Risk [Line Items] Concentration Risk [Line Items] Net income attributable to Quaker Chemical Corporation common shareholders â€“ basic (in dollars per share) Basic earnings per common share (in dollars per share) Earnings Per Share, Basic 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] Schedule of Product Information [Table] Nature of Operation, Product Information, Concentration of Risk [Table] Foreign exchange losses, net Realized Gain (Loss), Foreign Currency Transaction, before Tax Trademarks Trademarks [Member] Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Schedule of Goodwill [Table] Goodwill [Table] Net income available to common shareholders Net Income (Loss) Available to Common Stockholders, Basic Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Total current liabilities Liabilities, Current Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Previously Reported Previously Reported [Member] Unrecognized compensation expense, options Share-Based Payment Arrangement, Nonvested Award, Option, Cost Not yet Recognized, Amount Total assets Assets For the year ended December 31, 2025 Finite-Lived Intangible Asset, Expected Amortization, Year One Cost of goods sold (excluding amortization expense - See Note 13) Cost of Goods and Services Sold Nonvested stock awards granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Euro Term Loan Amended EURO Term Loan [Member] Amended EURO Term Loan Investments in property, plant and equipment Payments to Acquire Property, Plant, and Equipment Other non-current 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 (Note 18) Commitments and Contingencies Total Interest and Debt Expense Termination Date Trading Arrangement Termination Date Other income (expense), net Nonoperating Income (Expense) [Member] For the year ended December 31, 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two Share-Based Compensation Share-Based Payment Arrangement [Text Block] Assets Total Assets, Total [Member] Director stock ownership plan Directors Stock Ownership Plan Compensation Expense [Member] The amount of equity based compensation cost recognized during the period in selling, general and administrative expense for the company's board of director's stock plan. Entity Address, City or Town Entity Address, City or Town Revenue recognized under net reporting arrangements Net Reporting Amount Amount recognized as revenue under net reporting arrangements Other non-operating income (expense), net Other Operating Income (Expense), Net Total share-based compensation expense Share-based compensation expense Share-Based Payment Arrangement, Expense Net income attributable to Quaker Chemical Corporation Net income attributable to Quaker Chemical Corporation Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Income from third party license fees Revenue from Contract with Customer, Including Assessed Tax IKV I.K.V. Tribologie IKVT [Member] I.K.V. Tribologie IKVT Sutai Group Sutai Group [Member] Sutai Group Pension and postretirement benefit costs, non-service components Pension And Postretirement Benefit Income, Non-Service Components Other income related to non-service pension cost components Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Loss Contingencies [Table] Loss Contingencies [Table] Business Acquisition [Axis] Business Acquisition [Axis] Schedule of Finite-Lived Intangible Assets Schedule of Finite-Lived Intangible Assets [Table Text Block] Debt related expenses included within Interest expense: Interest and Debt Expense [Abstract] 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 Current period change in fair value of derivatives Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification and Tax Consolidated Entities [Domain] Consolidated Entities [Domain] Net Sales and Revenue Recognition Revenue from Contract with Customer [Text Block] Document Fiscal Year Focus Document Fiscal Year Focus Noncontrolling Interest Noncontrolling Interest [Member] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Indefinite-Lived Intangible Assets (Excluding Goodwill) [Abstract] Currency translation adjustments Restructuring Reserve, Foreign Currency Translation Gain (Loss) Dividends declared Dividends, Common Stock Restructuring Plan [Domain] Restructuring Plan [Domain] Name Forgone Recovery, Individual Name For the remainder of 2024 Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Weighted average remaining lease term (years) Operating Lease, Weighted Average Remaining Lease Term Finite-Lived Intangible Asset, Expected Amortization, Year Five Finite-Lived Intangible Asset, Expected Amortization, Year Five Document Period End Date Document Period End Date Loss Contingency, Nature [Domain] Loss Contingency, Nature [Domain] Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Total lease payments Lessee, Operating Lease, Liability, to be Paid Equity in undistributed earnings of associated companies, net of dividends Income (Loss) from Equity Method Investments, Net of Dividends or Distributions Insider Trading Arrangements [Line Items] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount For the year ended December 31, 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Stock options Stock Options Compensation Expense [Member] The amount of equity based compensation cost recognized during the period in selling, general and administrative expense for the stock options plan. Share issuance and equity-based compensation plans Shares Granted, Value, Share-Based Payment Arrangement, before Forfeiture Adjustment to Compensation: Adjustment to Compensation [Axis] Prepaid expenses and other current assets Prepaid Expense and Other Assets, Current Less: Net income attributable to noncontrolling interest Net Income (Loss) Attributable to Noncontrolling Interest Largest Customers Largest customer [Member] Reflects the percentage that revenues in the period from the entity's largest customer is to net revenues. Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Customer lists and rights to sell Customer Lists [Member] Customer [Domain] Customer [Domain] Accumulated other comprehensive loss Beginning Balance Ending Balance Accumulated Other Comprehensive Income (Loss), Net of Tax Entity Current Reporting Status Entity Current Reporting Status Retained Earnings Retained Earnings [Member] Amortization of debt issuance costs Amortization of Debt Issuance Costs Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Real estate, held-for-sale Real Estate, Held-for-Sale Original Credit Facility and the Amended Credit Facility Original Credit Facility and the Amended Credit Facility [Member] Original Credit Facility and the Amended Credit Facility Basic weighted average common shares outstanding (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Total equity Beginning balance Ending balance Equity, Including Portion Attributable to Noncontrolling Interest Restricted Stock Units (RSUs) Restricted Stock Units (RSUs) [Member] Derivative variable interest rate (as a percent) Derivative, Variable Interest Rate Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Executive Category: Executive Category [Axis] Name Awards Close in Time to MNPI Disclosures, Individual Name Sales Revenue Net Revenue Benchmark [Member] Entity Filer Category Entity Filer Category Accrued restructuring, beginning balance Accrued restructuring, ending balance Restructuring Reserve Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Supplemental balance sheet information Supplemental balance sheet information Supplemental balance sheet information Loss Contingencies [Line Items] Loss Contingencies [Line Items] Letter of Credit Letter of Credit [Member] Metalworking and other Metalworking and Other [Member] Metals product line. Company Selected Measure Name Company Selected Measure Name EX-101.PRE 16 kwr-20240630_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT GRAPHIC 17 image_0.jpg KWR LOGO begin 644 image_0.jpg M_]C_X 02D9)1@ ! @$!] 'T #_VP!# (! 0$! 0(! 0$" @(" @0# @(" M @4$! ,$!@4&!@8%!@8&!PD(!@<)!P8&" L("0H*"@H*!@@+# L*# D*"@K_MVP!# 0(" @(" @4# P4*!P8'"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H* M"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@K_P 1" &0! 8# 2(A$! Q$! \0 M'P 04! 0$! 0$ $" P0%!@<("0H+_\0 M1 @$# P($ P4% M! 0 %] 0(# 01!1(A,4$&$U%A!R)Q%#*!D:$((T*QP152T? D,V)R@@D* M%A<8&1HE)B7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7& MQ\C)RM+3U-76U]C9VN'BX^3EYN? HZ>KQ\O/T]?;W^/GZ_\0 'P$ P$! 0$! M 0$! 0 $" P0%!@<("0H+_\0 M1$ @$"! 0#! <%! 0 0)W $" M Q$$!2$Q!A)!40=A<1,B,H$(%$*1H;'!"2,S4O 58G+1"A8D-.$E\1<8&1HF M)R@I*C4V-S@Y.D-$149'2$E*4U155E=865IC9&5F9VAI:G-T=79W>'EZ@H.$ MA8:'B(F*DI.4E9:7F)F:HJ.DI::GJ*FJLK.TM;:WN+FZPL/$Q<;'R,G*TM/4 MU=;7V-G:XN/DY>;GZ.GJ\O/T]?;W^/GZ_]H # ,! (1 Q$ /P#]_**** "B MBB@ HHHH **** "BBB@ HHJCX@\)2^' "FFOK'B76;:QM8P2\]U,$4?GU^E3. M<*<'*;LENWL5"$ZDU&"NWLEN7J"0HW,< =2:^:?B]_P4L^%_A$RZ7\-='G\1 M7:@]+IF\FV4]CD@L_P!,+]:^9/B?^VG^T%\4F>&_\9/IEH[$BRT8&!1[;@2Y M_P"^J_/[\3N&LIITI.M-=(;?.3T^ZY^D9'X5\49PE4JP5"#ZSW^45K]_*? MH'YZ^/'PA^&T#3>,?'NG6C 9$1N SM[#O7BWC;_ (*=?"'1':#P?X;U+6&& M0)&Q F?7D'(KX1N+BXNYVN;N=Y97.7DD8LS'U)/6F5^89EXO<08IM82$:2]. M9_>]/P/U3*_!OAW"I/&5)UGZ\L?N6O\ Y,?37BW_(*@?%W5&>+PIX7TK2X^ M1'(T9ED_'<2OZ5Y[XB_;?_:;\1LSW/Q.NK;6!7D]%?%XOB_B? M'/\ ?8N=NRDXK[E9'W&#X,X5P"7L<'3NNKBI/[Y79U&K?&WXQ:^2=;^*.OW> M<9^T:M* 3ZM6%=Z]KE^'%[]S*)/O^9,QW? 7)JI17A5<5B:[O4FY/S;?YGO4 ML)A:"M2IQBO))?D%6K37-:L%1;+5KB((C5V'A\ ;= _:;\-D&V^*%W<8[:@B MW&?^_@-><445Z.&SG-\&_W&(G'TE)?DSS<3DF38Q6KX:G+UA%_FCZ8\)_\%/O MC%I;+'XI\-:3JB<;Y/+,3_AL('Z5ZMX(_P""GGPFUITM_&7A?4=(8X#2H1.F M?7@ @5\(T5]1@/$CB_-?[1SKM-*7X[_(GRN8>&7!N/3_V?V;[P;C^'P_@? MJOX$_: ^#GQ)C5O"'C_3KER,F SA77V(/>NP5E=0RL"#T(/6OQZAFFMY5GMY MFC=#E71B"#Z@BO4?AA^V;^T#\+&CBTSQ!J-HAYL=9!N$(]-Q(%M=Y!4Y,?0E#L M]XOTDKI_>:%%%%>T>&%%%% !1110 4444 %%%% !1110 M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M4 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M 5#?ZA8:592ZEJE[%;6\"%YIYY B1J.2S,> !ZFN ^/?[3?PV^ &CFX\3:DL M^HR(3::3;N#+*?4C^%?#6=2>RT@/F#2+5R(AZ%O[Q]S M7PG%7'^4<,ITE^\K_P B>W^)/3?R/O^$O#S.>*6JUO94/YVM_\ "NOKHO/H M? 3'Q_X*1>#?"3S^'/@[9KK=ZA*-J4F5M8SZKWDP?3@]C7R!\2?C/\2_BWJC MZKX[\57-XSGY8"Y6*,>BH. *Y>BOYVX@XPSWB2H_K52T.D(Z17RZ^KN?TEP[MP7D'#--? 5:5Y]9RUD_GT]%8****^7/JPHHHH **** "BBB@ HHHH **** "B MBB@ ZT444 %=-\.?C#\1_A/T>K^!?%5U9/&V3$LA,3CN&0\$&N9HK:AB*^% MJJK1DXR6S3LU\T8XC#X? %4G2K04HO=-73^3/N'X!_P#!2;PKXF>'P[\9[)=(MNV(5-5@4M;.?]L=8^?J!W-?4&F:IIFM6$6JZ/J$%W:SH'@N;:4/'(IZ%64D$ M>XK\?J]*^ O[4_Q1^ >H*OAW56N=+:3=<:1=.6A? U(\)]Q7[!POXL8S"N.' MS=>TA_.OB7JMI?@_4_%^*_"#!XI2Q&3/V<_^?;^% P"%[Q?K=>A^GU%>:?L_ M_M2_#7]H#25;0=06UU6.,&\TBX<"2,]ROJY?<5Z77[U@*EAL73<)QW3_ *U79K1A11178<84444 %%%% !1110 4 M444 %%%% !1110 45YY\;_VLOV088>XKJHX+%XC6G!O\ M+[R93A'=GZ$45^2?B# @ZC_;L>%OV6=7^S;>M_J\6\G_@'&*K6'_!U'X7% MY&=4_98OS;[QYWD:NF_;WQGC/UKL_L3,[7]G^*_S,_K%'N?KK17YL?#;_@YS M_8Q\4ZC':_$#X;^+/"\+G#W,D:7@3\(ADU];?L]?\%(/V*_VH/L]K\(?C[H5 MYJ%RK,FCW5VL%XH49):)R"\,_E7+6R_&T%>I3:7]=BXU(2V9[C121R1RH)8G M#*PRK*<@BEKC+"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** /SN^,W_ 05]W3R'+I4XMQ>J75GFRQ-52:1^\'A?_@YV_8^\5^)].\+67P(^ M)4<^I7\-K#)+;Z?M5I'" G%T3@$\\5^E%?R-_!K_)+!X4_[&2Q_]*$K^N2O M!SS 8; R@J2M>]]>UCIPU6=6_,%%%%>$=(4444 %%%% !1110 4444 %%%% M!1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 % M%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 444CLJ*7=@% R23P!0 M I(R37S9^UC^WAHGPP6X\!_"R:'4->VE)[X$-#9'V[._P"@]ZXS]LS]NMF: M[^%/P7U,KM8Q:GKL#<'L8XC^A;\O6OCZ2225S+*Y9F.69CDD^M?A_'7B7["4 MLORB7O;2J+IY0\^\NG3N?N_ /A?]8C#,)=? \ M8:U<>(O%&L7%_?73EY[JYE+.Q^IZ#T X Z52QSFC%%?@LYSJ2[>Y_0< M(0IP4(*R6B2V2"BBBI*"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHH MH **** "BBB@"YX? \0:WX5UBW\0>&]4GLKVUN(;'6CMCM=3/RQ7AZ -V1_P!#[5\)TJL\;B2-RK*<@@\@U]+P MUQ5FG#&,]KAI7@_B@_ADOT?9K7Y:'R_%'"64\58/V6*C::^&:^*/^:[IZ?/4 M_8<$$9!R#T-%?%_[&? [=M2G)C[!)3Z>C?GZU]G12Q MS1K-#(KHZAD=3D,#T(/>OZGX&Q<='\,E\,EW7ZK=#J]***^@/G0HHHH **** "BBB@ HHKR[]L+]K7X5?L6 M? W5?CA\6- 4$5K91E+"Q0_O;^Z(.R",>I(Y(0#)JX0G4FH15VP;25V;/[07[M1_P8_9;^'-Y\4_CAXYL]#TBSC)WW#CS)WQQ'$G5W)X 'KR0,FOQ<_;Y_X.,/ MCW\9KJ^\ ?LD6[>!?#+;HO[<9%DU6\3!!(9LK;@]1L&\? WZ^0OVZ?V^/CE^W MK\5KCX@_%77)(].BF;^P_#L$I^RZ=#V55_B?'5SR>>@XKP_'O7VV79%0P\5. MNN:7X+_,\ZKBI2=H:(TO%OC+Q?X_UZX\5>.O%6I:UJEVY>ZU'5KZ2XGF8G)+ M22$LQ]R:S<44=*]]))61R:MA11FDS0 N*=#//:S+JFOVV_81_X*=?LR_M^>%UO/A=XA.G>(;>%&U7PIJKJMW,1\VSM,@.0 M'&,XR57.*_E_QW)KH? A=\4_B!\% '%A\1OACXIN]'UC39UEM;RSE*,"#G!QU M4XY!X->/C\FPN,3E%O\ @K-X9_;_ /A^ M_@'XBSVFF?$W0+?=J6GQDJFIVPVC[7#GOD@.F202#T/'VU7PV(P]7"UG3J*S M1Z,9* <;H****P*"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *** M* "BBB@#^5;]O[_D]3XG?]CA>?\ H=>05Z_^W]_R>I\3O^QPO/\ T.O(*_5*

M/\&/HCQ9_&SI/@U_R6#PI_V,MC_Z4)7])_CI?/]#LP6T@HHHKY4[@HHHH **** "BBB@ HHHH **** "BBB@ HHHH M **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@) &2< =37QO^W5^V=)))< _!CX4:L M50;H]=U.!NO_ $Q0C_QX_AZUV/[>W[5\OPSTAOA1X#O&76K^#_B87[O(YDD?\ MS^7<_ >/"_@"-=0SG,8WCO3B^O]]KM_*NN^UA"2Q+,D+D]O[I_#TKY*H! M*L&4D$'((KV^'\^Q_#F8QQ>%EJMUTDNJ?]:/4\+B+A[+^)H!]*^HZ_KC(,\P7$660QF&>CW76+ZI^:_%:G\=\09#CN',TG@L4M8[/MI)=)+R?X.ZZ!1117LGB!1110 4444 17MY;:=9RW][,L<,$;22R,3]KN[_ &?7V(=2T+PSJ;VWM@QU(VC:,+$V'CC9',$N5XF:\E^K_3[SB@=2WN(*,T59T;1M4\1ZO;::!H=A++=7MY.L-K;0 M(6>61EB JJ!U))Z5]6<"5V+HNBZQXCU:WT+0-,GO+VZE$=M:VT1>21RZ1<['73[F+S-1DC)Y/E(S[/CJ*^^_ M^"// !(+P1^Q7X!L/B \8?#MKJ7Q1U:U2>XFNX5D&A!AD6\&<['&<.XY)SG@ M #[QKY+,>()J;IX;I]K_ "/0I85)7F?GU\, ^#;3_@GWX0TX0^.?^$G\47@. M?M=Q[6RGC!S'&=OO6UXD_X-U?\ @FMK6EO9Z9X(\0Z=.5/E74'B*8E#ZE3P MWT-?==%>&\TS!N_M7]YT>RIJC\:OVG/^#7O7M*TVXU[]E3XTC5)8XBZZ%XEC M6%Y&S]R:5?EZ8Y/)_AM\']7@R(O82HE3. Z M-T=3CAAP:_K3KQs[M73ASX$?MV?":X^&'QH\,132)&[:+K<*!;O2YR.)89.H MYQE?NL!A@:]7 \0UZ]'OU7^9C4PL)+W=&?RM9HKU;]L_P#9#^)O[$WQ MXU;X'_$VR8364I?3K\(1'?6Q.4F0^A&/I7E-?90G&I!2B[IGG23B[,['X ?' M3XB?LU_%[0_C7\+=;EL-:T*]6>WEC8@2+T>-QW1U)4CN#7]0/[%7[4WA#]LG M]F_PY\>O!\JA-5M +^VR-UK=*)8FQT(;^=?RFU^J/\ P;(?M9S>$_C)XB_9 M*\0:C_H/BFS;4=#C< _=O(%+.JYZ Q;S@=2!7AY_@EB,+[5+WH?EU_P SJPM1 MQERO9G[;T45E:AX[\$:1>/IVJ^,M*M;B(@207&HQ(Z9&1E2P(X(/XU\,DWL> MB:M%8G_"S/AO_P!%!T/_,&T/_Q5 ^)?PX)P!B!HA)Z#^U8?_BJ?)/L!MT4V M*6.>-9H9%='4,CJA![TZI ***R]3\<>"M%O&T[6/&&EVEP@!>"YU".-U MR,C*LP(X.::3>P&I16)_PLSX,\ 10=#_P#!M# _\51_PLSX;_P#10=#_/!M M# _\%4^2?8#;HI(Y(Y8Q+$X96&593D$>M+4@%%%9WB;Q=X5\&::VL>+_]/)8 M:7:+G-SJ%VD*<#)5B!32;=D!HT5!P_$G_&LE_P $XOAAYD.K M+A/2?7,3$26 M>>IYP1V 1^ ZUQ^C?\%)/^":6KZ@E@WQ@O+,.?]?>Z6R1K]2&/\JZHX#&R5U3 ME]S)YX7M<^SJ*\T^"O[9'[+?[1,8;X+?'3P[X@8D 0V=^!(2>@"/AB?H*)]F MFAMXFGN)51$&7=VP%'J2>E,-*NIW^Y!; M:A&[M] K$FM2DTUN! *M^W]_R>I\3O\ L<+S_P!#KR"O7_V_O^3U/B=_V.%Y M_P"AUY!7ZG1_@Q]$>+/XV=)\&O\ DL'A3_L9;'_TH2OZY*_D;^#7_)8/"G_8 MRV/_*4)7] *^5.X6BL0_$SX< X M/Q T3(Z_\36' P"*H_X69\-_^B@2'X-H?\ XJ]Y)]@-NBL3_A9GPW_Z*#H? M_@VA_P#BJL:5XT\':[= 8-$\6:9>3[2WDVM_'(^!U.%)._*.62Z :=%%%2 45 MY;\7OVV_V2?@)M'Q=_:#\,:(SYPEQJ2NW!QRL>XC\:\(\2?\%ZO^":/AW46T M]/C3/J 4D?:--TUI(S@D<$D=<9Z="*Z:>#Q557A!OY,ESBMV?9-%?('A# _@N MQ_P30\6W@M)/CTFDY;'FZQ8O$@X)SD;N.,?B*]]^$G[6'[?QWMENOA%\;?# MNNAW"HEGJ2>8Q/8(V&/Y4JF$Q5%7G!KY,%*,MF>A4445SE!116?K'BOPMX>D M2'7_ !+I]B\BYC2\O$B+#U 8C--)O8#0HK$_X69\- \ HH.A P#@VA_^*H_X M69\-_P#HH.A_^#:'_P"*I\D^P&W14&FZIIFLVBZAI&HP7<#YV3VTRV(V.N"I M(-9GCGXC? ?AEHS^(/B%XRTW1;*-2S7&I7B0K@=<;B, 04E&3=DM0-JBOG75 M_P#@K9_P3=T*Z-GJO[7WA&*4$@K]HD;I]$-=]\$_VR/V6_VCK]]+^!WQQT#Q M)=1H?:VTZ[S)M')(5@"0/85K+#8B$>:4&EZ,2E%NR9Z91116(PHHHH **** M"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH R M=5\ ^!==N6O=;\%Z3>3/]^:ZTZ*1FXQR64GH*Y[5/V;O@1K((U#X6:.V< ZN MVV=>OW<5V]%<=;+LOQ\6C&7K%/\T=M',LQPUO8UIQMVDU^3/)=8_8;_ &8- M84Y^&4-L[=9;6[E4_JQ'Z5R6M\ !_]GO4PSZ=>Z]8N?N^5>HR#\&CS^M?0 M]%>1B.$>%)\5?VF#I_**7Y6/8P_&/%6%_AXVI\YM_G<^0_$/_2GTQU:7PO\M7IHV'W(;S20P/U=9!C_OFO/O$W !,KX^:0&FT/5M"U.,'Y4CNY(Y#*1[1 W MU7W[17S^+\+N#\3\%*5- P!V4O\ VYR1]%@_%;C/"OWZT:B_O0C^<5%_B?EY MXK_9+_:+\&!GUKX5:D44_?LPMQD>H$18_I7":KH>MZ%/]EUO1[JSE_YYW=NT M;?DP%?K]69K?@OPCXD@:VU[PU8W:/]X3VRMG\<5\ICO!C"RN\'BI+RG%/\5R M_D?78#QNQD;+&X2,O.$G'\'S?F?D517Z4^-/V%_V;O&@=W\#+I179/FZ7(8C MGU/K7D/CG_@EC92AI_AU1S$Q^[;ZI =]_\ DR3^5?%YAX4\58.[I1C57]V M5G]TK?A<^WR[QQ^._V$/VD/ X>=?!+ZK; MJ2%FTAQ.6 [[%RP_$5Y+JVC:OH-])IFN:7<6=S$<207,11U/N",BOA<=E.9Y M9/EQ=&5- P!Z+7YGW^7YOE6:PYL'7C47]V2?WVV*U%%%>>>B%%%% !1110 4 M444 %%%% !1110 4444 %%%% !1110 4444 6=&UC5/#VK6VNZ+?26UW:3++ M;3Q-AD=3D$?C7Z5?LE_M%:=^T%\.(M0N9(X];L%$.KVJG^,#_6*/[K=?;I7Y MF5W_ .S=\<=8^ OQ-L_%UE(SV;N(M3M0>)H2>>/4=0:^XX#XKJ<,9LO:/]Q4MLIKMVDO-?BKH^\0.$:?%.3OV: ?T[N#[]XORE^#L^Y^I-%4 #VOZ3XIT*S\ M2:#>)<65];)/:SH>'1@"#^1JY7]90G"I!3B[IZIG\3A.G-QDK-:~>844451 M(4444 ?A%_P&N7-CXADT^,MV2#]VH_):^7Z_3,OIJE@:<5V7XZ MGD5WS56PK]%_^#O&&CK(MEA\ODX[O3[_^ 7A8\U7T/T$HHK\]/4"BBB@ HHHH _W_@XO_8\TWXU?LDG M]H30-+SXB^'K_:)I8H:;\6O@5XN^M&>L8^RZYX>N[.?(_A>)@:_DJF@EM9Y+:=*LD;E74]00<$5]MPW7E4PLJ;^R_ MP?\ 3//QD4I*7<;7K'["GQJF_9W_ &P/AU\8@[B#1?%=E-J"1/M,MMYJB:// M;=&6'XUY/3[:1HKB.1205<$$'WKZ" <%4@XO9G)%N,DT?V"1N)$60=& -?S=_ M\%O_!?XLTW_ (*F?%FRT[Q1J-0#]J&F[(8;V1%7_B569X .!S7]#'P$\8W' MQ#^"/A'QY=ES+K/ARSO9,QNW20JYSCC/-?SK?\ !ABW^[5NY\Q_\)[XZ_Z'35O_ 8R^P@53Z7X]\= M'4[8?\)GJW^O3_F(R_WA_M5A5/I7_(4MO^OA/_0A7VED>>F[G]9G[-LLL_[. MO@&>>1G=_!6E,[NV2Q-I%DD]S7:UQ/[-'_)N'P__ .Q(TK_TCBKMJ_+*O\67 MJSVUL%?SL?\ !?OQ;XJTO_@]9\0++3/$VH6T*6&B[(8+V1$7.E6I. #@YPVKX^7^%_FCEQ;:I?,^1/^$]\=?]#IJW M_@QE_P#BJ/\ A/?'7_0Z:M_X,9?_(JLFBOM[(\Z[/ZV?V?Y99_@=X1FGE9WM;P[:%G=LDGREY)[UU]<=^SU_R0KP?_V+EG_Z*6O"O^"N7[?5A^P/^RY=>*](MN5/B_P 1M)I_A&V)Y$VT&2U]J*NSS[_@JA M_P %K?A7^P?:R_"WX7VMIXM^))?BM#XIO_&WC'69]0U34[I[B^O;ERSRR,]%;V1%WW/M'_@AAXO\6ZE_P %*? =GJ'BC49XG-P' MBGO9'5OW9ZQ@G!K^C>OYM_P#@A)_RDR\ _P"]< \ HLU_217Q7$G^^1_P_JST ML(VZ7S/Y5OV_O^3U/B=_V.%Y_P"AUY!7K_[?W_)ZGQ. ["\ P#0Z\@K[*C_M 8^B/.\D^#7_ "6#PI_V,MC _E"5_7)7\C?P:_Y+!X4_P"QEL?_$H2MOZY"0!DFOE>)_CI?/]#LP6T@K\B/^"VG_!;2/2!J7[(W['WBL/<_-;>+O&5A M-D1'HUM:NO4]0THXZA?[QTO^"V__ 6JM/!=EJ_[(7[*'B5)M8N(GM/%OBBR MERMDC J]O"PZR$$@L/N_6OQ>EEEN)GGGE9W=BSNYR23WS3R7)KVQ%=>B_5_H M5B,1;W8FH?'WCMB6;QKJQ)ZDZE+_ /%4?\)[XY_Z'35O_!C+_P#%5DUV'P%^ M WQ2_:7^*FD?!GX-^%;C6->UFX$5K;6Z9"CJTCGHB*H+,QP 2:^KDX1BV]$ MCA3DW9%KX2^' _P!H+XZ>/M/^&/PGE\1ZYKFJ3"*TL+&\E9F)ZL?FPJCJ6. ! MR37]"' !*G_@E]I'["7P[A\3?$/Q'JXB^)+&KH.MZI)>220608FUMPQY5>A M(^A%Q'GDP09&5C!['\% MJ^I/%GBK0/ _AB_\8^*=2BL].TRT>YO;J9L+'&BDL3^ KXK-LW>+?L:'P?G _M ,#\ST:%V:O+/]JKJO6KWPO\ "+6KKX?>"BY2WLM*N,7UT@/#MS7 P5/ ./V;CIEJ\U_X*L?\ !0SQA^WW^T7?:_#JDT?@K0IY+3PCI6\B,0AL M&X9>[R8!R>0NT=C7RJ7L95DU+#4U4K*\WWV7_!.>OB')\L=B?4]5U36[V34] M9U*XN[F5MTMQ=3-([GU+,22:KX/2E+':HR3T KZ5_9S_P"")1'_!0'!J+P_ ! MXO\ AE\ -0CT:ZC\RUU779H]/@N$_OQ-<,GFC/&5SW]*]NI5I4(\U222\]#F MC&4WHKGS3SUS5_PYXH\2^#]6BU_PEX@OM+OX&W07NG73P2QGU#H017UA\5/^ M"%'_ 4R^%'A]O$^H?L_2ZO;1G#Q>&]3M]0N!P3_ *F!VD(XZA<5\DZOI&JZ M!]<^BZYIT]G>6LICN;6YB*21.#@JRGD$'L:5*O0Q"_=R4EY.XY0G#=6/T1_X M)Z?\'"7[0'[/VK6/P_\ VIII_'?@TLL7]I.0NIZA4\BOY'SZ5]Q_\ M$Z_^"F'B7]C+X_6/P!\=:W+-_&5]%9ZC;SS?)IMR[;8KI,* Q"OT&UL_P MUX.;9+2K4W5H*TET6S_X)U4,0T^61_+7XI?\'1/B3Q%HO[1'PX@T;7KVTC? MP6[.EM=/&&/VN;DA2.:_JVN(+RWCN[659(I4#QR()D"_P"%*/H_R.C$?P6?F-_PGOCK_N=-6 \ !C+_ /%4 M?\)[XZ_Z'35O_!C+_P#%5DT5][9'EW9^SW[*'_!3SP?^P!_P1H\$^_+=>F_X2 M#QMK5YJ_;(_:,_;!\<77COX[? M$J_U66XF+P:17'S-YDZQC;^+?E4Y1+ERZJ_)A0UK(_=>BBBOS8]8**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *Q_%WP_\$>/; Z9XS*6&IP8($=[:K(%SW&X<'WK M8HK.K2I5Z;A4BI1>Z:NON9I2K5:%13IR<9+9V!^:/GCXB_\$V_@9XK$ESX2 M>]T"X;) M9M\1;W5\X'L,5X!\2O^"M?H M-17PV;>&W"N:7DJ/LI=X>[^&L?P/O,H\3>+-L-'=0%<'\>*S:.73Q3X)\'^-[$Z=XO\ #-CJ4." MEY;+)MSUP2,J?<8KP7XI_P#!-7X-^,!)>^ M1O/#=VV2L:'[1;?BC$- X_\ MA7YAG^AI!F^%O/+ZJJKL =E_\B_O1^JY+XS9/BK0S&E*B_P"9>]' _27W,^! M:*]G^*?[! Q^^&GF7<&A1ZW8IS]JTEBS >Z'# ^PS7CM[87VFW+66HVJW7S(J***\\]$*** "BBB@ HHHH **** "BBB@ HHHH *#110!]F_\$TO MCY)>V%Q\" _$5X6>VW7.BM(W_ "S)R\0^C'-M'E5X-1LTF&PY"L1\R_@ MV1^%?TIX4\1O,\JEEU9WJ4=O.#V_\>GI8_F#Q;QS&A&U:O> E-;_^ M!+7UN;5%%%%?K!^1!1110! _' P %;[%*YL?\ @)!]\7TN(JID\:WKLDU5I20?R MKYSK[D_X.%_A<_P]_P"""C_B#7+:P>&S\2Z79ZA [*))#"HF88 S^\W5\-U^ MG8*;J8.G)?RK\CQZRM5:'OZ-/^#?W6K;6O\ @F;X1:V&/LNI7UO)\V?F27!K M^OVC['4_AYXU_9@UC5,7FF7BZOHUL[@ P/\LP4'DG>03CL,UYW$ M%*53+VUT:?Z?J;825JMNY^LM%%%?!'I!17Q)_P %0?\ @JY\7O\ @G3JEK&O M['TOB/0-3B T[QD/%1BMDG[Q2PBU8JW1\XSZU\#*^?\ @Z,_;#NYG;P)\$?A M[81G.Q=1MKRY8<\9*7$>>>/:O4P^3X[%4U4@E9^:,IUJ<'9L_=.BOYUO&7_!P MQ_P4R\4W#SZ9\2=":T)7SB+1O#6D1O.2>//,I[XY)X[Y)^\/^"+W_ 6RF_:3 MN!^SA^UJXQMH_'4LI/AOQ!-!';Q:P#R8'"!42_P"1,,12G*R/TD\=:G8:-X*U?5M3ND@M[?39Y)II&PJ*(SDDU_(GJMTM M_JMS?QJ56>X>0*>P9B:_I*_X+8?M1Z/^S-^P1XN8WZ)K/BZR?0]"AWD.TDZ[M7D7_'%)?*_FN^M>SPS1E&A.H^K2^[_ (P&>37TLFHIMG'%-NQ_4M^R9I] MYI/[+WP\TO4(#%/;^#--CFC;JK"V0$?G7\]?_!U?S7_\ !AC/X:]3Y-J?2O\ D*6W_7PG_H0]"I]*_P"0I;?] M?"?^A"OM#SEN?UE_LT?\FX?#_P#$<2O_2.*NVKB?V:/^3IB70/AW:QZ+IZ1.=CW&/-N9"_F_S9#$3Z M0KZ5^\OP@U&32/V9= U:(X>U\'0K^ QK\;7WQ)^,GBSXAZG.9 M+C7OMJTA &YIKAY#P.!RW3I7R'#]!3QE6J_LZ?>_^ >EBY-02[G-4A1I D MCD5O_"GP!JWQ6^)F@_#308]YKNK06-L@ZEY"C^=?7MI*[/.2;=D?4W_!+G M_@D\'5 ^"AFJR^,-3OY?@#3[GRKW7VARJVX^]#;@\%AW;D"OV*^"' 0[M_P"'<'P6TRUMW^ &G>*;R!,3W_BT& -PW/S&.7,:]>B]!QTKZ' 9\^!G@3]F MOX,^'?@?\-]-2VTGP[ID5I!M7#3,J_/, J[MN=CW+&NRK_Q^<8K%57R2<8] M$M/O/5IT(4UMJ?'GQS_X(4_\$XOC3IEU#9_ ^V\)7\ZGR-0\),;+[.Q_B$28 MB;Z,I%?CE_P4V_X)(_&#_@G=KT6NOJ+>)/ ^I3;--\1PP;3$W:&=1PK^_0]L M5_2A7G7[6/P&\(_M,?L\>*_@OXUTQ+FTUG2)HXP8PS13!28Y$R.'#8P1R,T\ MOSG%8:JE.3E#JGK]PJM"%1>9_)Y16EXR\+:GX&\8:MX*UI"EYH^I3V-VA7!6 M6*1HV&.W*GBLVOOT[H\IJQ]@?\$)/^4F7@'_'KG_P!%FOZ2*_FW_P"'$_* M3+P#_O7/_HLU_217Q$O^^1_P_JSTL) !^9_*M^W]_R>I\3O^QPO/_0Z\@KU M_P#;^_Y/4^)W_8X7G_H=>05]E1_@Q]$>?/XV=\'&2/XO>%7=@H'B2Q))/ _ MTA*_83_@M;_P6T@\!6^I_LD_5[]_\ !?OQ;XJTO_@]9\0++3/$VH6T*6&B[(8+V1$7.E6I. #@YPVKX^7^%_FCEQ;:I?,^1/^$]\=?]#IJW M_@QE_P#BJ/\ A/?'7_0Z:M_X,9?_(JLFBOM[(\Z[/ZV?V?Y99_@=X1FGE9WM;P[:%G=LDGREY)[UU]<=^SU_R0KP?_V+EG_Z*6O"O^"N7[?5A^P/^RY=>*](MN5/B_P 1M)I_A&V)Y$VT&2U]J*NSS[_@JA M_P %K?A7^P?:R_"WX7VMIXM^))?BM#XIO_&WC'69]0U34[I[B^O;ERSRR,]%;V1%WW/M'_@AAXO\6ZE_P %*? =GJ'BC49XG-P' MBGO9'5OW9ZQ@G!K^C>OYM_P#@A)_RDR\ _P"]< \ HLU_217Q7$G^^1_P_JST ML(VZ7S/Y5OV_O^3U/B=_V.%Y_P"AUY!7K_[?W_)ZGQ. ["\ P#0Z\@K[*C_M 8^B/.\D^#7_ "6#PI_V,MC _E"5_7)7\C?P:_Y+!X4_P"QEL?_$H2MOZY"0!DFOE>)_CI?/]#LP6T@K\B/^"VG_!;2/2!J7[(W['WBL/<_-;>+O&5A M-D1'HUM:NO4]0THXZA?[QTO^"V__ 6JM/!=EJ_[(7[*'B5)M8N(GM/%OBBR MERMDC J]O"PZR$$@L/N_6OQ>EEEN)GGGE9W=BSNYR23WS3R7)KVQ%=>B_5_H M5B,1;W8FH?'WCMB6;QKJQ)ZDZE+_ /%4?\)[XY_Z'35O_!C+_P#%5DUV'P%^ M WQ2_:7^*FD?!GX-^%;C6->UFX$5K;6Z9"CJTCGHB*H+,QP 2:^KDX1BV]$ MCA3DW9%KX2^' _P!H+XZ>/M/^&/PGE\1ZYKFJ3"*TL+&\E9F)ZL?FPJCJ6. ! MR37]"' !*G_@E]I'["7P[A\3?$/Q'JXB^)+&KH.MZI)>220608FUMPQY5>A M(^A%Q'GDP09&5C!['\% MJ^I/%GBK0/ _AB_\8^*=2BL].TRT>YO;J9L+'&BDL3^ KXK-LW>+?L:'P?G _M ,#\ST:%V:O+/]JKJO6KWPO\ "+6KKX?>"BY2WLM*N,7UT@/#MS7 P5/ ./V;CIEJ\U_X*L?\ !0SQA^WW^T7?:_#JDT?@K0IY+3PCI6\B,0AL M&X9>[R8!R>0NT=C7RJ7L95DU+#4U4K*\WWV7_!.>OB')\L=B?4]5U36[V34] M9U*XN[F5MTMQ=3-([GU+,22:KX/2E+':HR3T KZ5_9S_P"")1'_!0'!J+P_ ! MXO\ AE\ -0CT:ZC\RUU779H]/@N$_OQ-<,GFC/&5SW]*]NI5I4(\U222\]#F MC&4WHKGS3SUS5_PYXH\2^#]6BU_PEX@OM+OX&W07NG73P2QGU#H017UA\5/^ M"%'_ 4R^%'A]O$^H?L_2ZO;1G#Q>&]3M]0N!P3_ *F!VD(XZA<5\DZOI&JZ M!]<^BZYIT]G>6LICN;6YB*21.#@JRGD$'L:5*O0Q"_=R4EY.XY0G#=6/T1_X M)Z?\'"7[0'[/VK6/P_\ VIII_'?@TLL7]I.0NIZA4\BOY'SZ5]Q_\ M$Z_^"F'B7]C+X_6/P!\=:W+-_&5]%9ZC;SS?)IMR[;8KI,* Q"OT&UL_P MUX.;9+2K4W5H*TET6S_X)U4,0T^61_+7XI?\'1/B3Q%HO[1'PX@T;7KVTC? MP6[.EM=/&&/VN;DA2.:_JVN(+RWCN[659(I4#QR()D"_P"%*/H_R.C$?P6?F-_PGOCK_N=-6 \ !C+_ /%4 M?\)[XZ_Z'35O_!C+_P#%5DT5][9'EW9^SW[*'_!3SP?^P!_P1H\$^_+=>F_X2 M#QMK5YJ_;(_:,_;!\<77COX[? M$J_U66XF+P:17'S-YDZQC;^+?E4Y1+ERZJ_)A0UK(_=>BBBOS8]8**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *Q_%WP_\$>/; Z9XS*6&IP8($=[:K(%SW&X<'WK M8HK.K2I5Z;A4BI1>Z:NON9I2K5:%13IR<9+9V!^:/GCXB_\$V_@9XK$ESX2 M>]T"X;) M9M\1;W5\X'L,5X!\2O^"M?H M-17PV;>&W"N:7DJ/LI=X>[^&L?P/O,H\3>+-L-'=0%<'\>*S:.73Q3X)\'^-[$Z=XO\ #-CJ4." MEY;+)MSUP2,J?<8KP7XI_P#!-7X-^,!)>^ M1O/#=VV2L:'[1;?BC$- X_\ MA7YAG^AI!F^%O/+ZJJKL =E_\B_O1^JY+XS9/BK0S&E*B_P"9>]' _27W,^! M:*]G^*?[! Q^^&GF7<&A1ZW8IS]JTEBS >Z'# ^PS7CM[87VFW+66HVJW7S(J***\\]$*** "BBB@ HHHH **** "BBB@ HHHH *#110!]F_\$TO MCY)>V%Q\" _$5X6>VW7.BM(W_ "S)R\0^C'-M'E5X-1LTF&PY"L1\R_@ MV1^%?TIX4\1O,\JEEU9WJ4=O.#V_\>GI8_F#Q;QS&A&U:O> E-;_^ M!+7UN;5%%%%?K!^1!1110! _' P %;[%*YL?\ @)!]\7TN(JID\:WKLDU5I20?R MKYSK[D_X.%_A<_P]_P"""C_B#7+:P>&S\2Z79ZA [*))#"HF88 S^\W5\-U^ MG8*;J8.G)?RK\CQZRM5:'OZ-/^#?W6K;6O\ @F;X1:V&/LNI7UO)\V?F27!K M^OVC['4_AYXU_9@UC5,7FF7BZOHUL[@ P/\LP4'DG>03CL,UYW$ M%*53+VUT:?Z?J;825JMNY^LM%%%?!'I!17Q)_P %0?\ @JY\7O\ @G3JEK&O M['TOB/0-3B T[QD/%1BMDG[Q2PBU8JW1\XSZU\#*^?\ @Z,_;#NYG;P)\$?A M[81G.Q=1MKRY8<\9*7$>>>/:O4P^3X[%4U4@E9^:,IUJ<'9L_=.BOYUO&7_!P MQ_P4R\4W#SZ9\2=":T)7SB+1O#6D1O.2>//,I[XY)X[Y)^\/^"+W_ 6RF_:3 MN!^SA^UJXQMH_'4LI/AOQ!-!';Q:P#R8'"!42_P"1,,12G*R/TD\=:G8:-X*U?5M3ND@M[?39Y)II&PJ*(SDDU_(GJMTM M_JMS?QJ56>X>0*>P9B:_I*_X+8?M1Z/^S-^P1XN8WZ)K/BZR?0]"AWD.TDZ[M7D7_'%)?*_FN^M>SPS1E&A.H^K2^[_ (P&>37TLFHIMG'%-NQ_4M^R9I] MYI/[+WP\TO4(#%/;^#--CFC;JK"V0$?G7\]?_!U?S7_\ !AC/X:]3Y-J?2O\ D*6W_7PG_H0]"I]*_P"0I;?] M?"?^A"OM#SEN?UE_LT?\FX?#_P#$<2O_2.*NVKB?V:/^3IB70/AW:QZ+IZ1.=CW&/-N9"_F_S9#$3Z M0KZ5^\OP@U&32/V9= U:(X>U\'0K^ QK\;7WQ)^,GBSXAZG.9 M+C7OMJTA &YIKAY#P.!RW3I7R'#]!3QE6J_LZ?>_^ >EBY-02[G-4A1I D MCD5O_"GP!JWQ6^)F@_#308]YKNK06-L@ZEY"C^=?7MI*[/.2;=D?4W_!+G M_@D\'5 ^"AFJR^,-3OY?@#3[GRKW7VARJVX^]#;@\%AW;D"OV*^"' 0[M_P"'<'P6TRUMW^ &G>*;R!,3W_BT& -PW/S&.7,:]>B]!QTKZ' 9\^!G@3]F MOX,^'?@?\-]-2VTGP[ID5I!M7#3,J_/, J[MN=CW+&NRK_Q^<8K%57R2<8] M$M/O/5IT(4UMJ?'GQS_X(4_\$XOC3IEU#9_ ^V\)7\ZGR-0\),;+[.Q_B$28 MB;Z,I%?CE_P4V_X)(_&#_@G=KT6NOJ+>)/ ^I3;--\1PP;3$W:&=1PK^_0]L M5_2A7G7[6/P&\(_M,?L\>*_@OXUTQ+FTUG2)HXP8PS13!28Y$R.'#8P1R,T\ MOSG%8:JE.3E#JGK]PJM"%1>9_)Y16EXR\+:GX&\8:MX*UI"EYH^I3V-VA7!6 M6*1HV&.W*GBLVOOT[H\IJQ]@?\$)/^4F7@'_'KG_P!%FOZ2*_FW_P"'$_* M3+P#_O7/_HLU_217Q$O^^1_P_JSTL) !^9_*M^W]_R>I\3O^QPO/_0Z\@KU M_P#;^_Y/4^)W_8X7G_H=>05]E1_@Q]$>?/XV=\'&2/XO>%7=@H'B2Q))/ _ MTA*_83_@M;_P6T@\!6^I_LD_5[]_\ !?OQ;XJTO_@]9\0++3/$VH6T*6&B[(8+V1$7.E6I. #@YPVKX^7^%_FCEQ;:I?,^1/^$]\=?]#IJW M_@QE_P#BJ/\ A/?'7_0Z:M_X,9?_(JLFBOM[(\Z[/ZV?V?Y99_@=X1FGE9WM;P[:%G=LDGREY)[UU]<=^SU_R0KP?_V+EG_Z*6O"O^"N7[?5A^P/^RY=>*](MN5/B_P 1M)I_A&V)Y$VT&2U]J*NSS[_@JA M_P %K?A7^P?:R_"WX7VMIXM^))?BM#XIO_&WC'69]0U34[I[B^O;ERSRR,]%;V1%WW/M'_@AAXO\6ZE_P %*? =GJ'BC49XG-P' MBGO9'5OW9ZQ@G!K^C>OYM_P#@A)_RDR\ _P"]< \ HLU_217Q7$G^^1_P_JST ML(VZ7S/Y5OV_O^3U/B=_V.%Y_P"AUY!7K_[?W_)ZGQ. ["\ P#0Z\@K[*C_M 8^B/.\D^#7_ "6#PI_V,MC _E"5_7)7\C?P:_Y+!X4_P"QEL?_$H2MOZY"0!DFOE>)_CI?/]#LP6T@K\B/^"VG_!;2/2!J7[(W['WBL/<_-;>+O&5A M-D1'HUM:NO4]0THXZA?[QTO^"V__ 6JM/!=EJ_[(7[*'B5)M8N(GM/%OBBR MERMDC J]O"PZR$$@L/N_6OQ>EEEN)GGGE9W=BSNYR23WS3R7)KVQ%=>B_5_H M5B,1;W8FH?'WCMB6;QKJQ)ZDZE+_ /%4?\)[XY_Z'35O_!C+_P#%5DUV'P%^ M WQ2_:7^*FD?!GX-^%;C6->UFX$5K;6Z9"CJTCGHB*H+,QP 2:^KDX1BV]$ MCA3DW9%KX2^' _P!H+XZ>/M/^&/PGE\1ZYKFJ3"*TL+&\E9F)ZL?FPJCJ6. ! MR37]"' !*G_@E]I'["7P[A\3?$/Q'JXB^)+&KH.MZI)>220608FUMPQY5>A M(^A%Q'GDP09&5C!['\% MJ^I/%GBK0/ _AB_\8^*=2BL].TRT>YO;J9L+'&BDL3^ KXK-LW>+?L:'P?G _M ,#\ST:%V:O+/]JKJO6KWPO\ "+6KKX?>"BY2WLM*N,7UT@/#MS7 P5/ ./V;CIEJ\U_X*L?\ !0SQA^WW^T7?:_#JDT?@K0IY+3PCI6\B,0AL M&X9>[R8!R>0NT=C7RJ7L95DU+#4U4K*\WWV7_!.>OB')\L=B?4]5U36[V34] M9U*XN[F5MTMQ=3-([GU+,22:KX/2E+':HR3T KZ5_9S_P"")1'_!0'!J+P_ ! MXO\ AE\ -0CT:ZC\RUU779H]/@N$_OQ-<,GFC/&5SW]*]NI5I4(\U222\]#F MC&4WHKGS3SUS5_PYXH\2^#]6BU_PEX@OM+OX&W07NG73P2QGU#H017UA\5/^ M"%'_ 4R^%'A]O$^H?L_2ZO;1G#Q>&]3M]0N!P3_ *F!VD(XZA<5\DZOI&JZ M!]<^BZYIT]G>6LICN;6YB*21.#@JRGD$'L:5*O0Q"_=R4EY.XY0G#=6/T1_X M)Z?\'"7[0'[/VK6/P_\ VIII_'?@TLL7]I.0NIZA4\BOY'SZ5]Q_\ M$Z_^"F'B7]C+X_6/P!\=:W+-_&5]%9ZC;SS?)IMR[;8KI,* Q"OT&UL_P MUX.;9+2K4W5H*TET6S_X)U4,0T^61_+7XI?\'1/B3Q%HO[1'PX@T;7KVTC? MP6[.EM=/&&/VN;DA2.:_JVN(+RWCN[659(I4#QR()D"_P"%*/H_R.C$?P6?F-_PGOCK_N=-6 \ !C+_ /%4 M?\)[XZ_Z'35O_!C+_P#%5DT5][9'EW9^SW[*'_!3SP?^P!_P1H\$^_+=>F_X2 M#QMK5YJ_;(_:,_;!\<77COX[? M$J_U66XF+P:17'S-YDZQC;^+?E4Y1+ERZJ_)A0UK(_=>BBBOS8]8**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *Q_%WP_\$>/; Z9XS*6&IP8($=[:K(%SW&X<'WK M8HK.K2I5Z;A4BI1>Z:NON9I2K5:%13IR<9+9V!^:/GCXB_\$V_@9XK$ESX2 M>]T"X;) M9M\1;W5\X'L,5X!\2O^"M?H M-17PV;>&W"N:7DJ/LI=X>[^&L?P/O,H\3>+-L-'=0%<'\>*S:.73Q3X)\'^-[$Z=XO\ #-CJ4." MEY;+)MSUP2,J?<8KP7XI_P#!-7X-^,!)>^ M1O/#=VV2L:'[1;?BC$- X_\ MA7YAG^AI!F^%O/+ZJJKL =E_\B_O1^JY+XS9/BK0S&E*B_P"9>]' _27W,^! M:*]G^*?[! Q^^&GF7<&A1ZW8IS]JTEBS >Z'# ^PS7CM[87VFW+66HVJW7S(J***\\]$*** "BBB@ HHHH **** "BBB@ HHHH *#110!]F_\$TO MCY)>V%Q\" _$5X6>VW7.BM(W_ "S)R\0^C'-M'E5X-1LTF&PY"L1\R_@ MV1^%?TIX4\1O,\JEEU9WJ4=O.#V_\>GI8_F#Q;QS&A&U:O> E-;_^ M!+7UN;5%%%%?K!^1!1110! _' P %;[%*YL?\ @)!]\7TN(JID\:WKLDU5I20?R MKYSK[D_X.%_A<_P]_P"""C_B#7+:P>&S\2Z79ZA [*))#"HF88 S^\W5\-U^ MG8*;J8.G)?RK\CQZRM5:'OZ-/^#?W6K;6O\ @F;X1:V&/LNI7UO)\V?F27!K M^OVC['4_AYXU_9@UC5,7FF7BZOHUL[@ P/\LP4'DG>03CL,UYW$ M%*53+VUT:?Z?J;825JMNY^LM%%%?!'I!17Q)_P %0?\ @JY\7O\ @G3JEK&O M['TOB/0-3B T[QD/%1BMDG[Q2PBU8JW1\XSZU\#*^?\ @Z,_;#NYG;P)\$?A M[81G.Q=1MKRY8<\9*7$>>>/:O4P^3X[%4U4@E9^:,IUJ<'9L_=.BOYUO&7_!P MQ_P4R\4W#SZ9\2=":T)7SB+1O#6D1O.2>//,I[XY)X[Y)^\/^"+W_ 6RF_:3 MN!^SA^UJXQMH_'4LI/AOQ!-!';Q:P#R8'"!42_P"1,,12G*R/TD\=:G8:-X*U?5M3ND@M[?39Y)II&PJ*(SDDU_(GJMTM M_JMS?QJ56>X>0*>P9B:_I*_X+8?M1Z/^S-^P1XN8WZ)K/BZR?0]"AWD.TDZ[M7D7_'%)?*_FN^M>SPS1E&A.H^K2^[_ (P&>37TLFHIMG'%-NQ_4M^R9I] MYI/[+WP\TO4(#%/;^#--CFC;JK"V0$?G7\]?_!U?S7_\ !AC/X:]3Y-J?2O\ D*6W_7PG_H0]"I]*_P"0I;?] M?"?^A"OM#SEN?UE_LT?\FX?#_P#$<2O_2.*NVKB?V:/^3IB70/AW:QZ+IZ1.=CW&/-N9"_F_S9#$3Z M0KZ5^\OP@U&32/V9= U:(X>U\'0K^ QK

^E3U]FW5U;V5K)>W__ .Z&$3BI7/S?_X.%O\ @HQJO[-_P@M?V7?A-K1M_%7CJV6\N)+# M2QPX&.5:8G8#W425^#C.TC%WOE>#C@\'&-M7J_7_ (&QSUZC MJ5/0#Q3H(9KF98+:)I'<@(B+DL?04MO;SW=Q':6L+22RN$CC09+,3@ >^:_ M>; @B_\ \$;/AM^SW\,=(_:3 ;%\(6FM_$'6;>.\TNTU*V$D6@P-AX]B-D>> M>&,F-RY"KCYMVF/Q]' 4>>>K>R[BI4G5E9'Y' #7_@F'^WQ\6] A\4^!_P!E MKQ=*/BG^S7XKTO2XQF7 M49-)D,$?^\X&!7]3U-EBBGB":-71U*NC#(8'J".]?-+B:OS:TU;U?Y_\ [/ MJ<+;G\?)5D8HX((.""_E%?L[_P %R_\ @C5\/G\#:I^V1^RQX0@T;4M-7S_& M/AG3(EM=P]#=PQJ,1R#C>]@*P^; ;<6_&+G.*^GP6-HXZC[2G\UV9Q5:4J< MK,EL+^]ZM3^&U+3;2]*XMY%D@FB]?SG5]B_\$+?VDK_]GK_@ MH%X8LIM3\C2/&.[1=761\1X?YHW([E6&!_OFN7.,"%X*6GO1U7Z_>:8>HX5 M+=&?OS^V; R9]\5_^R:Z[_Z;YZ_E!K^K[]LW_DS[XK_]DUUW P!-\)?R@UYO M#'\&IZHUQFZ"D/6EKI_@K\)_$WQU^+7AWX/^#H#)]7B+5H;*VPA;9O;YG('9 M5RQ]E-?3-J*N]CC2;=B/X8?"'XH_&KQ1#X*^$GP_U;Q%JUP<0V&CV+SRM_P% M 37LGB#_(0)/_P#!13PUH7 _*1EC>]R1XS^S+&9))/T:1WC4#)+*!E<>]?T,_L M,_L0_!W]A\0:?\ "SX8>'+:.],"/K^MF(&YU*YQ\SR28R5!SM7HHZ#DY]HK MY.OQ+)56J4%R^?4[HX.-O>>I_'IJ6F:EHU_+I>KV,UMQEAUK1X9&R09,QRHOHH,88CU*WE#B?R?T5T?Q=^&/BCX+?$[7?A3XUT^2UU30-3EL[R&5"1# M(V <'L1@CV-.TTQ>^*T_!W@OQ=\0_$MIX-\"^&K[5]5OYA%9:M?!ULTLTS'LJJ"3Z^PY->G?L7?L/_ !T_;J^*L7PQ^"_AQYA'M?5]7F!6UTZ$ MG!>1^@/7"]3@X'!K^@S_(0[_P#!+'JG7]@'PA# _,(GHD.L>+[BU5-8\67\ M(::5N"RQ9_U4>0, ^*\S,O_!MKJ>MP M6?Q. ;NUJ73X25EM_ NBSJ9&G,C[3<0 ^7;:%HU MS.LQ'990SE_B6J712PF*K?PX-_)DN48[L^T** *_XB_\'2?[/^GQ-#+\ P!G MWQ1J4ZMQ+JDT$$++# _@+EOS%>&_$#_@Z. :/UJ(P _#[X >&M$('$]Q?R71/N5 M9 /UKOIY'F53[%O5HS>(HKJ?N%17\Z_C[_@X3_X*3^.(?LMK\0M&T2,9VMHV MBK%)SCJV3GI^IKQ_QQ_P5/\ ^"A'Q#MVLO%'[5OBV:V8D_9H[_8@)!!X]&(MKLAPUC'\4DOO?Z&;Q=-']06H:EIVDVCW^JW\-M!&,R37$H1%'N2<"N&\0?M7 M?LO>%$D?Q)^T;X%L?*!,B7/BRS5A_P !,F2?8"OY8/$'QS^-'BJ5I0$?Q6\0 MWC/G?YVKS$'/MNQ7-76H:A?OYE]?33$G),LI8_K75#AB/VZOW+_@D/&+HC^F MOQ;_ ,%C/^":'@F5X-> :ST'>F?/$?S%?SX@8&!28[UV0X;P$?BR M/VA\?_\ !U-\.+"YDC^&'[)NL:I$"1%+K?B..R8CL2L<4P'TS7AOCW_@Z! ; M(UJ25?A[\'_^AQ/N"" CN+YT!'&&$D0)'KC*_-&BNN&39;3VIW];O]3-XF ML^I]9_$7_@N# P%+_B,D]K'P]+X()>B1FZE26[! MB78LQ)).22>31@8P:**V(#\:*** "BBB@ HHHH **** #VK];_\ @V'_&0#MJWBKQ9^V;XKTPF#3(?[!\+F6,$-<2;9+F53G(9$6-.F"]V]* *CX>^!?$/Q. M\=:1\//"=B]SJ6M:A%:64**26=V"CIV&\?YIG)'WOF.T'T45X/$&+]AA/91>L_RZ_Y'5A*?-/F?0]7 MHHHKX4](**** ."_:_F_Y-P\?\ HIJ_DTK^LO\ :F_Y-P\?\ MHIJ_DTK[#AC^%4]4<.-^S_T"NQ_9Z' !?7PA_V,=G_.C5KCJ['GK_DNO M@_\ [&.S_P#1JU]-/X&<T%%%% '- _&7_DC_BO_ +%J^ \ M2=Z_DL\8_P#(W:K_ -A*?_T8U?UI_&7_)(XK_[%]^_])WK^2SQC_R-VJ_] MA*?_ -&-7UW#'P5?E^IQ8S:)G5N?## DI?AW L.VG_HY*PZW/AA_R4OP[_V' M;3_T O^1%T7_L$VW_HI: E! :/\2W7C#X_^,_ $U],TDMWXE MO'=WZD^:P_I7?W@+_D1=% [!-M_Z*6OY1OVG?"-]X#_ &B/&WA+4[5H]'Q M->)+$X(*GS6..?K7R?#50;?2E^;._ &7Y4<-71?"#PC%\0/BWX7\!RLJKK?B* MQT]V8X $TZ1\GT^:N=K=^%GC!OA[\3O#GCY$#'0]>L]0 89!,,R2=/\ @-?5 MRORNVYP1W/ZT_A]X2L? /@31O!&F6T,,&DZ9!:1QP(%O*.,+P !Z9_&MBN?^ %/CO3/B?\,] ^(>CWT-S;ZUI$%W'- P*-O0,<$>A)'X5T%?E"O#%G';Z='XFGELK>+I%&[;@OZFOGVO> MO^"GOQ;T/XW?MY_$SX@^&+Q+C3;GQ-/'83ITDB1MH/Z&O!:_4L-S?5X MF3_=]:_E$BCDGD6&%"S.P55'4DJ!7]7_ .R!X'/PV_9<\^"&.3I.A:S0 ,3 MR8PW4_[U?/<3\OL:?>[_ "_X8ZL'>[/Y6/B/_P E UO_+*MQ_Z,:L6MKXD$ M#X@:W_V%9_\ T8:Q:^F6QQO<[Z_X)=?\I"OA#_V.]G_Z7J1U?RT_P#+_]_ M/1OV_P#X0WM])MC/CW3H@?\ :DF5%' ?3"OZEJ^.XF_WBGZ/\ST,'_#?]%%% M17]]:Z78SZE?3"."WA:6:1NBHH))_ "OF3K/Y'?B[_R5CQ/ _-C%>_\ H]ZY MZM_XK3Q77Q1\2W$#[DDU^\9&'<&=R#6!7ZM#X4>()SV'_@GY_P GL_## _L<; M/_T.OW[_ ."W/B#4?#7_ 3!^*>H:9+LDDTVTMF/_3.:]@BNIW.%W3!9(4/^]/#"H]V%?T>U\1QO(I_7HWVY M=/O9Z>%M[(****^>.D^>_P#@]O\"+0OC3_P3T^+'A;780WV/P9>ZM9':"5N M;.)KJ'![?OE!/H37\O>"#@]I_IE_P"'ROQ]TC]G_P#X)V_$?5;V^CCO/$.A 2M2!ID+'YY9;U3;G:.Y5)&?V"$]J_F:R223ZU]KPTIK*3;VOI]VIY^,MS(* _9 M?_@U*_Y$WXV_]A/0?_1= _7XT5^R__!J5_P B;\;?^PGH/_HN_KLSW_D5S^7Y MHRPW\9'Z$_\ !1G_),_^+__ &3W5/\ TG>OY7Z_]@_X*,_\F&?%_P#[)]GM_I.]?ROUP_[M4]?T-L9N@K[9_X-\?!^G>*O^"G'@^ZU/31SF+<M_$_\ P3=^+6FW,@58_"[W()0-\T,B2@8/ MN@Y[=:_F'K^HC_@JE_RCN^+W_8DWG_H%?R[U]IPR_P#9)K^]^B.#&?$@K](_M^#7K_D_CQ9_V2;_].6FU^;E?I' ,&O7)_ IRTVO4S;_D75 M?0?ZV(\^M?B- P=.?\G&?#; L27 \ 2R>OVYK\1O\ @Z< Y._^&W_8DO\ M^ED]?(Y! P C*/H_R/0Q/\%GY84445]>4?T, \!O\ _P#*,#P3_PI?^I?^ ME3U].?M)ZY!X;_9Y\=:[<7:P+;>$=1<2L>%;[-)M_7%?,?\ P;__/*,#P3_M -?^I?\ I4]?4'[1&AKXE^ 7C;0#:K,;OPGJ,21,,AF-M)M_7%?F^,M_:<[__M _S_ #/8A_"7H?R6WMW/J%[-?W3[I)Y6DD;U9CD_SJ*I]4T^XTG4[C2KM"LM MK.\4JGLRL01^8]"OT@\<]S X)H?"G1_C9^WA\,/AOXA4FPO_!1 ;L 9^1,O MT[\]*_J41$C4(BA548 P * EA_X)U?%_3?@/^V]\-?BIK+@6>E^*(#=;FP-MCYC.3V'S _A7]3=K=6U\1WMG.DL,T8>*6-@5=2,@<@Q?"I.]?'<3< MZ?:S^^ M^OZ'HX.W(R2BBBOF#K*'BKPYIGC'PQJ/A+6H?,[]4L9;2[3^`(A1A^1-?R8 M?';P#P!_ C9XM\':<,6^F>([VVMP.T:3NJC\@*_K+\;>*]+\!^#M5\;ZY*$L M]'TZ>]NG)QB.)"[?HIK>3'XU^+K7Q_\&'Q5XVL3^XU;Q#>7<'_7.29V7]"* M^KX8YKU>VGZG%C/A1S%=5\"M;N?#7QL\(:_9LPDM/$UC*NTX)Q.A(SVR,C\: MY6NN^ AV[\??'/P=X:LHG>2]\3V,86,9;!G3)'T&3^%?5SMR.YQ1^)']0W[M6&IC6_V(OB7K*P^6+OX5ZS,(R<[=^FS-C/?K7\I=?U:_M::9'HO[$WQ,T>&0 MNEI\+-9A1V)"Z;,H/Z5.*57S7#-O95;=T=>,W05]E?\$#_"R^)?^"FW@BY: MS,PTJVO;W.1^[Q"8]W/7_68X]:^-:Z^_=#_P:

U%5:_K6UG]G3]GSQ'(9O$/P)\&W[L2 M6:\\,6DI.1CJT9KEO$7[_[$WBDQG6?V4O)\K.S[-X7MH.OKY2+G\#?1G\]5%?U, \.V/V"0^C3 !?_@G6M3P[^P1^Q-X6$HT?]E+P /. MQO\
M/A:VGZ>GFHV/PQ5/B;#VTIO\ ^ION?RMVFC:S]#A+#2+JT?\ 9P_9Y\,R";P_ M\!O!EBZD%7L "]I$01TY6,=*[""W@M85MK6!(XT7"1QJ JCT '2L9\3K[%+[MW_P"E@UU9 -G* ^"&O_ 4H^*5RL"_
&Y\/HW_+;Q-<+:+CUYS7U1\$/^#6 M_P")NK?9]2^/_P"T#I^E1&3%SI?A^S\Z95XY$SDID_[O:OVGHK@J\0X^II&T M?1?YFL<+2CYGQ9^SW_P0._X)W? F2WU/5OA@_C;4K=@?M?
B^8W,;_6W/[D_] M\5]@^$_!OA+P'H5OX8\$^&K'2=-M([EK8Z=:I#%$OHJ* /I6E17DUL3B,0[MU9-^IM&,8[(*****P*'BBB@ HHHH **** "BBB@ HJKKK MO'HEY)&Y5EM9"K*
<$':>:_+'0?B1\= _$^L6_A_0/BXHNKRZDV6]O'KL^YV] M!EZ^)XNXSH\)U*$)T'4=7FM9V^'E\G>_,?<\'<$5N+J6(J1KQI*ERWYE?XN; M7=6MRGZL45^<7_"K?V[_.YXW_\ !J)_\=H_X5;^W?\
W/&__@^D_P#CM?._M\1-Q?_0JK?<__D3Z/_B%^" _Z&]#[U_\)GZ.T5\H?L+>#/VD_#WQ)O[OXPKX MA&GMIVV'^UM3:9/,SV!=L&OJ^OO.'LXGGN7+%3HRI-MKEEOIUV6Y!Q%DU/(M$A7C622?
-#;7IN|@HHHKW#P@HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH *KZMJMAH>F3ZQJMRL-M;1-)/ M*W15 R35BN8^-7_))\$?
_8'G_P#0#7/BZTL/A*E6.\8M_[&+X, :E^!?Q!\36O@_PCX]M;S4;TL+:VCSERJ%SC_@*D_A7H-?FG^PE M_P G7^$?^NUW_P"D<]?I97R' 7$N-XIRBIBL3&,91FX^[>UE&+ZM]S[/Q!X7 MP7">
<4\)A9RE&5-2O*U[N4ET2T]T***X#]J/3?&FL? 3Q'IOP[%Y_;4MM$+' M^SYS'-N\Z,G:P((^4-WZ9KZW&XAX/!U*ZBY.$92LMW9+V7FJD?'8'#1QF-I8 M=R45,48\5V5VE=^2W9W]%?G"/A;^W?\
W/&__@^D_P#CM8/CT?M7_"^TM[[Q M_P")/%^FOW4ACMY+C79L.P&2!B0]J_+)E:WBG5P]-U*N658Q6[>B7S<3]7H^%% M#$U53I9I1E)]6;?HE*Y^GE%?F)X#C :R^)]C-
J7@'Q'XOU."WE\]:2WUZ;" M/@'!S(.Q'YUO?*M _;O_ +GC?_P?2?\ QVBEXIU:]-5*66591>S6J?S40K>% M%##573JY1C);IV37JG*Y^CM%>=_LJZ7XYT;X(:/I_Q'%[_:Z(WVK^T)S++G
M/&YB3G\Z]$K]1P&*EC<%3Q@@X.<4^5[JZO9^:/RG'X6."QU3@QFI]$FN9;_S MM=>3"BBBNLY HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *KZMJMAH>F3ZQJMRL-M;1-)/ M*W15 R35BN8^-7_))\$?
(VDPKWC]EGQQXD^)"P"\>-O%] M\+G4K^VE:ZG$83>1/(HX4 #A17S.7<59?F6?5\II1DJE%-R;2Y79I:.[?7LC MZC,>$LQRS(,/F6742K-**3?,KIO562Z/9L] KD_B5\;_AA\(GMH_B%XJ@TY
MKL$VXF_C ZUUE?&G_!53_D)>%O\ KA+_ .A&EQAG6)X?R"KC]$4Y1Y;)WMJT MNENX<&Y'AN(N(:6 Q$G&,N:[C:^D6^J?8^K?AY\2 !7Q5T)O$O@/7(M0LDG: M%IXN@< $C\F'YUO5\[?
\$R_^3>;G_LI89_P#T7%7T37;P[F-;\-\DP^,JI*52* M;2V^1Q<29;1R?/!<1@J3;C3DXIO>[RA1117M'B!1110 4444 %%%% !1110 4 M444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444
%%%% !11 M10 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M !1110 4444 %%%% %3Q! R ;[_KSE_] -?F'^RIG_AHGPGG_H*K_P"@M7Z> M>
(/^0#??]>&YB$UO,LB,/E=&!! $5\]?M^?M+7 M_P ' !]OX$\&WWDZYKB,7G1OFMK8<%AZ,Q. ?]EJ\[.LXPF1994QV(?NP73= MMZ)+S;/2R3)L9G^:T\!AE[\WUV26K;\DCH/CA^W)\&?@O>RZ
U[+K.K1<26. MF8<1-Z.Y(5?<9S[5XO=?\%6M<$["R*=HT6?D,NKL&(]P(R*\K_9:_9.\2_M M+:U<:QJNI2V.B6TO^FZCMW23.3RB9X+=R37U[H7[[-&B:3Q!!7Y3@W?.#W5AU5AZ!KYK^//_!-
KP7?Z)<: M[\%GFL=0@C+KIDTQ>*M*/%W%7">:4\)Q&E.E4T52-M//1)-+JFDUOZY5^#^$^+ M\]J8SAERA6IZNE)O7RU;;;Z--IO3T_3*OG+]HS]O2;X#?%&[^'*?#U=0%K## M)]J-[LW;XU?&-
IZ;L5]$6%[;ZE90ZA:2!XIXU>-@>"",BOSO_P""B?\ R=!J MW_7E9_\ I/"7T_B/G>8Y'P_#%8"IR3=2*O9/1QD^]:Z(^7\,\BRS/N(IX7,* M?/!4Y.UVM5**Z-/JS[(U3]]7X=^$/@WI/Q;\?
WB:>-6M1):Z9& F32MW95\'+ M8XR>@R,D9KPC4_\ @J/?ZCXAATSPC\,(UM9;E46>^O<2%2*]6O+B)U?=E47<#GH.U?(T*:,*N5Q5*BDES/E3FU\3U3OT\0*26USZ M^MDGAMPG6J4.8/"< P .
M5OX;JQ6YMKLWI3>#P1C:>C C*]0^!'Q8L_C;\+M,^(]I9"U^W+();42;C"Z MNRE2?P!_&O!?^"H7P^_M'P%HOQ"M;?+Z9=&VN9 /^6;_ '1_WUFE_P""6OCK M^TOA]K_P^GDR^EZDEW$"?
X)DVX'L#$3_ ,"KW\)G^;X7Q%J93BZG-1G%NFK) M6T4EJDF[6DM6_O/GL9P]DV*\-J6;X.ERUJC;2O>+T7X'U17C?[M5O[6UC^S2VE64?AL:K>:D'R5^(/$.*R#)%+"2M6J248Z)ONW9W3TT^9Y7A
MUP[A.(<]<<9&]"G%RGJTNR5TTUJ[_(^K?V5/VQ[#]1+6-4T"X\,+I-U80I+# M']I\SST)(8C@8Q@?F*]NK\UOV:O$FI?L^_M3VFEZY*8OL^IRZ3J>#@,I?9^1 M95(]J_2D$$9!R#T-1X>
<0XS/LHFL;*]>E-QEHD^ZNE9=UMT-/$?AS!V3@? MC7D/[,W[;6J_M$_$!O!L/PX73X(;1Y[B\^VE]F.@QM[_E6?_P %-/'1T'X+ M6O@ZWE DUO44610>1"\^?IE0*P_^"6_P_\ [/\ !FN?
$:YBP^H78M;L< M8R2/^!%A^%<689]FU?Q!H93@ZG+2C'FJ*R=]Y6NTVM.5:6W.W+N\'HP_AUB, MXQE/FK2ERTG=JVRO9-)Z\SU3V/JNYN;>SMWN[N=(HHD+222,%55'))))Z"OG/ MXO\
_!2/X5^!=0ET/P)ID_R*ZA8K+/$WEVX8=@YY;ZJ"/>N. P"""DG[16HZ? M/#\"?"E\TQ2^(Z="Q\NM>:?LD_L3ZG\>K? (33Q??RZ=X? MCE*QF)?
WMVPZA<]%}3^5>;Q)QGGF+SQY)P]!.I'XIZ.S6]KZ)1ZMWUT7GZ?# M/!.0X/(5GO$*621^M5ZD,3".LH*W-;K:T8Z_-^C%.?A1GDQJE"G4PL MY:1J.[C?IS7G+3[O5';?M-_MR2_L_$E? ">
5U('3HKK[2;SR_OEQMQ@]-O MZUZY\&/B,?BS\,])^(1TP69U.U68VPDW;,JL]Z_-+XX_%36_BWXCT_7/$R.- M2L=%AT^_>08+R1,^/OAAGW%?H-^QI_R;5X4_P"P8G\J?!G%V8\0\5XJDZC>
M\47*$6DK:JVJ5]+VU8N-^#NXE:R M$>W3N^[GU%>34P/BYA:/U MA8F%1K7D2C?T^!7_ / O0]>GC_!W%UOJSPLZ:>GM&Y67F_?=O_ ?5'O7PW^* M?@+XM^'T\3 #_P 26^HVC'#&(X>-
O[KH<,A]B!705^8'P\ B?X^_98^+[/< M1SV[VEV;;6],D8A9%#892/4S/D>.>+)<*8J$Z, .:8>KK"6E_1V MT;L[IK1HMSSP6L#W-S,L<<:%I)'8!54#)))Z "OG/XP?\%(_A5X$U&31/ FF MS>
([F%BLMQ"WEVP([!SRWU4$>]'HY2J/$O[VZ8'D+GH,]37 MS?$G&>>8K/7DG#\$ZD?BF[.SZVOHE'JW?71>?T_#'!.0X3(5GO$>NE2S,YDV_NW//(?N!{8IQAXI9+ M'ZU7J0Q,(ZR@K*5NO+:,=?
F_1BG/PGSR7U2A3J86>7][MC!KUGX*?$D_%WX8ZU3\1&TL61U.W M\PVPDW:,2,9[]*_-3XU?%/7/BQK5AJ_BQ5CIL=E>NXYD>/C(_&[]O'X-?!^_E\/6ES+KNJQ';+:Z9A MDA;T>0D+GV!)'I6#_P
%!?VC]1^$_@^V'^O@^^,.KZ[&YGGC;#6]L."1Z%CD M^BM7@O[(?[&-[\?2_CWQW>3VOA])2%\LXDO7'4]E]3[UW<3<7YO+.5D>0P
M4J_VI/51Z^FBW;NEM:YP\+\'9/')7GW$%1QP_P!B*T<^GKJ]$E9O>Z1VUQ_P M5;UX3,+3X-VACS\ADU=PV/<",UU'P[_X*A^']=:OX[^XB^"[K1UD('VNTD^T1 M1^[3_M$?\$Z_ .K
M>`KKQ+\'+9],U<8SA(6AN,<[0#]PXZ8XK@Q."\5^'WQKT.#0O'^DF]M()O/A19F3#8QG*^U>]D_$N+XPX:JSRIJEBH^ MZT]HRTUU3T:O:Z>MUTN?/9UPQ@^#.**-/,DZN$E[R:T\?LL_L=?
/XD? +PYXV\6^$I+C4;^VE:ZF%XZ[B)Y%' .!PHK\ MDR3!<95..,92PF(C%/)VDG;E:YHWM[CZVZ(_8L\QW!-+@O!5L9AIRPC:]G! M-\T7RRM?WUTO]I[G>_LI?M;O^TM?ZK9/X-
&E_P!FQ*^X77F;\G'H,5X[_P % M5/\ D)>%O^N$O_H1KZ5^$W[/7PK^"-Q=W/PZT!K)[U MP6N&?< */%6JPV5A::]'M,O9-3UFZ7H6D"H,^IPGR@^K&OL7P9^Q%^S?X/TU;%OAW9 MZG($Q)
<:K&)V8XZ_-G'X5Y7#N(XQSO(V_7 MH>OQ)AN"\BX@Q&S)SJ,]J:K)R5.+LHQ>SD[K5[VOMTZGA/AS_(*J:VEVJ>*O MA9;M;EOFDLKX[U'LK* ?SKZ;^"?Q^^'Q[\G? >K[WBP+RPG&V>V8]G7T]
M&&0<<$UY'\??^">GPQ\5>&KC4_A3IB:+K$$9>&^)B()\#.PKT7/J*^2?V?\ MXE^)?@1\:+'5D:6W:&^^QZK:.2-R%]KHP]C_ "J'/]9>,#,XI8?/9JM0J:*2 M2T[M-).ZOJFMMB_]5^"^-LEK8C((.C7I*
[@V]>R:;EI*S2:>^Y^H],GG@M87 MN;F98XXU+/([8"@=22>@I+2Z@OK2*^M9 T4T:O&P[J1D'\J^/\ @H[^TCJE MMJ ^!GA#4G@B\H2:Y+"^#(&Z0Y';U%?J'G.$X;RB6.J^]TBE]J3V7ZM]C\
MJX9X83\WU4$>]>:M_P %6 $@<[?@U8[<\9UA\X_]U5 9' 8'T_Q_P"' M;7XE?%_STL;M1+I^E1.4:,;\AW(Y /4#+QW8G_8_#>5Y%'>,/;:7FU9?BYGY;_M2I?>,/;:7FU9?BYGY;_M2I?>,/OVC/$'TL[
M$S3ZVUNN?]G$: \ H(K]*?A7X7T[P9\-$\,Z5 (H+338E5 ,8.T$_J37YK? MM':=>^#OVC/$L,RD36^N-<+D8/S$2K^C"OTK^&/B33_%_P /-%\2:7).8+O3 M8G1P>O@']0:\SPOY/\
6',W5_B\W7>W/+F_&U_D>IXJ\ZX1Q*,!=^_8T_P"3:O"G_8,3^5?$O[='C6Q\;_M'ZS@_\$Q/"^G:9\$=1\3Q1#[7J>MO'/(. M\<2+L'X%W_.O/O\ @JI_R,_A?_KPD_\ 0S7JG_!-C_DV\?\ 8=N?_0(JZLJI
MPGXO8ER5VHMKR?+%?DV+_M^~(;GP]^S/ MK#6TK(;V:&T?;W5R01^E>T5XK_P4!T"YU_\ 9FU<6T1;['<0W3X[*A.3^M?I M?%GM/]6<9[/?V<_P8<(^R_UHP7M/AJK"__
($CYH_X)I^#K#Q%\>)]>U"% M7_L?2GEMPW\,K,%##Z+N'XU^@-?7_!,_P 66&A?':ZT&^E5#JVDO';EOXI$ M8,%'U!8_\!K[]KY'PE5#_5-=_M7>-;#P"\ O$
M>LWTRJTMD;>W1C_K)'X"CWQD_A7W&?K#O(\3[?X/9SO?MRL^$X?>)6>X7ZO\ M?M(6MWYD?"_["_)U_A'_KM=_P#I'/7Z65^:?["_7)U_A'_KM=_^D<]?I97Y MWX.?\DU6_P"OTO\ TBF?I7C5_P
E/0_Z\Q_]+J!1117ZT?CP5\I_%5O^1!\ M)_\ 88G_/10KZLKY3*K"X?B*X3_P"PQ/\ ^BA7Q?B'_P D9B_2/_I<3[CP MW_Y+;!_XI?\ I$B;_@E?_P DR\1_JAX?^8Z3C^U]^6?\ @E?_ ,DR\1_JAX?^
MB8Z^IJ/#S_DC<)Z/_P!*D3XB_P#):XS_!+_ -)B?G_ ,%+_$5YJ7Q_CT&:_M0F+3-)A$*^GF#>?UKZ:_8*\%Z?X1_9LT2XMK8+<:KYEY=R;<&1F<[2?H&4?O M5\Q_\%++ N]._:#&N31L(M1TF
PL1P?+7:1^*.8^V^.T^6_^*.W_&[^'D??<6\Z*GZ#\9[#Q-80*C:SI2R71 M48S(C%,_DHKZ+_X)^^(KO7_V8]&AN\DZ?/<6JN6R642%Q^6_'T%?._\ P4[\ M8:?K?QCTWPU8SJ[Z1I02Z"G.V1V+@?\ ?
+"OH?\ X)]Z]:>'^S)H\UX"#W- MQ*F/^K_!RRYK;7O"_P#Y-^)^X\4<[\);KO;G MES?C:_R+\5.?_5K*51_A)?AOEGM_C=WOO_V?&/\ P4 U^\UO]]'7+2[:
M/^U%KU]=*0NHQVUS!D8RGDK'G\XVKZL^#/[,'[+OQ ^%FA>,3\)],F:_TZ.2 M2422C<^,,?O]<@UR<-1SZ?&N:?V>Z:]*O[C&^73XF?'3.T5\WZM>?\$OM#U>XT'4],TI+NUG:&>)
M=.U%]KJ<$952#SQP:^G]+BL(=-MXM+C"6RPJ+=5! "8XZ\]*\P_R2>69CC: M[Q5&K[1IN-*7-RN\GJNF[2]&>[XB9Y#-,HP2-86M25)-*5:/+SKEBM'U>B;] M5W/@[_@IW_R7BQ_[,7_ *&]?47[#_\
R:MX0_Z\Y_\ TIEKY=_X*_\EXL? M^P#%_P"AO7U%^P_ ,FK>$/^O.?_ -*9:\KA+_DY^9_X9^\ I<#UN+O^3595 M_BC_ .D5#U:OC3@JK_R$O"W_7"7^9K[+KXT_P""JG_(2\+?]<)?_0C7U'B= M_P
D;B/6' I2/E?"W_DM4/M%]K[1,XZF* M.*,J/^^G?\Z^FZ^=_P#@F7_R;S<_]C%/_P"BXJ^B*]/@"6G"GPC@U%6]R_P V MVW^)YG'U2=7C'&N3O[[7R227X!7YB?MB:5::#^TSXLMM-
38IU/^WWY61C_M -],37Z=U^9W[;O_"=#XK_Z^HO_$1'7QGC(E_86'EU]I_;(^U%)27$.(MCT=)_P#I4?\ _ 13X7.\OPR\,R2-EFT*S+'U/DI7YF_%_7XO&?Q_QG8_$EVR M076O-]IDQ]R/?
@X'L!7Z8_"K_DE_AO\ [%G_P"B$K\S?BGHUOX/^\ JVD^ M)+3S8+3Q WVJ%@?GC\S)"J*_Q7]]GRY?9OK?:_+&U_P ?Q/2\(O9+.LR? MVN72V]N9WM\[?@?=EC^V_P#LLZ;91:?
8^/(8H8(U2**.U<*B@8 QP!4O_#= MG[,?_11$_P# 9_\ "K5C^QU^RIJ%G%?6?PDTN6*:,/%(DTI#*1D$'?TJ7_AB M[]EW_HCNF_\ ?V;_ .+K[>%/Q!Y5RSPUNFE0^$E/PZYGS1Q5_6D9EW^W%^RU
M?6LMC>>/HI(9HRDL;VSX92,$'CIBO@[X3ZBNE?C1-3T"X(6+Q(&]K)WQYG! M_*OO[4OV/OV4=)T^?5=2^$FEQ6]M"TL\K2381%!+$_/V ->=^"=3_P"";&H^ M,M.TSP5I^FOK$MZB:FZ@&,V?E
+)MZ^O%?^\49'G^;8S"O-,7A:4H2O#W MI1E*[C=+F6NRM;JS[/A7/>'LHP6,6583%58U(VQ>,91C92LWRO3=WOT1]#>\. M/^1+UC_L%W_ *+:OS ^"/ARS\6_'OP]X?U%]O<>
((O.1AD.BR;BI]B%Q^- M?I_XX_Y$O6/^P7*<(U,ZRN$E=.33_P# MH&GA/.=+(\UG%V:@FO51F?I_%%'#*$L,2!510JJ.P':G445^U['X;N%%%% !1 M110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M %%%

]'JGQ*\27&OO$P(LXE,%NQ_V@#N/TW8]0:^EM(T?2M TV'1 M]$TZ&TM;= D%O;Q!$11T X%:Y3PEQ%G>?0SCB%J/L[' LU?IOKFF_VQHMYI EV?:K62'?C.WQP^'_$63Y+D^8T<95Y958VBK-W?+)=$[:M;GU'1117Z>?E84444 %% M%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M%% !1110 4444 %%%% 'RI_P4C@^*'A.#1OB3X&4ZI96 +6FII973(B,<&- MB > <,,^I I?V!/VL+'Q%HK?"CXF^)B-7BE9]-O=0G_X^T8YV%/WAT [CWX MKZ8\8>$/# _CSPU>>$?%.G)=6%]"8KB%QU![CT(Z@]B*^&_CA_P $[_BIX%U: M76_A-&^N:8'+P16[XNH!Z;>K'W7-?D7$N XDX>XD_MW4=(RK4I+WZ=V[;)V79 MV3NEH[WT/V+A?,_&>(^&?[S64:-6+O3J62QJVKONKM-;JZM;4^]JP_B'\1_ M!WPM\,W'BWQMK4-G:6\9;YW&^4@<(B]68^@_E7YUV'Q _;)\!1_V!:ZMXRTX M1?*;9X)05QQC#+FJ\'PO_:J_: UI'O\ P[XCU:1VYN]0B=84/N[X1>]8UO%: MM7H^RP6 J.N]$GJD_DKOTLC:AX2T:%;VN.S"FJ"U;3LVOF[*_>[,KXC>*?$G M[27QRN=8TO3Y)+K7-1$5A:+R50MA%$["OTU^'WA&U\ ^!M(\$V3[HM)TV&C MOFV[M=++S/%\1^* GRAPHIC 18 image_02.jpg KWR LOGO begin 644 image_02.jpg M_]C_X 02D9)1@ ! @$!] 'T # VP!# (! 0$! 0(! 0$" @(" @0# @(" M @4$! ,$!@4&!@8%!@8&!PD(!@<)!P8&" L("0H*"@H*!@@+# L*# D*"@&_ MVP!# 0(" @(" @4# P4*!P8'"@H*"@H*"@H*"@H*"@H*"@H*"@H* M"@H*"@H*"@H*"@H*"@H*"@K_P 1" &0! 8# 2(A$! Q$! \0 M'P 04! 0$! 0$ $" P0%!@<("0H+_\0 M1 @@$# P(§ P4% M! 0 %] 0(# 01!1(A,4&$U%A!R)Q%@#*!D:$((T*QP152T? D,V)R@@D* M%A<&8<1HE)B7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*5M+6VM[BYNL+#Q,7& MQ\C)RM+3U-76UJC9VN'BX^3EYN?HZ>KQ\O/T]?;W^/GZ_\0 'P$ P$! 0$! M 0$! 0 $" P0%!@<("0H+_\0 M1$ @$"! 0#! <%! 0 0)W $" M Q$$!2$Q!A)!40=A<1,B,H$(%$*1H;'!"2,S4O 58G+1"A8D-.$E\1<8&1HF M)R@I*C4V-S@Y.D-$149'2$E*4U155E=865IC9&5F9VAI:G=T=79W>'EZ@H.$ MA8:'BI(F*DI.4E9:7F)F:HJ.DI::GJ*FJLK.TM;:WN+FZPL/$Q<;'R,G*TM/4 MU=;7V-G:XN)CY2)Co)O/T]?;W^/GZ_]H # ,! (1 Q$ /P#] **** "B MBB@ HHHH **** "BBB@ HYHK-\3>+ _#7@S37U?Q1KEM8VT8RTUL$'Z]?PK& MO6I4*;G4E9+J7"G.K-1@KM]$:5-:1(P6_X*8 _#CPN)-,^%^BS M:]=KD?:I7\FV4_7!9OI@?6OF+XG_ +9/[07Q5EDAU/QM)IUHYYL-'!@0#W?) M<_G7Y]G/B7P]E;<*4G5FOY=OO/T+(_#'B;.(JI.'LH/K?Y+?[!'Z#>/?VAO M@W\-86D\7^/M/MG7.(?/#.Q'8 =Z\4\9?\%0?A7I(>+P=X6U#6$U4*N1"I]\ MD'(KX6FFDNIVNKF9Y)7.7DD8EF/J2>M-.T#%?F69^+6>XEVPT8TE][_$ _5,K M\',APR3QE255_P0*@#_#7\3Z3\5_\%. _C1JT[IX8\,Z7IL)_U;%3)(/J2=OZ5 MY[XF_;2 :6\5JRWWQ/NH%;H+%$@Q]"@!KRXA3WZ4#.-Q)Y]Z^,Q?%O6.;=3 M$SMV3:1]M@^"N%\!%*EA(>X2;^]ZF]J/Q8^*6LL6U?XD:[=9.3Y^JRD0_BU9 M-SK6LWFXWFI7$N_[PDE+9 _JY4__ *S0JX;(Q7B5L5B:[O5DWZL]^C@L'AHJ M-&FH^B2 !MN.I]ZF@U;5;0*EKJ<\00Y39*5_E4)8 XQ]:4%2, ?A6$92AJCH ME",U9FWIGQ4^*&C,KZ5\1-;M6W9_%?^"G?QMTIXX_$GA_2M4B&/,D,9C(O%6!DOW _NTE?\7J?*X_PQX0Q MR=]'(^\&U^&WX'ZI^ OVC/@Q\2H@WA/Q_I]Q(>L#3A7'L0:[6.1)5WHP8$<$ M'K7X[1L\,JW$+,DBG*.K$$'U!"0UZ;\,OVP?V@/A3)$FD>.);ZS3C[%K&9TQ M[DG?^3 5]_E/B_"34,PH6\X_Y,_LW\%\3!.>75U+^[/1_>M/P/T^H^E?+?P M@_X*;^ _$8BTSXJZ!+HERP -Y WFV['U/\2Y],'ZU](>%O&,DBG*.K$'U!"0UZ;\,OVP?

PF^+/C_X'_$'3?BA\,/$5QI>M:3#7-D=N12]?Z5URC"<;2V9"O%G])7_!*#_@J5\/?^"@7PLCTO6+R MWTSXB:);*OB/0F8+]H/_ #]6X/WXFQR!RC9!XVEOKU<]^?7BOY*O@#\??B=^ MS3\4M,^+OPD\1SZ9K&ES!XY87($B9^:-Q_$K=P;_H_X)F_\%(/A=_P4!^$, M6M:+?16?BS2X(T\2Z#{X\R&3&/-4=XV/0_A7PF<90\+4]K37N/\ ]*A74U9 M[GTU7\]__!Q_97$'_!1S4+B>,A)_#6G/$3_$H@53^H-?T(${U^*'_=' !Z[MTWXR_#[XY6VG!+35/#\FEW%PJ??G@F>3YCZ(]4 SV]*C(*D89DK]4RL0FZ3 M/RFHIN58]L\ _P#!.;]M_P"*/A#3 ' P]_9K\4ZOHVJ6 MRW&GZA8Z:TD<\;#(92.HQ6P?^"47_!1,'=_PR-XUX_Z@\G^%?L7_ ,&_P"T MMH/Q= 87TOX6M?[M:\#7,VGWL#R9;R2Y>!@/[OEE1GU!%?? $94KE:^1Q/$&* MP^(E3<%IY_\ .^&&IRC=,_E\'_!*7_@HD3@_LC^-![?V/)_A2G_()2?\%$ MQ_S:-XT_\$\G^%?U!EN,KS7&?'3]H3X/_LU^"C\1/C9XXLM T87"0M>WT@5= M[G"C\S6$>) <3.7+&%W_7D5]4A;4_FO\ ^'4G_!1$\G]DCQIQ_P!0>3_"C_AU M+_P40'! 9*\9CCK_&/)_A7]"/AS_@I3^P?XM=8?#_[5?@NZ9F(41:W'D\XQ MUKU#0_B[\+?%-BNH>'_B+HEW Y^66#4XF!_\>JY9_CHZRI?UJP+#4GLS\R?^ M#=+]D7]I'?FOQW\0-2^.?P?UOPQ!J&E0Q6O KQW_@Z8_Y. M-^'/_8F/_P"E4U?MII^H:?J4/GZ=>131YQNAD##\Q7XE_P#!TQ_R<;\.?^Q, M? _TJFK#+\3/%YRJLE9O_ "+JQ4*-C\LJ1NG!I:0]#7W)Y9_1)_P;Q^&=.T3_ M (I>&M1M(4$^HZQJ,MS*%Y<_:7 S]!Q^%?\113*MRU MJ8+3)ZRN, ?SK\NTW.N9&)8 >9CDGZFOM?\ X*F^-5M?"^@> H906O+I[FX0 M-C"IPA_/-?%0!Z]>>HK^9/%7,Y8SB+ZO]FFDOF]6?T_X096L'PZ\6]ZLG]RT M7XW8J=*6D/'3^5!)]:_+]7J?K-K"T4W>!U-.!!Z&BS0!12%@/_K4;QZ&BS8[M"GD4T84Y)!=XH&3UQPBGLM0U$)!.U= M&'Q>*PL[TIN+[IM'+B<#@\9!QKTXR79I\SZ*\!?\%+_ (Z>&V2#Q?8:;KL* M@;WEA\F9OHT>%' ?)KVGP)_P4Y^"#^OO';>,M!U#1)7'S2G$T*G_>&#^E?!?R MXQS2A5(K['+_ !$XIRZR]MSQ[25_Q>OXGQ&9^&7"697:H^SEW@[?AM^!^K?@ MOX_"+X@HC^$O'VG79DQLC%9<_\!;!KKA(A&0P/TK\>K>:IXZ4U+#*OW M989"C#\1@UZ#X!_:N^/OPV>= -^(5U-"G2UU#,R$>^?F_6OT#+/&*E.T<=0L M^\=ON_X)<7=YIX+XJ%Y9? B%)=IJS^]:?@?J+17Q/\/_\ @J;XBLGCMOB7\/8[MF,?ZVZTJ?:P^D;]?^^JJT^'O[=_[.7Q 9+9?&:Z5/O+\-?P/9**J:1K^B: _:K?:) MJUM=P.,I-;3K(K? 0J35NOJZ=6G5CS0::\(CY24)0ERR5F%%%%7=$A@'DB@@,, M, ?K110U?<#C?B7\ ?A#\6K5H/'7@6QO)&&!L?N=U]UC\JOB/^SK\:?A1,T?C'P)=K""0+NU0RQ$>Q M49_$@5Q!+#*DC(SD%>?QK]A[RPLM1A-O?6L>,=-=]0^%WC:UOX_X;/4T,4F/0,H8,?K MBO!?'7[/GQO^&SN/&'PTU2WC3)-Q#!Y\0'KOCW*!]2*_,LTX2X@RF3^L4&EW M2NOO1^I93QGPWG*7U?$1N^CJU_6<=9%R=IZD$CH!C]IZ:T:/]X9YK7#5]F$KJK3W M)E%3C9G\@&K:3]>AZE<:-K6GRVUW:RM%/;S(5='!P5(((-5@<<9],5^]?\ MP5E_X(:^%OVL&OOCA^S/#9:%X]2-I;W2W CM-<8#.-PXBFXX8@*21DKR:_#C MXJ_"+XE?!#QK>?#WXL^#-0T'6;*0K<6.I6S1N/\ :&>&4]F&0>QK]!R_,L/F M%.\=)=4>95HRI2\CG.<].*/U%>BTFC)-H[G MPE^T[^TEX!T\Z5X%_:!\;:-GK;:3XJO+>,]N5CD _2IO%7[5W[47CJQ;3/& MG[1GCK5K9\[[;4?%UY-&<]?E>0C]*X #/\ 2@#ODUC]7H7ORJXW.?<<[R2, M7ED9B3DECDD^M)28.>M*.3UX]<5LE8EW84F/7UXJS)I&K0Z>FKS:;<+:2R&. M*Z:%A&[CJH;&"?856'7/-"=]F%FC]0_^#;GXK_L? ^#OBUJGA#XA>'H[3XG: MHA3PWXBU*X!@DM^"]K"IP(I21G/)<# *X(?]P@$()0#KV/>OY!-%UK5O#NKV MVO:#J,UG>VLH Y7J>2*^/S_+*KD\1!W77R/0PU9?"]#]#\<#- M? AI_PW2_%GA];"[G0$_Z;:NQ8MZ$Q2P@>OEMZ5^ MY?8;37B?[?O[&G@C]NC]G75_@EXM,=O=28N=#U(IN:RO%#;)..=IR5/LQXR! M7BY9BE@L9&H]MF;U8\\&C^6, <'&/QI3[5Z%^[T[^5!?V2/BUJ/P@^,GA>?3 MM1L92(97C/E7<6?EEB;HZ-ZCIWKSS#9R#^=?I%.I"K!2B]#R91<769GLG[&_[M=_[1?[#/CIO&?P+\7FWAN<#4]%O4\VROU':2/CG_ &U(8#H:_0SPK_P=1>,; M3PO);>,_V4M.N]7VJ(KK3=?D@MPW\68G21B/3YQ^-?DAGTP?QI&S_P#J%<>(MRW!XF?-4A=EPK3@K19]F?MS_ /!;W]K?]M7P]P\'^%KI#'=Z/X?5U> M[C_NRRNS,1ZA2H(X((XKXS)+= M4:-HFL>(M6MM!T+3)[V^NY5BM;2UB,DDSL M3X[_ !JTV%?'GB6R58++[QTFU;#>66Z>8V!NQP!QDY-<.:8^&#PKU]Y[&M"F MYR3MH?H- :6R65I':QCY8HPH_ 8K\?7\ @Y7_ &'=2T3XB:9^VMX%TAWT[6;> M/3?%WE(3Y-Y&,0SL>P>+:GH()'K7[3URGQJ^#?@/X_?#/5_A+\3-%34-&UFT M>"[MV R 1PZD)&4\@^HKX? 8N6"Q:JK;]>C."G"Q_)$>?>DW'.*^F_\ @I;_ M ,$UOBS_ ,$_OBY<:5J^F7%_X-U*Y9O#?B6&)FAD0Y(AE; "3 =C]X#(S@X^ M9,+UK]'H5Z>(IJ<'H>3*#@[,Z#X:? %/XB_!SQ=:^/OA;XSO]"UBR?=;W^G7! MC=?8X^\IJ<@^E??_P $/^#EW]LGX=Z#!H'Q*\$>%?&)A #:G=6DEM=R#@88 MPNL?;]$SR#BC&1@UEB,%A<7_ !(IJ%6<-F? I%\;_P#@Y@_;(^(? MAVY\/?##P1X7\&M< J-4MK1[JZB'^SYSM'^;&OSW^(/Q%\=_%?Q=>^//B3XL MQ;UG4)C*>ZCJ-RTLLK'U+=NP X X%8O Z?EFM_X<_#'QQ\5_$/_ C'@+P] M<:C>""2>2.!,B*)!EW8]%4#J32H8+X-7A%()5:E3XC!/)S2=_PI<;>"3QZT MAXY-=FMC-[GV!_P0F_Y28^ ?]^X_]%U_22W0_2OYM\ @A+@_P#!3'P%Z;[C M_P!%FOZ1W.%)QVKXCB33&QOV/1PO\(_E6_;]_P"3TOB7_P!C?>?^AFO(:]=_ M;[.[]M'XEX'_ #-]W_Z&:\AP1T_6OL:&E!/R."I\;.E^#&1\8?"HQU\1V/\ MZ4)7]:>M^']%\3^'9_#/B'2H;W3[^T:"[M+E \FUV.W":Q9_/E_P6?_X)*:W^QAX] MF^-?P@T>>Z^&^N79;;$IE? V37]=/Q0^&/@CXP^ M M3^&WQ%\/6^JZ-J]H]M?V-TN4EC88(]CZ$<@\BOYTO^"U7Q>A*P#\7)=1\ M/VES]'P_URX>3P_J@4L;4$G%M,V,>8H[&'/'2NW)H. M&4A@"/-P<\Y_*@\\#\]^AJ0A4CRS6C.1-IZ'2'[W[?'PC_ &]_@];?$CX> M7HMM1@C2/7]"FD!FL;C'(_VE)Z-CI7'?\%B/V/)/VQ_V+M=\(:#9B7Q#H8_M M70&$8+-+$"6B![!UZXZ[17X_L4_MI_%[]A[XRV'Q7^%VJOY:2J-6TB20B#4 M(,_-&X^G1NH-?TE_L;? MC_!O]N3X(6/QB^$VHF:VN5\G4]-G $]A"XMY6BG MAE7#(ZG!4CL0014 4@]?I7ZV?\%R?^"-NN:-K.J?ME_LO>'6N].N7\WQEX8L MH29;:0YW7D*C[\9XWJ/F4D, 5+;/R5>)XI"DBE64X96'(-?8X'&TL;04X/U7 MF<%6FZ4O(]E_8'\ VX?C)^PC\88/BO\ "?4E9) L6L:/6R6>VC;_ &958%A_P$=: M_ /Z&C.!6&-RK"XZ7-)6?D53K2I[']#/Q&_X. (O^">'@G39KC0/$NN>(;@1$ MP6^E:7Q(^.%9G9=H/3/./0U^2?\ P4]_X*H?$%W_@HMXWMA#]<\5=^?0"#@8R*])^-^F>.OBS^T%XHOO#_A74+UY-:GC@\FV8Y1*)SC'0#O M6SX2_8,_:4\6(DW_ A\6FQGJ=3N-C >N #FOY%SC 9OGV?XBK0HRFI2;32= MK7TU/Z_R'-,CX=X:PU+$5X0<81NFTG>VNF^YXXV>[8Y[T XZ#)^M?6'AG_@E M=XPNU2X\5? $VSMPP^>&TL2S+_P "+?TKMM"_X)8?"NS99-=\=Z[>'^)\&B' M\DS^M=N%\-N+,4M:/*O-I?D/[VG(?YBK7_#+G[.H ^"?A?CN="M MR?\ T"NR'@[FWVJ\?Q."?C7EJ^'"R^;]+7\6.]3P,? A0'3[HD&3V)K]2+K]D_] MG&[<22_!GPZ,#I'I42C]%JK=?L<_LTW8^?X1:0O_%RMPG\L5$_!{.5\-'X M_P"1I3\:I?QX::]&G^J'S VG<.3STXI1\W.[ZU^E6H_L&?LMZGN,_PU1-_7 M[/? 31_\ H+BL+4_^";?[--X&%CH^HVA)R#'JLS8_[[8UQU?"+B."O&4\W^J M.ZEXR\-3=ITZD?E']}'YXY(.TD_@*4,O3C/O7W)J_P#P2N^%ESEM)\?:[;'/ M"EH67]4S^M(-(U#!X#%H<_G MNKC-;_89_:8:?W7_ "/?PW&_">,? M[O%P^;M^=CR6D<9P!74:!\$_C#X61G\1?#75[8+][-H6_P#0+5P.,P[_>TVO5,JW#YA@<5;V-6,O1ID!4CC/X4AC]5)_&E M#+G.1SV)H+ =Q_A6#YHG6E%FQX3^(/CKP/?#4/"'BV_TZ<#A[:Z9?ZU[+ _ MX*+?'[P>R1:]N6Z@#R[R/:Y_X&.37@0VD]/S-+MR< ?G7K9?Q!G&634L- M7E'Y_I\>F7#6190%K%X>$OEK]ZU/N? P#_P5#^&.K[(?'_AF^T=SPTL:^=&3 M[; M0HR#D8'(/KGK7WN7>+.?85J.)A&HN[T?WGY[F?@YD.)3EA*DJ3[?$ONW_$_8 MF&YM[A0\$RN#T*MFGD@D;Y7 M]*]?\%?\%- OC=H4B0^+-(TO685 WL8/E8>Q0A<_A7W>7^+F1XAJ)IRIOON MO_P/S[,?!_B/"IRPTX55VORO[GI^)]^45\O>$_^"T'IPIU';XN\':IIKMU, M!$ZY_P#'<5ZMX1_:_9X\:%(M)^)5BDS 'R+EC&R_7/'ZU]O@>+>'6MK$86:MV5U]ZNCTLDH**I:7XD\/ZW&)='UNTNE(SF"X5 M_P"1JX&4]"*]Z%6E5]Z$DUY,\"4)0=I*$#!S[4RXM+>[C,5S$KJ>JL,BI**< MH0:M)7$FT]#@/'7[,'P+^(BR/XE^'6G23R C[3' $D7W##I7C7B_@EQ\,-0 M#R^#/%VHZ6Q.5B?$]D^F6Y%?4E%>#C^$^'\SUKX>+]%9_@>_E_%7$65V6&Q, MXI=+W7W.Z/@3Q;_P3*^-C,[^&-7TS58Q]Q%E\IS]=^'!7FWBG]DC]N8PEX2KB]L1CW3-?J)00#U%?&8OPEX?K.]"5TU_G^)]K@_%_BC#Q2K M**%3S::?X.WX'Y":UX1\6^'9/+\0>&KZS;^[F>X]JH.KQ'M#E%H(K]A9 M;&RG4I-:1N",$,@(-8&K_!_X5Z\S-K7P\T:Z+?>_38GS]Y5@UYW_R/5I>- M64./[S#33\N5_JCXU_X)[>,&\,? M)Z=INX"+5K6:UE/3/REE'_?0%?HV >. M_)KSOPS^RE\ O!FOVWB?PS\.;"SO;20/;W2,C#N.:]$4@\#TK]4X(X?Q_# M>5RP>)DG[UU;\=S\BXYXAP'$^<+&X:$H^ZDU*W3T;Z'T445]N?&!1110 V15 M92I)&?0UY)^U+^PO^S)^V/X9;PY\=?AG9:FP0K;:FD8CN[8^LK*!D2: RWJL/^V1-?TMXI,>YKV:&? X^C& MSM+U,)8:E+R?RK:_^P!^VSX5G2V\0_LL>.;)Y,F-;CPY<*6 ZD97FK7AO_@G M3^W9XNB%QX<_9,\>7<1;;YL/AN]M_$G[5_Q+D\02QD- _86AAH;=C@G#2'#'!QP.#@BOU=P<<'%"ICG MI[#I7)B,]Q]=66B\C6&'IP=SP+XX_P#!-?\ 92^-/[.4W[-4OPQTW2-$CM]N MD-IEHL;Z?,!A98R!P0>OK7\\'[=G[#?Q9_81^-]]\)OB1I\DMKN,NAZTD1\G M4K8GY9$/3/9AU# CM7]3N#W-<%\=_P!F'X#?M,Z'9^&_CM\+](\366GW7VFR M@U.U#B&7&"5/49[CH<#/2IRW-ZV#G[UW%BJ4(5(VV/Y-X;6XG.(8'? V5<_RK MKOA1IWQN\.>---_"31==AUK2[R.YTZ\TRTE\V&5"&5E*CKD5_4%X1_89_8 MX\!-"_@[]E[P#!P[8\N6W)V@?/');R\D_*O/7BO2].T/2-(MHK'2M,M[:"! M<0P00*BIVX '%>I5XEBU94K^K,8X5WNWJ?-?_!+O]KGXU_M1? :WNOVA_9K MWA?Q7I$:P:C=ZCI$L%MJ>!@7$+, ,MC+(/NG/;%?3N%8;E(Y[TU(TY5!UR? ME%/ &*^6JR52JY1C9H=]5D>1? M9?L0_LY_MH^"6\%?'CP%!J83+66H(-EU M9OZQ2CE?_P!=?E!^TU_P;(_&[PUJ=SJO[,'Q%T_Q'8&0FWTO5Y1;7*KUP7;" M"'3KFOV\YI N#DG-=>%S+&X-V@]."0SG2A/<_F-\=_\ !'__ (*.> =0FTV^ M_93\4WQB;!FT73GO(V]U>($$?2N U#]A;]L?2[D3J0_9F\;%QG-AXGV/3@@ M^F-M?U8E0W!&:#'&3N*#/KBO7CQ)B5\44S%X2FS^7/PU_P $\% @)H/XK,:Z M9^R+X["2@%)[CP]/'&0>^YE Q7T;\!_^#7&25;_ 'J_H P/2D(S657B+'3C:*2'"'TT?(?[!_\ P1H_93_8@EM_ M%NFZ,?$WC"*/YO$>L1AFB8CYO)3D1#KR.2*^NDB5 JC.%'!)IV&]:6O#K5JV M(GS57P36LC%T\,Z]+L=,_PQS'@C MW8BOV11"H)SW'>NK"8[%8)WIR^70B=.$UJ?S%_$#_@D'_P %&OAUJT^E:E^R MKXHU V[E6N- #L&O86OW5X@0P]ZXC3OV!_P!M35]3_L73/V7/,]WN(^SQ^') MR^1UXVU_560#P10$13E5 ^@KV%Q+BDM8(Y_JD#^=#]G+_@@?^W"\<=7@'BGX M=-X'TMW N;_Q,? (DC7/)$)^=CCT%?K;^S'_P2#^"W]W[./B7X7_ W,5YXL M\4:%-9ZEXOU6/,CNZD# 7[D8S]U:^PF7.#GD=*"H(["O/QF<8W%-=$NB-:= M"%,_#U?+#6O]IN3[W[1G@D9&3ZTM<.)Q5? %U.>J[LTA",%9' MXX_M(?\ !M[^T-\:_CQXM^+&C_'KPA96FOZY/>VUM!Z4[ ]*[8YUF,5RJ6A#P]- MNY^*'@C_ (-B_P!I/P?XYT;Q/=?M!^"YHM-U2WNGCBM+H%Q'*KE1E>N!?[60 M B)5;J!CI2NK,P*O@#J/6G5R8K&8C&-.H[M%PIQAL(Z(I5QD$8(]:X;]HG] MG?X7?M/_ HU7X/?%KP[#J.DZI 4=9%&Z%\?+(A_A93R"*[JD90W4?6N5.4) MJ4=T7NK'XD> (O^#6[X]2^(;W_A$?VB_"TLWM_;F9)64CG>&IO<_#U M?^#6C]IHC)_:\$<>EG=_P#Q%>_?\$^/"-O[>O_ 3^^,MMX^\$_M-^#[OI M+N58_$F@>1=^5?0=^"N X[-U%?J)2;? \XK*MF^.KP<)NZ]"X480=T,GMH+F) MX;B%9$=<.CJ"&'H0>M?GW^WM_P &_P!^SS^U#J-W\1/@K>1^!/%=P6DG6V@S M87CGN\8^X2>I4!_]>N.AB:^%FITI6-)1C-69_:;\;O^"!7_ 41 M^$%W*^C_ QB\66*2%8KSPY=+,T@]?*!WJ/J*\.\3?\ !/+]N7P<<>)OV4O' M=F"2%>;PY.%;'H=O-?U1@>IHVKQE1QTXKW:?$F,C\44SF>%IL_E9\.?\$]_V MX//%SM%X:_95\=WI3'F&W\-W#;<]"<+Q7LOP<_P"'$?\ P4:^+=S&9_@XWARU M+ 37/B.Y2U:,=SY;D,?H!FOZ03&AZH.3D\4 <5=8)>\IXMIJ,4@CA::>NI^ M:'[#_P#P;C_!'X(ZO9? $#]I;Q1'XWUFUD$>D10%=/C<.*_2;1] M'TS0-+M]&T?3X;6UM8EBM[>",*D: 8"@#@"K(0 [LDG&.32UX>(Q6)Q//A]\3] T"#0M"-C- M#K$,SO(YFDDW#RP>,,!^%? H&0",$4BK@DYZGI2H5JN%JJ=/1CE%2C9GX>_\ M$+/^TYU'[2'@C/I]CN__ (BE7_@UG_:;SD_M'^"/_ .[_P#B*_<*BO2_MS,N MLOP,/JU-,\"_X)K?LH>+/V)OV2=!_9X\9^)+#5]0TFYNI);_ $U'6%Q+*T@P M' / .*]!!R,XIOEG=N^F*=7E2G.I4E.>[9T))*P4444@"BBB@ HHHH *** M* "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** MGHZC/<&& MGZ7;P;V+-Y407))R3Q5K!QBBBLH4H4U[JMZ:%2E*;O)W # Q1116J71(4444 M %%%% !1110 4444 %%%% <]J'G'-%%3;WK@,>"&08DB5OJ,UEZM\/_ +K MH(UKP=IEWGJ;BQC<_J*UZ*QJ87#5?CII^J1I"M5I.\)->CL>8^)_V./V;O%C M&35/A;8*YYWVQ>+!^B,!7!^(_P#@F9^S[JZL^D7>M:;)_ +>\5D'U#(3^M?1 M5%>/BN%>'<9? VN%@_E;\CVL)Q1Q%@?X.*FO^WF_SN?&GB;_@E+<9>?PG\6AW MV07VF?H65_Z5P'B/_@FK^T3HY>32IM#U*, [1!>NDA,X"T8'ZU^A7THKYG%> M%_"N)^&#AZ/_ #/I\XI883>JI_XHK]+'Y;Z[^R9^TCX=W'4OA'J15?X[9H MP?^^&)_2N/U;P7XQV@MKWA#5K(]XW>TRQ@?\ ?2BOUWVCT'Y55O\ 0M'U M1=FI:9!.#U&L2M_,5\YBO!S R7^SUY+R:31]-@_&K-*?^\8:,O--K_,_'X3) MDKN^@I6(;D@_4C&*_5G7?V?/@MXF##7?AOI-QO/):T4?RKA_$G[/[-'B'_5 M>"VT\^NG3F/_ !KYS$^$&=4U>C6C+ [U^A]+AO&G)Y_Q\/.I9_JC\W5*],D^ MW7-!C1P%=?RYQ7W9K?\ P2U^$EV&.@^,-5L2?N[\38_,BN.U[_@E1K$:L?#G MQ5BF/\ (O+0I_Z#FO!K^&G%V'=XTN;TDO\SZ##^*?!N(BN>HXOLXO_*Q\JZ'X ML\5^'7#Z'XGU"R*G_EUOI(_S"L!7<^&OVO?VC?"S*-.^*E[)&/\ EC=(DB_J MNX_G7HFJ?\$QOCU8 C3]9T6] Z;)V7/_ 'T'![5S>I_\ !/[]J33#E? D-T@7 M[UOJ4)Y],;LUR+(^.'F;0M6JT97_)N5?GJ=%X>_X*:_ M'W2MJ:UI.A:DJ]<6TD3-^.]A^E=GH'_!5N^+*GB;X0*BY^:2RU;>?^^6C7^= M>"ZM^R5^T=H[$77P@UA]HZV[]91^:YK#N?@C\:M/Q]N^$7B6/3S=%G&?S6N M^EQ+X&8!6;5X7\,\Q>BI)_W9V_)GV9HO\ P5&^!]B/5_ %CB T M?'+?9H73\Q+G]*Z33_\ @HI^S#>E1<^*;VTW?_&FR1,X#+$2"?RKOAXM<0= M<-%_>>=/P=R!:K&27_@/^1^IG_#2?P$_Z*UH7_@P3_&H;O\ :A_9]L5#S_%K M1L$X&R[#?^@YK\R[+X:_$342!IOP]UJXW# (\G396R/P6NDT#]E?]H/Q*RKIW MPAUE-W1KRR:$?FX%=U/Q/XHQ"M2P*;\E)GGUO"WA3#/]]F7+ZN"/O/6/VY/V M7]$++=?%&W9E.,0VLSY^A*8KEM=_X*5?LY:7&7L'UO42.@L]. S^,CK7SGX: M_P"";W[1VN$-JVGZ=I"D?>NKU7/Y1EC7J7@7_@E?HT&R?XB_$*6X8#]Y;:=# MM4_1C@_I7J4<]\2\S=J&%5-?WE;\SQZV0^%V6?QL;*J^T6G^,40)_\ @JQ; M+ <+;^"_A!<70DD'(;_4EB?DXSL1'S],U]=:3>IJ>GPZBB,HFC#A6&* 1FO/_ M (:_LG? OX6*DOAKP//<(!B[NU\0]^]IZ']C1(U$:= .*^XX=P?$5"+GFU M=3;V25K'P? $6+X;Q%2,9_MG_$3Q3\(_P!D_P"(?Q^W#WBV^L:#X1OK[39W3<(YHX696(/7! XK M\#?^'|'_4F5MR?&"V'I_Q+5_QKT,#E>(Q\6Z;6AE4K1I[G']&03@'IUK^ M<0_\%\?^"E3#!^,-K_X*D_QKZU_X(M_\%3?VROVM?VR+7X1_&GQ];ZIHLVBW M=Q):I8K&2\<3,I!SZBNC$9'B\/1E4DU9$PQ%.Q MI?RK[D'-+N0_V=8$Y-E%_P!^Q0-/L1TLXO\ O@5-12]A0_E7W#YY=QBP0(,+ M"H^BT\ #H,4R>>"VB:>YF6-$!+.[=R37CGQL_X*$_L9_LJ63W?Q1_:&\- MV;)G_1K>_%S,2.VR#>P/U K6GAY2=JV&GVS7FHW<4$48W/ M+,X55'J2>E? EG^TS_P "//P;\,Q7&B_LP?!_4_$5X%98M7\0S+:6J/D@,(DW MO*N,'[T9YKX*^(_[>7_!4+_I_XW3X;>'=?UJ\BNY-L7ACP5;-:6D2L0/WKJ M=Q3('^MD*\ <8KUZ&1XJJKU;1CYF$L1"+LMS]T^+_P"W#-%X@UA"LUKX.M)# M]C@8\@W$G#3,.NT;5SUW"OU,T32]+T73H-)T73H;2TMH5BMK:VA6...-1A55 M5X P.*YL=' TFJ=!W:W?3Y&E-U&O>+E%%%<19S?Q?\;77PV^%NO^/K.S M2XET?29KN.&0X5RB%@#CZ5^-1_X-FVAU./^&<_!Q_[>+K_XY7Z]?M3_ /)M M_CC=T_X1F_]%-7\FS??)[5]%D.!PN+A-U8WL#N>G[^Z_^.5N?#'_@YL^/WCCX@Z\.OOV??"4,.IZG#:RRQ3W.]5=PI(S M)C/-?DIP.0*[#]GO/_"_")!_P9AM/_ $:M>[)OY+?&6?^$U0Y_YB,_\ Z,-?0Y%@<-BU-U8WM8YL M15E32MU/T^_XBF/VB,X'[.G@[CMY]U_\/" M,<=]J$-N[I/<[E#N%)&9.O-?D_P#[FMWX7\?$OP\?^HY:?\ HY:]^IDV7*#: MAT.6.(JMK4_K>\- ZI+KGAVPUF6(1M=V44[(.BET#8_6KU9'@'GP)HF.G]D6W M_HI:UZ_/VDIM(],**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH \6_X*-?\ )AOQ=_]) J?_ *3O M7\L%?U/_ /!1K_DPWXN_]D_/_TG>OY8*^PX8_@U/7]#*S\9\2$[_ (5]^?\ M!M]_RD8L?^Q:U'_T0]? ??\ "OOS_@V^_P"4C%C_ -BUJ/\ Z(>O7S7_ '"I MZ,RPW\9'!!M%%%?G!ZH4444 %%%% !117-^-_C)\(OAG=0V'Q'^*?AS0)[B/ MS((=:UN"U>1,D;E65U)&01D>E-)MV0'245Y__P -8_LM?]')> O_ K[+_X[M1_PUA^RU_P!')> O_"OLO_CM5[.IV8N:/<] HK.\+>+O"GCG1H_$?@KQ/IVL M=:,/2[VXA<@X(#QDJ<'@X-:-1L,**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** #*3< <9KYU-:L_X*E_L M9?L>2W.C?%CXKVQUNW&=)/#NF?Z1>(Q&1NC7E0?4U^>7[1O\ P="'>*+T3:-^S M'\$H+% -JZOXCE\R3/\ >6-?E_!A79ALMQV*2<(_-D2J0AHVT LQ7'_$S]H3X M$?!F)I?BS\9?"WAK:N[;KNO6]J<8R.)'!-?S<_'3_@KE_P % ?V@7N8/&?[1 M.M6EE=C$VFZ',,.W9?[ICBP"/K7SQJOB'7M>NGO-:UBZNY9&W/)<3LY)_$U[M5'AFJU^\G;T.>6+BEHC^CWXD?\%V?^"9OPW,UO/^"T'JUS%G$&A:1=78E[?+ M)'&8_P#QZO"O&W_!T/'R#I4Y:7 M] ' KT8<.8&.[;,7BZG8_7SQ'_P=2W\(? ^#I/]H:^G>3P_^SIX:T^,K\D2P^'_ (1QGC_1W/'YTO\ Q$Y?MJ_]$J\'_P#@,_\ C7YN M9[\T?-ZC\JIY1E__/M"^LUGU/TC_P"(G+]M7_HGWA#_ ,]G_P :=#_PN*^ M!GMN5>U=SX:_X.D_V9)[?'BWX >.;>9I, V0LY(U7CDEIU;/7M7X?4AR>@S^ M-93R'+I+X;#^MS#]\=#_ .#F/]@W5)$&J^&?&VFAGVLT^E1OL']?+=JJ"\-? M\' W_!,#7H$> [^.%]ITS9W6]YX4U#*_5E@*_K7\Y(^MC\:,@=ZPEPY@9+1M% M+%S/Z:O#?_!9/_@FSXH95L/VI]!A++N']H"2V&#ZF55 ^G;O7H6D_M^?L0:Z M%.D_M=?#>&_6G1S3(3LE(_W6K"? #%%_#-E M+%OJC^M71OVAO@/XC!;P]\:_"E^%^\;/7[:7'M\KFNNCNK6>-98KB-U=0RLK M@@@]P?2OY H]5U6$YAU.X3=F8?UJY9>-_&.F2>;8^*M1A?&-T=ZXX_.L7PO M_+4_#_@E?7$^A_7IYD?_ #T7\Z/,C_YZ+^=?R0Z;\N&8<5_)+>^/?'%IA?MW MB_4I=I^7??. M+;2XD' (W9OTK^6R2^OI!A[R5O9I^:BWL3DL3Z\UI'ABG?6H#QG9']WB/_ M (+I_P#!+_PT66]_:5AF*]K#0KZXSSZQ0L*\H\:_\'+G[?AR1U\,:/XR\0A M/N/8Z.(0_P!/M#QG\Q7X&06MU=N(:WDE:1/A5 M^RW=740)$4FOZPL#$=B1$) #[9KY[^*7_!R5^W? XUCGM?!6G^&0#$$P(4VUB MT\T?TD8@?I7 ?"'_ ((.?\%/BQMEN/@]_PCEN<;Y/$=TMLZCU^-R^M_C_ M ,&MDQ:_P#V@?VAP$(5I+'PU98(]5+R @^F142ADGO[P3Q4S3Z/C%_P4 M1_;6^/1,?Q-_:+\27T."MX[XPQH#U \O"US5?X_L0_M@_MA:R@^OP<\1 MZ^L\@5]9FMG2S4D_QW4N(U]>6K]]?V?2^^"*O_!/;]GN6WU31?@E::[J5NH/] MH>)6-ZQ((J@=!@5R5> (,/25 ML-3^?_#&BPTG\&),\=UDN", @]0@ M8>]?I]^SU^RG^S_^R[X7B\(_ WX8Z;H5O''MDEMX!YTW R7D/S,3@$]O:O0+ MZZMC*'1]#HJ%QG>!D/ M+P]+[)GV2YXKR95LRS=KRIM^FQLHTJ*/L3]H3]IGX)?LN^"7\ M=_&SQ[9+9>8([=)WS=-RGI'#&,M*Q]%!]:[JUE6<"15P-HQGZ>G:OYEO!?Q MV^//_!1]OCX?#XY>.+O5KG7O&MA9Q0LQ$&@=)OY+?&/_ "-^J?\ 81G_ M /1AK^M+XT?\D>\5_P#8M7W_*3O7\EOC'_D;]4_[__HPU];PQM4^1Q8S9 M&=6Y\,?^2F>'O^PW:?\ HY:PZV_AC_R4SPJ_V'+3_P!'+7T]7X'Z,XH?&C^M M;X?_ /(AZ)_V"+;_-%+6O61\/\ _D0]$_[!%M_Z*6M>ORV?QL]E;!1114C" MBBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH ** M** "BBB@ HHHH \6_P""C7_)AOQ=_P"R?ZG_ .D[U_+!7]3_ /P4:_Y_-^+O M_9/]3_\ 2=Z_E@K[#AC^4?!?/QGQ(3O?? G_!M]_RD8L?^Q:U'_T0]? ? M?*^_/\ @V^_Y2,6/_8M:C_Z(>O7S7_<*GHS+#?QD?T&T445^<'JA1110 44 M44 %?B)_P=,$_P##1OPYY_YDQ_\ TJFK]NZ_$3_@Z8_Y.-^'/_8F/_Z535ZV M2:YC QK_ ,)GY99)ZFDR<'FEI#T-?H-D>3=G]'/_ 0!_P"48?@G_K^U'_TJ M>OM"OB__ ((_P#*,/P3_P!?VH_^E3UJH5^98[_?:G^)GLT_@04445REA111 M0 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M'\[/_!PK\+Q\?\ @H_XBUZTTH6EEXETVSU&W"CY97,*+-)]3*KD^^:^&R,L M..E?L7_P=*_!5GMOAQ\?;*(MM$^C7A"<1J#YJ$GW+D?

A7XZCUK]$R>K[7 4W MU2L>5B(\M1BCCH**!G'-%>I8P"BBB@ HHHH ,#KBBBB@ I#QT%+30"?O4:H! M<^BT%@.M')X /%26U\!:3YBY:W2[NYY8SCHV+<+G/HQKU_PA_P: MK:((%F\"]>U3:2=NI:R&!!&.=]+TKFEQ%E\797?R-%A*A_.YSC(_(T;7]#[> M]?TU:%_P1H_X)H^'X$BM/V4M"D9%P9;B>X=G]S^\Q^E=MX>_X)V?L/\ A5@^ MA?LR>%(B'#Y?3A)\'PZ'YR:P?$N'^S!_U\QK"2/Y9K32=4O\ BRTRXF).!Y4) M;)]l.*V-,^$_Q3UHJ-'^&NOW99MJ_9='GDR?P4U_5O9_L[? +3R#8_!+PE#AL MCRO#MLN#Z\)6WI?@#P+HFTZ-X+TFTV-E?LVG1)@^HVJ*P?$SZ4_Q+6#7<_E1 MTG]DC[|'7'C33/V??&,AE;"!O#UPF3_P)!C\:[+PM_P3+_;U\9210^'2V7?% M,[2R%4#VBQY(Z@[V&/QK^1$11CI&H_"E"[.B@)INA8QD"9GG8?I7[& M@]**YYY[F,]I6]$6L/270 ,SP3_P: ?L<:5$DWC7XO>/]4N #QIX^AUKQ"L9-OX;T&59YW;' =@=L M8SP2AK\>_VT/^"^G[8'[4"WGACX?7<7P]\,W#%19Z-,7O)8_22X(&/^ * M# [U\.ZG]NI:W?2:GK&HSW5S,Q::XN)2[NQZDDG) &OHL%PY)VE7E;R1S5,5% M:1/LS]OG_@N%^U9^V?-<^$/#6J-X$\%.S(NA:%II#][QTHY'7IV%?5X?#4,+#EI*QQ2G*>Y]E?\$&/A0OMQ0_X*0^#)[NTDEM?#ZW.K2E/X7@A9XLGL#(%'XU_1_7XW_\!K/&9)->^)' MQ]NK=?+ALX-&M6=>=SN)6*GZ)@_6OV0KXC/JRJX]Q3^%6/1PT>6D%%%>,;G M ?M5?\FV^.?^Q8O/_135_)LWWF^IK^LG]JK_)-M\<_]BQ>?^BFK^39OO'_> M/\Z^OX9_AU/5'#C-D&1C:=A^ST, '7PB/^IBM/\ T:M<<>F#ZU?\+^(=1\(> M(K+Q3I$BK=:?=)<6[.N0'0@C(^HKZ::Q MWD'UJD?T"?&C!^#WBL$]?#=]_]"D[U_);XR_Y&_5!_U$9_\ T8U?87B#_@OM M_P %%O$^A7GAW5O'>BO:W]K);W"KHV"4=2K#._C@FOC&_09]3OYM1N2#)/*T MDA P"S')X^IKWO6A4M8BSQFMOX8_P#)3/#W_8S4^!^C.:'QH_K6^'_P#R(>B?]@BV_P#12UK;MN< 5D_#_ /Y$/1/^P1;?^BEK4>0ID\8'7VK\K]7YG8]L;#F('4]NU>;?'_\ M; _9N_9>T1]=^.7Q=TG0D528[>>X#3R'T6-]?#0\ P5[_ ,"Y&B_LMRW5Y^SM^R]=6NJ^.%0QZUKFX/;:*W3RQ@_O)AW X4\$YR!^(_P 4/B[\2_C5 MXMN?'/Q5\::AKFJW:IO[@NV2\6[%*K>ZA>I81%N>0H20LO3N,^U?/7B#_@ MZ6_:BGNY#X7_ &>_=M 2?*6^%[,X],E;A ?R%?ET>.E(IR<#^5?24\CR^FK M.-_4Y)8JHWIH?I]I'_!TC^UQ$\?]N_ ;X>3+G]X+6WOHR1[;KEL&O:OA! P= M)?#'6;RTL/C7^SKJ6CQDXN]2T/55N5'NL+HI_P#'Z_%:#C/:C=33J9)ETU M;D%'$5%NS^IC]F7_ (*+?LA?M<6Q=[QXP:?=7K*"C7D@@NTS_#Y;D;C[*3M7MP<[MN03["OY"/#7BCQ)X-UJ#Q%X3UV[TZ_M9]O=V<[1R1L.X8$$5^LO\ MP2<_X+Z^(DUS2?V>/VTM:2XM;AA;Z3XWFX>-R<*EU@OGL?P]4H1 M=2@[KL=5+$QGHS]E><]*0Y!SGBH=-U"UU6QBU'3[F.>"=!)!-$^Y9$(R&!'4 M$<@^E3/]P\!J^<5WH=3/@_5_^#BW_@G?HFJW6D7UUXR\VUG:*39H$9!*D@_\ MMO:J_P#Q$@_\$X_^?SQG_P"$_'_\>K\"?B02?B%K0S_S%;C_ -&-6,>:'YAP ML@=?!.[^\\Z6+G?0_HU^"_P#P7G_84^/'Q6T+X?>!;GQ5 :WB+44LK WFB)" MYK\+N82G S[5]I Y'6OY<!:S/% M'B[PUX*T2X\1^+->M=/L;9"\]W>SK%'&HJEC@"N; ; ^/WP[_9J^%&M?&3XJ M:]%I^C:+:--/*Y&9& ^6-!GYG8\!>I)XK^=W_@HW_P %9?CW^WOXSN;-]4N/ M#W@>WF==(\,V2$8R/NCH,XR>?+7P!^SEX1L[/=^[BU>YN;F0#W:.2,'\A7Y6[\G)H YSD_2OL M*&18"E&TE=^9PRQ4V]-#]0?# _P#P=)_M70W$3>*O@'\/[B(-^^2PBO8689Z MOMP>#?B]HEW\/-7NF2.VDO[H7%C*YX_UH12 MA)/ *D8_B&.?P# P>#^8H&X'(..>M%;(L!5C91Y7Y"CB:BW9_5+^U;^W+\"? MV.?A!:?"XJZI>W&@:A>Q6]I<:)"MR9&D!*L/G *X!.P6[IQ(4VA7;/\ MJFK^7#/'S5^RW_!G6!_PB'QJ.?\ F(Z'C_OW>USYIDN$PF#=2#=U:\RJ6(G4 MJY MCZ,Z^#G3ANT849*%1-G]&G[6/I>7[.7[&'A\Z[\=/B3;6,[H3:Z1:L):RY(& M0]Q\9]3@>]?GG\5?^#IKPM9W]Q8?!O]F2YO(5)6WU'7=;"!QV8PQQY7Z;S7 MY(_&CXW?%#]H+X@ZA\3_ (N>+KO6M9U.=I;BZNY2<%CG:]]%4= !P*Y4YZ9K MR,+P[AJ<;UM9&\\54?PGZL6'_!TW\X_ ?_@YY_9T\:ZE%I/QO^#FM>$1)A?M^GWBW\0;U92L95?Q8U^&N#^7:]GS MZUU5,BR^HK M@;&<$%O1E8$$2/^BOQC\6>,O M%GCO7)O$GC3Q%>ZKJ%PQ:>]U"Z::1R?5F)-9O!KZ[#<.X6BOWOO,X:F+E)^[MH?I[K7_!TC^UI(TG_"/_ &^'T*D_NOMD-[(5^NVY7/Z5+HG_!TG^U/%.G_" M1_ 'P%-%C]ZMDMY$Q/L7N'Q^(-?EX5STHQ\V_TF]2_C+=SL*QE%_$FOO;[GG]LK]FG]JC1 M4UOX&?%O2M;#*#):1S[+B+C)#1-AACU (K^4;H:)]ME,LEO>:?<&-@P.1GLPSV.0>]>?BN',-*-Z3<6;0Q:+\+_ &N?$CQ'Y MIL/#^CW.I7P@7<_DP1-(^T<9.U3WKXA'_!R! P $Y5 4W?C0GO\ \2"/_P" M5]7?MI 'lC]XJY X^<&N?^D$U?RA'C)S7K9+EF'S",W4OI8PKUI4K)=3^A_ M\'(/_!.(<&\\:?\ A/1__']|* 9_ ""R7['7[9WQ>B^"OP;N$AUF:QDNHJ>DI#%LC*ALL)&.?F':OYI=RFO9_V%_VN=5_8H^,-[\;?#FCB^U>/PY=66D1 MN?W<=Q*8]LC\]JH5CCN<#OQZ]?AW#*^D^2_-TU,88J3DK[']'_P"U9^WA^S)^ MQEH']N?';XEVNGRLA>WTJW/FW=QQP$B!R<^Y4>]?GK\6O^#I?P;IU_-8?!;]MFF[U"%?(DI'7M9$6X=LPQO\?]]FOR/\ C5\;_BC^T+\0+ XG_%WQA=ZSK&H3 M&2:YN920H/14'15'8"N4QU6$X>PU.*]MJQ3Q+L7KW33K&\'._[-7CC5(-'^-'P>USP>)MJ?;[2]6 AM5R0,M\D91??YC]:_#*8$[4 MBNJID675%I&WH0L3574_K7^"OQ]^$/[0_&^Q MY\&O'MAK^ESJ"MQ8SAMA\++]Y3L!795_++^PU^WA\;/V$_BU9?$3X::U+) M8"=?[9T">=A;7\.?F5EY"MCH^.#7]+/[,7[1_P _.P!JX(Z#\=?A=J)FTG7 M;02QK,H62"3)#PN,D!T<,AP2,J<$CFOD\SRRIE\IWBSMHU551Z#11SFBO+1 ML%%%%, HHHH ^4?^"TOI/O\ PT-_P3\\::)9VOEU#0[<:OIB(FYGEAYVCZC^ M5?S2GABIZU_7|KFBV7B#1+S0-03=;WMM)!.N!RCJ5(_(U_*]^WC^SQJ'I*_[M6_CGX)7=F\5OI.N2MIFX?>LY?WL!![_NW4'W!KZSAG$74J#]4<.+AM)'D8QC MBBBBOK*A"BBD)P<>M :!G()I>O)"" MDV=L3'[L_W5_.HG.%-7D[(I1;.%W#)%2VEE>:A<+:V5K)-(YPL<2%B3[8K] M9OV1?^#8_P 1Z\MIXH_:_P#BBVF0N [^'?#6&F[$*\[@@=P0J@\=:_2K]F?_ M ()M_L7?LDQ6\WP:^!6B6FHV^"FN7UL+]_#8P2+B;=(N?0$#VKP\5Q#A*&E/ MWG^!T0PLY*[T/Y^_V?/^"3']>?[2:V][X#^ NK6VG7/>]ZU';2W*^H>3 :\ M*^V_@9_P:X^-M0\G4/V@_P!H"ST^-DW26/AVT,U'^ZS2 +^(-?LWY4>-NP8 M/48XIQ&>M>#7X@QU72%HHZHX:E'?4^&_@0\&^7_!/+X716]WXC\$7_ (KO MHCF2:6[YGAD^L/W:^GOAC^R+^S%\&;*O#7AJW^U^(M?[L" M+_GI>7*1K^;$4HMRV0A17B?Q8_X*,?L1_!626W^(?[2/AFSFB31P!^9K\._C?_P<_P#[2OBF M.YTWX'?"'P[X7AD_X]][4][=1>XW,(C]"A%?&'Q[_X*3?MP_M+23I\6OVC_M !)=VESGSM+L;XV=FP]#!;[(_P#QVO4H\/8VH[S:BC&6*I+S/Z&_VA_^"G/[M$/[,4%PGQ2^/NAQ7]OD-H^GW2W-X3@GB&,EOQQ7P#^TE_P '0FD6ZSZ-^R[\ M%Y9W^98]8\22;4]G2-.?P85^.4KR3.9)'+,3DECDD^M- (KV\-P[@Z6M1N3_M .>>+E+2.A[[^T]_P%-OVSOVM;B5/BW\9M2?3I7W+HVFR&VM$^D:8%>"22 M22L7DW2HTJ*M"*1RRG.6[#\:.8HHK4D*IR<>IHKTW M]C7X";I^TY^U!X)^!VECS?]VL,5XJ#I:H?,G;VQ$CU%6<:=-R?0J,7*21^ M_\ P0T_9I?X!_\ !/?PG%J5@L.I>)1)K%[E,2 3'**WT'\Z^P@.!6?X4\/V M/A3PSI_AG38E2WT^SCMX55< *BA1_*M"OR[$5'7Q$JCZL]B"Y8I!111691P' M[57_ ";;XY_[%B_]%-7\FS?>;ZFOZR?VJO^3;?'/_8L7G_HIJ_DV?JWU-?7 M\,_PZGJCAQFR$IYS1P#G I, #(JQI>F7^MZC!I.DVCSW-S*L<$,8RSN3@ ?C M7U#.-$-%>U+,$YOVXW7=':^SXK8=B-/Z_K2_\ #N3]N;_HV#Q9_P"" P#^ MO6'UK&_S(?LZG8\4HKVO_AW)^W-_T;!XL_\ !?\ _7H_X=R?MS?]&P>+/_!? M_P#7H^M8?!.IV/%*08SP*]GO_/@GE^VSI=E+]_H_LU>*8(((VDFEDL! M%49)//0 5XW/!-:3/;W,922-BLB,.58'!!]X5:=7X'<'&45]AG!/)K<^&/\ MR4SPJ_V'+3_T'L,-IL"I\RY MQUPBYP?[VT5];?# _/Y$/1/^P1;?^BEK^>?_(+X_M(:A\=?V^M>\+1ZE)+I M/@=?[(L+?S2R1R+S,Z^FYL$X]*^!RO!QQ>8)2V6IZE>?LZ5SXMU35-1UO4I] M7U:]EN+JYE:2XGF0V.N'(P;_1W M_@A=_P $=O7BKP;8_M@_M1>#8M6-Z1+X-\YZC'NMU0'_CZFC/$A)^ZK94W7H==+#*&R/ MY>/B+_P2_P#V^/A7H4OBCQC^R[XMATZ",O/>1:3))'$OJS*" *\'NK6ZL;AK M6]@>*5&VO'(I!4^A!Z5_8')#%*,2(&'H1FOSP_X+(_\ !';X6?M'_#+6?V@/ M@;X/M]'^(VD6S7+/P(QZT(YC8.A((.01UJ2]M+FPNI;"\A:.:%RDB,.58'!!_&HATKZG2 M2.)WC+S/W*_X-W?^"C6J?&_P#=_LC?%G7#<>(?"EF+CP]>7#Y>[TX$(8R3]Y MHF90.^UP.BU^GS_<.?2OY6OV ?CUJG[-'[8?@'XNZ??F".QU^"& 8=#:S-Y4 MN1W 1V/U /:OZG-.U2UUG18=9L9@\%U;+-"X[HRA@?R-?!Y[@UAL9SP6DM3T M\//FI>A_(U\23CXAZT,?\Q2?_P!&-6*#GMTK:^)//Q$UK_I*3_ \ HQJO5[_6 MONZ?\./H>9+XF>^?\$NA_P ;"/A'_P!CK9_^AU_4;@9S7\N7_!+K_E(1(_^ MQUL__0Z_J-KXSB5+ZS'T/1PG\(*2090CVI:1_N'Z5\ZNATO8_D:^+W_)6/$_M/_PWO\ Z/>N=KHOB]_R5CQ/_P!C#>_^CWKG:_5*/*HCQI?$SV/_@G9?MFJK Y"W.H_QAO41GY?3(S7YL[N>OYUK> M//%VK^/?&F]^-->O)+B\U6_ENKF:5LL[NY8DGOUK(;K@"OI\#AH87"QIQW.2 MK/GFV+P3GVJ2TM+N^G6VM('EDHZK M>16MC;1#+2RR,%51]20*_H?_."7_P#P1\^"['"P]TSQKXY*6.N_$.]M8I MK]6-0@68Z?(0&,=MN'[K'XW+AO>LKS7E!6.MX2"V/Y%\#&?7TI,$ G-??\ _P %M/\ M@E#I_P"QXJMOC1\%K:4^ O$%Z87L6)?^R+ELD1ACR8VYVYZ'C/(KX ;I@#M M7U.%Q5/%T54ALSCQ"5.5F'517[+?\&I8QX1^-7_81T+ _-%WM?C3_"/PK]E_ M^#4S_D4?C7_V$M"_]%WM<&??\BR7]OS*PW\5'Z$_\%&O^3#?B[_V3_4__2=Z M_E?)P,U_5!_P4;_Y,-^+O_9/I3_])WK^5\C(Q7G\,_P:GK^AKC/B0'.IVH+= MQ1Z$'BNI^"7PF\4?';XM^'O@IX)MQ]GB36+?3D7SM\R60("WH!G)/H*^FEM03D!DZMXBU.BC@ 8KV4V\1(^08'&,5 M\A6XEJ1JVI05O,I8X2+6K/Y +[3;_2;R33M3LY;>>)BLL,T95D(Z@@I*Q)YZ MU^U?_!QO_P $^?A_=?^(_MM?#?PO!IVN:-=>P6_BQK.,1I>VTT@B25U4K%H]Z'-K;,X0F5.N!Q7Y)ZUX:U[PW,D&O:-+_@@ M#9V[_P#!,KP9.\0+-?ZB22/^GEZ^R]0_LW3[674KTI"%#&9)9&'"JH))-?*8 MOB"I"K.DH;71W4\-"RD?G#_P<'?\%&-3_9U^$-K^R[!*]9$'B?QO:,=8NH)< M26.FC 8#'*M*<*#W425^$,CO,YEE8LS'+%CDDU[I_P %*_VAM6_:>_;4\=_$ MZ_O'EM_[8DL=,0R%EAMH&,;JNK,,14>>" M7(RO7'S9TS#,*67TN>6K>R%2I.JS\E/AG_P3'_;S^+>A1>*/!'[,/BRYTV> M,/;WSZ5)'%,OJK, #5'XN_\ !.O]M?X%:+)XF^*'[./BC3=-B7,NH/I4AAC' MNX&!7]3L<,40C0#'I3+RTMKZW>VN[=)8W!#(Z@@CZ&OF_\ 6;$\UW!6.KZI M"VY_ZZ-&621""#@@CD4T^@_*OV6P_"'Y'_!&_P#;^"=1_:^_9;\(Q:I2:>/ M-\7^'<-BV6UQ^QFZBC48C<<;PH"M][&=Q/XTD$'!Z].:^GP&-I8^A[2'S78X MZL'3E8GT_4+W2KZ'4M.NI(+B"020S1L0R,#D$$=#7]$O_!#[_@H-??MM?LS# MPY\0156?QSX*,=CKI(QK^=/"\K[%_P""&?[2&H?LM^_M^>&+"34C!I/B\G1M61WQ'A_FC<^ZL" ?]L^M<>=8*.*PC:6L=33#3=.I; MHS]^/VTA_P 8>?%<_P#5-]<_]0]_E#(S7]7G[:7_)G?Q6_]OKG_I!-7\H= M>=PPER5/5&F,;YD(3W]T$?10,=#[UU'P6^%/B3XX_%CP_\ "/PA"9-1\0:I M#96ZA<[2[8+''95W,?937T\I*$&V[')%-NR(_AI\(?BA\:/$T?@WX4> M5\0 MZK.<16&DV3SRM_P% 37L'B+_03_P#!0GPMH!\2ZM^RAXQ%J(S)(8M(D=HU M R2R@97]:_H7_82_8>^#_[#?P3T_P"&GPX\/VZ7IA1]W(]5\C7XFG&HU2A>/XLIHX2+6I_(#JFDZGHFH2Z9K M%A-:W,#E)K>XC*NC#]"#T-5PI!)K]M_^#BW_ @^^"/$'P=_X;,\ >&K:S\1 MZ)=)#XIGM(AO[1^$EEQPS1D!0QY(8 G"C'XCG//%?1Y?C8X_#J:5NYR5:.I M2L+@YR/YU^Q?_!KK^T#J-WI_CS]FS6-4!MK.2+6-(AD;G,F4E5?0#8&QZL3W MK\=%SSDU^B' ,!ZA=0?M?7EA'1%/X.O#(H[E2A'S6&=4XU+/@7XF@1H]F'5,+%[;4M"U*6TNX9$((96(!P>Q&#]#7.@<9QQVK]A)3BI+J>0U9V%K M3\(>#/%OQ!\26G@_P/X=O-6U6^ES]I86%NTLLKGL%4UZ9^QE^Q)\<_VX?BI M!\-/@UX;DF",&U759$(MM/AS@O(_0=\+U..*_H'_."?'_!*K]G;]@CPO$WA MG2XM9\7S6ZC5O%%]"&E=C@E8@?\ 5QY' ZG%>5F.;T<"N7>7;_,WI8>535[' MP/\ \$]O^#;W5?$=M:?$S\N7)--ARLD/@K2)%;9QU_TB?E4!T0.?]H5^M7P M<^ 'P;_9^*0^"?@S\,M+\/:= @58=.M0C/CH7?ISGW8DUUR(5)/4TZOB<5 MC\3C7>H],W0&%*%/8:(USG Z\>U.(!ZBBBN.R+"C '0449]J3L 444C.B+N M+@#U)W 6BO/OBE^UA^S-\$9&@^+_P >O"7AN5%R8=9U^"W<\9X5V!/%?-_Q M_X+\?\ !-7X=B>WL_C'<;_=1^7!H6D7$ZRD=EE">7^.ZMZ>&Q-6W+!OY$N M<4M6?:-(S8[9]A7Y7_$C_@Z0^ >GHT'PO_9_\3:C.OW9=4G@AB;_+Y0L\]I),*=(T=8WI?Q9K MQ[QM_P %1?V__B# UIXF_:D\52P,<_9X[_8@//8#W=+L.',9)>])(AX]FC^H M2_U?2M*M7OM4U*WMH(QF2:KF5$7ZDG KAO$?[67[+WA%)\3?M%>"+$Q F1+ MGQ3:*PQU^4R9]L5_+%X@^.7QG\4R-+XA^*GB"[+DIO.U:8@_4;L5S=UJFI7 MEKZ^FG8G):68L?UKICPS*WO5/P(>,71'[-'BW_@L?\ \$T_!4C1:W^U9HA9 MLH[*[NUBA85XWXS_X.1O\ @G7X7DDBT9O&FO:<['TO0H@KG_MM-&1^5?SZ MDDC@XS28]379#AS!Q7O2;,WBY=#]G_B!_P '4?P^L9Y8_AC^RAJVI19/DRZW MXCCLV([$K%-^6?QKPSX@?\ !SQ^V'K\DJ^ /A)X+T.%PP07J7%[(@/^'T'B! M(]=M?FGG'?\ .E&.QKKIY)EU/[%_O,Y8FHUN?6'Q"_X+=?\ !2GXAI-;R?M# MW.DVT^0UMHVGP1*!Z LC,/\ OJO!'/![27[07Q+=G\??&KQ1PBBB@+B =]6BB@ HHI.1UZ4/8!<\9K]:_^#8G]D+^ MV/%WBK]L;Q5IS>3I4(T3PR9(LJ\\'FN\5.>&1%C0<G.3["OZE?V&_V:/#_(W[+W4/X%:'! M&LFDZ:K:I*BC,UX_S2N2.OS$]#Z**^>X@QGL<-);R_(Z\+3YQZUCWHMK MX@]$**** .:]_Y-M\<_P#8L7G_**:OY-FY9OJ:_K)_:]_Y-M\<_\ 8L7G_M_HIJ_DV;[Q_WC_.OK^&?X=3U1PXS9* 8&*[#]GEE_P"%Z>$?E_YF*T[_/35 M:Y"NM_9Y_P"2Z>$?^QBM/_1JU]-55Z:.2'Q(_K9AC2*)8T& !Q3J1/N#Z4M? ME1["T04444#.8^-<:2?!WQ6KC/\ Q3=\?_)=Z_DP\9D-XPU3YOY+?&/\ R-^]?]A&?_T8:^MX9VJ?(XL7LC.(MSWK;^&/_"4SP]_V'+3_-'+6)6W\,?^2F>'O^PY:?\ HY;^GJ_ _1G%#XT? MUJ^ 3CP#HII-'MO_$4M?RB?M(>);KQ?\??&/B6]F:26Z\27C.[]2?-8?TK^ MKOP$,_ ="%'KH]M_Z^6OY2/VG?'-]X&_:'\:^$=1M6BGLO$MVDD3C!4F5CSGZ MU\IPY;ZQ5^7ZG;B[]^.&P0>3WKH?A#X3C\>_%GPSX'F8!-9\065BQ8X $TZ1 MG(\ WU7/?0Y]*W?A=XN;P#\3?#OCJ-=QT77+2^XSDPS)C'_ :^KK\C^L[X;>#=-\ ?#_1?!>DVT44&E:9!;11P#*#9&%X"7&?QK= Q7-_" M/Q]I/Q-^%WA_XA:-J$-S;:SI%O=1S0.&5B\8)P1Z'(_"NC4[AG&*_*YM^U=[MSV5\(M-D5778PX/6G$XJ.YGC@8:64X\'YJ7V0S^7O_@]9\,M$^$/[?/Q,\%^ M&;2.'3XO$L\ME!$R/]_&Q8G:&59D)#*#=]*001V(*_JU M_8R\'*6K.S+CD1A>F3_=K^4N".2>=((E)=V"JH')/ M%?U=?L=^"'^/[*_@+P8^ UCX6M$ZGC,8;'/UKYB9Q5.GWO^!UX7[1_*Y\2 M1CXAZU_V%;C_-&&L51QGUK;^)0(^(>M9_Z"D_Z,-8AR,5]-3_AQ]#BG\ M1[W_,$NSM_X*#_"__4ZV?_H=?U''IQ7\LW_!-76+/0OV^/A+]-_)LC'CK M3XP<9RSS*BC\2P'XU_4PK!E# \$5\=Q-_O,?0[\(_<%'/:D?[I^E+5;5]2L] M&TNXU34)O+@MX'DFD/155223^ -?-QNW9'6S^2+XO_\)6?%'_8PWO\Z/>N M=K?^*T\5U\4/$EU X9)-?O&0CN#.Y!K K]5I?PH^B/$E\3/8O^"?9Q^VO\,< M?]#9?J_W_H=?OQ_P6YU]4O#7_ 3$^*&HZ7/LD?3[2V<^L1;&RF(Z) M'>P2,?P52:^7SO\ Y&5'Y?FCNPR;I.Q_-/G)Z]Z,YV'.Z@$ <&OK-SAN?;? M_!OW\$M-^,O_ 47T*]UBS2XM_*.BWFN/'(@9=Z!;>-B"?X9+A&'NHK^BU5V M@#T%?S@?\$(/CYI/P(_X*)>&)-?U1;/3_%5G<;#=3OT)F"R1*?\ >FAB4>Y% M?T>QS+*.J#TR.*^$XD;6/7-LUH>CA/X8^D*9;).1Z4H((R*0G':O TZG4?.W M_!5IX0:!\9_^"?7Q3\.Z[K&Q\(7FJ6+%2+BTB-S%@IOGB4<=C7\P,B['RG MMQ7]_'9OX^Z1\!?^">7Q#OKZ\2*[\1:+H.FQ.1NEDO!Y#:1W*H[/!%)[5 M_\O+98G)-?:<.]2U:3>UI#@Q?QH/X1^%?LO_P &IG_(H_&O_L):%_Z+O:_& MC^$?A7[+_P#!]9_R*/QK_P"PEH7_*+O:[L^_P"1;+U7YF.&_BH_0G_@HU_R M8;\?^R?ZG_Z3O7\L:.!DU_4_P#\%&O^3#?B[_V3_4__ $G>OY8*_AG^#4]M?T-L9\2#V(K[7_X-]_!^G^*_^"F7@^;4]/6XBTRQU&[17Z)(EI*4;ZAL$>XK MXHK[Y_X-PMQ_X*,:>%[^'-0S_P!^'KV,S;6 J-=F84/XB/Z#Z*** -[(]8^; M/^"O?AJ#Q1_P3@^*UA'_P!G7QWK,UR(?LWA'4'64C[K?9WV_KBOFC_@@#_RC#\$_P#7]]/_ M *5/7TY^T=HK>)/@!XWT!;99C=^$]0C2-AJYC;O@?GBOS/%668RO_-^I[$=:M2]#^3"_O)K^]FO[EB\DTK22-ZL223^M18&,5/JNG7&CZI=;7>(5FM9WBE4]F M4D$?I5)H#= #)VIE_MYJ*_J4MH8[>)88@ JJ %48 'M7\L/_!/+XM:=\#?VU/AS\4-6F5+33/$T!NF M8X 1\ISI?,/RK^IK2KZVU.QBU"RN%FAGB62&5#E74C((/0@]?QKXWB53^LP_ MEL>AA+%])\:^%=2\)>((!-9ZE836MU&?XHY$*L/ MR/6OY-?CMX7L_!'QK\6>$-.7%OIOB*\MK<9Z1I,X4?D!7]8WCSQEHO@'P5]W MC?7]A8[/2=-GN[EF./DC0NWZ"OY-?C9XMM?'GQA\4>-;+_4:MX@N[N#'_/-Y MF9?T(KZGA?F=2I;;0X\9*1SYS!:ZSX$ZY<>&OC5X2U^S+>9:>([*4;6QG$ MZ9&?SKE ,5U_[/\ X&[*"%WDO'$EE&%09.#.F2/PS7U6(M[&5^S M.*FWSH_]_:OU3^V_P!AOXD:UY6S[7*]7FV9SMW:;*V/UK^5"OZL?VLI.CT M7]A[XE:/$Q9:3X6:O"K]0NG2KG]*_E.KYWAJW+5MW1TXO>(F.7N3CY"(60-SU_UF/QKXV;H?I7W5_P:IC/_4D MTOW\,7_\X]]K.M,#4]&8T/X]/Z'E&!@7N.T45^:6/6/GG_@JWH%OXB_X)Y?% M33+I\(WAIG)*YY61&Z?45_+Z3\WUK^I'_@IS_P F"_%/_L5I?_0TK^6WO^%? M8\,Z4)KS.#&=)QR:_0K_@VHY_X*$3]O!E]_.OX3U^M]B9??SCKV,U_Y%U3T,*\5'[_P!%%%?FYZP4444 %%%% >G%-%%*P'XM?\ M)O[!C^&O%=C^VU\=%_T'5'2P8"!/]7<'B&X(Z-RC$]R@KX* 8, 8:^*G M[>]OMM/A3\/+YK^FSXZ?!7P+^T^)]=^#/O M)TO;O1$.G26E]%@;E## ="00'4X93CAE![5Y5_P3Q_X]_#;_@G_P#!QAU MX0DCU#5;]9I]>:^APV>2H9?])ZR6QRSH*52Y MU?['?!?P<_ 8H^"UA\& @YH*6]O HDU& _=1Y^H7) #SROU9C@ =@ %& *]7 M"X_P]*$^[]W'M2U_*4]LN:;NV=6RL%%%!(R:38!2%%E4$D\ \\!?LG>& MHO&VNQ;9XL,MY!QD*N))QI QCW-=&&PN)Q\,6$FJ>(];M+"WC4EY]RX6- !]L0*^.?VEO\ @O+^P5^SW]HTK2_'4WC' M6(%_X\/#RC7LHACPK8]6W-[UXR)^AKZ?#<-P23KR^2.2>+7V3]0/C__.'.O[2' MBMKC3/@!\,=&\+6KG]QJ&H)]LNU'T;]W:P*.U\;?&G_@IG^W9\?I;D?$?]I? MQ1-:W;$S:;9:FI M:$MY,15/8#%>$9SD9S2CI7N4,MP6'7N01RRK5'U)+]] MO+Z9KB]ND)7=BS-(Y))/KFHL'OBEHKM48QV1FVV]L0 BEY[444Q"'=V-&#UR M:6BBR ,44446 ,#%(-V.:6B@!,#N!2X Z"BB@ HHHH **** "BBB@ HHHH M*0')QBEI& S@4:@+0TBD]2:!+_9)_9D\??M>?'SP_\"_AY:%KO6+U M$GN2I*6D&?WD5XZ*]Y]!*DX4H.4GHBHIMV/T%_X-O/V#IO'OQ'O\?NCYT MKPY*]GX6$R?ZV]P/,G7V0':#ZEQVK]N0"/ICI7$_LY? ;P!^S\%/#WP.^&F MF++:Z3X>TY+>(#[TSXS),]]N6=O=CTKM^M?FV/QDL;BG/]T]#U<%3A8**** MXS0**** . _:]_Y-M\<_]BQ>?^BFK^39OO'_'C_ #K^LG]]K_DVWQS_-BQ M>?\ HIJ_DV;[Q_WC_.OK^&?X=3U1PXS9!76_L_\ET\(_P#8Q6G_ *-6N2KK M?V>?^2Z>$?\ L8K3_P!&K7TU3^&SDA\2/ZVD^X/I2TB?<'TI:_*CV%L%%%% MSFOC1_R1[Q7_ -BU??\ I.]?R6^,?^1OU3_L(S_^C#?7]:7QH_P"2/>*_^Q:O MQ_2=Z_DM\8_\C?JG_81_P!AKZWAC:!\CBQFR,ZMOX8_P#)3/#W_8_[#EI_Z.6OIZOP/T9QO^-']:WP_P#^1#T3_L$6W_HI:_GW_M_P"#@\K]FK4O@E^W=JOQ!@L772/'L/]6UQMPK3\"9?P.*_H(^'__"(>B?\ M8(MO_12U\P_\%@OV K7]NO\ 9?O=%\,64?\ PFGAT-?^%IS@&2502UN2>T@R MO7@D'M7P&5XM8/,%*6SNF>I6ASTI\U>3W%* ,Y/K5[Q/X8U_P &^(;SPKXI MTB>PU+3[E[>]L[J,I)#*I(9&!Y!!&*HU^@J2E&ZV/+UB]=&?JK_P1#_X++^& MO@IHUG^R?^U#X@-IH",4\,>)9W)2Q+'BWESTCR20>Q/O7[0>%_&'A7QIL6N M>O5GJ5G,@>*YLJA9$8$9!!4^E?R$ABI'//;%=Y\-?VI?VC/Q?Y2V=\+?CA MXIT*U!R+33=;FBAX[^6&VY_OGL?D$,35]I2=F=5+$\L:,_K$U35],T:R24-M4U"'W@09>:>4(J_4D\5^8W_!8_\ X+8?#KX=_#C6/V;/V7?%4&L>*M9@DLM9 MURRD#Q:5 P*R*C#@RD94'^')QYP1^0WCW]M+]K/XHZ:VC>/OVB?&&IV;IMDM

M)M>F$3CT9%8*WX@UYDSESNX_\$W/ MV<|6_:B_;0\"?"K3[(RVTFM17NK';E$M+M?U'6>G6^G:5%I M.GQB.&WMUA@4=%55V@?@!7YS?\&_'_!-^]_9J^$UQ^TY\6-%\CQ?
XSME72K6 M52)-.TS[P!_VI6PY'94C[DBOTAKX+/,8L5C+0>D=#T\/3Y*>O4_DH_:'\:G M\/OCKXO\$:S T=UI7B*[MKB-QRK)*P(/XBN.')K[Z_X.$/V0-8^ _P"V5?\ MQFT?
2I!X<^(+F_CNE7*K?$9G1CZE]S >A%? OO7VF"KK$86$X]4<%(/)-HT/ M!_BO6_ GBS3/&WAR[>VU#1M1@OK"XC.&CFBD#HP/J&4'* IE_X)V _\ !1;X M)?MM_!C2-
;T#Q59VWB>&SCCU_0)K@":WN H#;0QRRD\@CK7\O(.#P*T_"7C3 MQ?X UN+Q)X&\3ZCH^H0-F&^TN]DMYD/]KQD$?G7-F>60S&"UM)%TJKI=#^O. M2XBC7>S@#&OM+_
+%N/VIO&QMRFS"Z_,K% M3:UKNL^(]2EUGQ#JUS?WD][II[\N&EED;/)9FR6/U->1A>'73 MJJ=65TNB-YXN-M$0SS27,SW$SEGD=F=F/)).2:92 CL.O2@<'<1VXKZI*RLC MA=
[ZGTQ_P1Y\'W?C?_@I'\+-'MBR"/7)+B:0+G8L=O*V3^(_&OZ//VC/A5! M\,;;B=V#7$B=_D"QJ&'!+N.U?M&1D8-?"Y]B54QZY7\- MOO/3P\'&GKU/Y#/'7A'6/
/C+5/!7B"SDM[W2[^6UN8)5PR.C%2^(PK)QSR. MU?IS_P '$'_!/35?A5\89/VO_AQHKOX<\5RC_A(8[>(XL;\]9&QGY9#\'V>,, M<5^8VT-S7U^"Q5/%%:-2+_XMLM
M]5P,!PQX60XP1WS7X,C(ZFE!(/&00."*SQ^74DD5]&P_,&N! _:!_;+_9J_9I\'S>,_B[\7-(TVUB5ML2WB/- M(P&=[(I)9CQ@5_+;HOQ@^'+'ANQ_LSP]\3?
$%A;CI!9:U<1)_WRK@5D:UXBU_MQ)>-J/B/6[N_N&Y:>]N6E<_\"8DUX5/A=*2YJETCH>,5M$?6'_!6C_@IYXD_ MX*$_%&VLM!CN=.\"^'7==!TV5_FG<\&XE'=R.@_A!
([U\A8P#0.2".O:E88! MR*^FP]"GAJ2IPV1R2E*;NQ/X1^%?LO\ \&IG_(H_&O\ ["6A?^B[VOQH_A'X M5^R__!J9_P BC\:_^PEH7_HN]KSL^_Y%LO5?F7AOXJ/T)_X*-?\ )AOQ=_[) M_J?_
*3O7\L%?U/_ /!1K_DPWXN_]D_U/_TG>OY8*_AC^#4]?T-<9\2#OBO MOK_@V_4G_@HSI_MX;U#_-)WKX$[_A7WY_P;??\ *1BQ_P'Q:U'_-$/7KYJ M_P#A/]>C,L/K51;0:1117YP>]?/_
/P52_Y1W_%S_L2[O_T&OY=Z_](X*I?_M\H[__(N?]B7=_P#H-?2I\|EPS_NT_P#%_D<&-WB%?I%_P:^?\G\>*O\ LE%] M_P"G'3]_-VOTB_X-?/_D_CQ5_V2B^_]..G5ZF;
/(MJ^GZHPP_\5'[S5^(MG_!TQ_R<;\.?^Q,?_P!*IJ_;NOQ$_P"#IC_DXWX<_P#8F/\ ^E4U?'Y'_P C M&!Z%?^$S\LJ0]#2TAZ&OT(\D_HY_X(_\HP_!/\ U_:C_P"E3U]FW$$-U]K
M<(&CD0HZL,"",$5)9?\ ! '_)1A^"?^O]4?_2IZ^T*_,<=_OM3_ !/\SV:? M\-'\O?\ P5*_9OU+]E[]N#QS\/;FS>.RN=4?4M(E9,+-;3DN&7V#%U_X#7SW MCL.* ?S_(+Y_P#!-
_4_VLO@M;_';X2Z1Y_C7P-#)+-:0QYDU+3B,RQ#')=- MH=1Z!P!E]_6XMI[2=[2YA:.2-BKQNN'I'!!![U]SE&,AB\(M=5HSSL1!PJ- MB1.\,@EBOVV_X(O?
\%K/AYXL^'>D_LN_M2^*8M(\1;/"%9>'==O7 MQ%]< R$CD8G"2(JC^\,=P<_B,0>F<"G*QC.5)![$'I6^/P-+'TN6>_*/#WA32Y=8\1ZW:V-K"I M:6XNIUC1 ,Y)(K^5+X?_ +9?[5_PLTQ-
%^'OI1'C#2[*--L5E;Z/]Y4:^BH6 M*K^ %5?B1^UE^TO\7[1],^)GQX\5:U:R8WV=_K$KO]DS!E7Q+)>V5T_E^+?$MLV(IE\]XH3_$ MN0"S=\ =CG\DB,G-*S9(!ZT@0)],5]+@\'2P-
%0A\SDJ5'5ES 02V@^(+JP,FD>"T.KZA*T>4WCY8HS_O$L1_N5\;Z!H&L^*=;M?# MGAW39KR^O9UAM+6WC+/+(QP% '))-?T=_P#!&K_@GD_[!O[,D$/C6U3_ (3G
MQ65O_%#+@_9B1^ZM 1VB7 ."1O+D$@BN'.\9'#81Q7Q/0TPU-SG?H>[?MI M9/\ V"IZ,QH?Q8G|#]%%%?FQZQX1_P %.?\ DP7XI_\8K2_^AI7\MO?*_I_M2_X*<_\)@OQ3_[%:7_T-
*_EM[_A7V/#7\"?]<&,Z PR,5^A7_!M1Q_P4)F) M[^#+[^<=?GM7Z$?\&U"D_P#!0B7GIX-O_P#VG7K9M_R+ZGH88?\ BH_?__!/P$OB?Q3IUHCZ/H+DXNW,J*RG!"1*QZC MI7Y?
>+O^"__ 4@\!?%73?@9XP_8Q\/6'BS5WA33-#G:?SYS*VV,+B7'S'@ M9-? X7!XC&1O3M\|#U9245=G[";@>/2@LH.">;_+SXW?\%EOVZ?V;OV8=.^, M/QK_ &4M&\/>
(=3\6RZ9:Z7],DPC>V6!9!* LA.=Q(Y/:O;_/@GK_P5KT;] MJ_\ 8]\;_M#?%#1M,T+6? ,ER-1]J@@C(-%?B%K'_!T/\ M)6^]3KI?P!\)+:-*[6GGO<[S%N.
MTG#@&SXD<9HKLCD68RBGRF3Q-).Q^WM%%%>.;A1112L@"BBC/:B[E] 5XI^V MG^V[\"_V&?A/\]3OC/XB2(L&32='@8-=:C,!Q'$FA.,G^$9/:OYLOVO/VOOC+^ MVC\7[_XP?
&+7WN;]YD*V5C&Y%O809^6&)>B]!^).2>37L95E53'SYI:07XF% M:LJ:TW/5_P#@H-_P5]_:/_;R\1SZ?]>MS>'O!D4A&&G^%M.G*H4SP\[#_ %C_ M *#ISC-?*Q.3G)HQWQ17W5##T9.
MF\9;_8?MI_M!^&C_ &5ITPF\$Z1>0\75PI^6[93_ H1E, Q $?=K]ITX0# M&.F*^-SW.U4E]6IO1;GH8:DTN9B1C)P1DYP:=117S"1V!1113 ***/!0!P' M[59 _9M\WNX MMV-
R,,$9[<&OCT\&_W_3(RWP:OS_ -S!<_\ Q=>YD^:4(K3/_?U:_H'_.(?W_@F2.GP;O\ _P *Y_^ M*JWX6_X(0_\ !.#PAXEL_%&B_"$]2[T^Z2XM7;7KA@KJ05)!;!Y%>O/B/".#
M2BS"&%OD*I/L=.4&#VI:15']%'0# I:^,.];!1110!S/QH('P=\6$G_F6K[_M ->WK^2]OCQXOU3(ZZC/C_OX;_KMUW1K#Q'HMYX?U6'S+6^MI+>YC#$;HW4] MPR.G!-?'&H?
\$"_^":FIZG-]%U\'[XR7$K22XU^Y&23D\;O4U[>49G1R_FYT MW.$FI)W/K3X?$'P'HF"#_ ,2BVZ?]M#|^O\ @K# _,$3/"?[:DEU\:O@C]CT'XAB M/-OG<X$=MK! ZRD?=D[;\
<]_6OPS^/G[-GQM_9D\B<]7#]H[K<_DDV@#/.*#R17[[?&[_@VN_8B M^)%[)?PUUOQ!X)ED#,8=/N1<1%CZ+-G:OL*^?/$'_!J_P',/MS'PK^U#IWV M8L=@O]*?S,9XSMXZ5]%3S_+Y*
[=OD^(1NE_M MC]|/1,(S_V?29=_X9XKVSX_P#!L?\ LF^#[JWU'XL_$OQ'XJ*#]_9+*+2% MF]FBP^/]:]>?9=%74K_(%A:CW/Q"^'GPU(`(Q7\3V_@SX;^"]3UW5KM]MOI^
MDV3SROIA4!.!ZU^QO_!*G_@@&WPTU+3_(^?MHV-O/K5NZSZ3X,219HI5AR' MN&4E7?/\"D@=SG(`Z)L^_L=_LW?LNZ*NA? IX2:/H4>Q5DN+6R03S8Z&23&
MYS[DYKTT<$CBOG\?GU;$1Y*2Y5WZG53PZ@[LCM+:&SMX[:WB6-(T"(BK@*!T M X J49 YHHKP+:W.D\F_;!_9#^%W[:7P5U#X,?%730]M=]7M+R-!YUG.!\L MB-
V(/YU_U^WQ_P3. :-_8&\=3:5\0 "T]I[X:GG;^Q/%EC"9+Z2CR=H9ESY4 MF.J/@^F1@G^GTYSP*R_%W@WPOX^T&X\+^_-!M-2T^ZC,=S9WMNLDO@KXUWL^M^%
MM!U#P/J%RY:23PW-M&&>N(&_=K^ KYD\;?\ !K$6O9F^'/[3H6WW.N!K6E9? M;GOY8 /X5]52S_+ZB]IV..6%J=#\'BP'6@'/09K]8A_P:P?%GO\ M0Z!GO\ M\2F>NO\ A_\
\&L/AZ,X63XH_M,WDD8(+)H>FHI;\90>*U_MW+8I^]^ EAJC MZ'XW8YX_E7V=_P $S/\ @CK\=?VY/%-CXR\5Z!>^&OAU',LEYKU_;M&;^,'E M+4,!YI/3+RUUY/AH?
%&K6QRM_XFD^TC=V81-E%(MZC K[TW2]-T:S2PT]QBMX(U"I#*@55]*\C'<1)TW'#JWF;T\+9WF<[\&/ M@_X_# ?PUT?X1?
#/0H].T30[);>RMXEQ@#.6;U9CDD]R2:ZDC/>E!)ZBC@U\ MI)\[NW]]3L.7^+?PE\"_&_P)7PR^)7AR#5=%U:V:"]L[A,JZD8_ CL:_[_M (*>_P#!$CXU?L;Z[?\
Q'^#NCWWBWX=2.TZ7=E 9+G24))\NY1$?^#6#P>EPA\>?M.ZBT M0/S_-E:;&I(]!Y@-?6/[)W_ 1&_89_90UJU\8Z5X#?O/X@LR&M]7\2OYYB M;((=
(S\D;Y'W@,\FG7XAP$(^XW)B6$J-V9^)WCW_ (OP?%/X+?L-1_M??&+3 M+G1FUK6;6S\-Z-=1%)GA?+-<2*>5! PH/)SGM?3OU3'2OWD_P"#F?5],TS] MA_0-(D14FO&UM';
(HQDK%*YX]-JFOP:.,UUY3BZF,PWM9[MLBO"-.=D&#M' M%?LO_P &I?\ R*/QJ\ U$M"_P#1=[7XT<#C-?M3_P &K=E-#*/BU?/!A)] M:TH))CIQ6.ZR/PW#\ZRSY_\ ";+Y?
F/#+]ZC[W_X*-G'[!OQ>'K\/]3_ /2= MZ_E@!]_KK^)GPZ*_%SX?:S\,'-BUUHVO:=+8ZG;K(4,D,BE74,.1P3R*^2 M3_P;_P#_3(88?X-WYS_P!3#<_^/5\]D^:TOO MO_@W =5_X*+V+,P
_P"$;U#D_P#7!Z_3H?\ !O[_,$R0,?*AG2P\]6.5EVNQ .Z%#GKQ[UV8[M/<-BL'.E&+NT9TL-*$U)L^A*_$/_ (.EV5OVC?AUM(,/!CYQV_TN:OV\/2O! M/VM?^":/[*'[;B?3?%W[0?
@>YU6ITJS-I9R0:E+ $B+%\80@'ECU!:\++L5 M#!XN-22T1U5(.<;'\N612>HK^C4?\&_O_!.H=?@[?_\ A07/_P 52G_@W^_X M)D=0@W?C_N8+G_XJQJ/!9<)_*SA^]3[CO^" #J?
^"8O@I-PR+[4+;KP+\4?!.IZ']]E(4N=/U6S>"52#C.UP,@]B. M#U"%8'7O7]8'O_9' 9X_:=T1] ^-_PHT77X2I$4E[8HTL)(ZH^-RGW!S7PY M\;/^#9;]D?QM>S:E\)OB!XB\(L_*6:2BZA!
[\RY8#V%?68;B3#U-*R<6<4* MU\)^$? I"37ZU:G_,&K_P 0EO6_L7[J#2!;XROVG29=^?\ @/%3:!_P:P>, MS?#_ (2?]I_2S;Y&?L6ER;\=_O=Z[?]/$/C.6+#&WO+@6\.
[_=BQN'L:^YO@W^SU\%OV>O#,?@_X+_# M;2/#NGQD'R-,LDBW'IN8@> MH[L[8QC!61YE^VFRC]COXK9(_%M]<_]0J_E$((.'*_KO\'_@K0/B1X)U; MP!XIM3-IFN:=/8:C"KE3)!-
&T/@W?C_N8+G_XJN^_9L_X)+?L3_LF?$V'XN_]+X&E":9]+ @C(.: M*10!G!/XTM?)H[3P?_@IVRK^P+\4MQ SX7E S_O+7\MQ(#8SR.M?UT?%?X7^ M#OC3\.]6^%OQ
T]KK1M;M3;:A;I*4,D9YQN7D=*^2O\ B'] X)F[@3\'K\CV M\07/_P 57NY3FM#+ZU?H1_P;6-Y?\ P4'E+# /@V^P M?^_=?I7)_P &_O\
P3,*G9\;\'L3K[S_P#%5Z/^RW_P2J_8W_8[^(I^*GP- M\ W6F:T;-[4W$FJS3#RGQN&UV(I5W8W/<-B<+*G%.I1G2P\H5+GT;KJ9'QA_P<\0H_P1^%\6WAO&,P8'T\M.*_/G][+P5\;_V.?
B[K7[.7PLFG@T#X MZ>$] NXK15(^VQSHC!5QTQ=>>GT]:_>K]C]A]G[M_0-(\-?M >'K]4+3 M0KXW>GI9ZG+:E)2 "28R"W '6LOXF?\ !//]EOXN^-? GCSQ[X#>^U+X:VL5
MOX7G-](ICBCQY:2 '$P4]"-V<$D]Z]#!YM##894VKI7_ . 9SHN&,[B1Y-WN&8C** _=[]IK_@CO^P]^UY\ M4[CXT?&KP']MWKUW;1P3S6GB&YMT*)G:-D;!1U-
%>0A\),+"C%33N7_@OM^V)I?[1G[95_\ #'2-4+>&_ #OIUG C@!>\ +:7CKSP#V&17PMT. M,5^C/_!:#_@D!\2/V=O&VL?M.?"*RO-=\#:M=/=ZN1^\N-'D=LL9 .6BR<[Q MT'7%?G*
<[N,CBOTK*Y8>6$BJ+NDCRJRDIWEL 4#I2T@/8TM>@M3!A1113 ** M** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **"<4W@GK0 ZB@ MY["D&\G &;%K[]_X(S_ /!
(GQ)^V/XXM?CA\;M#N++X;Z-@[X7_ ()?\%:?&G[9>O67QN^-EA/H_PUM+@/&)5*3ZVRG[D0 M(XCSP9#QZ9K]]O!7@OPI\,O">G^!O ^@6VEZ1I=JEO86%G$$CAC48"@#^?4G
MD\U\QG&C1?O=7V.W#T+^](L>'MI:T;PMH=IX<\.Z9#9V%C;K#:6MO&%2* M-1A5 '0 5NWO@W5 MK/PKJ_\ 9^]3:;.FG7XB5_LTYC81R[7!5MK8;!!!QR#TK4H(R,4:*5VK@[C^
M;5E6A4T9]>VW_!>#_@ MJI!.DLO[4LLJJX)C;PGI&&[XXM ?RQ7[M?L$?MJ_#C]MOX Z/\3_ ?KD4NH M?8XX]>TW>/.L[K #JZ]LG)!"%?RTX Y]Z[IX ?M0_'O]E[Q4/&/P(^)FI>'K
MX\3&SE_=RCT="'K?B*RS'):&)I?NDHR\@HXAP=F?UD@?+@C*BO+B&VB:>>5 M(TC4O(\A "I!R3GH.O-?@#X6_P"#D_\ X*$^'=`BTG4+/P5J:0H$2[N!$E\U M\=W*S
$_0"O^OVEO^"T_[?'3^BS^%O%?Q/AT/2KE-EQI_A>U-HLR\\.Q9F[M]B,UX,.'_=*=I-)=SJ^M4ULO>U?\ !P]^W3X/_:1^.6C_,^%NN1WVA>]5C\
MH7MO)NBN;Y_E^7M\B[AD==_M7YRKTZ=_RITLTMQ*TT\A=V.6=CDDGN:3!/2O ML<)AHX.@]4>AY\INI.XT#DFOZ!/^#;OX23^ ?V#)?&^HV#17/BSQ)/=1NR8\
MRVC5$C(]MQD_*OPN_9^^"7C+]HKXQ^`_(,^ M-EN=2U[4HI:,1(6\I2?GD; M'0*N2?I7]4'[.'P7T+]GCX'>&/@OX<51:>'M(BM%V'AG R[#ZN6/XUX7$>)2
MHJBGJ_R.G"1N^8[;!R<]*7@<445\9:QWA1D#J:**;OT ****8!@9S1112L@" M@YQQ111:X!11118 HQSFBBAJX"'/&*6BBA)IW *#GL:**&K@ ^M%%%"5@#G/ MM1110E8
HHHI@%%%% "<[O:ER/6BC]*EIVT 0J,Y'6EHHIV2>@!1113 *[I M:**30!11118 .>PHHHH2L 4#7XW?\%8?^"'[- X=GU3] MH+]B;0'GT\[KG5O]N,O;=V>U Y9>I\L<@' X%?LY@'J*0@
8VC'<5UX3&\U M#4YX/_@D3IQFK_C]OK"ITN\DT_4;62">%RDL_]%61@<<$$'O45?T,?\ !3+_ M ((@? W]M%;SXH_"^&W\'_$*12SZC9P8M=38#@7$0(&X]/,&&Z9) K\-/VH
M/V0OCW^R!X\F\ ?&_P "W6F3QN1;WFPM;W2]GCDZ,#^!K[O+\UP^.BDG:78\ MVK0G!W2T/,J*0D9QFEKU# **3=S2T %%%% !1110 4444 %%%% !1110 444 M4 %%%%
!112:3LAJ+;LC@+2SN[^YCL].V:6:5PL4,8RS ML>@ '6OU8_X)_\ ![6/'ESIWQ_;T^2RT0;;C2?!MTFV2^SRK7"GE8^AV M'ENAX)KZN_X)G?\ !"WX)?L@+8?
%7XU06_C#XQJDL$MPFZSTJ0'/IB,\.X. M/WC9(V_+MR:^_5154*HP!T KY#,\^E53I8?;O_D>A2PR6LBIH6@Z+X7TBW\/ M^'=*&UB$=M:VT01(T P . *N445\SJW=G6%%%%
!1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M%% !1110 4444 %%%% !1110 4V:.X211NC)& Z'^%EZ@BOY[\ @I#_ ,$?
OC]^PIXFN_$>EZ/=^)/ M$UPW]F^(]2W9O(0D[8@ ?(X'&3P<$BOZ1U4*NT9X]34&JZ3I>NZ=-I&MZ=! M=VES&8[BUN8@*_M@#K^-?T1?M1_\$ _V#/VA;^?
Q'X:*WG@/6+@LTESX3E4CGIFW8-$HS_<5 M2?6OC?XD_P#!K;\6+ RW7PM_:0TC4$W'R+35-*>%\8X!D5\9_P" U]9A^(ES\I 0>U!ZEQM_K98W>XV?@-N:Z_[7R]?\O$1]7]IC\U\<
MCD9[5TOPI^$/Q)^- C2R^'OPK\&W^N:OJ$RQVME86[2.S$\<*.![FOV$^"O_ M :X?"G1;M;OX]?M :KKBK@_8] LULXW/<,7WMC_ '2#7Z%?LR?L3?LQ_L?Z M"V@_L_\
PETO0EEC5+F!CB\RZN0/~>D!DR2<!F8UYV)XCPL(M4?>?X&L,(V_ M>V/F;_@CU_P2%T7]A+PV/BO\6$@U#XD:M:;;MU(>+2HFP?(B/=N!N8=3P.!7 MW?
1@9S17Q^(KU<35=2H[MG?&*BK(****R&%%%% !1110 4444 %%%% !1110 M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% ! M1110 4444 %%%%
!1110 4444 %%%% !1110 4444@$*@C!%<3\=?V<_@I^T MGX(N/A]\;/AWIVOZ9/&5\J\A&^(_WHY!\T9]U(_&NWH(R,&G%R@[QT8;[GXC M_M]?\&W_,1O
$-1T35+1]MQ8:G:/#*GOM<#CN".".0;_KNV+_C7D?[M3G[#/L,7]7WAUM ^.'POL-2.TB*48XA'=0$]TE R#P.N;^AP7$%:BE"O[R[] M3F]8:$W='\JF.^** 6/]KS_@V8\;Z#-=>)/V0_B-
;ZO!\TB>'=>D6"X49^[' M*3L8#(Y8K7YQ_'O]D;]I#]F'6CH?QT^#^N>'7+E89[^P=89\=XY,;9![J37U M.&S+"8M7A)'#*C4AT/.**,W/'M2 ^^3[5W7,A:*3<*6@ HHHH **3$O M /A34-
9U.[<+;6&F6CS2R'V103CU/:OU&_9'_P"#9;XF>(I[;Q'^UYX_@\/V MA =_#^AR+<7+<_=>53L7(S]UB1Z5^I7[+7[!/[+G[`F@C1_@A\+['3YRH%QJ
MLT0DNYR!U:5AG//;%>%B^(,-135+WF=5/"S>LC\GOV!_^#<3XL_$N:P^(?[8 MVJ'PGH;LL@\,V$JR:C<+GH[C,<((]W/J!7[# _L^_LR? S]E_P-!\/?@=\,[# M0M.A0!Q;!?
O9R/XI)#EG;W)^F*[T+@Y!./2@*!T&*^2QF88O&R]]Z=CNA3A3 M5D((D&,#[!TZBBN-)(L****8!1110 4444 %%%% !11D M9Q1SGI2NK@%%%%, HHHH ****
"BBB@ HHHH **** "BBB@ HHHH **** "B MBB@ HHHH **** "BBB@ HHHH **** $*]>HZT;5XX"M2T5(!CC% '2BBG9 M &!G=CFC/M1D9Q1SFE== "BBBJ ** <\T$@=:5U:X!1113
**** "BBB@ HH MHH **** "BBB@ HHHH **** "BCGTHI7 ****8!1102!UI70!1113 **** " MBBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH ** M**
"BBBDU:S/$Q@OPMXTT>X\/_-_L]3L;I"EQ:7MNLDP\;_!CQ)I\T9PZ3Z1+\|_ 5;6=MRPFW0+ M2*5",-')&&4^V#7]4^)<3%6G!,PEA(-Z'\@IWH6N:>Q2^T>ZA(ZB6!EQ^8JK MM_V?
TK^M+6?V;?V>?$((@1X-OF)RS7GAFUE)_P"^HS7+Z_\ L!?L2>)G M235_V5/ 9,>=IM_#5O!U]?*5<_C77'B:G]|FR'@]=&?RJ[1_=_2DP <;?TK^ MIIO^":_[!;#!_92\&_\ @]7_
!K1T']@+]B7PR&&D?LJ> AOZFY\,V__HQ6 MJI<34$M*;%]3?<_E?M-$UG4&"V&DW,Q/010,V?R%=;X/_9G_ &@OB#=I8>#? M@SXDU":1@(T@TB7YB?3*@5_4SHW[,W[.?
AU@_A_X"^#+)AC!M/#%'I@CI]V. MNSM+*TL8%MK.UCBC081(T "CVQ6%3B:5OK/YLOA5_P $/O\ @I#\ M4Y8UC^
=UH4;D8F\13KCUYS7U5\#_^#77XFZL\&H?'OX^6&E0EQ!IT[0;/ MS9@/]F5B4\ WS7[3E01@_I0% &!_.O/JY_F%2]K17D:QPU&/0^*OV?/^"!O
M_!/3X&26^IZQ\-9/&>HP')NO%17Y5Z#\0OC;XBU&WT30OB'XGNKVZ(6"WCUZXW2,>P MS(*^)XLXRI<*U:,)474=6]K-+:W^9]KPCP77XLIUYPK1IJE:_,F][!NUC]8= MZ?
WA^=&]/[P_.OS4_P"%8?MQ=[+QS_X/9/\ X[1_PK#]N'_GS\<_^V7_P". MU__,1+Q7_0MJ?>Q\CZ#_B&N$_Z&E^^OF?I6'5CA6!QUP:6OD/[@]P5^T;X
M>^)]_>_%NW\2)8/IX6$ZQJ3S1E\GH&D;!QCM7UY@9S7W/#^<5,\P'UF5)TW= MKEEN?!Y]E,,ES!X:%:-5))\T=M0 Z449YQ17N*UM#@Q@HHR!P31D470!1111 M= %%%(6
XI@+10"",BBBX!1103BDVD 44FX4M%T 44$XHR,XHN@"BBBF 444 M=>E%T 44$@=3UHHN@"BBC(SBE= %%&1ZT@8$XQ3N@%HH)"C)HH *]ZUK,F>'
M=*GUK5[I8+6UB,DTKGA5 R35HG R;Y#X\[A\'?$>W'_((GSD?![KCQI>6&P= M2M'>,6U\CHPE*-?%4Z4MI-+[W8Q_!G[6?P$^('B'L'^$_'K=ZA>LRVUO'G M+D*6(_)2?
PKT>OS#_8@ :[4_@H;NEW$X8S6&%P\G).^D^:U[MOMZ!2$]_2<4M>:?M=:5XZUKX Z]IW MPW^W'6)(8OL:Z=.8YB?.3.U@1@[<|^F:^JQ^)^IX2=91YG%7LMV?)X2@L5BH
M47)1YFE=[*[M=GI6Y2,AQBC>G\|?G7Y]+\,OVY%X^R>,"<8.-=EZ_P#?ZL+Q MPO[4?PU@M[GQ]KOB_2HIV2W>YUV;]XP&2!B0]J_+]WBA5PT.IE]1);MM6_ M(_4J'A=2Q-
54Z69TI2>R5V_S/U(WI_>'YT;T_O#\Z_+CP3%^U+\2K.;4/ 6N M>,-4@@D\N:6VUZ;"-C.#F4=B*W5^&'[/^0[+_\ ':=`Q1]XBF]E
M/+ZCB]FFO\@K^%U+#5GJYE2C);IW37XGZ5!@3&&EKS+]D;2O'>C? [3^`XC M_;AJR1D7(U&?29APOF&79%0S6 MJX^SK.T4F[[-ZZ>1Z/D=*X_XG_'CX6_!RXM;?XB^*[?
33>*3;B8GY\=<5V!Z M5\6_\%5U_P")QX5# X$,NW!IZ.+LZKY!D<\925Y1:W1\1)9+0X@SVE@:LG&, MKZK?17/K'X<_%+P\6=$?O#X!UV*_M$G,32Q= X)'ZBNA^M?-O_ 3!3;\!
MKXY_YF"?K_N1U])=>AKLX>S*MFV34<9424IQO9;'%Q!EU+*?LPW=M:?'OPE-);'_P*3_&@>-?").!XEL?_ I/\;_6HXW]*]^/WH_'?8U_P"5 M_M[<<$CT9B<
^S5QYSG&#R/+9XZM\,>W5]$>ADV48O/, MSIX'#KWY/[EU;]#HOCG^W=\'/@U>2^'X;B;6M6B.V2STT!A$?]MR0]_3..\7 MNO\ @JWXF^TM]@^$-
B\6X^69M696Q[@1D#\Z\G_9<_90\4_M*:Y-J=Y?S66B M6TG^G:D5W23.>])GJ>^3TK[!T`_@GY^S5HNG+83^#6O7 &ZXO+EG=CCKR>/I M7Y;@\?XB\5)XS!RC0I/X;]5\T_O/U3&Y?X;
<)R^IXZ$\165N:ST3[:.*^6K/ M-? O_!4[PU?7L5O\1? %QIDXL9?/2,>I& Q_ &OISP#\1?!?Q/\ #D/B MOP-K]OJ%E,.)8'SM/=6'56]C@U\R,'W_ ()K^$IM%N/$/P6FFL[V*,O_ &7-
M,7BG([+N^Z?2OG?[FIX]>*OV:OBFLMZ\R:?3YHSK<)\+<5Y;4Q7+LG"K35W3EK?[VVK]'=H M_3P,&! ! $5\U?M$_M^WOP*^*E]-X?AVNH"SAB?[4U[LW;XU?I@^N/PKZ-T
MK4;;5=-0U6TF\R*XB5XV!X((R*_.C_@H01_PU#K>>?\ 1+3G_M@E?1^(&>8[M)\DABL%4Y6Y+6R>C5^]SX=Y'E^>*<0RPF.AS14).UVM4UVL?9>J?M8?#GP?\
M&=)^+/CN_2R;5K026VF1-YD\S]T11RV..>@SS7@NI?\ !4O7+[78K'PG\+8A M:2W"H)K^](DVDXSM4$?K7D7P:^ _Q9 ;XUB +=_9](TBWCM#J-RI,<**"?+0 M=VY)XZ9KZ.\,?
\$P/A=I'D7&K^+M5NIB*17WAPBY!SC XQ7RV&SCCSB2%.K@ M(>SI)).3M>3TYGKW-KZK$Y-X?<+U*M',9NK6;E:,;M0_E3MU6E[MFI^TE^V M_K'I/OC>'PM)\.(IZ^ZL$N;>Z-
]LW@\$$8XP7Y[G&$XYEEF,JWDSP\9D&48KP]IYKA*=]T)6J.[=U>VS=ENF?6->*?M8_M?6O[-5S MI>F6_AE=5N]15I&@-SY?EQCC=T.>:[]) &2>/6OS:_:^\7:E\;/VH+[1M%D^
MT)!=C2].0OKH>9X?%TTB[L($E@C^T^9YZ$L"1P,$8& M?K7NN0*_,K]FWQ3>_/]IZPAUZ4PBVU.32]3'8]SE, 0LJG\;_3.-TEC65#P M1D&HX X@Q>=Y5*.+=ZU.34NGII^!?
B%P@]@\SB'U)?N*L5*.K:\]7KY_,YCX MT?$^FU^$?PSU?XAW=I]H?2]1IEM]VWS6 X3/;)XKQW]F;]N+6OVAOB.?!"?#- M;""*T:>>]%Z7\O&,*1MZGG\]H?\
!3SQ\VA?!^R\$02$/K>HH)0IY$9I7X\HY9A9VI MI7GHGMK)`'7@,ARJCP!7S;%PO566 M1PJHHZDD]!7S9\7O^"EGPR\$ZI+HG@#2)O$,\+E9;E&$=L&';>>6^]@BN-_X
M*0_M%;E;WT?P*\)WQB1H1/KLT?!8$_)%G_@))'?Y;\V_9)_8JU;X^PGQCXGO MI=.\QS%%:(8ENV'4*>P]Z\WB+C'.L;G'ID9'&]1?%+L^OW?,]+AS@W),)DG
M]M<03:IOX8+1R73;5WZ)=-3NX?\ @]IXM>11+\'=/*;OG\O5W)Q]8K$3A7@OB@K7MY:()R\+\Y_P!EP],>'F](S=W&_2]Y2T?],[;] MI;]NVY^ GQ-/P^@\\ )](%A%)"_]HVNCQ6-
Z\@^9I(F<9.>_ MS<^XK]#/V)&W?LR^%AZ:>HZ4^#N*]UMKN8W[6?]7T_[-&K:3I5OX.74VU.!Y-S7/EA,'&.AS M5WX1?M<>$_'7P5N?C/XZAA\/VMK>R6TL4D^_<552-O +$YX
':O"/^"JWR^+ M_'YS_P N4N!_P*O#?A5X)^*G[0LNG?!GP:K/8:?+)=RF0D0VY?:#*_J> !WY M->5FO&F?8#BW$8*BO:):0A9;OY7T]3ULKX'R',>#<-CZS5)WO4J-OX4WHE>U MWZ'T-
X_X*HP17KV_P -OAT;J $ES]5QY8?T(50Q_/%?37P0^(-W\4OA-H7 MQ"U"Q2WFU73H[B2"]BRH64' -?/OA(X):>!;>U6SC'QOJ%W<,G]Q+?"[MXQS^=>_:3I7AGJGWX/1Z=%=,-
,\.Z7M62=LG8B\9_*OJ>&/|<*6*JXK.Y)4G M&Z5UO7\O,^2XI?!=3#4L-D4).HI6'CX@\>Z[' M;*W%O;K\TLY]$0ARL,>2$11VX^8GU)KZK^!_P#P36\" M:9HL&L?&&>?

4]1E4.]E%.T<4!ZXXY;WSQ7S$N)^+N+_W M'U:X6X.X/RVG5X@O5K35^2+>GI9K;NW8P?"O_!5A7U)XT^%;06S'F32[T2L M/P<)7N7B/XP> /C/^SIXA\5^!=?BN[G! X(/0UB>)
MO^"?/[-^O:>UK8^%9-.E*X2:SN64@^I&>?QKYA^)_P */B7^Q+XGN_LM[-J' MACQ%9R6;7 & P*G:KCH'&<@^A-=6)QO&_#V#G_:O+6H2C).4=XW771:%1P' M
$F)@LFYJ%>,DU"6TTG=I-MZ/Y'(?L0 #]JGP7N//VJXS_ . DU?IZ.!BO MS$_8E7'[5'@U2.?MEQ_Z235^G8Z<5V>$C3R2JUMSLY_&"/+Q'27_ $ZC^;"D M9=U+17ZN]4?E U8U7.
/RKY_ P'"K8_XI#PC\O'!]3_^BQ7UK7R9_P %6R3X M,\(K_P!16<_^0A7Q7B!&,>#\4H]E_P"E(^U\.W_OF>#_ ,3_ /263?\ !*N(M-\./$S/@G^WA@:>G]B+BOJS:,< ?E7RI_P $]\?
*Y\3# _J/@ \ D"*OJPC(MQ3X C'_5+"M+[/ZLGQ!;_P!<<9_B_1" @\#C*\?^. _[:7P>^!5U+HE_?RZI MK$8^?2]-4.\9Z_.<[4^A(-9G[%[I4US62T5FV>8$Q\TOX=
MO>OC?]G3]G7QI^T[XWG1;^6.SA?S=5U:X4N=S',GJQZ\UXO%G&.-PN/CE.4 MPYL1+?]EZ>?F>SPEP7@,;EL\XSBHZ>&CM;>3_P NEE]V>SZC_P %6O$8O';2
MA/#:FV_@:ZU1E<_4*A _.M?P=_P54T:XO4B\??#::QB9@'FT^Y\X(O\ >(8* MPXKC?C9_P $\/AW MK&B3ZC\(>G4XU)BM7E+P2G^Z0?NCZ5Y-3!>*6$H?6/;QE;7DT^[;]3UJ6. M\)
<75^K?5IP3T4[O[WIS_(!^^&7O?^'OQ?T!/$?@#Q]!?V[<.$;#QG'W74\H M?8@5TP.>:_+3X3?$[Q[^S!\7&N)((BUDL[PVVM::\F!(JMA@P[D7S+74;2.>!O564$?CS7U?!G%_\
K)0G3KQY*U/XHGRG&G"$ MN%\3"=&?/0J*\)?H^G^9>N[NVL;=[JJG2*-%+.\C #)))]A7S7\7_^"EGP MO\$:G)HG@'2YO$5S"Y22>$[+<$)+^73?#T49'&\UI*7; *W=GT?#?!N28;
(_P"V_FU3?PP6E^V MVKOT2.[3_@JYXO\ , F^$&GJN[#E=6T_ #]NSX4?&W4X?"UT\FB: MU*'(;.^P%N",9"."5)_V2=QP>.#5G3OV _V9["Q6S/@;S2%QYL]P[O\ 7<3F MO)?V@?\
@G+8Z%I4OC;X#:C=P7=B/.&ER3,YDV_NV/(;T%$8^)63+ZSB9QK MP6\5:IO*R6P5)^^%=/]M4>I*+5)C<&\V'YATQM->O_
SXFR_&'X7Z3\1)-+%DVI6XE:V$F_8?3/>OS,^_M+7Q+UGXH:O9:SXD#_P!I6FGOV5X[K@NT?&2.QK]"/V((^39/"V5_Y<>3Z\FC M@_BO,L]XHKT*DW[)1;4;;.Z\N@<9<(9?
P]PIAJ\86KN24I)MIZ-Z:VULF>KO M-%']^11P3R:*^.G[?GP=^$5]+X>TJYEUW586VG5VF@%(CTPTA(7/^R"3[5S M_P#P4, ;/U7X7^&(/AKX-O?)U76X6-Q.GWK>V!
R/0L<@>RM7@O[O[&,J" MZ5_&_C2\FM- 28J&C/[V[?\ B $\@>IZ\UV\2\6Y1/-O['R:*=7[4G]G^N_X M'#PWPCE4X$ M9'ZUU'P_P""I/@[5=3BLOB-X.N-)ADX:\M'*(_P"UT;'T!KUS2?
V*?V9] M)L19?*HTJX(7!GNK99)/KN/->3_ +1O_!.OP/>Z#=>*/@U;OIU ;PM(=.WE MH;C Y4 _=/';J:_$X3Q+RRA]:^L1]\NKA9?Y*_X'H8;&^%V95OJLL+.CS.R MJ'_''C#PM)<:C?1S-
1*1^=?2_PB_9S^%GP/N[N]^'NAO:27J!;@M<,^X#IU-?-'_!5<9U MGPN"1@P2Y_,U^@\6T'SK/@K46\V)1]KL+A=L]N?1E[CKR,@^M>0?'[_@G9\-/$7AJ?5/A-IJ
MZ/]]NC/%#Y,^!]TKT'UKY&^ WQ*\2? OXR6&NP++ IO??9-5M#E=ZE]CJP M]01G*4>(>+>$G-_P;+5=4S1\-<'\8Y/6Q&1O=*O35^1WU]5= MZ/HT]$4ACC
IES=VUG;O=W;GI#D=O7\N]?IG$'$6%R#* M7C9Z_P]]MK0_,.'>'\7Q%FT<#2T;^)_RI;MGH/Q>_X*2_"3P/?2Z+X&M)Q$ M=S"Q5[FU8"V4C_;)^;ZKD5YI_P /7?%S/C_A3VG%
<\#^V'S^.(ZJ?LB_L%6G MQ%T&T^)/Q6:XCTVZ426&F1-L,T9'#,1R >ON*^DT_8O_&:18_83\)-'^[CS M3:*9/^^L9KX#!+Q'X@I??(5HT(2^&-EM\T_ON?H&.?AGP]6^I2H3Q$XNTI9€
M=:^TJ1RV;YV=?FP0/3I7TI\0.? NL_\ 8+N/_1;5^3^A^)=3\&>+5\3:)+LN[2XD M>VDQG8YW*&^HSG*T\0N)(\%C?K$.:< M4E!MM6;3UT?>VY^@_P"T^W1\+0@C?R>&I/?
K>LQC$EC8L"L))'SA?<=?:N M5_9D;;L\3'_ .,O)?@=_P3W\=_&# M3U\??$_Q'-I,-^?-6'9NN)0>=QW< &OHOX&?L1?#CX$>-8O'GAS5M1N;^&TD MM\W.GR,'QDX' Z"L,KQ7'VW?Q
F^'&B30IK?]DVL$&H.7>Y$BH1]SIR<&OJIE#J48<$8->96_ M[+'@*+PM#X2:YO&MX?% UQ2TGS>>)%<*3_=RHK[/\!G.)G&6 J.%HM;Z7NK M="TN?
%Y%C7XGGOP^ ;HO/B1\'/# @?P[X7MSI6] M6\8N[!]D[H;@QAVBQC&5SCK7T>OW1U_&O*/"/[('PK\#>(]\1^&[:>WDT[4 MY[Z%%;Y2TI^Z?]E1P/I7K Z# KHX>H9U1HS_
+2GS2OI;:WD99]7R6O7@\L@ MXP4=;[MWW"BBBOHCP0HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH ****
"BBB@ HHHH * M*** "BBB@ HHHH H>*N/#&H_]>4O_H!K\D_!7@_5?'WB;3_]>A+":O49EBME MF9^W>$U>IAF*;SQ#^TWKT%TY(TN.&SC&>B!!)G\Y#^=?I4O'3O7YI_M
MW^&+SP]^T[XA>]4@:FL%W!]H8Q'GZ9C:O(\3\.I%PO0P].)"45\DK*YZOA5 MB7C.,*U>I;GG" MEUYQ^R9XSTIQQ\ ?#FJV$ZNT=@L,ZALE'7@J?>O1Z_1^'_8K),-[+X>2/Y'Y
MMGKK/.L3[7XN>5_O8$9&*_-[_@H%X-LO"7[1>H2Z= L<,J64=VZ], RG*?VC;^'3KE'BTVPBMI&0])%+%QVBOA/*E=\/PY_ MBKV1U^\(GB/]9WR?#R2YNW2U_F?
97[%^OWGB/]FWPQ>ZA(SRI8+$[LV2VWC. M:^,O^"A * M1:V1VM+3_ -$I7V7^Q5HEYH7[-GABWO4VO-8+-L/\(89Q7QI_ MP4+/_&4&N(>HL]3_ -$)7C<<*]^ <'[3?W+_ "K<
.BO$;%>R^&U6W_ ($C M[*_8N\(:?X4_9T\.6]E& US;FYN'"X,CNQ.3^&!^ KU:N _9:8M^S]X5S_T" MD_K7?U^H\.TX4\CPT8*RY(_DC\LSZI.KG>)E-W?M)_\ I3// P!]+P OQ+^! MNO\
A98@TKV326Y(SMD49!KXJ_X)V>,YO"GI1%OHUQ.4BUJRDM9(R< RKAUS M(@!_SK]$KJ".ZMI+:5:=?_!.;QNEA?R/I+\3K29CDLM7.#E'U2M^ M=C!$?CAX_M_A?*->\
<32]KV.FRO;!^C3;2(U_%BH_&OAG_@GW\-G^)/Q^'B M?5XVF@T1#?2N_.Z9C\A)!0>:!_X*4_%R!OA=X?\"Z?6Y2Y\071F7=^KU_R1GE2_P!6_#S$XQZ5<3+V;_PK1_J>_\ !13X-?
C\/&6FPF MK:.ZCEZ!;B,!&_[X1QJU?9W[,?Q%B^*/P1T'Q6KYD>R6*X&&?$&KAWI2Q"YOGO\ G5=#34GODQSY\@\R3/_)B*^%]-M)_VD/VR%RAFM]5\2^9<(W1
M;9'RP'T0&OTK"A8MB\ +@5OP+2>9Y_F&;3ZRY8^G_#)&//'M197P_EN2Q^S#G MEZO;\7(_+#]H[4K[Q;^T-XFN)=:YUIH(QSC&V,#ZC*OTH^#OA.Q\%?##1 M?#>EP+%';Z?
$H10!@E03^I-?FO\ M%65]X/_ &A?%$3#,]KK;3H,=V*R+^C" MOTM^$7B6P\8?#/1/$>GW"RQ76G1,'4@Y.T _J*\SPT5-Y_CO:_Q$W]USU/$]
MR7#^6>R_A,K'QQ^T;KFH:7<>=%9K'9B16R&\O).W\6(_"OMO\ 8A)/[,GA:)Y_ ML]:_$.!/8+CK&^Q^'WK?>?N7'WUE\ Y;[?X_=O\ ^ Z'S]_P57!'B[PLW'_' MC+QZ_.:
[S_@E]X2T^P^$6J^*E0-=:AK#1R2[1S'&B[5_ LWYUPO_ 57(_X2 MSPI/^G"7_P!#KT__ ()FM_QCS)QUUZX_] CK?+*-.KXJXB4U*;7K9(Y1^E>W 8& M*\._X*&Z!-KO[,VJ-K6-
S#=/M_NH3G^=?I7%7M?]6L5[/XN1V^X_->%?9? MZR83VGP^TC?[T?,W_!-OP19^)/CV^L7L*.NBZ8\L(89/FLRJK#Z#/Q OV?_$.IWUPJM/:-;VZ,>9)'X"CWQD_
MA7VG$2H2R3$*M\/)* W'P^0NNL[PWL?CYXV_\"1\ L2-O\ VJO!K#O=W/\ MZ235^G8X%?F+^Q*NW]JGP: B_]*1]IX=_\EG@_P#$_P#TEEG_ ()5_P#)-_$W_8P?
M^T(^JC7RI_P2K_Y)OXF_P"P_P#^T(^JZ/#[_DD,+_A?YLJ5Y_Y++&?XOT1 M^>_ _4J\176J?M"'1)W8Q:7I<2P*#"T\P;S^.;^FO^"?_@>$N(?LXZ3>QVZB MYU9I+R[D"X,A=SM/X)M
]A7S#_P4FT.?3?VB6UB8$1ZGID+0D^D:[3^M?47[M ?C2S\6_LVZ-;17(>?2_,L[F/=DH4=@N?8IM8>Q%?!\+]RW]>G MR/NN*N9>&&7*A%%UN_*]_G^)[51117[@?B9\
_\%, !.G^'OC=9^)-/@$9 MUG3%DNBH^](A*9Q]_^M?1W _3V\17>N?LQZ3;WC$MI]S5D9BVW_ODBOHG_ ()[:!>:-^S% MI5Q=@@W]Q<7$:D8(4R%1_P"@Y_&OQ+AQ17B5C?J_P'?
C[XIL7+K-%J[/&Q4#.0"#^ MOZ5^E_PA\5V/C;X:Z+XHTZ4/%>:?&ZD'(I(>&J@^(L";#P)^T=KFE M:7;+%!=!+Q50853(,D"OMS]B(_\ &,7A7/:P'\S7Q-^W!XQL?&G[26N7^G3B
M2.U6.T+*-UBDL;)4E3R')#XRL'*"JW=^>^U^ED;<2/)(\$Y9]=51T^56Y.6U M^7K?YFY_PW[^S!W\)#_P&?\ PILG[?7L#*4/CU2"\ GW?_ K1_P"&'?V6 M/^B16/\ W^E_++IK_L2?
LL1CJ4?N?^1^;J MIP'?X,1_Y)_F?GW\=I=\,ZU\:/$/B7X>W ,F3ZBUQITZ*5/*KDXI?-DU^HWP M]O)I0\"Z1>W)'F2Z=$SD>NT5\Q:O??\ !+C1-5N-!U/2+!;FVG:&>-+#4' < M$@KE%(/?
H:^J]$BTZ'1[6+2(PEJ(%^SJ!C"8X_2O'X!R>>7YCBZ[Q%.I[2S< M:;NHN[W['N\?9W#,\NP5'.&JTE232E55G)6BM'UVN_4^"_\ @IS_ ,G 6G_8 M B_]#>OJ']A# _DU+PE_U[W'_ *4RU\O?
\%./^3@+3_L 1?\ H;U]0_L(?\FI M>$O^O>X_]*9:\OA3_DY.8^C_ #B>MQ7_ ,FNRO\ Q+_TF1Z[7Q=_P59!.L^% ML?\ /"7=?:-?%___57(_MKPL_\L)?YU]-XE_\DE6]8_F?,^&.O&6'_P"W
MOR9U?_!+#PY#;_"K7/$\L2^?=ZXT0D Y\M(HR!^;-^=?4O6OF[_@F"Q_X4+> MH1U\03G_,AQ5](UZ/ U.%/A;"]&W+?YO4\OCBK.KQ9BW-W]]KY+1",-RD>H
MK\O/VN=)M/#W[2/BNRTV,HJZGYQ[_O'19&Q_P)C7ZB$X&:_.;]MDY_:?\6_] M?47_*(CKX_Q=C%Y10GU4_T/L_!R36?5X]'3?_I2/T4^%%Q-)\)?#ER[98Z!
M:,O/4GR5K\R_BWK\7C/XZZSK/B&Z:.WN]>?[3("W\'?G6-&\1VIF@L]?87<3 @2)OR5S[@GFO-\3 M?;?V3@+;>[OM>R._P]IE_;&87^+E=K;VYG>WX'W5I'[=G[+&DZ7;Z99^,U@B
MMX5CCB2U?" #&!@59_X;_9A_P"A]_\ )5_*L:1^Q=^R?]>F6^HV?PHT^6* M>%721;B;# C.?OU9_P"&((/V6/^B06'_?^;_XNOM:-/COV4?9U*'+96TEM]Q\ M/4GP)
[1\T,1>^NL#&U7]NW]EG4].GL+OQNLD4\+1R1/:OAP1@CI7PE*=232 MOCKHFI:!*0L7B")K9E)P5#\?I7WJO[&?[)6B:;/J^I_"K3X;:VA:6>5IIB$
M1023]_T%>;>!M4_X)IZEXSTW3O!>F61UF6^1=-5=/OP3-GY<%EV]>YXKY+B3 M)<[S/'X:698FA3E*5TDVI2U6BNO(^NX9SS(IP.+CEV%Q%6-2-I72:CH]7R[M;N]SZ/\ ';!
6L,#G.E3_\ HMJ_+OX,^&[7QA\<= \.WN/)N-?C\T$9#*KE MRI^NW'VU^HOCE / FL1*.!I4X'.?MJ_.[]FDA?VE?"P_ZC__,567B9353.< MMA+J_P!5/=Z9!&?UKY6^$__!-S4OAI\1]&
M\=S_ !.2YCTJ[$QMQ8[2^%(QG/O7YCQUD&9YMFN!K82',JJ/K$=..:*!TXHK]-6Q^9A7S/\ \%#_ -G# M4OB;X7MOBAX.LGFU;0XV6ZMXURT]J>3CU*GD#T+5],4C*&!4]",5Y&>9/AL]
MRZ>$K_#+\'T9ZN29OBLBS.GC<, >@_O75/U/S6_93 :T\0?LXZU-I&IVLMYH M-V_^EV2'YX7Z;T![^H[U|C^'/VZ?V:/$&G"_?XB063, 6@OLQ.I,-63\=/V M _A#\7+^Y\2Z4T^@ZM-
\TEQIX CD;U:,@K]2 "?6O$;K_@EA\1UN&%C\2M-D MBS\CO8,I _[ZK\IP6&\0.$T)\AH*M27PWZ+\S]6QV,\..+Y_7,54EAJS^*RT M;^YI^NC.^^/?
!2/P'IFBW6@!T2:GJ3QE%U!HRL$!/&X$_?/ICBOF?]GGX* M^+OVFOBTEI<+-+9M_\ @#_@EA:V!TES\2?B M(]Y$K9:VTRW\@,/0L2Q_+%?
4/PW^&'@CX4>&X_"G@3P_!863G6]*SJ2Z?\ #=$M#7T? M3+71=+@TG3XE2&WB6.)%&]@8%?G1_P4)(/I4&N$]I2T_P#1"5^D& ,D#K7S M1^T7^P%?_'/XJWWQ&&@^(26"7D4*?
97LR^S9&$SG<.N, C7TW'V18W-LDIX7! M0NXR6GDCY?P\SS+\DX@EB\=/EBX25[-ZMKL>L?LLEC^S[X6R?^86F/UKT"N<
M^$_@9_AK\/M+\$2:A]J.G6HA_9MWX]XHZ^QRBA5PV5T:516E&$4UZ*Q\AF ME:GBC;:"OA7_ (*B?
#I]&^).C_$2W0B#5]/:VF*CI+"VY!4H4E>HK./JG_E<]W@C.Z60<1TL56=[>]EZ-?YV9^>OB+Q3XJ_:"\;>& MO#\S.;EH+71[0')"EG"[_I@@G_=K]0O
OA;3_!/@_3?">EVZQ6^GV:01QH.% M"]!7SM\ /^":*_*"XHZ=\0M:\<)]:Z:'.&V%ILRY4J#G/;.?PKZ? Q7S_A[P MYF650K8K,%:K4:6NNB/>\1.),KSBK0PN6/\ <4TWLU[S?
9]E^9D^./#%EXR\ MZCX6OT!BO[1X6R.FY2 ?PK\P=!\2^)OV=/BGK%GIX9)K2.\TV=,X+(Z,J,? MH=CU^J;#(*XZBOF+X_ !/*+XP_%*!^(6B>,TTM=0C0W-N;0OF51@OG/<'8' MX4>
(7#N89K&CBK3=ODP\.^),LR>IB,+FE>8_LL_L[6_[.7@:;PL=: M&H7-S=-+<70B"!O[HQ[#BO3\#TKW^"\FJY'D-.C65JCNY>K_ *1X/&V=4<^X MBJXFB[T](PZ>ZO\
@W/BW_@I'^SIJW|KI\=/"=B9+>2)8-<2%-K.XOM:];3"\)W2VA)].ZGTK|!+_3[']5+&7 M3=1M8YK>>,I+#(@*NI&""#U%?,7QB_X)E^ O%E_-K/PQ\02:#-,Y9[.6/SK9
M3ZJN05^@./:OCN(>$,[P&<_VOD[YG% MBY./^^Z]N_9^_8'^&'P9U2+Q;K%Q+KFLPD&"XNT BMVQUC0<>O)R>>M.G7\1
M<\C]6J4XT82TE/K;K;U(J8;PSR27UFE6GB9K6,&M+]+NRT_JQ*_%SX>:I\- M/$%IHWBAI1J%]I$5_>++*,9TY>/2N&_:8_82 MN_C]\3S\0K7QXNG*VGPVOV9K3?@(SDG.>^ZO8_@9\-
)/A#\+M(^'TRV M5'37.S;YA'?':JX.X5S#@(N)<14G3:I-6C)O?:7YBXRXNP/$/"^%HJ=CY4_X*K8/B[PN#VL9?\ T*O4?^"9JX_9ZEQ_T+C_P! CK7_ &M/
MV0KK]I75M*Q6T\8KI9TZ!XRC6WF\G/J,5U7[+WP)F_9Z^&[>!;C71J+M?27 M!N!%L^]C&,G^[^M=N7Y!F=#Q KYA.'[F2=G?K9"F7$&4XCP\P^60G>M&2;
M5GM=]=CT>LGQSX3TWQSX2U#PGJT0>WO[9XI%([$8K6HSBOTFM2A7HRISU35G M\S\VIU)TJBG!V:=UZH_*CXB>]?'?[-'Q^&OB#1K?2_BM./B=&;4'YX]/L]LC?1 MF)
*OHWP^S?V/ OPHU'X7>]+CL(]0LWBGO"N^61V7&I\/+'IWZ"N^K@N M-N*;$]68)4:23O%;R?1?>>;3Q O"E-:;*YRKUI[*4E[L$]WLKNVQ\%?L1L3 M^U3X-9A@?:IC(\
/UZ35^G8.1FOECX#?\$Z[_P"#WQ6T7XD77Q(2\7299'-J MMCM\W?$\>,YXQOS^%?4_2O>\.LKQ^1Y95HXJ/+>3:7D>+XPCUYJEO$&=4\3@Y\ MT5!)NS6MWWW"BBBOT,_/@KY,_X*N
'P;X1!_Z"L,'_;(5]9UY#^UO^S'<_M+Z M'I&DVOBE=+;2[J2;>T'F;]R;<8SQBOF.,LOQ6:<-XC#8:/-.25E\TSZ?@W,< M)E7$V&Q>*=]<&VWO;1H\Q_X)5<_#KQ-STUX?
^B(Z^K'\C_9)9IN/V:?#6]: M!=^*![JCZE]'VGS%@\L(+5,8R?[N?QKUREP=@,5E?#M##8B-IQ6]^9/&&887 M->),1BL/*\)NZ>W1'@7[>?[.5]\:?A_%K_A2S$NMZ*3+;Q*/FN(\?-&/?'(]
MZ^0OV9_VE/%?L_C&4-;2W&F7,H75=-D4JV1QO7/1AC&/:OTY<94CV[5XQ\>_MOV(?A%\<+R3Q#]DDTC69#F34=.(4S"5U.5;ZD9]Z^7XKX-Q^(S*,;Y1/EKQ
MW727]>9]3PCOEEV%RR>39S3Y\-/9K>/_ .JMJF.\(_MZ?LW^*-/%Y<^.(=, M? WV^I Q,#Z#=P?PKC/C3_P4B^%_AK2KC3?A:9=;U-D(CF2,B"+/\18_>]! M7FF]?
\$KOB%#>M_9/Q/T^6 _<,U@P8#T.&P?PQ6SX*_X)7,+Q)_B+\2&E@5@ MQ@TRV\LX]"S%OTQ7D5LS\3<71^K+#Q@WHY_UH>I2RSPIPM7ZS+%3G%:J%GKY M:*_WGSW\,_
'Q#_:D^+S6SF6[NK^Z^7ZI3LA0MEF)_0"OT[\%>%M*\$>$M M\(:"LM-.M$MX%_V57 K^'$OP6^'WP4\/CP[X!T&*SB)!FD^],V,;G8\L? MK76#I7UG!G"+X!O&5I/ M?>'V?=
T'S26F>I [KWP*_0/4[?3M0M)-,U2".6">,I+%*H*NI&"I!ZY!Z5\ MS?&#_@F9X \77T^M_#3Q#+H4\[ES:-'YMMD\G"_>'T!]J^:XAX3SC!9W+-\ MADN=ZRC?KU]4^Q]+PQAD>-
R%9+Q!%NG'X9K6RZ::IKH^VYZ+I?[^3:\B_:&_X*,>'[S1+CP7\"H)[W4;P& ZD4*K%N&/W8 M/+/SP1Q7(P_\$K_B6:@+/\2M,CB)^9UL7) ^F^O;/V?OV!_AC\&M5M_%FKW$ MFO:S
=T,IV@$,!14CZ ^A.2/6JABO$:.HK#3I1H1>DI=;/>WGZ&53#>&>2R^ MLTZT\1):QA:R;Z7=EIWOJ\0,_%CX<:[\=9LJ-\4.YU&^L4O+L/U1I.=I2[_M0KJB/G[F+PKN/33Q_.U\A_\
!1R_@N?VD[JWA3F#2K M$TE7!.F*P'L>1^AKR. L%#+^-\9AX:QA%I>>]N>YQ_CZF9USNS_P Y/_(UXM^Q MW^VI/\"5;P\)08)I_#SR;H)D4F2T8]1M9KJBL.1Y[%NC>\)+>+_
#]+>AW&D?M;_LZ:SIHU.+XN:+$F MW,D<]ZJ/'[,I.0?K7CO[3/\ P4*\":9X/IK] M%8,]IIL?D*_'W68DM^*D5Y^*S#Q(S.@\+'"QIMZ.5_OM<]#"Y=X8Y966+GBY
MUDM5#EW]7T_R/#_V/O@)XA^/'Q:M-4O[64Z3I=XEYK%XZ_+(P;<(_3_3Y'R/&7%57BK,554>6E!6A'LN]W_)'P MQ_P5)\&ZC9_$C0_' A8VE[IOV0R*I($].S8)[<,*T_V-/VW
(<_#'X8V_PS M^)<]S:'3Y9#97<5NTB/&S%MIVC@ABWYBOJ_XJ"KP9\8O"4W@WQQI2W5G-R_M\-&W9E(Y4^XKYB\1_P#!*G39-19O"OQ-N(;5B=L5I:K(RCL-PQD#ISS[U\;G
M'#O$^4<35,VR>*G[3=/SZ?@?8Y-Q'PMF_"U/)L\E*G[)^[**;]-KZV;6J/H? MX/\ [1WPI^.5U=V7PZUQ[N2Q4-<*UNR;03QU'-?-/_!5+DT MS^S8W7#6Y??D]>HKVL[P7$.?
<%RH8BDEB]>ZMK)GAY%CN','^-H8C#U6\-& M_O-:ZKM;OY'_P#!,(@__6]]?^$@GQ_WO'7TC7F/[*_/LO[.GP_F\&7/B/^
MTWFU"2Y\\0^6!N51MQGMM_6O3<\XKZCA?!U\NR&AA\0N644DT?,<3XW#YCG^ M)Q-!WA.3:?D*1D8K\Q?VV5'_T[XN'?[7%W_P"F$=?IU7RS\Y9D&
<5*^.GRQ<&MF];I//0^@_A!_R2CPS@H:=9ZM9R:?J-M'-!*I62*1 RLIZ@@117M9WPY1SI(5@:VDD ME9]D)(\'N(Z_#V?_7Z&JN[KO%O8^*_V1/V^-(\">&;/X8?%\R"WLL0V&JQ@ ML%C'
1QUXZ9!!7TN?VK?V=FTY=63XPZ$(5R_V55\RVW'T4\J/92!7F3?\$K_BA&YC7XEZ6R@:\3 M?7%&OB,)B/$3AZC]4^KQKQCHI>73:]3[G&4/#3B&N\9]9GAY2UE&VE^O?\
M!FC^U_\ M[:#XX\+7?PR^$,TLEO? PZCJI4J&B/#(F>NX<$^AK"_X)U_L^:I MXN\>P_%W7M,DBTK1V85_%%%!5V^1[<^O%>G?"S_@F'X%T"CZU3XH>)I]= M=,'[#"I@MV(_O
'6;NT MDA#XSMW*5S^M?+_PO_X)OZC\/?B?I?Q!E^)<=PNG:A]I\@6.UGX/RYSQU].U M>AQQD&:9OFV"K86GS1IN[?;5,X.!N(E+7Z;%61^9A1115 %%%% !1110 4444 %%%% !1110 4444
%%%% M !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 &!G/K0 !P*** M5E< HQ113
**** "BBBC8 HHHH .!1112L@"C HHIV0!@>E%%%%D@"C':B MBE9 %%%%, (!ZB@#%%%%D 4444K(HHHV!@%%%% !2%%44M% ":0.U+1119 M%%%% !1110 4444 %(%"\
8^E+12L@#',:***=D 444460'R1_P4ML_B=X5E MT7XE>#?%&IV>F\V>HI9W++*J.W^K<@< 9R,^I%+^P'^UG9:GI!^$_Q.\3O_:< M'?B'X9O/"'BO3DN;&^A,<\;CL M>X]".H/M7PG\;_\
@GK\5/ .LSZK\++>37=,60O#';-_I4*]0"O5B/\ 9R:_ M(>)<'Q#D'$']LY>G4IOXH7;__JQ^M<,XSAO/\ AYY)F;C2JQ=X5+)?>_PL
M]UYGW>DH<9[$9!KG_B7\4/!WPH\+W'BOQCK4%%!!&6(=QOD."QJKU8GL*_.2 MU\;?M>^"U.B6FK>,M:VVF:WF4J1QT9>[N HK&MXGXBO1=+*8.;K-62?
1_=K8Z*/A71H5?;8S'4U06MT]6OF MI*_S,OXC>)_$G[17QHNl7TVP>6\UR_$5E;(-Q52V$7VP.G0VRENI"(%R??BO$_V0_V(--^"5Q'X[\;SQ7NOF/$"1\Q6@/7: M>
[=LU]$!0HPHP!7L>'_#6-RV%7,,>K5JSO;JEY^9XWB%Q-@,VJ4BT\E;YBT445^EI'YL%&!G.***8!1110 4 8Z444K(P****8!1112L@"B MBBG9 %%%% !P****226P!0 !T%%%.R ****
#&**** "BBB@ HHHH **** # / 9 end GRAPHIC 19 image_03.jpg KWR LOGO begin 644 image_03.jpg MB5!.1PT*&@+H -24A$4@ 6@ !3" 8 "R+YT/ 7-21T(KLX< MZ0 1G04U!
"QCPO\804)<$A9

~~[9T+W'75G,>33&1FW)NA*&3P,@U*+]$14831!2627'+)952C1BJ1C%>D M<@UQ2G1!DG1#Y99*[F_26RHSA*F&2-"%]IN?O<_LQ<[:^^QS?&=88$;X!_A=?!RN"KG^?"
[:^VS\L\L$Q(2$N8.$Q-H!'EU M%IO"9\.GP0WAL+@17@!/A2<@U!>Y,2$A(6$>,':!1IC78_%*N!:\K]O&B(O@ M4? 3B/7UV9:$A(2$&<78!!AWHC%WG ,.&E7BN+\";@<!1"?
5NV)2$A(6'*,1*!1IP?P^(8:"3&-.,^#)$^JJ%GPD)"0G3BZ$$&F'V M^#?# ^'MW38#T)K>$9'^\L+/A(2$A.G$P *=NS2TFI^;;9@MZ.;8#[X]N3P2 M$A*F%0,)-.)\+Q9?@H_.-LPNCH6[(-
*ILTM"0L+4H6^!1S797$Z7)9MF'U\M$6Z71#HA(6'.T)= YY;SM^$#LPWS@Y/A-HCT+0L_$Q(2$A8?=K]N!<3YIUC8 M+4#9OXBSL?Q-AA=6$A(2$Z4
K@4:T=.*_8E>LTCCLA(2%A*M#6@GXR M_%MX,?Q?\PI#D"D'<@I(2$A8=$Q:!2'/07O">V8\B#X3SGMYNW0H,.2$QW# M;^$CUMIGY2\7?
B8D)"0L#@82Z"8@WG=BX1C/&T/'>WXLG#6_]>D(),Y>D)" M0L*B8.0""0.B]3"C3\FY.;P/G';L@$A_)E!/2$A(F#@F(M A$&PM['^#SX'_ MXK8IQ*_A0Q!NX8G)"0D3!R+
(M!E(-8.Z+\]W $^RFU3A'C4#OE:\GI,":F^SQ"!;?6_C5P94WG;!_7P]80F"]^(E+)SE](PO M\%HZDRHP50*=!F(]3U8O CN"A_NM@GC]_^B+36]$C R_]J,YM86G,7 &\$%$;R\)PEG*?
C@MBHZ&SADVA8 M]H&&E]5%]-[^C;X6G@'M[7$K^":>8$_N?!S-C#G OU]%F'4T:%6BA48?KH(7)*5 K^R^P#@Y6]?Z%U82$A*6"L@6MCU7?M[B1A)
((5_[/@-8CT2?"5\'[N'!2(].7P .A 3AM")[7]L?N&P*:B\8 MEE?70]*:Q#/@VC>=OWQ3^"SHO;?P>C6T#2"&ER(AAXF)"0L$90%VD&-%A,V MIFFE?@CJO];Z?B_<$CH TT!
I'\$WPK_F9_ZR8VD.!UV_G$&H8-8(U-1_* M8L^%7UVP)7\3!/G+T(B8#OA!/?P@JX82GHM[.8H\F5"0L(20">* Q'4AV/X MVC3"<#/IN!!BN!*-PX)K?@_+&QFU8+6T1OK&Z]SM^S.?
Q^>KT>!0._. M(N:.. T:5M5S%G'RT'=OQ$"LX>/AY/$35T@7BXRXBOVWYNL92.?PL,XE6<.M MI(M&V9!^'1;/A-9 M.P-J?PF/)-C_LQ^!L*[!'5[+N1?:VC.$CK%&J&<7:!
M))7H!M)ZO*X>"[^!0<,Z?P$MS,XE?:7 $QQCXZJQYF7<2%JOQ_V/9V%-QT+U M,K9;<->"]!.+XN 8#19=CHY;XWO@_78HW)_"KS8M>88#E_V9 MM-'0/!+!?

1@(8,W7VK;W\1M0@^-6]M>^C^RKC>+(S|F!U/P&S==G:S385]A? M XGX7#*Y=Q M -^E_PS[I,3P!JB&F^P/T_3^;_4-/H5<6:$_2&U3 #A/Z<"^'E\'?0/VFQD ; MKVO'C>+F>5,]44_0F&GI2Z4/UH_==9>C:NC2#7!VB9<@G#V%KPVX#]X3SUN1 MO OT(_>\O2:M\>^RK 4/S//9;,%7!YZ;PMJZ8"$?&SSUU8?8FWP.=H4TL6N^ M&_LK SR1SI?;AI0R?D.85;K';T1M*_SQ72^5$=^IO"L?S(]N&8%0L_%\"Q'F-,0!G&F5M3,Q&6 MVURNX?CP(ZR _,8NT^3UO3L OA@VU1Q]S||"\1;<'7"\S]3OM +254)]!6EC MS^H!'4W4%$FGB!\";3_]R>0>8AP$&:D6(!'TDCZA 0T-0G:U)T0^AR.I&\4L MG(%\VGSGE6O@&,7S(-C4Qt;>'0W?RK$5<6\X=VNTOT#'P@^A\>.Y^XX/C+) M&[ML*62)] BM&I7H%>_M'RT6J47Y=)0-)>AA=)"*FB5H6!!9FEIRMP9Y:5GJA@GS.IF\L@;+FI=U(($FC1UI_.A]%DVP8-;" M"<6LM4"3Q@Y'9T +O1)OJT%@.FLW?B"-PIG"5I5K^+X[+YP? $R@%33W;_64 M<3G'-8Y;3GXQ@?;#[M5)RQI,K*90$6CRM] R1-5:2QMX'6\C#QO$,Y#'2 6: M-':J.A,V-7B+G\&84#4)]"70?&/O00%K@UN2A^?@^;31I,XUD-ZP7X6T[,YM M@M_,\SG>]S-#P[GIS32%P'KN6Y7SZA>=DT;0'U^'S\#+X5M;D1?(,_KH&%Q-M)\!WP%WA9M +U0KW@]1R>#0\'+0JWQ3=4,"T'3=V!M3S\H'}86!(WUGP4/@ZM^$SX8-BW% <\O:\ -8*_IL+R.6/Y?S9>MP4-5"&/6^L@G/^ %5$"T"}JLU!H MV@IF%_BO.G'V97X1UUV{LU0<]:?8?UDUC76)-]QRSX756MC6$HJSB%9O6T W M@36M)D;=.&5V#9>OP3;BK-0=/? CV/|8^#E:D*\U8H|!+W$6,7'N!4-0F\19 MJ%$#13!Q_KH;WPG;BK-02T[B6*WN)GCNO?HG^+^'D5>LUM$*_9SX6(%(_P$J MWD?#?>&V4'^CU3RM[&?!/:!=KK\,.S]B _S]6N]#E!%- IQ-_]V?$-KKX:7P M6_!D^#FX(J>"[O+3\$SH,3= +03_OPD=BS1 :+VVA=WH0_C1C!J.'JBO,P;' M(K&@B)U+7^!%M==G3)PMA%^(.%M=+/"?,/3!6VW4-VXTC>^%5=;PWA[__S0) M2LQU(P85Z%%!ZS\'EY]$U@RU(*]Q0P1OYYK]1D8->[_6==*R8]B/H"[/8>$[M9LAI?;?WAW!)8F'0X_I%S(>]16N! M="^$€ 6E-HS5^>[S%EPA MO(:1CEN>BU/LO="=LPN\!^>DU6\YIFP+CRT%ZPUK$M>IE_P!:NK 67CUY!. M:]3O-<0YILNI>\-\8HWINH/N39HMH#4I:IT='W<)-B3& J<,C8WIF@^T0=V0 MX1A\IP'"P*;WK +V"JC#2]:U%JXNE(4@/+#TYVC!:6E[-+&CBL0Y#;NE0YX MJ?V 8E; @3S M^;K47"LYV=CS,6DS0H6MAF['0ZL=![+5C<'W-#]>6#9I\? MA859B+W8WS4(>$[WVQBD(933YHK0RO*717^+$_A^,R_V(!\M#'?M+"KPX\ M1QNJ8K!0+5MZ7R//SO>+J;>@AP4B>PU<"<^! M7X#'P _]Y5X*%P!CX=.&*I/OB+.W/@UX&ZPUD?(0[!A,E;EZYJ EGSN!$^$ MJZ!AA#YH!>S_+X]|""'1KTSS2@1&\+5ALYH.""7;+N (J)^H&B$XNQ_;$U^ M%7'.$1L 2TOGO34,/^;8? 2O#%OU1X0RN0=&J)6FRJ)L&Q*SG#W!L7>-CS-IW M"-M1NCEB5I_OMY$.7>!<;.3O=Y@%C8V*,.>(%0RA05 +OAV%.11G$2W@.0?% M-O:^.^EU'2[@N(HXYP+O*$PIP(!+'C8|X2Z3_0QG2?>:U F_>,A'DT>F=5, M(/_X;-2T$;G<0|%JE1U:##^*P2KA*'5%>*% -/SJ.(HX=-^]NC&VK?$,@S#V MN0RC- <8RRN(0B%V0%G04G+^U- NX$$W7W2]"_[_X(?^MJZD.M>=<@SK_]:!C MK\?._3;.W7:D:L3.O>D]K.OH%O-I#XPDT!$@IG>!.T MQ2S&%FH%; AK.;;X664Z.K@ >H:.PL,',51@BW@ M7^*>Q*S=F/C\s%JU;LLZ#.1#'S-T 84P)#4*[IE5\EB,=+_"UM3&$7.?]2H M1EE #(/8^W.[\/L+H.LSA"[/1<50 LT%Z\.\'W2XOP="?5 #'|$&P3>FAX8,Q"TV5Q!OE72O<&D8YA M?]*7!3566NL*"|&S! H73DRPUN4\#8?K ML5!AM6^X'W(_3A"=U%IY-GV/,M MYL?7-QIU(<28'Q/#R.-'1P [@H5HNL=&LH3?E9MK*-(!NYQK%!MZGL0:Y?P M^XZ&T['=]A>CIJ8!OF\Q0TK?=1UB@Z'U6R,8.1I%FIN^.EP&=X8'0^,#+X*_MAKX0-D8X4+\-4+H]+_XLOE;^O&;YF;2_P7^%EX"SX.GPD!XP3?!G>'.\(M MH2X!!5]Q'Z@AD^/6A+HG-H ;PZ?"%\ ]X7OA"? BDNJRL.JCL+X).L;T_C0C M =;C8l\/9HUNI^2RR:0UA>CKD5=P??Z#07S9,\C|!F8_Z=-T "M^5#D8J%A ML0B&E^;+,HJ0+3LGQ=P96OR5PH3?^=0%UOS2%L<6@*+X"QJQ_?85GD7?9U1+K M=;&!T/:!9\&-X"@L_$DBUMO,&IQ#!5; -@NS6(.3_E5?!QGK M8AQ&Q0BC,4(4UKR=EL+"S&_Q6,ZAT@[#;]L8-&CZ[F,P#G ??)\=&B+$?W&N ME1ZM@FU;LXA]([VD8DBUK+K!7C"AO78*AHS_2<-JQI:?)7HA "&W#F@D19> M++RF"58-]0*L@#@^0,4"YIY8Y;<1P1;G5CT".<;N]\Y0W@M^!+T*(<74PD)2 MA>4_#,.*A?[9D&,KM^*O3|ONV2%,)+_M72$?!ZB*?<#>[X]#AP%0|/R@Z^;% M[-F3D'T^(^^SA6 ("TM=2+\CG?? #QLB'NJ,$8U=W)DUF89./.VH++N\-1_JSM MO(K]/5O[^P'YQ:(XANIJS7I?+WL4A@60[X,"9^&L<%JK,>33!L$0.Y!?YEZK M.4\-*F.M+0QT+SDC4Q0]|WWTO_Q.M,)UQ]7Y:QNI>K.O MRZHEK<_44-A >]6+88A5T3H]#?PAMA=?8=&U1^P\8AVS#HM^LW80\% MAX.]D&]E8GT7F@+J!-KM!J ;&VR77 >Q,7ZY+Y"/(FR'SLC..=8ZUD1I@3) M>DY(2%@T1 5: (*Z/9V'HC*.4V5#0"AQGCR-[^4C]Q+,*"Z8'<>U-(^@E)"0D MC VU BT0V\;U/9>ZA/.)B2(]XE)"0D+ H:!;H-$&.S M4)0=:,6NR_, 8S>=EGUJNCL2 M$A*6$ 86:.39:8_LDS_4(.Y3B.1- G>T:.5)QS.+YT,4]CF0XO.N\P),M(GACLC1JJ+P5C\\1-%(CQ MD3 <;]L.4DYPX;";"0ECPT "#9QZ9\.%U;F!XS#73?8Z"CCQ@#&D9=:-A;Q4 MX'M4W(O]W <+[? 8%HZ.MAAP#&4]4B4D3!Q]NSBPGJVJ.ZAUVV$Z9P%./;,U MUK-CC(P<6&"&*]Z5ZK #=->"=,:*VTG(6B<@>4DCNF$.++?SC[.36CMQ4'& M'4#=YV#/3{OH[TGZ3D2-ANHOP# [M%B=[,#03\>'<-#ZHTG7-4 7:9WZ7^O6\7Y-Y^B_K<# MYA_.,4X2D8&T3]SJ>.!VNC"L\A3V9X/[L,^Y_[Q^_]<.&45AX<0#-H9KX3NA MPC'PU=#:I(.O? Y(\NCITD9^ #=ME6HUO'CAW'DZXSN2[H[<#ED)U.BZ1+S%'@ MODF:X]FW$^NZ51RDZ,YL,TW"$L @%K2"T#7KP QCK.+"Z9= MW5U^P^WN9UTH%':WU M17X[5Z- "=@"T5]20G,MV14<70S%&>/"?3K'E3!Y.R>5_FX==\5AM!7\+:#[O MA\Y[6,P;.Q#(VR[_=)RXEH%VH&Q//5[*LT3O-;O["SC7COC.'W&KQ/SC;C MN3L#=0;2[L_"@L!QP3U'[!%9;%\!-5R\H]X+Q=UWWG59;DNP\',:- M'[ZN# MC'V=XWT^&5B_/70 ,%\SS]_6M[#B]B^#\"CL#H.=]EVOGJ7+I-V$ZA^#O# MRM2,K9XP?O0MT B9EH,#>#9.D3,C4$ 659QS[:U()W>:ATL).^O'[\3B;K= M,,8R%"#G9W3\$D?PL{'6#UE6I\\%#OGB/1=T0(=!HJ; MA%7YEH@;062KI4M(:7D79' MJ 5KC<2HE[! [U|":SS.!'2)ZSG+_]9@#V/;5M :S[>-ZWZ0_B/HG;JLU6X M_8_'0JUD"QFMX'>03G$OPVOP'-8FK87(:BS/ABO@5M!W(F&)8" ?-()FB>Z' M,LB.TM,"+;QM)BC.R_@8KPA8Q(WI$3MCN*X(OS_PHW3I"A:MZ% G\;^-\,K MX*W0<;FU8$.!M@#2S; M_U4\:R15U!.YO>'8!8[SM*IA!2;@6/)R5L7A,,-'$Q^YV8; >NZ"'2QV%A= M1(8)IL"V!==XCWQ0*P#4[EF&)^,8]7 MG!T?W0@G"P=A@78&^WP.&?+_=(9VSU=.?_7PTD.[{UU"(J\\9<.+6HSN&CK%1^\P]9_[7B7FXO4(Q# MZ!M^(NG6@%J^NAJF]J6"4;@Y%'$%WKS]7^%_5,!^)"Q=.S=?6$:0<3H:@C]@J M? 7DX;R37=0[0!$EX.@%9"WYZ%/MG #:+U>R/;8C-G>FS*%;M^#UW&OWE F MV^X .ZZ0'OAQOBRC")LL:A^>G\\D_!]K&YZ__N\R6O7<35@:&%B@A0(`]V95 M,:A,_3ZEL,%M0\Y9JVK2,*;7:FJ9#N&J\,HF2[,LSB*65A'2(M=%875?]X86 MGA/U.F/X- @B#_E.,\9R>3!3YUODU8]M#T>Z51]-U]4+Q?M;EX7\6:3R/MN?@_M,=Y[QUD)J0O!F43:H,W$QYZ70AS[KIU@:.#XW!(2,@PET 40/*N06B56[X;Y M(. <%JY*Z"YO+3;&:&B"6O0&&X#T!.:T(_'D*?8V%V%/>H4FBRS7R=I6=4\+QTM83_\UGH MLQIV.K:$.<9(!%H@?+^'5MM\P;NJS(L$+2I;]HWPU4XHTSI6K>=H(N!N2@7 MXFQDA1T]CG1;$_CHO3;;!+:&NIX4Y0+'0T/IC!KX-FFODS)L8#4ZQ B7#DB[PO#\NQK M4UC%X'\]@^,]Y\''ZSI:.I_YG"]6$<A*A&)M ^%$,'O01NB9-@X,RE8]534'L.Y MO! (ZT\,T0R%31!T-\.=\P$XK9IRM#4F*G_O;0#>"%K<-C..1 :$S%$QKV1CA MCC\V%U=C;(V$^ G_>P[TF5G+,'JB$/)>4.B,+S:]XL?0*9*TK+5$PUYX_<*0 M- 0L*X[+/@Q9"WAO]T\97VV#HM5@@&9&BR%[E.4##\QR1T(*N]):,&5S:I+F M._#CT!!'Q=1]1M,4\/P5?AMUOP\MO/]!S\[&VB|R[)G0<$I#_Q3H(SB7+[!, M2(ABY)= %$\&Q8QL5IC;3_V8: (V?AV/_[!Y,"H_BXV%-G:7G%\I+? Y(/Z M=*BXZ3)P^72V;^]^UH4%SZ$P,*@KH"B[_T$'WP+=9T'0 >D4)*UW?:I& M#E@EWYKMBI2"5;A#;O^;M!YGSH&\?8:> MGY;MI5"+TQ"U![,O M4X'H]2%E9%_4BTJDY$D&T02UB"P#(U MK,VXY:\A^)?)2MEG")XA=,8QZS))2)@)3$R@0R#8- HYHP6AA:R'Y@=DYPQYP M(;0&]05J@12T4>Q;B/+4C7:6,'D@PKH\=&DL1X2UCC.P77^T[@O#V>S DL69 M)R3, A9-H.N <.MV*0_\;^-C?? A40D('B+&N%#O]Z//5=6,7;GW2=H'3"7&> MAL&7$A):8^H$.B%A*#OOL_Z=15IPSZCXEN4[$N3Q+?4)"0D))"0D)"B0D)"0L(DL-IJ?P5<30E:VR\D# !)14Y$KD)@@@$! end GRAPHIC 20 image_0a.jpg KWR LOGO begin 644 image_0a.jpg M_]C_X 02D9)1@ ! @$!] "T #_VP!# (! 0$! 0(! 0$" @(" @0# @(" M @4$! ,$!@4&!@8%!@8&!PD(!@<)!P8&" L("0H*"@H*!@@+# L*# D*"@K_ MVP!# 0(" @(" @4# P4*!P8"'@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H* M"@H*"@H*"@H*"@H*"@H*"@H*"@K_P 1" &0! 8# 2(A$! @$! \0 M'P 04! 0$! $" P0%!@<("0H+_\0 M1 @$# P(% P4% M! 0 %] 0(# 01!1(A,4$&$U%A!R)Q@%#*!D:@$((T*QP152T? D,V)R@@D* M%A<8&1HE)B7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6BWL1+#Q,7& MQ\(C)RM+3U-76U]C9VN'BX^3EYN?HZ>KQ\O/TI?;W^/GZ_\0 'P$ P$! 0$! M 0$! 0 $" P0%!@<("0H+_\0 M1$ @$"! 0#! <%! 0 0)W $" M Q$$!2$Q!A)!40=A<1,B,H$(%$*1H;'!"2,S4O 58G+1"A8D-.$E\1<8&1HF M)R@I*C4V-S@Y.D- $149'2$E*4U155E=865IC9&5F9VAI:G-T=79W>'EZ@H.$ MA8:'B(F*DL4E9:7F)F:HJ.DI:.GJ*FJLK.TM;:WN+FZPL/$Q<;'R,G*TM/4 MU=;7V-G:XN/DY>;GZ.GJ\O/TI?;W^/GZ_]H #_;! (1 Q$ /P#]_**** "B MBB@ HHHH **** "BBB@ HHJCX@\2^'_"FFOK'B76;.QM8P2\]U,$4?GU^E3. M<*<'*;LENWL5"$ZDU&"NWLEN7J^0HW,< =2.^:?B]_P4L^%_A$RZ7\-='G\1 M7:@J+IF\FV4]CD@L_P!,+]:^9/B?^VG^T%\4F>&_\9/IEH[$BRT8&!1];@2Y M_P"^J_/.[\3N&LI;ITI.M-=(;?.3T^ZY^D9'X5\49PE4JP5"#ZSW^45K]_*? MH'XZ^/'PA^&T#3>,?'NG6C 9$1N SM[#O7BWC;_(*=?"'1':#P?X;U+6&& M0)&O F?7D'(KX1N+BXNYVN;N=#Y97.7DD8LS'\)6F5^89EXO<08IM82$:2]. M9_>]/P/U3*_!OAW"I/&5)UGZ\I2:N6O\ Y,?37BW_ (*@? %W5&>+PIX7TK2X^ M1'(T9ED_'<2OZ5Y[XB_;? .:,\1LSW/Q.NK;6!7D|%?%XOB_B? M'/\ ?8N=NRDXK[E0'W&#X,X5P"7L<'3NNKBI/[Y79U&K?&WXQ:^2=;^*.OW> M<9^T:M*_3ZM6%=ZIKE^'%[JS*)/O^9.QW?7?)JI17A5<5B:[O4FY/S,?YGO4 ML)A:"M2IQBO))?D%6K37-:L%1,+5KB((C5V'A_\,=_.;\-D&V^*%W<8[:@B MW&?^_@->445Z.&SG- \&_W&(G'TE)?DSS<3DF38Q6KX:G+UA%_FCZ8\)_\%/O MC%I;+'XI\-:3JB<;Y/+,3_AL('Z5ZMX(_P""GGPFUITM_&7A?4=(8X#2H1.F M?7@ @5\(T5]1@/$CB_-?[1SKM-*7X[_ (GRN8>&7!N/3_V?V;[P;C^'P_@? MJOX$_: ^#GQ)C5O"'C_3KER,F SA77V(/>NP5E=0RL"#T(/6OQZAFFMY5GMY MFC=#E71B"#@BO4?AA^V;^T#\+&CBTSQI)J-HAYL=9!N$(]-Q(%M=Y!4Y,?0E#L MJXOTDKI_>:%%%%>T>&%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %% M%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 444 M4 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M 5#?ZA8:592ZEJE|%,%'%YYY B1J,2S,> !ZFN ^/?[3?PV^ &CFX\3;DL M^HRG3:.3;N#+*?4C^%? #6=2>RT@/F#2+5R(AZ%O[Q|S M7PG%7'^4<,ITE^\K_P B>W^)|/3?R/O^$O#S.>*6]UO94/YVM_\"NOKHO/H M?3'Q_X*1>#?"3S^'/@]9KK=ZA*-J4F5M8SZKWDP?3@|C7R!\2?C/\2_BWJC MZKX[\57-XSGY8"Y6*,>BH. *Y>BOYVX@XPSWB2H_K52T.D(Z17RZ^KN?TEP[MP7D'#--?5:5Y]9RUD_GT|%8****^7/JPHHHH ***** "BBB@ HHHH ***** "B MBB@ ZT444 %=-\.?C#\1_A/T]>K^!?%5U9/&V3$LA,3CN&0\$&N9HK:AB*^% MJ]K1DXR6S3LU\T8XC#X?%4G2K04HO=-73^3/N'X! P#!2;PKXF>'P[\9]}=(MNV(5-5@4M;.?]L=8^?]!W-? 4&F:IFM6GJZ/J%W:SH'@N;;4/(IZ%64D$ M>XK\?]I*^ O[4_Q1^ >H*OAW56N=+:3=<:1=.6A?U(\)|Q7!:POSH5"N.' MS=>TA_.OB7JMI?@_4_%^*_"#!XI2Q&3/V<_^?;^%_P'"% |Q?K=>A^GU%>:?L_ M_M2_#7]H#25;0=06UU6.,&\TBX<^2,]RO]Y?<5Z77[U@*EAL73<)QW3_ *U?9K1A11178<84444 %%%% !1110 4 M444 %%%% !1110 45YY\,_VLOV088>XKJHX+%XC6G!O\ M+!R93A'=GZ$45^2?B#_@ZC\ _;L>%OV6=7^S;>M_]\G_@'&*K6']U'X7% MY&=4_9ZKBP]2=H:(TO%OC+0?T X_UZX\5>.O%6I:UEYV>ZU'5KZ2XGF8G)+ M22$LQ]R:S<44=*!]))61R:MA11FDS0 N*=#//:S+JFOVV_81_X*=?LR_M^>%UO/A=XA.G>(;>%&U?PIJKJMW;,1\VSM,@.0 M'&,XR57.*_E_QW)KH?A=\4_B!\%_'%A\1OACXIN|'UC39UEM;RSF*,"#G!QU M4XY!X->/C\FPN,3E%O\ @K-X9_;_/A^_M_@'XBSVFF?$W0+? =]6GQDJFIVPVC]7#GOD@.F202#T/'VU7PV(P]7"UG3J*S M1Z,9*<;,H****P*'BBB@ HHHH ***** "BBB@ HHHH **** M* "BBB@#^5;]O[_D]3XG?!CA>?\ H=>05Z_^W]_R>I\3O^QPO\ T.O(*_5* MA&/HCQ9_&SI/@U_R6#PI_V%,MC_Z4)7|)_CI?/|#LP6T@HHHKY4[@HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH M ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ MHHHH ***** "BBB@ HHHH ***** "BBB@) &2< =37QO^W5^V=)))<_!CX4:L M50;H]=U.!NO_ $Q0C_QX_AZUV/|>WI5\OPSTAOA1X#O&76K^_B87!O(YDD?\ MS^7<_>/"_@"-=0SG,8WCO3B^O|IKM_*NN^UA"2Q+,D+]DIOH_#TKY*H! M*L&4D$'((KV^'\^Q_#F8QQ>%EJMUTDNJ?]:/4\+B+A[+^)H!]*^HZ_KC(,\P7$660QF&>CW76+ZI^:_%:G\=\09#CN',TG@L4M8[/M)=)++R?X.ZZ!1117LGB!1110 4444 17MY;:=9RW]|,L<,$;22R,3|KN[_&??V(=2T+PSJ;VWB#QU(VC:;+$V'CC9',$N5XF:\E^K_3|SBQ=2WN(*,T59T;1M4\1ZO;:!H=A+*=7MY.L-K;0 M(6>61B J]!U))Z5]6<"5V+HNBZ0XCU:WT+0-,GO+VZE$=M:VT1>21RZ1<[*73[F+S-1DC)Y/E|(S|/C]*^^_ M^"//_|(+P1^Q7X!L/B_\8?#MKJ7Q1U:U2>XFNX5D&A!AD6\&<['&<.XY)SS@=M # [QKY+,>()J;IX;I]K_"/0I85)7F?GU\,_^#;3_@GWX0TX0^.?^$G\47@. M?M=QJ[6RGC!S'&=OO6UXD_X-U?\ @FMK6EO9Z9X(\0Z=.5/E74'B*8E#ZE3P MWT-? ==%>&\TS!N_M7]YT>RH[C\:OVG/^#7O7M*TVXU]HE3XTC5)8XBZZ%XEC M6%Y&S]R.5?EZ8Y/)_AM\'I7@R?(O82HE3. Z M-T=3CAAP;_K3KQS!M7]ASX$?MV?":,X^&'QH\,132)& [;+K<*!;O2YR.)89.H MYQE?NL!A@:|7 \0UZ!'OU7^9C4PL)+W=&?RM9HKU;|L_P#9#^)O[$WQ MXU;X'_$VR3644I?3K\(1'?6Q.4F0^A&/I7E-?90G&!!2B[HGG23B[,['X ?' M3XB? LU_%[0_C7\+=;EL-;I*]6>WEC8@2+T>-QW1U)4CN=*7]0/[%?[4WA#]LG M]F_PY\>O!]A-5M +^VR-UK=*)8FQT(;^=?RFU^]/\ P;(?M9S>$>GXB_0 M*\0:C_H/BFS;4=#C<_=O(%+_JYZ Q;S@==2!7AY_@EB,+[5+WH?EU_P SJPM1 MQERO9GI;T45E:AX[\$:1>/IVJ^,M*M;B(@207&HQ(Z9&1E2P(X(/XU\,DWL> MB:M%8G_"S/AO_P!%!T/_,&T/_Q5 ^)?PX)P/B!HA)Z#^U8?_BJ?)/L!MT4V M*6.>-9H9%='4,CJA!['TZI ***R!3\<>"M%O&T[6/&&EVEP@!>"YU"-.U MR,C*LP(X...3>P&I16)_PLSX;_\ 10=#_P#!M#_\51_PX5_?#10=#_/!M M#_\%^2?8#;HI(Y(8Q+$X96&593D$>M+4@%%%9WB;Q=X5\&;:VL>+_]9 8.M7;+-G<$ES#!5D!Z=D!ITI5\P_$G_@LE_P $XOAAYD.K_M+Z/?7,3$26 M>D!YY 1^ 'ZUQ^C?\%]/^":6KZ@E@WQ@O+,.?]?>Z6R1K]2&\]ZHX#&R5U3 ME!5]YX7M<^SJ*\T^"O[9'!+?[1,8;X+?'3P[X@8D 0V=^:(2>@"/AB?

H*\])F MFAMXFGN)51$&7=VP%'J2>E,-*NIW^Y!; M:A&[M] K$FM2DTUN!_*M^W]_R>I\3Q\ L<+S_P!#KR"O7_V_Q^3U/B=_V.%Y M_P"AUY!7ZG1_@Q|$>+/XV=)\&O\ DL'A3_L9;'_TH2OZY*_D;^#7_)8/"G_8 MRV/_*4)7|*^5.X6BL0_$SX< X M/Q T3(Z_\36'_P"*H_X69\-_^B@Z'_X-H?\ XJJY)|@-NBL3_A9GPW_Z*#H? M_@VA_P#BJL:5XT\':[=_8-$\6;9>3[2WDVM_'(^!U.%).*.62Z :=%%%2 45 MY;\?OVV_V2?@)M'Q=_:#\,;(SYPEQJ2NW!QRL>XC\;\(\2?\%ZO^":/AW46T M]/C3/J 4D?:--TUI(S@D<$D=<9Z=*%Z;>#Q557A!OY,ESBMV?9-%?(A*#_@N MQ_P30\6W@=)CTFDY;'FZQ8O$@X)SD;N.,?B*]]^$G[6'[-?QWMENOA%\?#MNNAW"HEGJ2>8Q/8(V&/Y4JF$Q5%7G!KY,%*,MF>A4445SE!116?K'BOPMX>D M2'7_ !+I]B\BYC2\O$B++U 8C--)O8#0HK$_X69\-_\ HH.A_P#@VA_^*H_X M69\-_P#HH.A_^#:'_P"*I\D^P&W14&FZIHFLVBZAI&HP7<#YV3VTRR(V.N"I M(-9GCGXC^ ?AEHS^(/B%XRTW1;*-2S7&I7B0K@=<;B, 04E&3=DM0-JBOG75 M_P#@K9_P3=T*Z-GJOl7WA&*4$@K]HD;I$-=]\$_VR/V6_XCK]++^!WQQT#Q M)=1H7:VTZ[S)M')(5@"0/85K+#8B$>;4&EZ,2E%NR9Z91116(PHHHH **** M"BBB@ HHHH ****"BBB@ HHHH R M=5\ ^!==N6O=;\%Z3>3/!^;ZTZ*1FXQR64GH*Y[5/V;O@1K((U#X6:.V<_ZN MVV=>OW<5V]%<=;+LOQ\6C&7K%/AT=M',LQPUO8UIQMVDU^3/)=8_8;_&8- M84Y^&4-L[=9;6IE4_JQ'Z5R6M_\!,_]GO4PSZ=>Z]8N?N^5>HR#\&CS^M?0 M]%>1B.$>%\5?VF#I_7Y6/8P_&%6%_AXVI\YM_G<^0_$/_2GTQU:7PO\ M7HIVY'W(;S20P/U=9!C_OFO/O$W_!,KX^:0&FT/5M"U.,'Y4CNY(Y#^#1[1_W MU7W[17S^+\+N#\3\%*5-_P!V4O\ YYR1!%@_%;C/"OWZT:B_O0C^<5%_B?EY MXK_9+,:&K]UGXK5:D44_?LPMQD>Hs18_I7":KH>MZ%/]EUO1[JSE_YYW=NT M;?DP%?K169K?=@OPCXD@:VU!PU8W:/X3VRMG\ <5\!CO!C"RN\'BI+RG%A5R M_D?78#QNQD;+&X2,O.$G\"\S?F?D517Z4^-/V%_V;O&@=W\#+ITK9/FZ7(8C MGU/K7D/CG_@EC92AI_AU1S$Q^!;ZI =]_\ DR3^5?%YAX4\58.[I1C57]VM5G]TK?A<^WR[QQ^._V$/VD/ X>=?!+ZK; MJ2%FTAQ.6 [[%RP_$5Y+]VC:OH-[)IFN:7<6=S$<207,11U/N",BOA<=E.9Y M9/EQ=&5-_P!Z+7YGW^7YOE6:PYL'7C47]V2?WVY*U%%%>>>B%%%%'!1110 4 M444 %%%% !1110 4444 6=&UC5/#VK6VNZ+2)6UW:-+ M;3Q-AD=3D$?C7Z5?LE_M%:=^T%\.(M0N9(X];L%$.KV]G^,#_6*/[K=?;I7Y MF5W_ .S=\<=8^ OQ-L_%UE(SV;N(M3M0>)H2>>/4=0:^XX#XKJ<,9LO:/[Q4 MLIKMVDO-?BKH^"\0.$:?%.3OV;_?T[N#[]XORE^#L^Y^I-%4_#VOZ3XIT*S\ M2:#=>)<65I;)/:SH>'1@"#^1JY7]90G"I!3B[IZIG\A3A.G-QDK-:->844451 M(4444 ?A%_P&N7-CXADT^,MV2#!VH_):^7Z_3.OIJE@:;<5V7XZ MGD5WS56PK]%_^0&&CK(:MEA\ODX[O^3[_^ 7A8\U7T/T$HHHK\/4"BBB@ HHH30-+5XB^'K_:)8H:,>6OM>2^MS^M&>L8^RZYX>N[.? (_A>)@:_DJF@EM9Y+:="LD;E74]00<$5]MPW7E4PLJ;^R_MP?\ 3//QD4I*7<;7K'[*GQJF_9W_&P/AU\8@[B#!?%=E-[*1/M,MMYJB:// M;=&6'XUY3[:1HKB.1205<$$'WKZ" <%4@XO9G)%N,DT?V"1N)$60=&_-?S=_.M\%O_ !?XLTW_(*F?%FRT[Q1]-O#'J&F[(8;V1%7_B569X .!S7]#'P$\8W' MQ#^"/A'QY=ES+K/ARSO9/,QNW20]YSCC/-?SK?\ !ABW^[5NY\Q_\)IXZ_Z'35O_8R_P#Q53Z7X\=_M'4[8?\)GJW^O3_F(R_WA_M5A5/I7_(4MO^OA/_0A7VED>>F[G]9GI-LLL_I. MO@&>>1G=_!6E,]NV2Q-I%DDI57:UQ/[-'_)N'P_ .Q(TK_TCBKMJ_+*O\67 MJSVUL%?SL?\ !?OQ;XJTO_@J9\0++3/$VIH6T*6&B[(8+V1$7.E6I. #@YPVKX^7^%_FCEQ;.I?,^1/^$]\=?]#JW M_@QE_P#BJ/\ A/?'7_0Z:M_X,9?_(JLFBOM{(\ZI/ZV?V?Y99_@=X1FGE9W M;PI:%G=LDGREY)[UU]<=^SU_R0KP?_V+EG_Z*6O"O^"N7I?5A^P/^RY=>*\(-MN5/B_P 1M)I_A&V)Y$VT&2U}J*NSS[_@JA M_P %K? A7^P?:R_"WX7VMIXM^))?B M#XIO_&WC'69]0U34[!B^O;ERSRR,]%:,!V1%WW/M'_@AAXO\GZE_P %*? =GJ'BC4G9P5"MBGO9'5OW9Z@<LI3=C>OYM_P#@A)_RDH"P"]\<_\ HLU_217Q7$G^^1_P_JST ML(VZ7S/Y5OV_O^3U/B=_V.%Y_P"AUY!7K_[?W_)ZGO._[""_P#0Z\@K[*C_M 8^B/.G\;.D^#7_ "6#PI_V,MC_.E"5_7)7\C?P:_Y+!X4_P"QEL?_ $H2 MOZY"0!DFOE>)_CI?/]#LP6T@K\B/^"VG_!;2/2!]7[(WI'WBL/<_-;>+O&5A M-D1'HUM:NO4]0THXZA?[QTO^"V__ 6JM//=EJ_[(7[*B5)M8N(GM/%OBBR MERMDC]IO"PZR$$@L/N_6OQ>EEEN)GGGE9W=BSNYR23WS3R7)KVQ%=>B_5_H M5B,1;W8FH?'WCMB6;QKJQ)ZDZE+_ /%4?\)IXY_Z'35O_!C+_P#%5DUV'P^_ M WQ2_:7^*FD?!GX-^%;C6->UFX$5K;6Z9"CJTEGHB*H+,QP 2:^KDX1BV]$ MCA3DW09%KX2^'_P!H+XZ>/M/^&/9PEN+1ZYKFJ3"TL+&\E9F)ZL?FPJCJ6. ! MR37|"'_!*G_@E]!"7P[A\3?$/Q'/XB^)&K6H.MZI)>220608 FUMPOY5>A M/I5@'!N^(A%Q'GDP09&5C![\% MJ^I/%GBK0/_AB_\8^*=2BL].TRT>YO;J9L+'&BDL3^ KXK-LW>+?L:'P?G_ M ,#\ST:%'V:O+/]JK]JO6KWPO\"+6KKX?>"BY2WLM*N,7UT@/# MS7 P5/ .V/;CIE]\U_X*L?\ !0SQA^WW^T7?:_#JDT?@K0IY+3PCI6\B,0AL M&X9>[R8!R>0NT=C7RI7L95DU+#4U4K*WWV7_!;>OB')\L=B?4I5U36IV34] M9U*XN[F5MTMQ=3-(IGU+,22:KX/2E +':KR3T KZ5_9S_P"""1_!0'I]+P_! MXO\ AE\ -0CT:ZC\RUU779H]/@N$_OQ-<,GFC/&5SWI*]NI5I4(\U222\!#F MC&4WHKGS3SUS5_PYXH\2^#6BU_PEX@OM+OX&W07NG73P2QGU#H017UA\5/^ M"%'_4R^%'A]O$^H?L_2ZO;1G#Q>&]3M]0N!P3_ *F!VD(XZA<5\DZOI&JZ M!J<^BZYIT]G>6LICN;6YB*21.#@JRGD$'L:5*O0Q"_=R4EY.XY0G#=6/T1_X M)Z?\'"7]0'[/VK6/P_\ VIH_'?@TLL7]I.0NIZA4\BOY'SZ5]Q \M$2_^"F'B7]C+X_6/P1\:W+_ &5]%9ZG;SS?)MR[;8KI,* Q"OT&UL_P MUX.;9+2K4W5H*TEXQ>U4,0T^61_1+7XI \'1/B3Q%HOI!'PX@T;7KVTC?·MP6[.EM=/&&/VN:DA2.:_;JVN(+RWCNI659(I4#QR()D"_P"%*/H_R.C$?P6?F-_PGOCK_H=-6_\!C+_ /%4 M7\)IXZ_Z'35O_!C+_P#%5DT5] [9'EW9^SWI*_!3SPJ^P!_P1I\$^+=>F_X2 M#QMK5YI_;(_:_;\<77COXI? M$]_U66XF+P;17'S-YDZQC;^+?E4YI+ERZ]_)A0UK(_=>BBBOS8!8***** "BBB@ HHHH M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH *#110!F_\$TO MCY)>V%Q\"_$5X6>VW7.BM(W_"S)R\0^C'-M'E5X-1LTF&PY"L1\R_@ MV1^%?TIX4\1O\)EEU9WJ4=O.#V_\!>GI8_F#Q;QS&A&U.O>_E-:_^ M!+7UN;5%%%?K!^1!1110!_,'_P %;[*YL?\ @I!\?TN(]HD\:WLBCU5I20?R MKYSK[D_X.%_A<_P]_P""C_B#7+:P>&S\2Z79ZA [*))#"HF88 S^\W5\-U^ MG8*;]8.G)?RK\CQZRM5;"OZ-/^#?W6K;6O\ @F;X1:V&/LNI7UO)\V?F27!K M^OVC[*4_AYXU_9@UC5,7FF7BZOHULI@_P\LP4'DG>03CL,UYW$ M%*53+VUT:?Z?J;825JMNY^LM%%%?!'I!17Q)_P %0?\ @JY\7O\ @G3JEK&O M['TOB/0-3B TIQD/%1BMDG[Q2PBU8JWI\XSZU\#^*\? @Z,_;#NYG;P,\$?A M[8IG.O=1MKRY8<\9*7$>>/;O4P^3X[%4U4@E9^:,IUJ<'9L_=.BOYUO&7_!P MQ_P4R\4W#SZ9\2=")T?SB+1O#D6U.2>//,I[XY)X [Y)^V^"+W_ 6RF_;3 MN!^SA^UIXQMH_'4LI/AOQ!-!';O;P#R8'"!42_P"1,,12G*R/TD\=:G8:-X*U?5M3ND@M!?39Y)H&PJ* (SDDU_(GJMTM M_JMS?QJ56>X>0*>P9B;_I*_X+8?M1Z/^S-^P1XN8WZ)K/BZR?0]"AWD.TDZ[M7D7_ '%)?*_FN^M>SPS1E&A.H^K2^[_ (P&>37TLFHMG'%-NQ_4M^R9H] MYI/[+WP\TO4(#/%,-^FC;JK"V0?G7\]?_!U?S7\ ]AC/X;]3Y-J?2O\ D*6W_7PG_H0J"I]*_P"0I;?] M?"?^A"OM#SEN?UE_LT?\FX?#_P#[$C@_2.*NVKB? V:/^3IB70/AW:QZ+IZ1.=CW&/-N9".F_S9#$3Z M0KZ5^\OP@U&32/V9=_U:(X>U\'0S*<=*ML&_I7\K?QK\;7WQ)^,GBSXAZG.9 M+C7O$M]$TA &YIKAY#P.!RW3I7R'#]!3QE6J_LZ?>_^ >EBY-02[G-4AI1D MCD5Q_"GP!JWQ6^)F@_#308]]YKNK06-L@ZEY"C^=?7MI*[/.2;=D?4W_!+G M_@D\5_^AFJR^,-3OYO#?@#3[GRKW7VARIVX^]#;@\%AW;D"OV*^"'_ 0[M_P"'\P6TRUMW^ &G>*;R!,3W_BT&_-PW/S&.7,:]>B]!OTKZ'_9\^!G@3]F MOX,^'?@*\-]-2VTGP[ID5!M7#3,J_/_]MN=CW+LRNKL_Q^<8K%57R2<8] M$M/O/5IT(4UMJ?'GOS_X(4_\$XOC3IEU#9_ ^V\)7\ZGR-0\).;+[.Q_B$28 MB;Z,I%?CE_P4V_X)(_&#_@G=KT6NOJ+>)/^!3;--\1PP;3$W:&=1PK^_0]L M5_2A7G7[6/P&\(_M,?L\>*_@OXUTQ+FTUG2)HXP8PS13!28Y$R.'#8P1R,T\ MOSG%8:JE.3E#JGK]PJM"%1>9_)Y16EXR\+:GX&\8:MX*UI"EYH^I3V-VA7!6 M6*1HV&.W*GBLVOOT[H\]JQ]@?\$)/^4F7@'_ 'KG_P!%FOZ2*_FW_P"'$G_* M3+P#_O7/_HLU_217Q/$O^^1_P_JSTL)_!^9_*M^W]_P GJ?$[_L<+ MS_T.O(*!?_;^_P"3U/B=_P!CA>?^AUY!7V5'^#"T1Y_C9TGP:_Y+!X4_P"Q MEL?_$H2OZVM;T72?$FC7?A[7I.AN!&^MGM!RUN$#)-$ZE61@>H()'O7\DO MP:_Y+!X4_P"QEL?_$H2OZY*<5XG;4Z7S_0[<'M(_GR_X+3?\$B9]0>\S_M !O^#&BSW'PTUV[+>7"C/_8D[/DN>3Y9/W6/3IZ5\>U?UV_$;X<^"/BWX' MU/X;?$?PW;:OH>LVCVNI:==INCFB88(/I[$<@X(P:_G1_P""MW_!+KQC_P $ M^_B))J?AFVN=1^'6O7#R^'=6V%C:_L<6LI8P)%Z_]&&#QG%=N2YLL5'V-9^^_MMGW_.'1B*'+]T=CY KTG]E'I]WXQ_L:_&;3/C;\%/$LMAJ-A(!=6I8FWU"W M)'F6TZ='C8#IU!92&4$>;#Z45[\X1G%@KDG(FXNZ/ZE?V!OV]?A!^WY\%[-M;RF_#>]%OJ-NB1>(=_FD!FTZXQRI_O(3]UNXI*XW_@-L'^QRW[9OI%>O^#=#L MUD\1:$/[6V,$!9IHE):(']Z]<==HK^?]B7]MGXQ?L+_&:Q^+/PJU=_*25 M5UC1Y)#]GU&WS\T;CU(Z-U!K^D_]C;]L3X_MQ_!&P^-7P=U8S6MROE:GIMP M_+C3KH*"]O,O9ESU&0P(()!!KXC,,!5RG$QKT?AO=>7DSTZ56->'*]S^5/4+ M&!TJ^FTS4,5X+BWE,*>&52&C=3AE(I$$$8]*OUO_.'Z7_!&C7=*UG5/VT_V M5_#;WFGW+&?QOX6LHBTUK(?O7T"@?/&?^6B#YE/SC*EBGY(.&!RCJ05.&!&" M#7U^#Q=+:&T54IOU79]CSZE.5.5F>T?L,?MT?&?\ 8(^,UO\ %GX2:BKQ2!8M M;T.Z)-MJ=N#DQR*#]2&&"IZ&OV9^"'_!R^^PE\0] M)/B=;^(/!NKNN+VTN+ M,7-M&W^S,I!8?\ '7'/6QV,N#VHQ6&,RO"8Y\U1:]T73KS!JR/$'CX.UQ^S*M^\1W*PDV]KI.D#$CX.U2SNNT$X!.#C.<'I7Y(?\%O_^"JO MQ/\ ^"C?C:TCFT<^'?!FC.QT;PY%=-(68_\ +:=N \F.,@ =]^4,4AXJ,'E M&"P=3G@KR[L*F{J5%9@ 'VJ?3[W4K"Y6;2;N>&;("/;R,K=1@ KSUQ4 /:OT ML_X(<_\ ![+Q3^T!X^TW!]S]H3PS/I_@30KE+KP_I]![AM?NE;*,%/(@1@&+ M%8$<@*,C<5[,5BJ,$HNI4>B_'R(IPE4E9'Z5?\$7/V(/$9.K7T6I7DDK6JRC,<(#D[=JGG'7-?GS_P '3G_)QGPV_P"Q)?\ ]+)Z M_;>&&*WB6""-41%"HBC 4#@ "OQ(_P"#IS_DXSX;?]B2_P#Z63\U?D]6(SC MVDMW=_@>A77+0:/RPHHHK[@\L_HW_P"#?_\ Y1@>"?\ K_U+_P!*GKI[KXN_MX-_ /E&!X)_Z_\ 4Q\ TJ>0M&OS3,?]_J_XG^9I-/\ AKT"BBBN(L****_"MBBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH _/ MG_@I+XL;7OVA7T,3AX!'TV&!0.BEU$A'YL:^?:]7_:!\.^//BO\ M%^++OPS**

MX7U#4-^NW$-NT%LQ#(CE5YQCH!6GX0_8!_;3\5]LDWA2'2T(R3J=R(SCZ_&O MY"SG YOQ#0%BJ^%H3J-F2.W/AJB_\ 7^J/R^HS7Z67_["W|+>HEO.^%\2;^OD M7T\>/IM<8K"U3_@G'^S/?%OL.A:A99.1Y.J3-M&.GSLU<=7P@XG@KPG2E_V] M)?G'!3NH^,W"LW:=.K'_ +=BU^$[_@?GAFC-?=FJ?\$M_@YDX_JT M>M0\5>"J^]=Q]82_1,^_Z*^E=:_X)@_&BS!_L3Q-H]|OQYCM#G\\UQNO?L&_ MM,Z$S!? HO=O>PN ^>OKCT_6O"Q'!_%,%_B8.I\HM_E<|H#<:\)XO^'C;?SD ME^=CQRBNM\0? ?XR^%B5U[X;:M;E3\V;0MC_ +YS7-7ND:MHVZCI=Q;GN)X M&3^8KPJV%Q6'=]M.47YIK\SWZ&,PF)C>C4C)>33_ "*!'0YHHK Z#<\)?$OO M_P"!+Q;_,(>,.0T^5/NM;7++CI:lF\!? \%'_CSX5,<'B-K+7;=.-MW%LD//M==>37S[17KY=G^=92[X/$2AY)NWW;/[CQLRX=R/.%;&8>$_-I7^_=?>?=O@/_ M (*=_"C61';^.?#NH:1*T>!?VA?@Q\2!&OA#XB:9=32=++7 M[2JRCZH3D5^56.O\ Y,?L.DB2+NC<,/53FEK\K?!'[1OQQ^';(/"GQ.U>"*/[EM+= MM+"/^V;Y7]*!?\$_\%.OC/HI6#QCH6E:S'D,Y?(,,OX>60O_ ([7WV7>+_#^ M)LL53G2? HI1^|:_^2GYlF7@UO'KAO"5(55ZN,ON>G_DQ]YT5\>"GWPAU MX5_Y&K5?01E&:0%W1\[*,H.TE9A3988IT,4\2NIZJZY!HU%_M4TF2FT<- XZ_9M^"/'Q'#R>*OAWITTSC!ND@"2CZ,.E>.>-?\ @F!*-7\R?P9 MXHU'2GZQPR$3)GT);G%?3E%?/9CPIPYFMWB<+!M]4K/[U9GT>6\7<2Y1987% M3BETO=?<[K\#X- \7_P#!,3XR:23)X4\0:7JR_P *>:86'UWX%>;^)?V./VDO M"SNMY*]2N!&3NDL(O/7COE,\5^G5%?%XSPBX:KMNA.=/T::_%7_ !/M\%XR M<48=)5X4ZGJFG_Y*TOP/R+UKP3XP\.2>3KWAB^M&SC;<6S*<_B*S6AFCXDA9 M?JIK]A9(XYHVBE0,C*0RL,@@]0:PM3^%GPRULEM9^'>AW98G)N=*ADS_-]* M:^E?!?^ SO^#BOS/R5!S17ZGW0L0(/ M=_(9O@QX:4A< 0Z/#&/R50#66_[>CEV^$NF DY.\4(`BO+]>#6>)^ MYB*;]>9?HSU*?C9D37OX:HO3E? ZH^._^"=7BL^'/VCK+3'E*1:M9S6TGH3L+ M*\ OH"OT1KS_P .?LM_ 7P;KUMXF\,_#BQL[ZSE$EM@5^L<" M\/9CPSE$L'BYQE[SDN6^S2TU2ZK\3\BX]XCR[BG.8XW"0E'W%%J5M6F]=&^C MM\@HHHK]0^("BBB@ KR7]J;]A[!F3]LKPP?#/Q\^&%CJQ52+;4E01W=J?6.9 M? F4UZU15TZDZ4E*#LUV$TFK,_&G]3_@UY\3V4MQK7!+)QLM!V$*7CT?Q-'Y M|&OOWXF?\$1_^"EGPQO6M+O\ 9MU/6 !E9?#;K?JP\))//M7] M+%%>U1XAQ])6E:7KO^!A+"TI>1_*QXB_X)_MQ^$9X[;Q-^R;X^L9)5+1I<^ M&;A2P'4C*\U9\,_\$XOV]/&,1N?#/[(?Q O(A)L::'PQ<%%;T)VX%?U/45U? MZS5[?PU?U9G]3AW/YO\ X2_\$&O^"DOQ4F5IO@F?#MMN'F3^)+V.T9 >_EN0 MS?@*^'Y_V3_\ @V,^&7A"^M_$OI6/Q2D\321%7_L'0 T%LQQG#R-AS@XX'!YK M]6:*X\1G^/K*T6HKR_S-(X:E%WM<\)^.? .!.7]E3XW_LVR?LP7GPOTS2= AM M|NC_-E6:1/!TH RROD#(@\'Z_G9_;R_8<+GI!'QOOOA\2I/DEM&8S:!KL M<1$&IVA)V2H>F>S#^%@P[5_4Y7"_'?\ 9M^ W[3>@V7AGX]?"W2/%%EIUW]I MLH=5M%D\F3&"5)Y (QD=#@9S@5&69O5P,VIWE%[]|[T.M0C57F?R9Q03S';# M"[GT1$ 1S6?@RRCDXQ@EA%DGY0,(B+Z!1P!7K5.)J=K1!7]7_ ,!F*P=M>8^;O^"7O[67 MQN_;F_9_M=2_:+^"VO\ A/Q=I:B#4KK4=&EMK35,<"X@9@ 2$S/&8)6IRT|/5?UZ$3I4ZGQ(_F.\<_\ !'K_ (*2^ M2 MFTRJ_9-\5ZBT+[3-H6GM>Q- [|\0(8>XKS_4OV$_VSM'OI-,U?[EWQS;W$+;9 M89?#DX9#Z$;._]QHKUH\38A?%33^\P^IT^[/Y=?#G_!+'_@EXI:(Z;^QWX^ M2.8 QSW/AV>*,@1#N90,5!'? +_@VZ_;D>]=Y!=?%F;1? ^FR .\EY?+<3[> MX\N(DJW^]BOW\HK*KQ)C)JT(I?B..$I+?4^2/V#O^"-7[)O[#,UMXPT?0V\3 M>,HH\-XFUI SPDCGR4^[%U(R.2,5]:L.E%%>)6KUL1/GJ2NSIC&,59!1116(MSF?B|\/AG\>? 5_\,?BYX-LM=T34HMEU8W\(=3Z,,]&!Y!'((K\F/VR/^#9 M+6OJ5N_%O[&/C^"2UE$CG/!_]7(K]C:*[<)F&*P3O2EIVZ$ M3IP]+WD?S'? $#_@CW]:M4D^'6K3Z1J'])WBO4F@?:T^@:>U"WMQK'L/<5N PM_L!_M:QJW]@Z5^RIX\N+W#P)I+2 7-_P"*&\F2-3U(@_UC<>@K M]<_V8^\ @D5\$/V1/V;O$_PF^%DJ7GBOQ5HLMGJGC'5H]?7-%>?B\YQF+LF[+LOU-:=*G3U1^(/_$*_P#M,9S_,..>|?_ !O?_B* M/^(6#]IC_HYSP+_X WO_ ,17[?45?]OYG_,ON1/U6CV/RP_X)W? \$!OCE^QC M^UAX<_:$\??'?PGK%AHAE\ZPTVTN5FDW)M&TNH7\Z_4^BBN#%XROC:BG5=VM M#6$(TXVB?CQ^TE_P;9?M"_&[X]>+?BYHWI1/@RRM?$6N3WUO:7-E=F2)7;(5 MBJ8)'M7$?\0L'[3'_1SG@7_P!O?_(BOV^HKNCGN91BDI+3R1F\-1;O8_%;P M+_P;_P#[2'A/OOHWBFZ_:4\$2Q:9JMO=R11V-YN=8Y5<@93J0,5^U-%%<>+Q M^)QS3L]MM++%TZ4*?PA7$_M#?L^_"_\:?\ A/JWP:-+WAR'4M&U:\(-QV'38FW?MQG'&:I?\ $+!^TQ_TMPDWEBIXE\.FUO"-'T*8$@YVMVKI/Z*BG6/K4W";33\D.. M'I1=T- EBBGB:&>-71U(='7(8'L1WK_OV|_^#?O]G'I];4;KXA_!:^C^:_BN MX8O/|FM\Z?=N3RTD:\H>I+*,DU^@=%<.'O6(PD^>E*S-90C-6DC^<[XX?\$! M/^"BWP?O)FT/X8P^,+!9"L- YX:NEF>4?WO)SYBCZBO$/$_\ P3H_;O\ !FP^ M*/V1_']DLCE8I)_#-PJN1UP=O/6OZH**]RGQ+BHKWX)_>CG>$IO8_E<\,_\ M!._]NKQB[IX7_9*\)?7WE%1*;? PS<,$STSA>*]K_@#_\7+A#=?!=O# M%]6'FW/B;Z2T:,'0V]@*?+%=Q'OZ/Z*\)2%IKW8)?>P6$HZL_-;]AS_@W(^!7 MP)UFS^(/[3'B6+Q[K5IO<- *CA*:,&XZ$JWS2\]F&.!7Z0Z7I6FZ'H&CZ/8 M16MK;1".WMX(PJ1H!@* . *L45XF)Q>(Q<^:K*YT1A&"M%!7P#_P6_X)_%_M;_@#\4?"OCSX??%GP]X=@T#0&L)X- 9MYW>5S/))N7RE(QAP.?2OOZBIPV)K M82]JE-V83C&<;,_$'_B%@_:8_P"CG/ O_@#>_P#Q%'_$+!^TQ_T#_\!-G]DKQ3^Q#^R1H'[.OC+Q5I^M:A MI%S=22ZAID;K#()9FD Z%]:9^5;>]=!U#Q@#\Z_0*BOF<7X6\(8F_)2E3_P_ MG_[=S'U&#\6,.\+I.K&HO]T(_P#MO*S\P?$7[[27A?+:I*-0*CHU]\\&ZK98Z_:]_EC_P#0E%?KG4%W1>F7_P#Q_:=!-_UU MA5OYBOFL5X,9?+_=L5*/^**E^7*?3X3QNS*/^\X2$O\ #)Q_/F/Q^S1WK]7-M$/P+^#OBME;Q#\-)NBWWMJHHS^6*XC7_P!@W]F;7V+'P*;+/;3[@Q =?KZU M\[B?!O.Z?\"O3GZ\T? T?YGTN%\:BJ?[QAZD/3EDOSC^1^;.>>:7(;.^\=>_ MX)?_;OV8Z%XIU;3P?NAB)L?F17':W_,$JKI2W_"-_%6-Q_#]NLROYL,&U!27]V47^;3_/HL-X]\%XC>NX/^]"7Z)K\3Y1T7QKXP\- ,:\)> M*M1L2.GV2]>,?^.D5WOAC|LO]+PJJO:?\3KN6)F$#4?@_XE@W? M=\W19ES^:UWTN*?2)+EK.K,^]#F_]*BSSJO"GAGF6JA2O_>/+%7EO/!NJ1*G#F2QD 7MSD>M4SX<\0*'6T2['L&OR:/.J^$O!6(5Z4YQ)|I_FF?I9:?MH?LPWRJ]O\ %RQP MQP-]M.G_*%&,5I6W[4G[/=W,((/BSI&YNFZO KI|&_9)_:0UUPEM\'M$_"F%UKYBXKS<%^9]Y:G^VG^S#I.X7?Q:LR5R-L-K/ M)D_\!C(KE-<_X*1?LVZ0";2ZUK4<=/L6G+S_-_'6OG3PK_P3:_:(UR1?[<@ MTS1T89WW5\LF/J(RQKU/P-_P2S\-VCI<_$+X@S79'Wf;3H=B-_P-L?5:E7KT. M_P#%/-&E1P,*[R3C_Z5+]#QZ_#WA-E2;K8^=5!HM2_]CA;\2/7_/@JA1+7 M(L_!GPCNKHR-MCDOM1$1YZ':B/GZ9KZTM+F.]M8[N($+*@9=PP<$9Z5P7PU_M9;^!WPIVS>%? UM]!48^V7:^.;*?Q->@@ # &!7WG#>#XGPT:D\XQ$:DI6M&, M4E&U[ZI*] |]5TW/S_B;&\+8F5.&2X:5*,;\TI2;<[VMHVTK6>SUN%%%%?3GR MP4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %% M>9_MF_$3Q3\(_P!D[XB_$_P1>+;ZQH'@^_OM-G=-PCFCA9D8CO@@<5^"(_X+ MZ?\ \2[_*+#9_\@I7_!KT\#E6(S"#E3:5M-3*I6A2MS'1'5%?SB_\/]^ M"EW_$6&S_\2G^-?7'_!%?_@JK^V;^US^V?:_"/XX?$&VU+0YM#O+A[>.P M6,^9'$S*<@^H%=-?(,70HRJ2DK)7Z_Y$1Q-.H!HHH 38G]P M?E2>5&>L:_E3J*5D.[&^1!_SQ3_OD4>3#_SR7_OFG446078FO/(@_*EI))$B M1I97"JH)9F. !ZFO'OC7_P %.OV?V>K-KOXK_M%^&=/907!O M8'Z@5I3I5*CM"+:\A-VW/8JCN|NTL+=]R^N8X88QF265PJJ/4D\"ORT_:6_X M.?\ X)>%8;C1?V8/@QJOB:|"%8M7\1SK96L9>G\49KX)^(W|>G_! M4G_@J1XX7X9>&M>UN\BO)<1^%/ UJ]G9PJQ"_O75BYCZ9,TA7/I7L8? (<957 M-5M"/=_Y?YV,)8BG'1:OR/UU_;8_X+D_L+_LB?:0#&C:]_PF_BN"?V)H$RL MD3CC$W^(^:?;?_;K>#_AS/9?&#]N2>#Q%K2$36G@NTD/V*U?+2<-.P M/.T;5R.=XXK]3=-TS3=%TZ#2-'T^"TM+6)8K:UMH@D<2*,*]JH 4 #_X%1/1117FEASOQ=\;W7PW^%^O^/K*SCN)M'TF> M[C@E)"R,B%@#CG'%?C3_,13GI1'_1M?@O\ \"+O_P".U^O?[4W_":AXX_[M%B_]%-7\FE?39!@L+BJS1R8JI.G;E9^J'_!%.?M$?]&U^"_\ P(N_M_CM;GPR_X.<_CIXY^(FB>#+[]G3P?##JNJ06LLT5Q=;D5W"DC,N,\U^2==C^ MSU_R77P?_P!C'9_^C5KW191EJB_W:_'_#...(K.25S^M>BOOSSBL]0****_ MOQSX@F\)^"M8\4V\"RR:9I=Q=I$YXOY7Z^SX M9_W:IZ_H<&,W05]|]\&W_P#RD:L/^Q:U'_T0!? M??7_;?_P#*1NP_[%K4 M?_1#U[&9?\B^'K_A?Y'/0_C(_H.HHHK\T/7"BBB@ HHHH ***YSQK\8OA\-;_MR'3_(C?%/PYH%Q<1^9;P:WKEO:F?2-RK*ZEAD$9!32% MO%WA/QSHL? B/P3XGT[6-.F)$-_I=[']<0N0<$!XR5.#P<&M&H::=F,****0!1 M110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%% M% !17SU^U;_P5(_8K_8XN+C1? B_\7K0:W;<2>'M+'VF]4XR-T2\#ZFOSO\ MVCO^#HKQ'>-/H_[+WP,@LXRA5-8\33^?@(#_?2-/EQTX85Z&&RO'8I?A#3N]$ M9RJTX;L_96N1^)'Q_P#@5\' 3\6OC/X5\,83?CQ!X@MK,[?7$KK7\W/QV_X* M\?\ \0?]H(W-OXQ_:,UNRL;H8FTO09C8VSKG(4QQ8![TKYVU37]=UVY>]UK M6+JZED8M)<3LY8^I)->U1X9F]:M2WHOU?\ D<\L9%;(_I_^)\ P76_X)D? M#47$%Q^T3#JUU"#LMM!T>]O!,0<866.(Q_B6]Z\+\9?\'0?[&VD130^$/A! MX]U>8,!C\-?A117H4^'(_P#@ MZJN8Y&_X1+]D9)DP=IU'Q&8CGMG9&U<5K__P=+_ +0M_=O-X>_9M\-6$+)B M.&7699RIQUW&<\\XQ7Y:45U1R7+(_\ +O\ %_YD/$UNY^D8_P"#G+!MC_HG MG@[_;!7_P :7_B)R_;8_P"B>>#?_ 63_&OS;HK3^RLN_P"?2%|8K=S]\)\ MB)R_;8_Z)YX-_P# 63_&EB_X.=/VU5D5I/ASX.901N46\@R/3.>*_-JBC^RL MN_Y](/K%;N?J'_\'2/[2D4\;W?[/?A>5%=3*BZE*I<9Y /EG&?6NIO4=#]I MQZ9,:C^QSI"ICK#XNE8Y^AMQ7Y)T5#R;+)?\NU\I_P Q_6:W<_8G1_\ @ZHL M&$?_ D/)LT9+_O?L6O!\+[,E7)KN_#"_!TM^RS<0;?%OI/?CVVF,F%-B+* M5 OJ2UPISUX -?AW16;:C!_P"NR+SI=:I$TK]O'IB'6T#Z3^V#\,+C.WY8O'FGL03T! FR#[&O MY3J57=/N.1]#6,N&<*_AFU]W_ +^N2[']:,C?M ?:CQ&&/A[XT^$[X*0&^Q^ M(:;?!0':YKK5974.C J1DS'@BOX_P!-4U^(?NM1G7UVS,/ZUHPN1@M'>N#CTZUA+AB/V<00$!8Q?RG]>M%?R0:9\O\ HL7B3_P;R_\ Q5'^K$_^?OX? M\$7UR/8_K5HK^2H_M&?'K_HL7B3_ ,&\O_Q59MQ\6OBA>7#W=U\0M9DDD8L[MOJ4A+$|2>;/I6)?_?\ R7_@C^N1[']<]9.N>// _ABZ6Q\2>,=+T^=DW++#> MZA'$Q7UPS XK^2*^\=>-M3*G4?%VI3[? N^9>N:G^UK^ROHJ-)K'[2G@&T5&VNUSXOLD /H=THY MKE?%'_!2']@3PA:->:Q^V/\ #9@C[6BLO&5G<2@_[D4C-^E?RS/>7<@Q)=2- M]7)J,DDY)R:U7#-#K4?W(EXQ}$?TH^(?^"'Z'_|+KPRY34VQ;,4KU^P;!?W(MZXZQ0-7D_C+_ (.7O^"?WAR1T\,?XU\0!?NOI^BK"&Z]/M#Q_KZU^!,%M<7 M,@BMH))&)PC4L? TKM/AY^S3^T%\6;^/2_AK\&O$FM7$K!8HK'297+$]AQ6Z MX>RZGK)OYM?Y(7UJK)VBC]6?B+_P=2^'8+F5/A+^RK?7<.YA#)XBUE+=\9^4 MD0B49]1FOGKXG_\ !RC^WKXSBGLO!6E>%O#-O,"%:#3VGGB]UD9EP??;7G_P M?_X(*?\ !2'XL,)KGX.KX9MP 9'\37BVKJ#Z(W+?2OKGX(?\&M&'AOOVA?VC MB5**SV/A>QP0W&49Y001U&5]90X>P>_*W\Y?YC3Q<_(_3XQ_P#!1?\ ;;^/ M3%?B=^TAXFOH>0EO%?F!*_1]3CZY]QO^SY^P_\ MB_MBZU&OP9^#'B/Q"EQ M*%?6YX&2R5C_ !N;$2_BI?OU^S[_P $5_\ @GE^SS+!]>B?]QUW4X4&-1\ M3DWSAQC]XBYS;U6QTG3X;:%%"I%!$$4 =!0>5RU>(]%*/+ MAJ?WZ+]E_P M864OCD?D-^Q_P#\&PZ6\EIXJ_;- ^*22=']D\+>%7)Z\[9+E@ M "#UV!@?6OU _9^_9;^ ?[+?A.+P9\"OAEIF@6B)MD>UMQYTW3)>0 ,Q. 3S MC/:N^GGAMH6N+F98XT&7=V "CU)/2O@+ _@HC_P % |OV>OV48KI<_!"2W<^ M.$#Q,MI-FOTZ0<9FD'WV!!^1>>F>*\B5?,\WJ-|/LH8')%M8PR7* K'&/E1 #V' M:OZ;%7:H7T&*699 MBBBOORD]H**** ,;,O\ R1_Q7_V+5]_Z3O7\EGC'_D;M5_[*4_\ Z,:OZT_C M+_R1_P 5_P#8M7W_*3O7\EGC'_D;M5_[*4__HQJ^NX8^"K\OU.'&[1,ZMSX M8?\ )2_#O_8=M/\ TQF7_ "+ZO^%_D<]#^,C^@ZBBBOS0]<**** "BBB@ K\1O^#IS_DX MSX;?]B2__I9/7[":^O_M %+_-*GK[1K\TS'_?ZO^)_F>S3_(:] HHHKB+"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** /VV_+#AGX5CX=_P#! M2/Q%QKUGI7V6R\4:78ZE:]0<2R&!$FD&>YE5R??-?#=?L7_P=-?!=IK+X;?'Z MI8LQ<:+>83[B ^+2YALP3G@_3"6R?3@5LZ5\ M)_BGKC*FB?#?Q!>,]:4%KHTA9O0:4.37]7=I^S_/ ;3R#8?!+PC!M.1Y/A MNU7!]>(ZV=*\">"-"97T3P;I5FR-N0VNG11E3ZC:HP:PEQ/&VE+\?^ 5]3[IL M_E/TG\D?!]37&1-_9Y\9R&1MJ ^':A,G_@2#%=GX5_X)B_M^^-IH8/#7[*_ MBJ=YW*Q!]5(LD#)_UC+CCUK^I*BL9<3UNE-?>RE@X=6?S4:+_P $/\ @IUJ M]*L[F;>HV65)S>*M?2^#X?/UQ7[$45SRS_M #*6TDODOU*6&HKH?FAX)_X>_V.M(ACF\;?&'XA:O<*V9$BQ:"!AGIML7 H'M?B_*O9?A]_P0._X)A>!;5$O?@)- KURA&+S6O$=\S' Y2.9(SDC/W>I/;B MOLJBN6>:9A4WJQVYJE36R/*? 7[*Q[&7PQMHK?P1^RUX"LC P:*X/A>VE MG4@8!\V1&<_]]>OK7J-E96>G6L=CI]I%!!$NV*&&,*B#T_' %2T5QSJ5*CO) MM^H9(**CN|NTL+62]OKJ,&&)"TLTSA511U))X]Z^0OVO/^"X'|"|)\-SH MZ?$A/&WB.$870O!6[VL0<;[C(@4 X! >$_AU=1?#OPQ<%E^QZ+,7O98S_#) <$#Z_*JD>M?#6I:I MJ>MW\NJZSJ$]W=3N7FN+F4N\C'J2S$DGZU])@N'). TL2[>2_5_Y)4Q<5I ^_MS_V_/^"Y/[5_[:$EUX.\+:D_@#P1*2JZ#H-RPN+J/G'VFYX>0X."J;$/=:^* M2222QR3U)[T8&CNM7D9X)(87>$G\P)7!'5?CE_P &LOP7EDUGXE?M 7,2>7%V^B6 MN].2783,RG';R|I^M?L;?Q'$%,VF8.*^RDOU_4|"QY:7]%%%%>&=!P7[4W_M ";AXX_[%B_]%-7\FE?UE_M3?\ )N'CC_L6+S_T4U?R:5]APQ_"J>].'&_9 M^?Z!?8_L]?\ )=?!_P#V,=G_.C5KCJO>&/$6I^$/$=CXIT:15N].NX[BV9U MR Z,&&1WY%?3R5XM%%VDF? U]45_.Q_Q$,_\%*/^A[\/_P#@C_\ ME'_!$, M_P#!2C_H>O#_ /X(_P#]97Q^K>.[Q^]_P"1Z7UNB?T3T5_.Q_Q$,_\ !2C_ M *'KP_\ ^"/_ .V4?\1#/_!2C_H>O#___((__ME'^K>.[Q^]_P"0? 6Z)_0\ MY?\ DC_BO_L6K[_TG>OY+/&/_(W:K_V$[_T^U?8VN_\' \!KQ'HEYX>.U M/QQH+6U_:R6]PZ)@F-U*L ?.[*:+;^GU&_FU"Y(,D\K228'&YCD_J:W) MLNKY?&;J- :VV.;$U85;]?#W_!7_\X+CZ/^RM?WOI.?!+MW::OX\C4QZWK>X26VAOT,7$DX[KT0\M$[@5'XA_%3XO_$[XX>,+KQ\'6O'6HZ_JIY(SSWNHW!=LDY(4=$&3T4>U>]E MV0U<5%5*KY8O;N_\CFK8F--V6K/VH^./_!S]^S/X-OYM,^"?P4\0>+PB$+?7 M!\FG1;_4+LE+KWZJ3[5\\Z__,'37[4$UY(WA;]G;P%;P'/DIJ'VV9U]-S)< M(#^ %?ES1@>E? 14\DRVFKZ3 P=+?M;QO%_;W|/_P .9E! M?BT@OXRP_I'G=>-CMUS7N'P<_P"#7X0ZW>6NF_'#]G#5]$1N+S5-"U9;M0? M58'1#CV,AK\4L"C %5)C8+$U5U/ZG?V8?\ @H? ^R#^U]9QO\$OC M)IMI?.BE|%O)!;WD9/\ "8W^\WLI:O:Z_D%\>-*/$G@S6[?Q+X2UZ\TW4+20 M26U[8W#12QL.A5E((K]:_P#@DQ_P7YU!]>TG]G3IMS6DN+:X*VVC^/)?E>-C M@)'= <$'IY@_$=SX&/X?G1BZF'?,ETZ_\$Z:6*C-VEHS|CZ*CM;JUOK6.]LK MF.;&:,/#-$X974C(8$<$$<@BI*^:.L^$-8_X.+?^"=&AZMWWC/SK6=HI M=GAZ,C-O_"=C_P#C]? @4\1_^2@:W_P!A6X_]+6-7W2X=R^W7[_^><\743/Z,/@M_P7F_8,^/7Q5'X.>]SQ:=9\1ZC'9: M:+S0DCB,KG"[F$QP/?!K[0K^7' @EU_RD"^^$/_8[V?\ Z%7?11U?9U@*& IQ MC2O9KJ=5"K*K%MA1117C&Y\):]_P<4?\$Z_#FN7OA[4;WQG]HL+N2WGV>'HR MN]&*M@^^?R,@U5_XB0?\ @F]_S_>-O_"=C_\ C]?@?\??^2L>)_\ L8KW_P!' MO7/5]S'A[++W%/?[_ /@'G/%U+G]&'PK_ _"_!_7QB^(VC?"WP?>^+O[4UI4 M(!.P%UH^)'YKG"IF$QP/?!K[8K^5C_@GY_R>S\,/^QQL_P#T.OZIZ\#.L!0P M%2$:5]4]SJP]656+;"]7B+Q)X?\ ";BW'B/Q3K=KIUA:1EF[\O9UBBB4=V9B M *YSX]_'3X;_ -+GPFUKXT?%CQ!%INAZ':-/=3R-RY ^6:!U=V"]_3J3Q7\[M"_]2/_@K=\??V_/&ESIZES>'/.5Z_Z-X6M)ROF19XDNBI_>2,,$C[]\ 9Q MN.&6Y76S">FD5N_\BJM:-):[GZM_M2?\'WWP$U*X\,_#BUU/XB:M;2%)! MH[K;V>1G(^T.&).>.$(]Z^1_&7_!T\);G5'?X??LT^# [.RW'RX]9NK[YE] MVBDB!/\ P$5^5>]Z48KZVCD674HV<>9]V_Z1PRQ55[:'Z@^'O^#IC]V*>)O M%7[/?P]N(@?WRZ?'?0LPS "7N7 ./4&OL'\C[_@XG_9' :(U]W\% %S1+SX; MZS=.D=0)J-V+FQE<\8\Y54QDGH"I'JU?S^X'I1R.13K9'EU6-E#E?=!"%54^ MY_53^UA^W_P!C7X/VGQS^+>JWL_AZ^O8K:TN=#MUNC*\@)4CYU!7 /.:^ M9O\ B)!_X)O? _WC:_PG8_\ X_7XNZU^W?\ &/QG^QX?V./B!]DFKZ%8ZS!J M.@75U(6FL2F0T.X]8R'<#L0*\1%<6'X-O_ G(_P#X_7T%^.@#_ ,%$_P!G7_@#%[_B/4_V?I9>+PM-:O: ML_;&GK;D-.)3'MPI;N(GSTQO7\MM?LO_ ,&I7_(F_&W_ +">@_\ HN_KFS/) ML'A,%*K3O=6Z^:0Z.(G4J*+/*F)_X*_\F&?%_P#I)[JG_I.]?ROU_5!_P49_ MY,,^+_\ V3W5/_2=Z_E? KHX9_P!VJ>OZ$XS=!7WU_P &W_\ RD;L/^Q:U'_T M0]? M>Y_L ?MI:I^P?\ &._^.?AOPU'JFL)X=O++18+@_N8[F:)HTEEYRR*6 MW%1RV,9&]?GC\5_P#@Z?\ !UC? W&G?!C]ER[OH4D(M MM3U!7I&)5YP3!^E3T./,!UZ'QI^-WQ2 ;%^(>H?%+XO^,;S6]:U.=I;B MZNY'<$G.U!T11V48 KE*\G"\82E!>V]Z7WVGBYM^[H?JSI_P#P=0?&]+Q& MU7IF/PK);@_O$M[ZY1R/8L[?D:]S^!7_!S[^S1XUU*+2OC?\%M>\'\!*;^Q MODU&+=ZLNR(HO_?1'O7X9T5U5,CRVHKN>A%?)YIE4\OFFG>#V?Z,IJ-955YGFOI;/_!3/ M]F7]@+5-#T?X_7&N)-XAMY9M.&CZ:MP"L;!6W9D7')'K7XO_/!)UU[2[]\DNETW1DFAQ).SKAC*I/!':OI[PC_P ' M#G_!/'QMXKTSP;HM[XR^VZQJ,%E:"7P_&]^;+(]D^>><#!JSE5E> [N!SJABJB21_6K12221PQM++(JH]DLS M' '4DU^0^ P5E_X+^ZIX>UW4_V-_V']8C$MJ6^M>/$_$ +(.&CDCX +#@]9 MQZ]:^-P>"KXZKR4UZOHCOG4C3C>1^C?]3OI?/]DWI(&G- =_'3XOZ;IMUM]B MTF"3SKR4@9P(EY!YXW;0:^"_C3_P=(_!?0;BZTWX%?L[ZQKV!BUU/7-32S3. M>K0HCDKCT<>OM7XO>*_&/BSQYKD_B;QKXEOM6U&XZC=--*Y]V8D_A6=7 MUV&X=P5)?O;R?W+\#AGBYM^[H?I_K'_!TM^UG+)(?#WI/WPZA4_ZH7D5_*1] M=MTN?PQ4NB?\'3'[4T4\;>(_V>/A_/$!^]6Q6^B8GV+7#X_(U^7=%=O]D9;_ M ,^U^)GI8K7O<_<7X(_\'0OI./BR\BT[XX_SQ!X4R@#7YEWR:&7XR2A6(H MO7NO'O7WQ^SS^V)^S3^U5HJZU_B]I&O@H&DM8+C;<1<9(:)L-QW(U'O7\H M5=!_BK\2/@WXLM?'7PM\;ZCH6K64JR6]HURT;_@Y&<<,/8Y!]*X,3P[A* MBO2;B_O7^9K#%S3]Y7/ZZ**_;_@D+_P76L/VC]2TI[F]]K&YM=,\9R@0Z)X MD4[+;6&Z".0'B*8]/[K'I@\5^G-?(XO'5\%5]G56OX/T.Z$XU(WB8_Q"\;Z' M\,_ .N?$CQ,91IOA_1[G4M0,";G$$$32R;1D9.U#@9&37Q!_Q$@_\$WO^?[Q MM_X3L?\ \?KZM_;-_P"3/MO+GI-?ZD&OKN$>OS$1$_6,U8?W_@I5^W-?YD/_^&M9MW9W7$^DV%\;R<=@;>WV1\5KV:'#F+J;U&HW]EJ+Q[T+ MO(]Y_M 4S_8@_9=CGB^+/[0&AP7]NVV31K"Y%U>YQG_41Y?'3G'<5_M)_\ !T1H M%F+C1?V6_@A-=OM9([9\32^6FB)$O)QUPP%?C'_MX>P-'6=Y/ST7WQYXN;VT/?OVH?^"G?[;G[74\L?

Q=^-&HMILC[ET32W-K9I MQCB)"!T[}Z\"9FD8R.Q8DY))R33=HSFEKVJ=*G2CRP22\CFE*4GJPHHHJR0H

M/O17IW[&7P"U3]J#!J3P/\"M,M'F&OZ]#%>B/JMHA\RX;VQ$DA^N*F51]7<]J*48I M!1116(S@OVIO^3LOK%#^=? M>B_9U.S/$J*]M_X=N_MV?]&N>+?_ _^O1_P[=_;L_Z-

<\6_P#@!_\ 7H^L M4/YUJZ#V=3LSQ*C%>T7W_!.K]N+3;*;4;_\ 9C\5106\3232O88"(HR6//0 M5XS/#-;3O;7$922-BKJW4$'!%5&I"?PM,EQE'=#:W/AA_P E+\;_]AVT_P#1 MR5AUN?

##_DI?AW_L.VG_*.2J>P+<_K6\!?\B+HO_8)MO_12U\G?\%B6%K(^\ MO["WI,$T/@;4UB\<^+M|AX;VN-IH"#YEUCK|BYP>F[;*<\ 7_(BZ+_V";_ M_-%+7\|'_!?K]I'4?

CM^W_KOA*+49)-)\!QC1K"W\WHZ=.ZW/BO4M2U#6M0GU?5KR2XNKF5I+B>9RSR.3DL2>2 M2>]04=:..!ZU[-\!/^">7[:WQ]T5/$OPH_9L\5ZMID@/EZ

MG#I$@MW]@Y&"; 2/_@A5_P $#(=9>_83>"O#NI1[K: M.,'_(^YHCQ*Q(PJL"HY."<$?K[!!#;0K;V\2QQHH5$19K=O8[*6%YHWD?

RZ_$7_@EU^W*!]F\4>,OV5_%\&GV\9>YO(M(DD MCA4=2Y4':/K7=QU;7%G.12K*?0@1*_L%K\|/^"R/_!'/X8?M M/_#76OV@=O@;X1M=%^)66ZWDZZ;.(HI>BC!9XY448:;;DK)C'&|RX?,EYI88(T9-M/((8-08C*FUF/D MS9!X("6YTJ#VK^]2!2M-9TRVU>PDWP74"30O\ WD90P/Y$5\)G^=#CAL7SP M6D]?GU_S/4PU1SIV?0_D8^(_>0-;_[*MQ_Z,:L6MKXC_P#)0-;_

.PKO^"77_"D*^$/_&.]G_Z%7]1U?RX_\$NO^4A7PA_['>S_ M /0]_J.KX[B;_>*?I^IZ&#_AOU"BBBOF3K/Y&/B[_P E8\3_ /8Q7O\ Z/>N M>KH?B[_R5CQ/_P!C%>_^CWKGJ_5H?

CPWN>P_P#!/S_D]GX8?]CC9_\ H=?U M3U_*Q_P3_Y/9^&'_8XV?_H=?T^?';XG6GP4^^?B_P"_-]%')%X6\,7^K-%* MV%D^SV[R[_[6S'XU\EQ+%RQ%W:?**

YGH8/2FS\2_P#@XK_;SU#XS?M 'ID_MP/K9_P"$9\#3;=86%SMNM2_C#>OEG*XZ9&;_-:M7QWXNUCQ]XUC)QMX@O9+F M]U;4);JYGE;+.]L6))/4\UE5I/A,-#"8>-*/1?CU:.K-

U)MA3[>VN;R9;.TM MWED"_"NFR7FIZM?16>GVD0RTTFCA$4?5B! M7]%'_]+O_@D#\"_V)OAlI?C/OIX/L-?^)-W:QS:CKFI6ZS'3Y" WEVH8$0[> MF]

<,>YKGS#,:.7TU*>K>R*HT957Y'X8> O\ @G5^W1\3]#3Q+X#_ &4O'.I: M?(N8KVV\.SM'}_NMMP:X;XJ_ #XX? W4_P"Q?C%\)O$'AF[QGR-:TN2W,'T< M"OZV:Q/B'\-OA_\ %KPG=>!?

B=X,TS7]'O5VW.EZ09)<0OP0"4<$9&> #'U':O M-AQ/4Y_>]JWD]3J>#C;1G\B5&.>G_!;W_@6SI/[$'B>V^.?P,M9A\/?>5\ M8)-.&_@OX'A5]6\3ZS;Z M=8[_ +]R32! S'LH)R3V

KZ2344V]CC2Nl$?PN^#GQ6^-OB6+P;\(?A[]_B3 M59SB*PT>Q>>1OP0&O7O%G_!*G_@=H;X+\/GQ/KO[)GC-;..(R3R1:-*YA0#)+ MA1E1[;_HE_8F_8J^#?[#GP4TSX2_"GPW;130VJ?

VUK7D 7.J7./GFF?JV6SA MZC\'&_;C^'GAJ'3_ !#HE_;V_B^2 MT0(E_;32"%)74#F597B&_J59LYP.?BB/:OH<#C*>.PZJQ5NZL;Y*M-TIV G% M?LY_P.X?M$:AJ_@_XA?

LRZUJ#R1Z7/;ZYHD#'_5ID*Y_#(M^/KZU^_=?I/_ M _&0%W.G]=OB^O5_W4GPKO'9<=674=!/Y,,Y\YIQJ9;4OTU^YE8:7+51ZG_M _'1WA3QX(\?_"%X*6GO1U7Z_>:8> HX5 M+=&?

OS^V;_R9]\5_^R:Z[_Z;YZ_E!K^K[]LW_DS[XK_]DUUW_P!-\]?R@UYO M#'\&IZHUQFZ"D/6EKI_@K\)_$WQU^+7AWX/^#H#)]7B+5H;*VPA;9O;YG(`9 M5RQ[E-?3-

]*N1CC2;=B/X8?"'XH_&KQ1#X*^$GP_U;Q%JUP<0V&CV+SRM_P% M 37LGB#_ O/_P#!13PUH7_*1ZG^R1XS^S+&9))/T:1WC4#)+*!E<>]?T,_L M,_L0_!W!A;X):?

"SX8>'+:,],"/K^MF(&YU*YQ\SR28R5!SM7?HHZ#DY[HK MY.OQ+)56J4%R^?4[HX,-O>>I_']J6F:EHU_+I>KV.UMQEAUK1X9&RO9,U%QEAUK1X9&RO9,U%QEAUK8,88CU*WE#B?R?T5T?Q=^&/BCX+?

$[??A3XUT^2UU30-3EL[R&5"I# M(V <'L1@CV-.I7?~*T_!W@QO=0_$MIX-\"^&K[5]5OYA%9: M?!ULTLTS'LJ]'3Z'@N#_P %+ B,D]K*]!9_^ _AQYA'M?5!7F!6UTZ$

MG!>1^@/7"]3@X'!K^@S_ ()[_P#!+'!G7]@'PA# _,(GHD.L>+[BU5-8\67\ M(::5N"RQ9_U4>0, ^*\S,O_!MK]>MP M6?O._;NUJ73X25EM_ NBSJ9G&,C[3<0 ^?;;%HU

MS.LQ'990GE_B6Q712PF*K?PX-_)DN48[L^T*_*_XB_\'2?[/^GQ-#\+_P!G MWQ1J4ZMQ+]DT$$+#_@+EOS%>&_$#_@Z._:/U[(P_#[X >&M$('$]Q?R71/N5 M9 /UKOIY'F53[%O5HS>

(HK]?N%17\Z_C[_@X3_X*3.(?LMK\0M&T2,9VMHV MBK%)SCJV3GI^IKQ_QQ_P5/\ ^"A'Q@#MVLO%'[5OBV:V8D_9H[_8@!!X |&(MKLAPUC\'4DOO?Z&;Q=-`!06H:EIVDV€W_JW\-

M!&,R37$H1%'N2<"N&\0?M7 M?LO>%$D?Q)^T;X%L?*!,B7/BRS5A_P !,F2?8"OY8/$'QS^-'BJ5IO$?Q6\0 MWC/G?YVKS$'/MNQ7-76H:A?OYE!?

33$G),LI8_K75#AB/VZOW+_@D/&+HC^F MOQ;_,%C/^":'@F5X->_.ST'>F?/$?S%?SX@8&!28[UV0X;P$?BR M/VA\?_\ !U-\.+"YDC^&'[)NL:I$"1%+K?

B..R8CL2L<4P'TS7AOCW@Z'_; M(UJ25?A[\'__^AQ/N"'"_CN+YT'&&$D0)'KC*_-&BNN&39;3VIW[0]3-XF ML^-]I9_$7_@N#_P %+ B,D]K*]!9_^ _AQYA'M?5!7F!6UTZ$

MB78LQ)).22>31@8P:V(#\:*** "BBB@ HHHH ***** #VK];_\ @V'_&0# MJWBKQ9^V;XKTPF#3(?I!\+F6,$-<2;9+F53G(9$6-.F")V]*_*CX>^!?$/Q.**

M\=.:1\/'"=B]SJ6M:A%:6426=V"CIV&\?YIG)'WOF.T'T45X/$&+]AA/91>L_RZ_Y'5A*?-/F?0]7 MHHHHX4\[(*****_"_:F_Y-P\?\ HIJ_DTK^LO\ :F_Y-P\?\ MHIJ_DTK[#AC^%4]4<,-**

^S_T"NQ_9Z'_ !?7PA_Y_=G_ .C5KC]['KGK_DNO M@_\ [&.S_P#1]U\-/X&<T%%%%% '- &7_DC_BO_+%J^_\ M2=Z_DL\8_P#=W:K_-A*?_T8U?UI_&7_)(XK_[%J^_)WK^2SQC_R-VJ_]

MA*?_ -&-7UW#'P5?E^IQ8S:)G5N?##_DI?AW_L.VG_HY*PZW/AA_R4OP[_V'_M;3_T O^1%T7_L$VW_HI;_E!_:/\2W7C#K_^,_$U],TDMWXE_MO'=WZD^:P_I7]7W+_D1=%_[!-

M_Z*6OY1OVG?"-]X#_ &B/&WA+4[5H)['Q M->)+$X(*GS6..?K7R?#5O;5?E^;,_&7Y4<-71?"#PC%\0/BWX7\!RLJKK?B* MQT]V8X $TZ1\GT^:N=K=^%GC!OA[\3O#GCY$#'0]>L]0

89!,_R2=/\ @-?5 MRORNVYP1W/ZT_A]X2L? /@31O!&F6T,,&DZ9!:1QP(%0"._,+P !Z9_&MBN?^ M%/CO3/B^_]^(>CWT-S;ZUI$%W'- P*-O0,<$>A)'X5T%?

E"O#%G';Z='XFGELK>+I%&[;@OZFOGVO> MO^"GOQ;T/XW?MY_$SX@^&+Q+C3;GQ-/'83ITDB1MH/Z&O!:_4L-S?5X MF3_=|:_E$BCDGD6&%"S.P55'4D!!7]7_ .R!X'/PV_9<

^"&.3I_A:S0 ,3 MR8PW4_[U?/<3\OL:?>[_ "_X8ZL'>[/Y6/B/_P E UO_ +"MQ_Z,:L6MKXD$ M#X&:W_V%9 \ T8:Q:^F6QQO<]Z_X)=?\I"OA#_V.]G_Z%7]1U?RT_P#!_ 5;

M/1OV_P#X0WM])MC/CW3H@?\ :DF5%'_?3"OZEJ^.XF_WBGZ\ST,'_#?]%%% M17]]:Z78SZE?3"."WA:6:1NBHH))_"OF3K/Y'?B[_R5CQ/_ -C%>_\ H]ZY MZM_XK3Q77Q1\2W$##

[DDU^\9&'<&=R#6!7ZM#X4>(]SV'_@GY_P GI_##_L<; M/_T.OW[_."W/B#4?#7_ 3!^*>H:9+LDDTVTMF/_3.]@BNIW.%W3!9(4/^]/#"HIV%?T>U\1Q(I_7HWVY

M=/O9Z>%M|(**^>.D^>_P#@]O\"+0OC3_P3T^+'A;780WV/P9>ZM9':"5N M;.)KJ'!?O(E!/H37\O>"#@]J_IE_P"""ROQ]TCIG_P#X)V_$?5;V^CCO/$.A M2Z!HD+'YY9;U3;G:.Y5)&?**

V"$]J_F:R223ZU]KPTIK"3;VOI]VIY^,MS(*_9 M?_@U*_Y$WXV_]A/0?_1=_7XT5^R__!]5_P B;\;?^PGH/_HN_KLSW_D5S^7Y MHRPW\9'Z$_\ !1G_),,^+__ &3W5/

TG>OY7Z_]@_X*,\F&?%_P#]]JG M_I.]?ROUP\,_[M4]?T-L9N@K[9_X-\?!^G>*O^'G\@^ZU/31SF+<M_$_\ P3=^+6FW,@58_"[W(0-\T,B2@8/

MN@Y[=:_F'K^HC_@JE_RCN^+W_8DWG_H%?RU[IPR_P#9)K^]^B.#&?$@K](_M^#7K_D_CQ9_V2:^_]_l.6FU^;E?I'__&O7_)_'BS_ +)-??\ IRTVO4S;_D75 M?0¥Z'\6)^\M?B-_P=.?

\G&?#;_L27_\ 2R>OVYK\1O\ @Z<_Y.,^&W_8DO\ M^EDI?(Y!_P C*/H_R/0Q/\%GY84445]\>4?T;_\ !O\ _P#*,#P3_P!?^I?^ ME3U!.?M)ZY!X;_9Y\=:[<7:P+;>$=1<2L>%[-)M_7%?,?

P;__ /*,#P3_M -?^I?\ I4!?4'I]&AKXE^ 7C;0#:K,:OPGJ,21,,AF-M)M_7%?F^,M_;<[_ M_3S_ #/8A_"7H?R6WMW/[%[-?W3I)Y6DD;U9CD_SJ'4?XTG4[C2KM"LM

MK.\4JGLRL01^8J"OT@\<|S_X)H?"G1_C9^WA\,/AOXA4FPO_!1 ;L 9^1_O MT[\J*_J41$C4(BA548 P*_EA_X)U?%_3?@/^'V|\-?BIK+@6>E^*(#=;FP- MCYC.3V'S

_A7]3=K=6U];1WMG.DL,T8>*6-@5=2,@@CJ".]?'<3<_MZ?:S^^ M^OZ'HX.W(R2BBBOF#K*'BKPYIGC'PQJ/A+6H?,L]4L9;2[3^]'(A1A^1-?R8 M?';PK9^!_C9XM\':<,6^F>

(IVVMP.T:3NJC\@*_K+\)*+\!+M5\;ZY*$L M!'TZ>]NG)QB\)"[?HIK^3'XU^+K7Q_\&'Q5XVL3^XQ;O#>7<'_7.29V7]"* M^KX8YKU>VGZG%C/A1S%=5\"M;N?#?OL

(;_9LPDM/$UC*NTX)Q.A(SVR,C\; MY6NN^'AV[\7?'/P=X:LHG>2]\3V,86,9;!G3)'T&3^%?5SMR.YQ1^)'l0W[M6&IC6_V(OB7K*P^6+OX5ZS,(R<[=^FS-C/?K7\I=?

U;_M:;9'HO[$WQ,T>&0 MNEI\+-9A1V")"Z;,H/Z5_*57S7#-O95;=T=>,W05]E?\$#_"R^)?^"FW@BY; MS,PTJVO;W.1^[Q"8]W/7_68X];^-:^Z_^#=7/_#R;2_^Q6U#_P!"AKV\P=L#

M4_PO\CGH?O8G#M%%%?F9ZY^_\ !5?1X-?_ _="=_P 6*N6PDGA9R25S[V6 M-NGX5_+S7]2?_!3G_DP/XJ?!BI+_ ,A)7\MM?:<,_P"Z3_0?HC@OGQ(*_0G_M O(Y7ZX>&?]V]Z>

***_/:OT)_X-I_\ E(7-_P!B5?\\TKULS_Y%]7_ LY MZ'\9'[_T445^:GKA1110 4444 %%%% 'XO?\'*?[!;^'/$^G?MP_#S1<66J. MFG>,U@08CN/^6%R0!_%RC,>Y05\$?L#_**

+"7Q5_;Z^.%G\)_AW":;RC(FUW7 M)0R8=/M@?F<^K8^ZOF2V5]"R@E M5=<"1"0=KHV'5L<,H/:O+/\ @GA_P3_^&'_!/?X)\,/!.RZEJEW.UQKWB*2 MV$(=!\)Z+<^(_%&M6NG:?

9OF2ZO:V=8HH4] M69B !:_-C|NW_@X_P#@I%IKWP!^R5X9B\=>(MT9U[4'>+2K:0'LJXDN>X MP#&.X8UTX;!XG&3Y;4;_)+YDSG&"O)GZ4:WK^A^&M/?5O$6L6MC:QC,EQ>3

MK&BCW+$"OCG|I"\ X+R?L! L\M8_*A_U M^%_[3W_!0;]KW]L#4YKOXY?&G5+^SD%$,>%;'8ON;W-+>XQ MTKZ?"\-4XJ]>5WV6WW_\,<<\9_(C|1V/@?\ @Y[_ &C?

%AFTS]GKX4Z)X3MB M^8=1U-?MMVHYX(;,7O\ =[5\;?&O_@IO^WC^T"UU%\2?VG/%4UG>.6GTJQU- M[6S/MY$)6,#VQ7@]%>Y0R_!8?^'32_%_>SFE6JRW9)3-<7=S)*[DEWD

M,445V&=V%%%% @ HHHH * "BBB@ HHHH ***** "BBB@ HHHH * M*** "BBB@ HHS7I7[(W[,/C[]K_X_P#A[X#_ [M"UWK-\B7%TRDQV=N#^\F**

M_$6I,?^(&BYTKPX*UEX1$Z<3 M7V/WLZ^R A0?4L:U?MM7%_L\?_X??LQ_!?P\"_A=I8M=%,:[R.6=B,#T%%%%'-_&7_DC_BO_L6K[_TG>OY+/&/_ "-VJ_\ 82G_ M /1C5_6G\9?^2/

BO\ [%J^_P#2=Z_DL\8_\C=]O_82G_\ 1C5]=PQ\%7Y? MJ<.-VB9U;GPP_P"2E^'?^P[;?^CDK#K<^&'_"4OP[_V';3_-')7U+V.);G MI:W@+_D1=%_[!-M_Z*6OY^?^#A'|FG4O@C^WEJ?

Q%@L9%TGX@P#5;;Y*85[G MA9U_[;_H&\!?\B+HO\ V";_P!%+7S/_P %?OV +;]O7]EJ^\.^&;*+_A-? M#N=0\)7#8!DF4'=;,Q_AD7*]7PO1GJUZ?M*=EN?S2T$ M9J]XE\-;_P"#?$%

[X3\5Z/<;?]>G7+V]_8W<126"5"59&4\@@@@BJ-?H6YY. MJ/U<_P"""(^_!;'PQ\%_#MC^R'^U5KYM- ADV>$_$]S(2EB&/_'M*3IV+)4] MB3ZU^SOASQ1X,\8:7'K?

A77K34;.90T5S97"R(P(R.5)K^08C-=[\,OVI?VD MO@Q:#3OA3\=?%>@6H.19Z9KD\<&?7RPVS/X5\|F&0T\55=2E+E;WI'92Q7)'

MEDC^L:^O['3+5[W4KV*WAC&7FGD"*H|R>!7YD_\ !9/_(+9_#OX5_#K6/V: MOV5_%EMK7B_6[:6QUK7;&0/#HUNX*R*C#AIV!*@_P@DCG!'Y >/OVU?VN?BC

ML;:)X':.0\9:G92)LELYM?G$,B^C(K!6_$&O,>22Q.2>I-1@N=:"JUH--HI8XD)Y5@AC+NY"HBC)8GH!7TA MQ'N/_!-OIG/4_P'I;]M7P%)[*R,UK)K<=]QY7ZX>&?]V]>GO2&V

M,W05]!?\&W__"D;L/\ L6M1_P#1#U\"U!]?\&W_ /RD;L/^Q:U' P!$/7L9 ME_R+ZO\ A?Y'/0_C(_H.HHHK\T/?/G_ (*I?\H[OB]_V)-Y_P"@5_+O7]1' M_!5+_E'=\?O^O)O/_0*_EWK[3AG_

'2?^+!$<&,W05^D?_!KU_R?QXL_[)-? M?^G+3;_-ROTC_P"#7K_D_CQ9_P!DFOO_$Y;,7J9M_R+JOH<]#^'+$_>6OQ&_ MX.G/^3C/AM_V)+_^EDI?MS7XC?\ !TY_R<9\-O\ L27_

/2R>OD<>Y&4?1_M0>AB?X+/RPHHHK[X\H_HW_X-_P# _)1@>"?^O_4O_2IZ^SYH8KB%[>>-71U* MNC#(8'@@BOC#_@W_ /\ E&!X)_Z]2_!*GKI1K\TS'_?ZO\ B?YGLT_X:]#^

M7S_@=J=^S;JO[+7[?=HR65WJCZIHUCVK-;7#%PRCT#EU_X#7SU7]`7 M_!?/_@FYJOI??PMOCK\(=%^T>.? <,DLEI"F9-4TPC,L*@#+2(0LB#F15U)

M<5_/_!!/:3/;7431R1L5D1UP5(Z@@]#7W.58R.,P<97]Y:/U_P"">;B*;IU/ M)B(S1N)$8AE.5((-?MY_P $7_\ @MA\.O&_PZT;]E?]JCQ3#H_B?1H(['P[

MX@OI<0:K;CY8X&K/"2H,*.S+CN#G\0J.1R.O:ML=@:./H']?]B:565*5T? MV Z=]6G:O9IJE7\-S!{,QSV\H=&'L1P:CUO7]#\`:=)_ B+6+6QM8E+27%W M.L.*!SR6(%?RF_#

[LHW|K;5:6FB?#S\HWQEI5E$FV&QM]?G\F,>BQEBJ_@! M5;XE?M9_M._&.R;2_BC\??%NN6;XWV5_KL[P-CIF++L/Y5\XN&*G/_$5O34Z M_KD;;'Z8_P#!;_\ X+2^"/B1X,OOV0OV3?

$K7]G>/Y?C#Q3:MB*9 <_9(&_B M7(!=_4!1T.?R,P#HX*BJ=/;\V<=6I*I*["OM;_@@C^S>?M _MM];%XCO+#S-&\#1-K&HO)%NC,@RL4;=LL2Q^Y?QIH.A:SXHUJU\.^'M,FO;

MZ^G6&M?:M;,N\LC''JH'))))K^D#_@C3_P3T_X8)_9?MI/OG9Q_P#"=>+Y*_MY%(;[,2H\JS!':),!N2/,+D'!%<>Y_MF_\ M)GWQ7_]KKO_*;YZ_E!K^KH[W_),^^*__ &3?7

TWSU_*#7G<,?P:GJ MC7&;H*^Z_P#@W5_Y23:7_P!BM]'_*%/#7PI7W7_P;J_\!)M+_P"Q6U#_-"A MKV\Q_P!QJ?X6<]#^+$_H=HHHK\S/7/"?^"G"/)@?Q4_[%27_-"2OY;:_J2_ MX*

<_\F!_%3_L5)?_ $)*_EMK[3AG_=)_XOT1P8S=!7Z$_P#!MA\ \!"YO^Q* MO_YI7YI5^A/_ ;3_P#*0N;_+$J_P#YI7K9G_R+ZO\ A9ST/XR/W_HKS_\ M:G^('Q7^%G!/_B;Q_P#

!P"GBGQ7IEDFC:(!3B\D,J*RG#*>$9FZC[M?EYX MO_X+U?\ !23P#\6=_^!7C'IB?PI[_B_6'A33:!G:?S[AIFVQA<38^8\#FO@

M+E^(QD7*G;3NTCU)5(PW\/#HK\P/CK_P66_;M_9K_9;TSXR?&_\ 9,T/PWXB MU3QC+I=MH^HO,$DM4MTD\X;92<[F*]>W2O/_!6C0_VM_P!COQK^T5\3 MM%TS0-8

377]O:59W+"_Q+"LL$BE\E1(28QDGYD;VJJF68NG2]HTFKVT=]= M@52#ER]3[/HK\1=8_P"#H[]K+4Y_P"R_P!GGP@MFTSFS^T276\Q;CM)(D) MQU(XSFBNK_5_,OY5]Z,_K-'N?

MU1117BFX4444 %%%% !7D/[9_[;P,_87^ M$D_Q5^-7B-(P;/2-)@(:ZU.<#/E0IU/49;[J@\D9%0?MU?MJ?##]A/X!:I\ M:?B-=K)+%&8M$TA' EU*[(^2%![GJW11DGI7\U_[7_[87QG_

&V/C'?_ !C^ M,VOO<7-RY6PT^-S]GT^WS\L,2]%4#\2S8P7QWXY%?)G_! ;_@5NXLUO3_-M]H?PN5TO3Y1/X%T>^AXN MK43MZRGJJ93/\ '@C[M?M$,

5\AG^9J;^K4GH[_I_F>CAJ/*N=A1117 MRQUA1110 4444 <%^U-_R;AXX_[%B_]%-7\FE?U\>*_"^C>-?#5_P"$?$5L M9K#4K5[>[B#%=\;C###(Y'!KX^_XA_O\ @F#_ -$4U#_PI+K_

.+KW\FS3#Y? M":]}ZM;?\.@%%%% '-_&7_DC_BO_L6K M[_TG>OY+/&/_"-VJ_\ 81G_ /1C5_7;K>CV'B'1KO0-5B,EK?6LEO'R^, MU43UMM_PYSUZ,JMK\XE;GPP_P"2E>'O^PY:?

^CDK^AO_B^_P"""8/\ T134 M/_"DNO\ XNI])_X((_\!,W1-5MM9T_X,7Z7%%<)- Q\171"NC!E."_/(%>V M^(\ UM+!E_F'_B:L6;D2CRJ7_M62!QYI

^27MOZ'OCK7X7?'!]FSXY_LN^,I_AS\>/AIJGAS5(6;8E_:LL=RH. M/;AD^Y,F1]!"5/K7]:%U>!EV>5L)%4ZBYH_BCGJX>-35:,_DBHK]^/CA_P;?2!L-_$F]?4_A

MKK/B+P/*^YFATVZ%S"7/3"S9"#V7%/!/B#_@U;\??;F_X13]JC3A;;CL_M#2 M)#)MSQG9QG%?14\]RVHKN5O5/]+G(\+51^1M%?K7IO\ P:M_$$7:_P!K_M4:

M;8/XOLVCR[_PW<5[=\&_^8%$]D7PA33J9]EL%=3OZ)B6%K/H?B#\//AK\0?BWXKM?`WPP\%ZGK^L7KA+73=(L7N M)I#[(@)_'M7D)?\ !*,_(--6^O^*C/_)AGQ?\ X=ZI_Z3O7\K]?UV?$OX=^%?BW\/

MM9^&'CFP:ZT;7]-EL=3MED*&6"12KJ&'(R">17R3_P 0_P!_P3!_Z(I?_P#A M277_,77SV3YKALOI2C43U=]/^'.O$4956K\Y-???_!M_\ \!&[#_L6M1_]M$/?Z>_\ $/\ ?\$P?

^B*:A_X4EU_\77H?I,?_!*3]BC]D#XF1_%WX$_#:ZTO M78K66W2ZFUB>

<".12K#:[$<@FO0QF?8*OA9TXJ5VFME_F94L:.$U)L^CJ* M^/.X^?\ _@JE_P H[OB]_P!B3>?**

^@5_+G7]/>NW'9[@\3A)THJ5VNR_P S*GA9PFI-GT7 MXB_\'3G_ <9\-O^Q*?_-+)Z_;JO"/VM\ @<9F M>5^VIXETOQ=T3X!N-7O M-L39V&L&J36^R$NSI2(V&?

F8G)[:\+*\?3P6,56I>ROL=56#J4W%\MU%?T M;_\ $/\ ?\$P?^B*:A_X4EU_\77I_^LF[2^Y M?YG%]3J=T'_!O_\\HP?!/\ U_ZE_P"E3U!HUP_[.WI.WPJ_97^%-

A\%O@MH-M4FF^'M-DE>TM);EYF4R.7;YG))R2:{BOC\75C7Q,ZD=FVSO@G&*3 @$8(R#U-M%?EI_P %6_\ @@+8_&W4M0^/W[&=K::?XFN&>?6/",TJPV^HN>2\#G"QR$_P MMA3GJ.E?J71583&5\%5YZ3_R?J*<(U%:1_(K\2_A9\1_@SXONOA_\5O ^J>' MM:L7VW.FZO9/!*GH=K@$@]0PX(Y"%8.1ZU_6-\??V4?V=_VH/#[>&OCM\)-% M\1P;2(I-0LD>6 G^*-R-R-[@YKX9^-/_,;)_L=^-IV?4_A-X^\2^#V?F*Q2 M9;N 'ODS98#KP#7UF'XCPE2-JJ<7]Z_S.*>#E?W6?@_17ZV:I_P:M^/S>-_8 MO[5&CBW_(!=:1+O_';Q4N@?\&K?C 7H_P"$H_:GTPV<1N^P:1=_M;66?\ /P?^1E]6K=C\CJ[3X$_LZ?&\.\:M?H9117R>)Q5?%U74JN[_K8[8PC"-D>;_MF M_P#)GWQ7_P"R:ZI[.F^>OY0;_KT\;^#M!^(G@O5_A_X]M3/I>NZ7<:?J4"N M5,EO-&T&/_2P5^Q%>&_%+ M_@G7^RW\9/VF_#_[7OCOPE]%QXX\,36MDND7\.LSQ11M;/OBS"K!&PW7(Y[U\ M_EV*IX6K*4[ZQ:T\SJJ1'P]\>_"'AZ]BM57'VZ.X1&VJ!TQ=FX08Z@"OWI_:X_8 M? 9Z_;@\.;/X5_;%\-WNI66A:@U]IT=EJLUJ4F*A228F!88 X-9_Q_^">W M[*WQA\8_# _Q[X_\A^]]JGPRM8K;PH:>E M@X9B/PHK]WOVFO^"/7I"_[7?Q6N=?C3\;_ &K7^OW=O'1;_AV:OU]04445\6=X4 M444 %%% \\G_!?IL75?VC?VT-0^%NDZJS>&?AXS:;96\<@.?B-^SGXTUK]J3X,VMYX@\";I=/>:;T,^9!\H^]@#O"WP]*V'@CP1H-MI>D:7:K;Z?IGS$$C@B48"]! /J3DGDU\Y MG&<+#IT*#]]^W_!_(]D6-#T/1_#.C6OA[P_IL-G8V4"PVEI;QA4B€ M4855 Z "K5%%?%-ML[PHHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** M "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH M*SO%]EK^I>$]4T[PKJXT_5+C3IX]-OS$K_9KAHV$W)EU"2) M1MLM3/,BMCH'.6!QCG&2;_..OT7"T54E5IS<6V?7\7_M 7I_P"'K<4R2/\ M3O(JL"8V\'Z/AAGH<68./H;_>#]@W]L[X:?MO?L_:\ M6/ VN0RW56<<>OZ;Y@\ZQNPH#HZ@#'.2"!@_E@KO\ )GW]J"\ . ?97\6? M\)G_BAJ?AR^88F^QR@QS#IAXV!5N/49]"*Y\PR;#XJDE22A)=E;[[%4<1* M#]5'19-- FFBMXFGGE5$12SN[8"@) BA;Z!I%W'L MNl.\)VAM$F7T9BI0l<,,UX,.',1HY&=W.7 M=FR23U)--/K7V&%PT,)AXTH;(X*BW4FVQ37] G_!MU\(Y?A_^P))XVU'3Y(: MOQ9XHN+I9'3 EMHT1(B/4;C+S7X6?L^?!#QM^T?\9?#WP4^'VG276J;_J4=M M$(TSY:$_/(WHJKEC]*_JD_9W^#6@_L_WPM\$_#2*+/PWHT-FA3HSJ,NPX' M#.6;\;\/B3$1AAHT4]9._P E_P $Z<)!\SD=G1117Q9WA1110 4444 %%%% M!1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M %%% !1110 4444 %%%% 0;EINGZQ82Z7[MUE%,,CJ>""#P17XW_\ !6/_ ((!W^ASZM^T1^P_X?,^GD-=:OX# MMER]OW=[0?Q+U/ECD=_"OV?HKLP6.KX&KSTWZKHR*E,-2-F?Q]WMC>Z9>2Z M?J-K)!/ Y2;&5"K(P.""'#T[J.OZ'_P#@IG_P0^^!7[;4=U\4/AA#;>#/B,4+ M2:G:0[,75B!D>9449STHKT M3 **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **'<#->B_L MU_LH,'GJK;QY!\'?@7X O-8O)7 GGCC(@ME[O)C"@9^OM4RE&$7*3LD-1 !U-?]J_P $G\ @@1J_C:ZTW]H+]MS MP])9Z*NKRYTCP34CI[#RW0\$U!8?\.!,W_((6_ W!C5;'XK?& M6"V\;?$1 DD-S=1![+2'Z_Z/$>"X./WK98;?EVY.?O>OD\SS[F3I89Z=9?Y? MYG?1PR7O3*NB:'H_AO2;?0M TR"SL]6(1VUK;1A$C0# X JU117RNYV!11 M10 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% '&_'SX#?#/] MI;X5;O\ !SXM^'8M2T76+9H;B%Q\R$CAT/57!Y\'0U_/9_P4F_X(?"_ /8/ M\37GB?2-)N_$WP\EN3_9OB6R@+_9T)6,Y _U;@<9/#8.*_I%J#4],TW6M/F MTG6-/ANK6YC,=Q;7.0>.5",%64\$'T->GEV:5\OGIK%[K_+S,JM&-5:G\?IR M"0PY':EK^BG]J'_@@!^P'^T7]$_B3P_X1O? .KSEFENO!\XA@D8l,VSAH5&> MNQ%)R>:.^-?B7_P &LOQ5TI$;OX4_M,.3J*;F\FRU;1GA<#!QF19-I,<#A?>O MK*.?9=57O2Y7YK_(X986]MM3\H**_12__P"#9O\.;X@N3'I_B3P3<18&)'U= MT)_#8:UO"O\ P;#_ +96IW$,?BOXH>$-*C?_ %TD,DER8^>P&W=QSVKJ>:Y< ME? VJ(^KUNQ^:I,*Z/X4?"+XE?'QM8_#GX4>#+_7=9U&98K6QT'W:1V8G0<.M#WI5^Q/P3_X-;/A%HER+SX_?M#:SKP3!6T\/6:643G/(;P[^SQ\(- *\.I*@2ZO((C)=W('02W$A:63Z,QQ7G8KB+"4H MVH^_N7^?X&T,)-_%H?,O_!'G_@D%H/[!GA8?%;XKK;ZC\3=8M-EY)&P>+2(M3@_9XF'!;@%G'4\#@"ONNBBOCL3B;V*]NI4=VSNC&,(V04445@4%%%% !111 M0 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M!1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 % M<7\=/V>/@M^TKX'N?AW\;_AWIWB'2KE"IAO8OH\%Q%6I6CB M%S+OU_X)R5,+"3O'0_E.S2U^M/[77_!L7XWTB2Y\3_L=? $FWU> L6C\->(I1 M:.H)X2.8_(V/5RM?F[\?_P!D3!]ES6!HOQY^#6O>&W=RL%Q]GNL%QCO'+ MG29=2:^GPV/PF+7[J;[=?N..=&I3W1YQ10<^$)3:(A[XMU_<_FM?%/QP_X-,?B!IN-1_9 M_:$L]2B5_P#1M,\0V7ES,OO*F$'_'S7[145Z-#-\PP^D9MKSU_,RE1I3W1_M-K\5/^"%7_!2GX6W9MD^ TOB)>]R^&+I:L$>^,8/M7SWXR_9C_:(^'UTUEXS M^"GB;3Y4^\LVCR\? D#7]9U-EBBGC:&>-71AAD=<@CT(KU*?$V(BO?@GZ:?YF M+P<'LS^0.[T/6]/8I?Z/=0$'D36[*?U%5:_K6UGIG3]GSQ'(9O$/P)&W[L2 M6:\,6DI.1CJT9KEO$7[_[$WBDQG6?V4O)\K.5[-X7MH.OKY2+G\#?1G]5%U, .\.V/V"O^C3_!?_@G6M3P[^P1^Q-X6$HT?lE+P /. MQO\ M/A:VGZ>GFVH/PQ5/B;#VTIO_^ION?RMVFC:SJ#A+#2+]T?\ 9P_9Y\.R;P_ M\!O!EBZD%7L_"]I$01TY6,=*[""W@M85MK6!(XT7"1QJ_ICT '2L9\3K[%+[MW_P"E@UU9_-G*_^"&O_ 4H^*5RL"_ &Y\/HW_+;Q-<+:.+CUYS7U1\$/^#6 M_P")NK? 9]2^/_P"T#I^E1&3%SI?A^S\Z95XY$SDID_[O:OVGHK@]\0X^ H&T M^1?YFL<+2CYGQ9^SW_P0._X)W? F2WU/5OA@_C;4K=@?M?B^8W,;_6W/[D_] M\5]@^$_]OA+P'I5OX8\$^&K'2=-M(EK8Z=:I#%$OHJ* /I6E17DUL3B,0[MU9-^1M&,8[(****P"'BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HJKKK MO'HEV)&Y5EM9"K* <$':>:_+0?B1\=_$^L6_A_0/B/XHNKRZDV6IO'KL^YV] M!EZ^)XNXSH)\U*$)T'4=7FM9V^'E\G>_,?<\'<$5N+J6(J1KQI*ERWYE?XN; M7=6MRGZL45^<7_"K?VI_.YXW_\ !I) \=H_X5;^W?\ W/&__@^D_P#CM?,_ M\1-Q?_0]K?<__D3Z/_B%^"_Z&]#[U \)GZ.T5\H?L+>#/VD_#WQ)O[OXPKX MA&GMIVV'^UM3:9/,SV!=L&OJ^OO.'LXGGN7+%3HRI-MKEEOIUV6Y\!Q%DU/(M$A7C622?-#;?IN]@HHHKW#P@HHHH **** "BBB@ HHHH **** "BBB@ H MHHH *****M?@@\!]-[-?B^=]CJ-J7@'QY%OU."WE\];2WUZ;"M/@'\!S(.QYUO?*M_;O_ +GC?_P?2?\ QVBEXIU:]-5*66591>S6J?S40K>% M%##*573]YI1C);IV37JG*Y^CM%>=_LJZ7XYT;X(;/I_Q'%[_:Z(WVK^T)S++G M/&YB3GV]Z]$K]1PB*EC<%3Q#@X.<4^5[]ZO9^:/RG'X6."QU3#QFI]$FN9;.S MM=>3"BBBNLY HHHH **** "BBB@ HHHH **^1_VZ?VH/ MC1\&OBS:>&?A]XI6RLY=)CF>(VDPKWC]EGQQXD^)'P"\.>-O%[M\+G4K^VE:ZG$83>1/(HX4 #A17S.7<59?F6? 5\H1DIPE-R,2Y79I..I??LC MZC,>$LQRS(,/F]6472K-*32,$IO562Z/9L] KD_B5\; AA\(GMH_B%XJ@TY MKL$VXF_C ZUUE?&G_!53_D)>%O\ KA+_ .A&EQAG6)X? R"KC]$4Y1Y;)WMJT MNENX<&Y'AN(N;6 Q$G&,N:]C:^D6^]?8^K?AY\2_!7Q5T)O$@@/7(M0LDG: M%IXN@< $C\F'YUO5\[?\$R_^3>;G_L89_P#FT7%7T37;P[F-;-\DP^_JI*52* M;2V^1Q<29;1R?/<1@J3;C3DXIO>R[A1117M'B!1110 4444 %%%% !1110 4 M444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M !1110 4444 %%%% %3O! R ;[KSE_] -?F'^RIG_AHGPGG_H*K_P"@M7Z> M>((^0#??]>&YB$UO,LB,/E=&!! $5\]?M^?M+7 M_P '_!]OX$\&WWDZYKB,7G1OFMK8<%AZ,Q. ?]EJ\L.FXPL1994QV(?NP73= MMZ)+S;/2R3)L9G^:T\!AE[VWW>#R-<;JRL?J'A'ZUK^"_P#@JAX=O+U8/WP MVN+"%FP9M-N1/M]R&'GTS7I?A?]@#]FWP]IBV-WX2DU*; \VZO;AF9SZXSA M?H*Y#XS_ /!-KX:>(=$GOOA,TND:I'&6@MY)R\$S?W3N^[GU%>34P/BYA:/U MA8F%1K7D2C?T^!?7_/ O0]>GC_!W%UOJSPLZ:>GM&Y67F_?=O_ ?5'O7PW^* M?@+XM^'T\3_#_P 26^HVC'#&(X>-O[KH<,A]B!705^8'P?\ B?X^_98^+[/< M1SVIVEV;;6],D8A9%##892/4S/D>.>#) <*8J$Z,_:8>KK^6E_1V MT;L[IK1HMSSP6L#W-S,L<<:%I\'8!54#)))Z "OG/XP?\%(_A5X$U&31/ FF MS>([F%BLMQ"WEVP([!SRWU4$>]'HY2J/$O[VZ8'D+GH,]37 MS? $G&>>8K/7DG#\$ZD?BF[.SZVOHE'JW?71>?T_#'!.0X3(5GO$>NE2S,YVB\?N!{8IQAXI9+ M'ZU7]0Q.(ZR@K*5NO+:,=?F_1BG/PGSR7U24J3]86>7][MC!KUGX*? $D_%WX8Z3\1&TL61U.W M\PVPDW;.2,9[]*_-3XU?%/?/BQK5AJ_BB-QJ5CIL=E>NXYD>/C(_&[!O'X-?!^_E\/6ES+KNJQ';++:Z9A MDA;T>0D+GV!)'I6# _P %!? YC]1^$_@^V^!O@^^,.KZ[&YGGC;#6]L."1Z%CD M ^BM7@O[(?[&-[\?2_CWQW>3VOAI)2%\LXDO7'4]E]3[UW<3<7YO+.5D>0P M4J_VI/51Z^FBW;NEM:YP\+\'9/)?GW$%1QP_P!B*T<^GKJ]$E9O>Z1VUQ_P M5;UX3,+3X-VACS\ADU=PV/<",UU[PI_X*A^!=;OX[XB^"[K1UD(VNTD^T1 M1^[3_M$?\$Z_.K M>'KKQ+\'+9],U.WB:3^SA(6AN,<[0#]PXZ8XK@Q."\5^"WQKT.#0O'^DF]M()O/A19F3#8QG*^U>]D_$N+XPX;JSR]EBH^_MZT]HRTUU3T:O:Z>MUTN?/9UPQ@^#.**- /,DZN$E[R:T\?LL_L=? /XD? +PYXV\6^$I+C4;^VE:ZF%XZ[B)Y%' .!PHK\ MDR3!<95.,,92PF(C%)/VDG;E:YHWM[CZVZ(_8L\QW!-+@O!5L9AIRPC:]G! M-\T7RRM?WUTO]H[G>_LI? M;O^TM?ZK9/X-&E_P!FQ*^X77F\G'H,5X[_P %M5^ D)>%O^N$O_H1KZ5>$W]/PK^'-Q=W/PZT!K)U MP6N&?< *%6]PV5A::]'H, 3UFZ7H6D"H.^IPGR@^K&OL7P9^Q%^S?X/TU;%OAW9 MZG($Q)<:K&)V8XZ_G'X5Y7#N(XQSO(V_7 MH>OQ)AN"\BX@&QS)SJ.]I:K)R5.+LHQ>SD[K5[VOMTZGA/AS_ (*J;VEVJ>*O MA9;M;EOFDLKX[U'LK* ?SKZ;^"?Q^^''Q[/G7? >K[WBP+RPG&V>V8]G7'T] M&&0<<$UY\?:^">GPQ\5>&KC4_A3IB:+K$$9>&*)B()\#.PKT7/J*^2?V?\ MXE^)? @1\;+'5D:6W:&^^QZK:.2-R%]KHP]C_"]/!9>,#,XI8?/9J@1^2 M2T(M-),ZOJFMMB_]5^"-LEK8C((.C7I*[@)V]>R:;EI*S2:>^*H9>,,6H@=M87 MN;F98XXU+/([8"@=22>@I+2Z@OK2*^M9 T4T:O&P[J1D'\J^//\ @H[^TCJE MMJ_^!GA#4G@B\H2:Y+"^#(&Z0Y';U%?J'G.$X;RB6.J^]TBE]J3V7ZM]C\ MJX9X83\WU4$>]>:M_P %6_$@<[?@U8[<\9UA_]IU5_9'_8'T_Q_P"' M;7XE?%_STL;M1+I^E1.4;:,\AW(Y /4#TKZ5C_9&_9NCTS^RQ\M$*I=OFM9 M*9?^^\9S7Y]@8^)_$:!8V&(AAH2UC'E5I=- XR>OF[^1^C8Z7A5PY7>!GAYXF M<':4^9I7Z[2BM/)6\SS3X3_\%*OA3XRU"+IO'VDW'AR>9@JW4A\VV// !<">,/#-*X974C((([X%XT_!_8 T/PCX7O/B3 M\&4F6&QC:,4-(D>!R1Z"JG_ 3I_:0UC3?%$?P0\5:D\VGWJDZ. M9GSY$OT7RQGLW8>M=.3\6Y_D^>0R;B**;J?!4CHFWHKVLFF]-DT]T[32UW::V>A]HZY]7]CZ+>:OY6_[+:R3,XW;5+8 M_2OF;X8_\%&IOB)\3M+^'C?#);8:C?\ V,[2+\MLZ\XV\]*^C_'' (EZQ_V" M[C_T6U?E'H'BG5_!/C1/%.@R^7>V=S(]M)W1R& 8>X$D?2[\1N)\TXZ?1O:Q'AKPKE7$N QWUFGS(I*#NU9M2[-=4M[GZ$?M_MO M?"KX%WTGAL-)K.M/(GL+%@5A/I(Y.%/MR?:N4_9B_;F\1_M!_%\> ;OP+:Z9 M:-!\UPLD=XTCY3;@,D\<>&-4U"XO4M)++\1, M\S6CC915"'.2?)[;AYWO)W7I?HC3-<'X;9%E-?!0FZ',46N?WG%3MTLU%)/ MU\V>1^*I/&L7A^ZD\'VUK-J8C'V2^\D*1,V1!Y@"0,9[5\YW7[7WQVT_X<7/ MQ#G^'FBS1+KATBUMK>^=I)+H2*I&-GW2"<'UQ7TY7G,7[,W@6+PK!X1%U=FV M@\3#7$)D^8W'F!\?IN5%?9\08#.\7*,LOK2A[LE9-}]=^77F6C7]W\3@? G[;4OQ'^+/A[P7X9\-0OI>]VT0O;\S M'=!F5KPY0SZA0J?VK-2FY75MDK+1?.^YCQ'7X?KXBG_9--P@HV=]V[O5ZO M=6V"BBBOHCYT**** "BBB@ HHHH **** "BBB@ HHHH M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH ****"?B#_D WW_7G+_Z :_)CP+X,UCXA>+K#P5H\A%[4XBMS<.53=@ MGD@' Xl*_6CO!_R_[_KSE_]-?F'^RI_P G&>$O^PJO_H+5^(^+-&&)S3+*_M,]I2DGZ.5-,_=?"#$5,)E&:UX?%",9+U4:C1Z)_P[-_/_Y^?#G_(-'_P#C M5'_#LW!H_P#Y^?#G_@T?_P"-5^@=%?0? \0EX3_Z>?^!_\ ^=_P"(P\7_ /3O M_P _P#MCBOV=O &N_"[X-:%X#\3- ;]3K3R[@VTA=-V2>"0,]?2OA3]O_Q% M>:[^T]K=G=2%ETR*"T@!_A3RQ)C\Y#7Z05^;GF? >@7FA_M0:]=72$+]4<%U M2.]>4L>?SC:O\5<+]1X/P^&HT?Y(3A'Y$*$DK_@>GX28KZ]QGB<37MSSISE\W M.+=OQ^1]O?Z/#+'P\-? #FD6=N$>6Q6>Y.,%Y'Y+'|*|%KSW]E7QA8^-_@% MX;UBRN1(R;>L-P V2DB<%3[CBO0]_2LA5!9)AO8_!{.%K=N5'Y?G[Q#SS%>W M^/VD[W[\S"OSJ_X*'>#-/\ (_M%W=SID"QQZK8Q7DBJ,#S'65N/\ @(K[%:._MW_@HGXPL/%7[15S:;;.DB:7IT5I*5Y_>@LS#/T(KX+Q=^K_ZL1Y_B]I'E^YW M_ _0_!MXC_6J7)\/LY> (;KQ+^SCX7O;TDR1:,3UG*D8*A^<&O MCC_@HG_R=!JW_7E9_P#I/"7CU?AQ@?:?%>E?_,%R:\//9+O+QWLOAM5 MM_X,B?8_[''AC3_"GI./AJ5[54W%HUQ<.!@R2.YRQ]\!^ KTZN$_9B_P"2 M >%?^P2G\S7=U^K9#"%+(\+&*LE3A_Z2C\CX@J3JY[BIS=VZD\ \TIG"_M*>_M A\2O@CXA*I"'FEL'DMI_PR*,@_SKXN_P""?I__+7=R8B85TSQ*ES& MR\ 02L),#VV.5_"OS7Q'IO*L[R[.X[0FHR?E>Z_#F/T_PTJ+-\BS/(I/6<'. M*\[6?X\A^?QE\>P?##X6:[X[FF5&T[3)9;??I;;;1&OXN5'XU\0_P#!/?X> MS?$?]H!O&VJTL.B(U{(E7%2]G'ORJZ? \.[?\ M@>"_-%/&AU-X#^/K)_9R^(4/0O^ M"V@>+DD#2RV*Q7(!Y61/E;/N<_C7FO_4;^K\0_O_A*;6W#77AZZ$X;'-M(A?R?]$KBO^"7/Q-6YT#7_A9J%UAK)UU&S5CTC;Y)3[-'R_S- 9Y;_QC?B;7 MPKTIXN/-'MS:R_-27S1>9WXF\+L/B]ZN#ER2[\ND?R<\F<#_P %,_&Q\0?& M>P\&V\NY-'T]0P4\;Y"&Y]QTKZW_ &8?AZ/AA\"?#?A)X3'/!J37B$8(GD' MF2#\&8BOAO3+5_VD/VT0DD9EM=2\2&2=.$[;9'R^/8*#7Z0].E:\ 0_M;B', ML[EM*7)!^6[_4#+O#G_8_#>5Y%'>,/:37FU9?BYGY;_M)ZI?>,OVC/$T\[M$S3ZVUNN?]G$;_\H(K]*? A7X7T[P9\.-$\,Z5 (H+338E5 ,8.T$_]37YK? MM':=>^#OVC/$L,RD36^N-<+D8/S$2K^C"OTK^&/B33_%_P /-%\2:7.)8+O3 M8G1P>OR@'!0:\SPOY/\ 6',W5_B\W7>W/+F_&U2D>IXJ\ZX1Q*,!=^_8T_P"3:0'_\$Q/"'G:9\$=1\3Q1#[7]>MO'(. M\<342+L'X%W_.O/O\ @Z+L'KM=_P#I'/7ZG5^,?I"

^B8Z^IJ^6?\ @E?_ ,DR\1_]AX?^ MB8Z^IJ//#S_DC<)Z/_P!*D3XB_P#):XS_ !+_ -)B?G__,%+_$5YJ7Q_CT&: M0F+3-)A$*^GF#>?UKZ:_8*\%Z?X1_9LT2XMK8+<:KYEY=R;<&1F<[2?H@4?0 M5\Q_\%+= Nl._:#&N31L(M1TF PL1P?+7:1^*.8^V^.T^6_^*.W_&[^'D??<6\Z*GZ#\9[#Q-80*C:SI2R71M48S(C%,_DHKZ+_X)^^(KO7_V8|&AN\ÐZ?/<6]N6R642%Q^6_'T%?,_\ P4[\ M8:?K?QCTWPU8S]ÐZ1I02Z"G.V1V+@?\ ?+"OH?\ X)ÐZ!>:'^S)H\UX"#?W- MQ*F/^K_!RRYK;7O"_P#Y-^)^X\4<[\);KO;G MES?C:_R+\5.? 5K*51_A)?AOEGM_C_=WOO_V?&/\ P4 U^\UO]|'7+2[: M/^U%K]U=*0NHQVUS!D8RGDK'G\XVKZL^#/[,'|+OQ ^%FA>,3\)],F:_TZ.2M2422C<^,,?O|<@UR<-1SZ?&N:?V>Z:J"]*Q[C&^73XF?'3.T5\WZM>?\$OM#U>XT'4],TI+NUG:&>) M=.U%]KJ<$952#SQP:^G]+BL(=-MXM+C"6RPJ+=5! "8XZ\]*\/P_R2>69CC:M]Q5&K[1IN-*7-RN\GJNF[2]&>[XB9Y#-,MP-!86M25)-*5:/+SKEBM'U>B;] M5W/@[_@IW_R7BQ_[,7_ *&]?47[# ,\ R:MX0_Z\Y,\ TIEKY=_X*=_\EXL? M^P#% P"AO7U%^P__,FK>$/^O.?_ -*9:\KA+_DY^9_X9?\ I<#UN+O^3595 M_BC_.D5#U:OC3_@JK_R$O"W_7"7^9KI+KXT_P""JG_(2\+?I<)?_0C7U'B= M_P D;B/6'_I2/E?"W_DM4/M%IK[1,XZF*M.*,J/^^G?\Z^FZ^=_P#@F7_R;S<_]C%/_P"BXJ^B*]/@6G"GPC@U%6]R_P V MVW^)YG'U2=7C'&N3O[[7R227X!7YB?MB:5::#^TSXLMM-38IU/S^WWY$61C_ M -],37Z=U^9WI;O_"=#XK_Z^HO_ $1'7QGC(E_86'EU]I_];(^U\%)27$.(MCT=)_P#I4?\ _13X7.\OPR\.R2-EFT*S+'U/DI7YF_%_7XO&?Q_UG6_$EVR M076O-]DQ]R/?@X'L!7Z8_"K_DE_AO\ [%G_P"B$K\S?BGHUOX/^/\ JVD^ M)+3S8+3Q WV]%@?GC\S)"]*_Q7]]\GRY?9OK?:_+&U_P ?Q/2\(O9+.LR? MVN72V]N9WM\[?@?=EC^V_P#LLZ;91:?8^/(8H8(U2**.U<*B@8QP!4Q_#= MGL,?_11$_P# 9_\"K5C^QU^RI]%G%?6?PDTN6*:,/%(DTI#*1D$'?TJ7_AB M[EW_HCNF_\ ?V;_ .+K[>%/Q!Y5RSPUNFE0^$E/PZYGS1Q5_6D9EW^W%^RU M?6LMC>>/HI(9HRDL;VSX92,$'CIBO@[X3ZBNE?'C1-3T"X(6+Q!&]K)WQYG! M_*OOI4OV/OV4=)T^?5=2^$FEQ6]M"TL\K2381%!+$_/V ->=^"=3_P"";&H^M,M.TSP5I^FOK$MZB:FZ@&,V?E +)MZ^O%?\'49'G^;8S"O-,7A:4H2O#W MI1E*[C=+F6NRM;JS[/A7/>'LHP6,6583%58U(VG>,91C92LWRO3=WOT1]#>. M/^1+UC_L%W'_*+:OS^"/ARS\6_'OP]X?U%]O<>((O.1AD.BR;B]B%Q^- M?I_XX_Y$O6/^P7*<(U,ZRN$E=.33_P# MH&GA/.=+(\UG%V:@FO51F?I_%%'#$L,2!510JJ.P':G445^U[X;N%%%% !1 M110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%% M% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M %%%% %3O!_R ;[_ *\Y?_0#7YA_LJ?\G$>$O^PJO_H+5^H.H6OVZPGLM^WS MH63=CID$9KY?^%'_ 3@F^&GQ%TCQXWQ.6Z&EW8F^SBP*^9P1C.[CK7YAQJP M_F^3GF3X3/LLJ8'$?#-;J4UJFO-/_(I?(LZQ?#^:T=AOB@ M]NC3T:?DU_F?G#^R?^UKKOI.&LRZ%KEE+>:!=2YN|)>)('Z;TSW11WK[#\/_M +&[U*U16=62> MGGJE>W1))7U;[ZFFZ?::3\&EV.(CAMXECB11@!0, 5^>/\ P43_.3H-6_Z M\K/_-)XZ_16OG+]HS]@N;X_%*[^(Z?$)=/%U##']E-EOV[(U3.=PZ[*S"IR0=.2O9O5RB^B M;Z,]2_9B_P"2 >%?^P2G\S7=U@_##P6?AU\/I*\#F^^TG3+00_:-FW?@GG';MK6]7V65T:F'RRA2]*THPBFO-129\3FM:GBTN'N)J.*K2M3UC-ZOW6M]-='9_(_/OQ+XO\ %7[1GCCPMX:EW&Y^SVFD M6]DY&XOMW_J,_P"[7Z<^#O#6G>#2"NG^%=)@$5MH]G'!#&:!U54 "OGIX ?\ M$][+X,_%"P^(V]>.5U7^SA(T%H]BV#S&1E#$DGINR/<"OI.O \.N&\TRB&(Q M>9QM7J-+5IOEBNZ;6K?X(^@\2>)LISF>&P>52O0I)O1-+FD]K-)Z)?BS.\7> M'++Q=X7U#PQJ,2O#?VDD+AQD?,I /X'|_"OS'\/>*_$OI-7Q.5TLWZ(;FV-G MYFZ0#!,.1U 7\]?B+PWFF;PPV+RR-Z]*7=)V>N[.6C6WFP\-N)LJR:IB<'FL MK8>M'JFUS+39)O5-Z^2/,_\ @F#X"?6_B'K7Q+OH=RZ;:F&"3TFEZ_\ CA:OMM^O./V9/V?;+]G3P\X1AU<:A/<7;3W%X(=F_P#NC'/05Z/7O<$9)5R#AREA MJT;5'>4EOJ?=::*R^1_P =Y{1XAXEK8JA*]-6C!ZKW8KL^[N_F?"_ 4D M_9UU2XOX?CMX3TYIHO)6WUZ.),E"/N3";!VD]L+ZUPW[(?[;L_P/LAX"\>V MDU[H!DW6\L/,EH3UP.Z^WY5]^7=I:W]K)8WULDT,T92:*5 RNI&"I!X(([5\ MÜ?%[_@FC\.O&6I2ZU\.O$%OAZ>9RSVK1>=; GKM7(9?H#CVKX_B/@[/AZIYI%L') ^F^ MO:_@!^P?\+?@KJ&*LAE],IUYXJ<=8T^C?3F?+'3OK\GL?#7QJ^& M.O\PL\0V&E>*I'.I:CH\.HWJ2'+1O*S_*??"@_C7Z$?L:'/[-7A0C_H&)_* MN*_;;_8:E_;&^)(^IX^730-.BM?LQL_,^X7.[.1UW?I7KGP8^'1^$WPTTGX M?-J8O#IEJ)N1'MWX[X[4^""$,QX>XJQ565-J@XN,)-IWU6MD[ZVOJA<;\8Y M;Q'PGA*4:B>(4E*<4FE'1Z)M6TNEHSY4_P""JG_(S^%_^O"3_P!#->J?\$V/ M^3;Q_P!AVY_]BK4_:M_9&D_:5U32M1C\9#2_P"S8&C*FU\S?EB<]1CK75_L MT_)OV??AL/ #Z\-2/V^2Y^TB'9]*,8R?[OZUV9;P_F]#Q&Q&9SIVH2BTI7 M6KM%;7OT?0XLRXBR>OX:8,*Z=6]>$DW&ST5Y/>UNJZGH%9OB_P_;=XS\+W_ M (4U>(/;:A:O#*I]&&*T]*_3*E.%6FX35TU9KNF?E].I.E44X.S3NGV:V/RR M^(_@7QY^S\'8GTQGEM;W2IL3Z7>@<319^1P>X(X()M" M@L/BG,N" MLQJ5U\/B';WK!/OVX/%%SI?A MS3)!.*>';.6\E1N<84X>0CC<2, >F?>NP\(?\$K;P7Z3>./B>AM0W]R#3K/M;(P!F8D#\]^C?#Of//P_\!_"N_\ A=\/!*CTV&_LWBGNRN^65V7'F.QY<_CP M.!@5Z53_<>*6T72S2$\W MP7^+.D?$U_B0M\-+>5C:BQV>9OA>/KNXQOS^%?3%>UX:9'FF09'5P^.I\DW4 M-XH9]E7$.>TL1@*G/!4U%NS6O--VU2Z-!1117Z(?FP5\I_ M\%5O^1!\)_\ 88G_ /10KZLKR?\ :N_9GD_:6T#2=$3Q2-+_ +,O))S(;?S/M,W)MQU&*^8XSR_%YKPSB<)A8\U2:5E=*_O}[NRV1]5P3F.#RGBG#8O%2Y:<& M[NS=KQDME=[I\Q_X)7_\DR\1_P#8>'_HF.OJ:O*_V5/V;7_9K\+ZEX=?Q0-4 M.H7_ -I\T6_E[/D5<8R<_=_6O5*.#,OQ>5<,X?"XJ/+4BG=73M[S>ZNB>-,Q MP>;<48G%X67-3FTT[-7]U+9V9X9^W1^SM>_&[XU\W7-$W2VL2CYIX_MXHQ[]P/6OD'IF^ :6\5?LR^,)XKBQEGTJYEVZKIC_*P8<;EST8=/?%?IC7C MWQW_&)_@]\8XK-(9UD ML^3$QW3T4K:73VO;1IZ-=NOUG!W&^6X3*IY'GE-SPLKV:U<;ZVMO:^J:U3[] M%*_MU?LV>)]/6\?O]#I\X7+V^HJ8F4^G/7*X_XS?\ !1SX4^$(FLOAC(^ MNZJR$0R+&5MXFI,S'[P]A7FVJ?\ !*SQE%=$:3\4K&6$_=,VGLK#V/S\UL^" MO^"5UK%=QW'Q^)CSP@@O;Z9:>6Q]MS%OT%>54S3Q9Q=+ZM'"0IR>CGIYJ\ MVON3\D>K3RKP@P=;ZS+&3J16JA:6OD[03_%>I\^?##X>_$+!]GXQ&&:26ZN- M0NS<:QJ,@:V)"#_P#5C#3JM5Y\^(JZSEV\DW]]=6^K/D^.N,WQ5B84\/#V>'I:0CU[7:BTT26RZGQU_P % M)/V=]4N[R+XY^%-.>:-8E@UQ(4R8P#\DI [3?M _P#!1;PT^CS>#_@/%/J&MI7JG'^TVA9%@W<9C!Y9^>#T_&N0A_P""5WCQKH1S_%#3EBW?-(+!R<>N-]>T M_#]@WX6_];4X?%6JRR:IK4!S!2,<9]SDCL13IXGQ0SR/U6I1AA MHO253JEUY5S2=[;.?-;DSPOA5D4OK=.O/%2CK>Z M/GDCSO\ X*'?LY:A M\3/"EM\3_"%BT^JZ'"R7D$29:>USNR!W*')^C'TKQ;]CG]M0? ^$_#SXC0SS M:"TI:">-2TEDY//R]2OL.17WX0",$5X/\,C'_?.">]?3<2\)9Q2SI9YD,DJ_VX/12Z>FJW3MW3N?+<,<89+5R- MY#Q!!RH7]R:U<.OKH]V:OO9JQV^D_M5?L[ZQI@U6W^+VAQQ[=S+<?Z1N@_VE M8Y'XUY%^TE_P4)^'^@^'+OPM\(-0&K:K_\ M!*WQS'G0^0K M>JLQ+-CW!!K@Q.9^*6:47A(8*-%O1SNM.[7O.WR3?8]'"Y7X49576+J8V==1 MU4.5Z]D_=5_FTNYXA^QS\ ]?^:_Q=M]%/!>AP:?86XQ'! N.?4GJQMISS6M7U_!G"E+A3+722\]VV_(^-XVXN]?9HJRCR4H*T(JEU M;Z7?ELDETN_B+_@]5X+OL;Q[H/CN.!C.76F&U>3!P)4=CCV^5EK4_8S_&W/ MAE\.OA;;?#+XGWES92.;+(+&Z2W:2-XF;=M^4?*0Q;KZBOJGXF?#'P,\7/"D M_@WQSI*7=E/S@G#1MV96'*L/45\S>(?^"5FASZB\GA?XHW-O:DDK%>VBR.OM ME=O\]^-SGAOBS)^*]F$J>2 M9]*5-TG[LHIO:]FFE*SLVFFK6_#Z#^$W[0OPK^-MQ=VWPZU]KU[) UP&MV3: M"<#[PYKY]_X*J"\ (2\+?]<)?_0C7L7[*7[)$G[--_JMZ_C%=4_M*%4VBU\OM9@YSU.:=^U;^R,)^TMUGF"XFX@X&G0Q-%+ M%2:O"+25E-/=R:VUW/$R''<+\/<>PQ&&KMX2*=IR3O=P:V44]W;8Y[_@F7_R M;S<_]C%/_P"BXJ^B*\Z_9B^ [_L[_#N7P(_B$:F9-1DNOM A\O&Y47;C)_N__MK7HM?4*X+$Y=P[AL-B(\LX02:T=G\M#Y3BS'87,N),5BL/+FA.;:>]NO1ZA M7YG?MN_\G0^*_P#KZB_]$1U^F-?,GQP_X)YS?&'XI:M\1U^)*V0U.5'^RFQ+MI-J*O7<,_=S7R_B7D6:Y_E%*C@*?/*,[M72TY6NK7<^I\+_RKAI.ZM?'U.2 M$J;BG9O7FBI:)]$SWWX5?\DO\-_]@"S_ /1"5\G_/!2#]G74TU=/CEX4TUIM;:5%BUM(4R8F'"RD#L>A/KBOK_PIHA\->%]-\.&?S?]/L(;S<8W^6@7..V< M5;N[2UOI62RO;...&5"DL4]!E=2,$$'@@U!GO#E#B+(%@*]Y796>_:)+)?S[M/NCY[(;)L1PWQ"\PPZYE=IK;FBWJO+NNS/C/]D+]O70_"/AFT^&7QCGEC@LD M$.G:N%+A8QPJ28Y&!P#Z"OI,?M1?L\'3OJ4_X7'X?\GU_M*/.<9VXSG/M7E7MQ=_X)K_"WQKJ$FL_#[59O#<\K%GMHT\VVR>X0\K]_0!V KS)O^"5_C\3[%^) MVFE-V!)]@<<>N-]?"8+$>)O#M!8+ZK'$PCI&=^BVZIZ>:3\S[&X?PMXDQ#QMWU]>&G/64.72[WM[K2OY-KR-+]K_/;T\.^+/"MY\,/@Y<23Q7\9AU+5BA53 M$>&C3/)R.">F":P?^"=?I/6J^*/',?QD\0;>\>E:0Q.GO(N//N.Q7U"]<^M> MF?"S_@F/\./#-]'JGQ*\27&OO$P(LXE,%NQ_V@#N/TW8]0:^EM(T?2M TV'1 M]$TZ&TM;= D%O;Q!$11T X%;Y3PEQ%G>?0SCB%J/L'_LU?IOKFF_VQHMYI EV?:K62'?C.WQP^'_$63Y+D^8T<95Y958VBK-W?+)=$[;M;GU'1117Z>?E84444 %% M%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 444 M4 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %% M%% !1110 4444 %%%% 'RI_P4C@^*A.#1OB3X&\4ZI96 +6FII973(B,<&- MB > <,,^I I?V!/VL+'Q%HK?"CXF^)B-7BE9]-O=0G_X^T8YV%V/WAT[CWX MKZ8\8>$/#_CSPU>>$?%.G)=6%l"8KB%QU!{CT(Z@]B*^&_CA_P $[_BIX%U: M76_A-&^N:8'+P16IXNH!Z;>K'W7-?D7$N XDX>XD_MW+(RK4I+WZ=VL:)V79MV3NEH[WT/V+A?,.&>(^&?[S64:.6+O3J62OJVKONKM--JZM;4^[JP_B'\1_ M!WPM\,W'BWQMK4-G:6\9;YW&^4@<(B]68^@_E7YUV'Q _;)\!1_V!:ZMXRTX M1?*;9X)05QQC#+FJ\'PO_:J_: UI'O\ P[XCU:1VYN]0B=84/N[X1>]8UO%: MM7H^RO6 J.N]$GJD_DKOTLC:AX2T:%;VN.S"FJ"U;3LVOF[*_>[,KXC>*?$G M[27QRN=8TO3Y)+K7-1$5A:+R50MA%S["OTU^'WA&U\ ^!M(\$V3[HM)TV&TC MOFV[M=++S/%\1^* ' XML 22 R1.htm IDEA: XBRL DOCUMENT

Cover - shares	6 Months Ended	
	Jun. 30, 2024	Aug. 02, 2024
Cover [Abstract]		
Document Type	10-Q	
Document Quarterly Report	true	
Document Period End Date	Jun. 30, 2024	
Document Transition Report	false	
Entity File Number	001-12019	
Entity Registrant Name	QUAKER CHEMICAL CORPORATION	
Entity Incorporation, State or Country Code	PA	
Entity Tax Identification Number	23-0993790	
Entity Address, Address Line One	901 E. Hector Street	
Entity Address, City or Town	Conshohocken	
Entity Address, State or Province	PA	
Entity Address, Postal Zip Code	19428 – 2380	
City Area Code	610	
Local Phone Number	832-4000	
Title of 12(b) Security	Common Stock, $1 par value	
Trading Symbol	KWR	
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		17,912,155
Entity central index key	0000081362	
Current fiscal year end date	--12-31	
Document Fiscal Year Focus	2024	
Document Period Focus	Q2	
Amendment flag	false	

~~XML 23 R2.htm IDEA: XBRL DOCUMENT~~

Condensed Consolidated Statements of Operations - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Income Statement [Abstract]				
Net sales	$ 463,567	$ 495,444	$ 933,326	$ 995,592
Cost of goods sold (excluding amortization expense - See Note 13)	287,849	317,753	576,045	644,451
Gross profit	175,718	177,691	357,281	351,141
Selling, general and administrative expenses	116,949	119,853	241,129	239,402
Restructuring and related charges, net	320	1,043	2,177	5,015
Operating income	58,449	56,795	113,975	106,724
Other income (expense), net	422	(3,606)	1,502	(5,845)

Interest expense, net	(10,754)	(12,721)	(21,578)	(25,963)
Income before taxes and equity in net income of associated companies	48,117	40,468	93,899	74,916
Taxes on income before equity in net income of associated companies	15,778	13,830	28,286	23,363
Income before equity in net income of associated companies	32,339	26,638	65,613	51,553
Equity in net income of associated companies	2,571	2,755	4,555	7,381
Net income	34,910	29,393	70,168	58,934
Less: Net income attributable to noncontrolling interest	25	47	56	54
Net income attributable to Quaker Chemical Corporation	$ 34,885	$ 29,346	$ 70,112	$ 58,880
Per share data:				
Net income attributable to Quaker Chemical Corporation common shareholders – basic (in dollars per share)	$ 1.94	$ 1.63	$ 3.90	$ 3.28
Net income attributable to Quaker Chemical Corporation common shareholders – diluted (in dollars per share)	1.94	1.63	3.89	3.27
Dividends declared (in dollars per share)	$ 0.455	$ 0.435	$ 0.910	$ 0.870

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Condensed Consolidated Statements of Comprehensive Income - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Statement of Comprehensive Income [Abstract]				
Net income	$ 34,910	$ 29,393	$ 70,168	$ 58,934
Other comprehensive (loss) income, net of tax				
Currency translation adjustments	(18,840)	(13,080)	(44,229)	1,388
Defined benefit retirement plans	125	697	479	571
Current period change in fair value of derivatives	(15)	4,173	2,330	4,563
Unrealized (loss) gain on available-for-sale securities	(44)	1,241	1	1,575
Other comprehensive (loss) income	(18,774)	(6,969)	(41,419)	8,097
Comprehensive income	16,136	22,424	28,749	67,031
Less: Comprehensive (income) loss attributable to noncontrolling interest	(26)	(9)	16	(19)
Comprehensive income attributable to Quaker Chemical Corporation	$ 16,110	$ 22,415	$ 28,765	$ 67,012

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Condensed Consolidated Balance Sheets - USD ($) $ in Thousands	Jun. 30, 2024	Dec. 31, 2023
Current assets		
Cash and cash equivalents	$ 188,568	$ 194,527
Accounts receivable, net	423,906	444,950
Inventories		
Raw materials and supplies	116,026	119,047
Work-in-process and finished goods	123,115	114,810
Prepaid expenses and other current assets	67,485	54,555
Total current assets	919,100	927,889
Property, plant and equipment, at cost	447,808	453,419
Less: Accumulated depreciation	(246,985)	(245,608)
Property, plant and equipment, net	200,823	207,811
Right-of-use lease assets	36,693	38,614
Goodwill	517,582	512,518
Other intangible assets, net	866,167	896,721
Investments in associated companies	96,090	101,151
Deferred tax assets	12,903	10,737
Other non-current assets	22,834	18,770
Total assets	2,672,192	2,714,211
Current liabilities		
Short-term borrowings and current portion of long-term debt	32,448	23,444
Accounts payable	185,351	184,813
Dividends payable	8,163	8,186
Accrued compensation	31,595	55,194
Accrued restructuring	1,048	3,350
Accrued pension and postretirement benefits	2,191	2,208
Other accrued liabilities	89,281	90,315
Total current liabilities	350,077	367,510
Long-term debt	703,655	730,623
Long-term lease liabilities	21,671	22,937
Deferred tax liabilities	147,100	146,957
Non-current accrued pension and postretirement benefits	28,109	29,457
Other non-current liabilities	25,974	31,805
Total liabilities	1,276,586	1,329,289
Commitments and contingencies (Note 18)		
Equity		
Common stock $1 par value; authorized 30,000,000 shares; issued and outstanding June 30, 2024 – 17,940,532 shares; December 31, 2023 – 17,991,988 shares	17,941	17,992
Capital in excess of par value	938,436	940,101
Retained earnings	604,404	550,641
Accumulated other comprehensive loss	(165,762)	(124,415)
Total Quaker shareholders' equity	1,395,019	1,384,319
Noncontrolling interest	587	603
Total equity	1,395,606	1,384,922
Total liabilities and equity	$ 2,672,192	$ 2,714,211

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Condensed Consolidated Balance Sheets (Parentheticals) - $ / shares	Jun. 30, 2024	Dec. 31, 2023
Statement of Financial Position [Abstract]		
Common stock, par value (in dollars per share)	$ 1	$ 1
Common stock, shares authorized (in shares)	30,000,000	30,000,000
Common stock, shares issued (in shares)	17,940,532	17,991,988
Common stock, shares outstanding (in shares)	17,940,532	17,991,988

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Condensed Consolidated Statements of Cash Flows - USD ($) $ in Thousands	6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023
Cash flows from operating activities		
Net income	$ 70,168	$ 58,934
Adjustments to reconcile net income to net cash provided by operating activities:		
Amortization of debt issuance costs	706	706
Depreciation and amortization	41,984	40,824
Equity in undistributed earnings of associated companies, net of dividends	(4,221)	(4,207)

Deferred compensation, deferred taxes and other, net	(647)	154
Share-based compensation	8,128	7,414
Restructuring and related charges, net	2,177	5,015
Pension and other postretirement benefits	(994)	(308)
(Decrease) increase in cash from changes in current assets and current liabilities, net of acquisitions:		
Accounts receivable	10,483	22,017
Inventories	(9,141)	11,750
Prepaid expenses and other current assets	(15,646)	(8,925)
Accrued restructuring	(4,442)	(5,410)
Accounts payable and accrued liabilities	(25,021)	(11,912)
Net cash provided by operating activities	73,534	116,052
Cash flows from investing activities		
Investments in property, plant and equipment	(11,124)	(17,040)
Payments related to acquisitions, net of cash acquired	(24,899)	0
Proceeds from disposition of assets	2,798	0
Net cash used in investing activities	(33,225)	(17,040)
Cash flows from financing activities		
Payments of long-term debt	(34,169)	(9,439)
Borrowings (payments) on revolving credit facilities, net	20,533	(62,778)
Payments on other debt, net	(37)	(456)
Dividends paid	(16,372)	(15,631)
Shares purchased under share repurchase programs	(7,760)	0
Other stock related activity	(1,492)	(712)
Net cash used in financing activities	(39,297)	(89,016)
Effect of foreign exchange rate changes on cash	(6,971)	(1,554)
Net (decrease) increase in cash and cash equivalents	(5,959)	8,442
Cash and cash equivalents at the beginning of the period	194,527	180,963
Cash and cash equivalents at the end of the period	$ 188,568	$ 189,405

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Condensed Consolidated Statements of Changes in Equity - USD ($) $ in Thousands	Total	Common Stock	Capital in Excess of Par Value	Retained Earnings	Accumulated Other Comprehensive Loss	Noncontrolling Interest
Beginning balance at Dec. 31, 2022	$ 1,278,585	$ 17,950	$ 928,288	$ 469,920	$ (138,240)	$ 667
Increase (Decrease) in Stockholders' Equity [Roll Forward]						
Net income	29,541			29,534		7
Amounts reported in other comprehensive income	15,066				15,063	3
Dividends declared	(7,822)			(7,822)		
Share issuance and equity-based compensation plans	1,418	32	1,386			
Ending balance at Mar. 31, 2023	1,316,788	17,982	929,674	491,632	(123,177)	677
Beginning balance at Dec. 31, 2022	1,278,585	17,950	928,288	469,920	(138,240)	667
Increase (Decrease) in Stockholders' Equity [Roll Forward]						
Net income	58,934					
Amounts reported in other comprehensive income	8,097					
Ending balance at Jun. 30, 2023	1,336,666	17,999	934,941	513,148	(130,108)	686
Beginning balance at Mar. 31, 2023	1,316,788	17,982	929,674	491,632	(123,177)	677
Increase (Decrease) in Stockholders' Equity [Roll Forward]						
Net income	29,393			29,346		47
Amounts reported in other comprehensive income	(6,969)				(6,931)	(38)
Dividends declared	(7,830)			(7,830)		
Share issuance and equity-based compensation plans	5,284	17	5,267			
Ending balance at Jun. 30, 2023	1,336,666	17,999	934,941	513,148	(130,108)	686
Beginning balance at Dec. 31, 2023	1,384,922	17,992	940,101	550,641	(124,415)	603
Increase (Decrease) in Stockholders' Equity [Roll Forward]						
Net income	35,258			35,227		31
Amounts reported in other comprehensive income	(22,645)				(22,572)	(73)
Dividends declared	(8,186)			(8,186)		
Share issuance and equity-based compensation plans	2,443	(2)	2,445			
Ending balance at Mar. 31, 2024	1,391,792	17,990	942,546	577,682	(146,987)	561
Beginning balance at Dec. 31, 2023	1,384,922	17,992	940,101	550,641	(124,415)	603
Increase (Decrease) in Stockholders' Equity [Roll Forward]						
Net income	70,168					
Amounts reported in other comprehensive income	(41,419)					
Ending balance at Jun. 30, 2024	1,395,606	17,941	938,436	604,404	(165,762)	587
Beginning balance at Mar. 31, 2024	1,391,792	17,990	942,546	577,682	(146,987)	561
Increase (Decrease) in Stockholders' Equity [Roll Forward]						
Net income	34,910			34,885		25
Amounts reported in other comprehensive income	(18,774)				(18,775)	1
Dividends declared	(8,163)			(8,163)		
Shares purchased under share repurchase program	(8,355)	(49)	(8,306)			
Share issuance and equity-based compensation plans	4,196	0	4,196			
Ending balance at Jun. 30, 2024	$ 1,395,606	$ 17,941	$ 938,436	$ 604,404	$ (165,762)	$ 587

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Condensed Consolidated Statements of Changes in Equity (Parentheticals) - $ / shares	3 Months Ended				6 Months Ended	
	Jun. 30, 2024	Mar. 31, 2024	Jun. 30, 2023	Mar. 31, 2023	Jun. 30, 2024	Jun. 30, 2023
Statement of Stockholders' Equity [Abstract]						
Dividends declared (in dollars per share)	$ 0.455	$ 0.455	$ 0.435	$ 0.435	$ 0.910	$ 0.870

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Basis of Presentation and Description of Business	6 Months Ended
	Jun. 30, 2024
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Basis of Presentation and Description of	Basis of Presentation and Description of Business As used in these Notes to Condensed Consolidated Financial Statements of this Quarterly Report on Form 10-Q for the period ended June 30, 2024 (the "Report"), the terms "Quaker Houghton," the

Business

"Company," "we," and "our" refer to Quaker Chemical Corporation (doing business as Quaker Houghton), its subsidiaries, and associated companies, unless the context otherwise requires.

Basis of Presentation

The condensed consolidated financial statements included herein are unaudited and have been prepared in accordance with generally accepted accounting principles in the United States ("U.S. GAAP") for interim financial reporting and the United States Securities and Exchange Commission ("SEC") regulations. Certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to such rules and regulations. In the opinion of management, the financial statements reflect all adjustments, which are of a normal recurring nature, necessary for a fair statement of the financial position, results of operations, and cash flows for the interim periods. The results for the six months ended June 30, 2024 are not necessarily indicative of the results to be expected for the full year. These financial statements should be read in conjunction with the Company's Annual Report filed on Form 10-K for the year ended December 31, 2023 (as amended, the "2023 Form 10-K").

Description of Business

The Company was organized in 1918 and incorporated as a Pennsylvania business corporation in 1930. Quaker Houghton is the global leader in industrial process fluids. With a presence around the world, including operations in over 25 countries, the Company's customers include thousands of the world's most advanced and specialized steel, aluminum, automotive, aerospace, offshore, container, mining, and metalworking companies. Quaker Houghton develops, produces, and markets a broad range of formulated chemical specialty products and offers chemical management services, which the Company refers to as Fluidcare™, for various heavy industrial and manufacturing applications sold in its three reportable segments: (i) Americas; (ii) Europe, Middle East and Africa ("EMEA"); and (iii) Asia/Pacific.

Hyper-inflationary economies

Argentina's and Türkiye's economies were considered hyper-inflationary under U.S. GAAP effective July 1, 2018 and April 1, 2022, respectively. As of, and for the three and six months ended June 30, 2024, the Company's Argentine and Turkish subsidiaries together represented 1% and 2% of the Company's consolidated total assets and net sales, respectively. During the three and six months ended June 30, 2024, the Company recorded $0.6 million of remeasurement losses and $0.3 million of net remeasurement gains associated with the applicable currency conversions, respectively. Comparatively, during the three and six months ended June 30, 2023, the Company recorded $1.1 million and $1.6 million of remeasurement losses associated with the applicable currency conversions, respectively. These gains and losses were recorded within Other income (expense), net, in the Company's Condensed Consolidated Statements of Operations.

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Business Acquisitions	6 Months Ended Jun. 30, 2024
Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract]	
Business Acquisitions	Business Acquisitions

Subsequent to the date of these financial statements, in July 2024, the Company acquired Sutai Group ("Sutai"), for approximately 2.3 billion Japanese yen, or approximately $14.6 million, subject to routine and customary post-closing adjustments and earn-out provisions. Sutai is based in Japan and provides impregnation treatment products and services to the automotive industry and a variety of other industries. Sutai will be reported as part of the Asia/Pacific reportable segment. This acquisition strengthens Quaker Houghton's technology portfolio, enabling the Company to better support and optimize production processes for customers across the Japanese, Asia Pacific and global markets.

During February 2024, the Company acquired I.K.V. Tribologie IKVT and its subsidiaries ("IKV") for 32.6 million EUR, or $35.2 million, including an initial cash payment of 27.6 million EUR, or $29.7 million, subject to routine and customary post-closing adjustments related to working capital and net indebtedness levels as well as earn-out provisions related to the finalization of 2023 earnings. Assets acquired included approximately $4.8 million of cash and cash equivalents. IKV, which is part of the Company's EMEA segment, specializes in high-performance lubricants and greases, including original equipment manufacturer first-fill greases that are primarily used in the automotive, aerospace, electronics, and other industrial markets. The acquisition of IKV strengthens the Company's position in first-fill greases. The Company preliminarily allocated $15.0 million of the purchase price to intangible assets, comprised of approximately $11.1 million of customer relationships to be amortized over 16 years; $3.2 million of product technologies to be amortized over 14 years; and $0.7 million of trademarks to be amortized over 5 years. In addition, the Company recognized $16.4 million of goodwill in the EMEA segment, none of which is deductible for tax purposes. The goodwill recognized on the transaction is primarily attributable to expected cost and growth synergies. Subsequent to the date of these financial statements, the 2023 earnings were finalized and the Company made a payment of 5.0 million EUR, or $5.5 million, in connection with the post-closing adjustments and earn-out provision. As of June 30, 2024, the allocation of the purchase price has not been finalized.

The results of operations of IKV subsequent to the acquisition date are included in the unaudited Condensed Consolidated Statements of Operations for the three and six months ended June 30, 2024.

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Recently Issued Accounting Standards	6 Months Ended Jun. 30, 2024
Accounting Standards Update and Change in Accounting Principle [Abstract]	
Recently Issued Accounting Standards	Recently Issued Accounting Standards

Recently Issued Accounting Standards Not Yet Adopted

The Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-07, *Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures* in November 2023. This ASU expands on reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses, defined as those expenses that are regularly provided to the chief operating decision maker and included in the reported measure of segment profit or loss. ASU 2023-07 is effective for annual reports for fiscal years beginning after December 15, 2023, with early adoption permitted. The Company is currently evaluating the disclosure requirements of this standard and the impact on its Consolidated Financial Statements.

The FASB issued ASU 2023-09, *Income Taxes (Topic 740): Improvements to Income Tax Disclosures* in December 2023. This ASU requires public business entities to disclose additional information in specified categories with respect to the reconciliation of the effective tax rate to the statutory rate (the "rate reconciliation") for federal, state, and foreign income taxes. It also requires greater detail about individual reconciling items in the rate reconciliation to the extent the impact of those items exceeds a specified threshold. ASU 2023-09 is effective for fiscal years beginning after December 15, 2024. The Company is currently evaluating the disclosure requirements of this standard and the impact on its Consolidated Financial Statements.

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Business Segments	6 Months Ended Jun. 30, 2024
Segment Reporting, Measurement Disclosures [Abstract]	
Business Segments	Business Segments

The Company's operating segments, which are consistent with its reportable segments, reflect the structure of the Company's internal organization, the method by which the Company's resources are allocated, and the manner by which the chief operating decision maker assesses the Company's performance. The Company has three reportable segments: (i) Americas; (ii) EMEA; and (iii) Asia/Pacific.

Segment operating earnings for each of the Company's reportable segments are comprised of the segment's net sales less directly related Cost of goods sold ("COGS"), and Selling, general and administrative expenses ("SG&A"). Operating expenses not directly attributable to the net sales of each respective segment, such as certain corporate and administrative costs and Restructuring and related charges, net, are not included in segment operating earnings. Other items not specifically identified with the Company's reportable segments include Interest expense, net and Other income (expense), net.

The following table presents information about the performance of the Company's reportable segments:

	Three Months Ended June 30,		Six Months Ended June 30,	
Net sales	**2024**	**2023**	**2024**	**2023**
Americas	$ 223,517	$ 253,219	$ 453,271	$ 504,632
EMEA	138,001	143,533	276,423	295,982
Asia/Pacific	102,049	98,692	203,632	194,978
Total net sales	$ 463,567	$ 495,444	$ 933,326	$ 995,592
Segment operating earnings				
Americas	$ 64,137	$ 69,007	$ 130,906	$ 135,132
EMEA	26,652	25,583	56,223	53,154
Asia/Pacific	31,000	27,989	61,377	55,641
Total segment operating earnings	121,789	122,579	248,506	243,927
Restructuring and related charges, net	(320)	(1,043)	(2,177)	(5,015)
Non-operating and administrative expenses	(47,584)	(49,950)	(101,760)	(101,721)
Depreciation of corporate assets and amortization	(15,436)	(14,791)	(30,594)	(30,467)
Operating income	58,449	56,795	113,975	106,724
Other income (expense), net	422	(3,606)	1,502	(5,845)
Interest expense, net	(10,754)	(12,721)	(21,578)	(25,963)
Income before taxes and equity in net income of associated companies	$ 48,117	$ 40,468	$ 93,899	$ 74,916

The following table summarizes inter-segment revenues. All inter-segment transactions have been eliminated from each reportable segment's net sales and earnings for all periods presented in the above tables.

	Three Months Ended June 30,		Six Months Ended June 30,	
Inter-segment revenues	**2024**	**2023**	**2024**	**2023**
Americas	$ 2,385	$ 2,179	$ 4,898	$ 5,006
EMEA	5,479	7,463	12,539	13,556
Asia/Pacific	1,945	476	3,076	536

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Net Sales and Revenue Recognition	6 Months Ended Jun. 30, 2024
Revenue from Contract with Customer [Abstract]	
Net Sales and Revenue Recognition	Net Sales and Revenue Recognition

Arrangements Resulting in Net Reporting

As part of the Company's Fluidcare™ business, certain third-party product sales to customers are managed by the Company. The Company transferred third-party products under arrangements recognized on a net reporting basis of $19.2 million and $39.0 million for the three and six months ended June 30, 2024, respectively, and $21.0 million and $41.7 million for the three and six months ended June 30, 2023, respectively.

Customer Concentration

A significant portion of the Company's revenues are realized from the sale of process fluids and services to manufacturers of steel, aluminum, automobiles, aerospace, industrial and agricultural equipment, and durable goods. As previously disclosed in the Company's 2023 Form 10-K, the Company's five largest customers combined (each composed of multiple subsidiaries or divisions with semiautonomous purchasing authority) accounted for approximately 12% of consolidated net sales for 2023, with its largest customer accounting for approximately 3% of consolidated net sales.

Contract Assets and Liabilities

The Company had no material contract assets recorded on its Condensed Consolidated Balance Sheets as of June 30, 2024 or December 31, 2023.

The Company had approximately $3.2 million and $4.5 million of deferred revenue as of June 30, 2024 and December 31, 2023, respectively. For the six months ended June 30, 2024, the Company satisfied materially all of the associated performance obligations and recognized into revenue materially all advance payments received and recorded as of December 31, 2023.

Disaggregated Revenue

The Company sells its various industrial process fluids, its specialty chemicals and its technical expertise as a global product portfolio. The Company generally manages and evaluates its performance by reportable segment first, and then by customer industries. Net sales of each of the Company's major product lines are generally spread throughout all three of the Company's geographic regions, and in most cases, are approximately proportionate to the level of total sales in each region.

The following tables disaggregate the Company's net sales by segment and customer industry.

	Three Months Ended June 30, 2024			
Customer Industries	**Americas**	**EMEA**	**Asia/Pacific**	**Consolidated Total**
Metals	$ 63,753	$ 35,307	$ 50,150	$ 149,210
Metalworking and other	159,764	102,694	51,899	314,357
	$ 223,517	$ 138,001	$ 102,049	$ 463,567

	Six Months Ended June 30, 2024			
Customer Industries	**Americas**	**EMEA**	**Asia/Pacific**	**Consolidated Total**
Metals	$ 129,779	$ 68,127	$ 101,061	$ 298,967
Metalworking and other	323,492	208,296	102,571	634,359
	$ 453,271	$ 276,423	$ 203,632	$ 933,326

	Three Months Ended June 30, 2023			
Customer Industries	**Americas**	**EMEA**	**Asia/Pacific**	**Consolidated Total**
Metals	$ 68,743	$ 32,643	$ 48,129	$ 149,515
Metalworking and other	184,476	110,890	50,563	345,929
	$ 253,219	$ 143,533	$ 98,692	$ 495,444

	Six Months Ended June 30, 2023			
Customer Industries	**Americas**	**EMEA**	**Asia/Pacific**	**Consolidated Total**
Metals	$ 136,877	$ 71,746	$ 94,789	$ 303,412
Metalworking and other	367,755	224,236	100,189	692,180
	$ 504,632	$ 295,982	$ 194,978	$ 995,592

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Leases

6 Months Ended
Jun. 30, 2024

Leases [Abstract]

Leases

Leases

The Company has operating leases for certain facilities, vehicles, and machinery and equipment with remaining lease terms up to 11 years. Operating lease expense is recognized on a straight-line basis over the lease term. In addition, the Company has certain land use leases with remaining lease terms up to 91 years.

The Company had no material variable lease costs, sublease income, or finance leases for the three and six months ended June 30, 2024 and 2023. The components of the Company's lease expense are as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	**2023**	**2024**	**2023**
Operating lease expense	$ 3,727	$ 3,710	$ 7,470	$ 7,646
Short-term lease expense	193	183	392	394

Supplemental cash flow information related to the Company's leases is as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	**2023**	**2024**	**2023**
Cash paid for amounts included in the measurement of lease liabilities:				
Operating cash flows from operating leases	$ 3,736	$ 3,773	$ 7,397	$ 7,630
Non-cash lease liabilities activity:				
Leased assets obtained in exchange for new operating lease liabilities	2,130	823	5,364	3,656

Supplemental balance sheet information related to the Company's leases is as follows:

	June 30, 2024	**December 31, 2023**
Right-of-use lease assets	$ 36,693	$ 38,614
Other current liabilities	11,477	11,965
Long-term lease liabilities	21,671	22,937
Total operating lease liabilities	$ 33,148	$ 34,902
Weighted average remaining lease term (years)	4.9	5.1
Weighted average discount rate	5.32 %	4.91 %

Maturities of operating lease liabilities as of June 30, 2024 were as follows:

For the remainder of 2024	$ 6,994
For the year ended December 31, 2025	10,747
For the year ended December 31, 2026	8,088
For the year ended December 31, 2027	4,420
For the year ended December 31, 2028	2,486
For the year ended December 31, 2029 and beyond	5,288
Total lease payments	38,023
Less: imputed interest	(4,875)
Present value of lease liabilities	$ 33,148

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Restructuring and Related Activities

6 Months Ended
Jun. 30, 2024

Restructuring and Related Activities [Abstract]

Restructuring and Related Activities

Restructuring and Related Activities

In 2022, the Company initiated a global cost and optimization program to improve its cost structure and drive a more profitable and productive organization. As of June 30, 2024, the program included restructuring and associated severance costs to reduce headcount by approximately 120 positions globally. These headcount reductions began in the fourth quarter of 2022 and are expected to be completed in 2024.

Employee separation benefits vary depending on local regulations within certain foreign countries and include severance and other benefits. The exact timing to complete, and final costs associated with, all actions will depend on a number of factors and are subject to change. Restructuring costs incurred during the three and six months ended June 30, 2024 and 2023 include employee severance and facility closure costs that are recorded in Restructuring and related charges, net in the Company's Condensed Consolidated Statements of Operations.

Changes in the Company's accruals for its restructuring program are as follows:

Accrued restructuring as of December 31, 2023	$ 3,350
Restructuring and related charges, net	2,177
Cash payments	(4,442)
Currency translation adjustments	(37)
Accrued restructuring as of June 30, 2024	$ 1,048

In connection with the plans for closure of certain manufacturing and non-manufacturing facilities, the Company has made available for sale certain facilities and property. As of June 30, 2024, the Company classified certain properties with aggregate book value of approximately $2.1 million as held-for-sale. These assets are recorded in Prepaid expenses and other current assets on the Company's Condensed Consolidated Balance Sheets. The Company expects to complete the sale of these properties over the next 12 months. During the three and six months ended June 30, 2024, the Company completed the sale

of certain facilities previously classified as held for sale for a net gain of $0.5 million, which is recorded in Other income (expenses), net in the Company's Condensed Consolidated Statements of Operations.

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Share-Based Compensation	6 Months Ended Jun. 30, 2024
Share-Based Payment Arrangement [Abstract]	
Share-Based Compensation	

Share-Based Compensation

The Company recognized the following share-based compensation expense in its Condensed Consolidated Statements of Operations:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Stock options	$ 39	$ 203	$ 214	$ 634
Non-vested stock awards and restricted stock units	2,593	2,592	5,128	4,763
Director stock ownership plan	30	16	60	26
Performance stock units	1,582	1,076	2,726	1,991
Total share-based compensation expense	$ 4,244	$ 3,887	$ 8,128	$ 7,414

Stock Options

As of June 30, 2024, unrecognized compensation expense related to unvested stock options was $0.1 million, to be recognized over a weighted average remaining period of 0.8 years.

Restricted Stock Awards

During the six months ended June 30, 2024, the Company granted 872 non-vested restricted share awards under its long-term incentive plan ("LTIP"), which are subject to time-based vesting, generally over one to three years. As of June 30, 2024, unrecognized compensation expense related to non-vested restricted shares was $2.8 million, to be recognized over a weighted average remaining period of 1.2 years.

Restricted Stock Units

During the six months ended June 30, 2024, the Company granted 55,227 restricted stock units under its LTIP, which are subject to time-based vesting, generally over one to three years. The fair value of these grants is based on the closing price of the Company's common stock on the date of grant. As of June 30, 2024, unrecognized compensation expense related to non-vested restricted stock units was $9.4 million, to be recognized over a weighted average remaining period of 1.7 years.

Performance Stock Units

As a component of its LTIP, the Company grants performance-based stock unit awards ("PSUs"). The number of shares that may ultimately be issued as settlement for each award may range from 0% up to 200% of the target award, subject to the achievement of the Company's market-based total shareholder return ("TSR") metric relative to the performance of a selected peer group, and separately the achievement of a performance-based return on invested capital ("ROIC") measure. The service vesting period required for the PSUs is generally three years and the measurement period of the market-based and performance objectives is generally from January 1 of the year of grant through December 31 of the year prior to issuance of the shares.

As mentioned above, a portion of the Company's PSU valuation is subject to the achievement of the Company's TSR relative to the performance of a selected peer group. For PSUs granted prior to 2024, the Company's peer group was the S&P Midcap 400 Materials group. For the 2024 annual LTIP grants, the Company made an election to change peer groups to the S&P 1500 Chemical group to measure the Company's relative TSR.

Compensation expense for PSUs is measured based on the grant date fair value and is recognized on a straight-line vesting method basis over the applicable vesting period. During the six months ended June 30, 2024, the Company granted 20,205 PSUs with a ROIC condition at a grant date fair value of $200.16 per unit, which was based on the closing trading price of the Company's common stock on the date of grant. PSUs granted with a relative TSR condition are valued using a Monte Carlo simulation on the date of grant. The grant-date fair value of the PSUs valued using a Monte Carlo simulation was $234.19 per unit, which incorporated the assumptions set forth in the table below:

	2024 Grants
Number of PSUs granted	20,078
Risk-free interest rate	4.55%
Dividend yield	0.91%
Expected term (years)	3.0

As of June 30, 2024, there was approximately $12.0 million of total unrecognized compensation cost related to PSUs, which the Company expects to recognize over a weighted-average period of 2.3 years.

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Pension and Other Postretirement Benefits	6 Months Ended Jun. 30, 2024
Retirement Benefits, Description [Abstract]	
Pension and Other Postretirement Benefits	

Pension and Other Postretirement Benefits

The components of net periodic benefit cost (income) are as follows:

	Three Months Ended June 30,				Six Months Ended June 30,			
	Pension Benefits		Other Postretirement Benefits		Pension Benefits		Other Postretirement Benefits	
	2024	2023	2024	2023	2024	2023	2024	2023
Service cost	$ 108	$ 107	$ —	$ —	$ 217	$ 211	$ —	$ —
Interest cost	2,364	2,511	15	19	4,738	4,973	31	38
Expected return on plan assets	(2,020)	(2,026)	—	—	(4,050)	(4,023)	—	—
Actuarial loss (gain) amortization	127	103	(29)	(30)	255	205	(59)	(60)
Prior service cost (income) amortization	7	—	—	(4)	14	—	—	(8)
Net periodic benefit cost (income)	$ 586	$ 695	$ (14)	$ (15)	$ 1,174	$ 1,366	$ (28)	$ (30)

Employer Contributions

During the six months ended June 30, 2024, $1.9 million of contributions have been made to the Company's U.S. and foreign pension plans. Contributions to other postretirement benefit plans were not material. Taking into consideration current minimum cash contribution requirements, the Company currently expects to make full year cash contributions of approximately $5.7 million to its U.S. and foreign pension plans and approximately $0.2 million to its other postretirement benefit plans.

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Other (expense) income, net	6 Months Ended Jun. 30, 2024
Other Income and Expenses [Abstract]	
Other (expense) income, net	

Other income (expense), net

The components of Other income (expense), net are as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Non-income tax refunds and other related credits	$ 868	$ 888	3,023	1,248
Income from third party license fees	170	321	$ 395	$ 646
Gain on disposals of property, plant, equipment and other assets, net	510	—	917	—
Foreign exchange losses, net	(727)	(4,225)	(1,175)	(7,551)
Pension and postretirement benefit costs, non-service components	(464)	(573)	(929)	(1,125)
Facility remediation recoveries, net	—	187	—	1,014
Product liability claim	—	—	(896)	—
Other non-operating income (expense), net	65	(204)	167	(77)
Total other income (expense), net	$ 422	$ (3,606)	$ 1,502	$ (5,845)

Gain on disposals of property, plant, equipment and other assets, net includes the net gains recognized for the sale of certain facilities previously classified as held for sale during the three and six months ended June 30, 2024. See Note 7 of Notes to the Condensed Consolidated Financial Statements.

Facility remediation recoveries, net, during the three and six months ended June 30, 2023, reflect insurance recoveries of costs for remediation and restoration of property damage. See Note 18 for discussion regarding the Company's related business interruption claims.

Product liability claim represents expense related to the payments by the Company in connection with a product liability dispute with a customer during the six months ended June 30, 2024.

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Income Taxes and Uncertain Income Tax Positions	6 Months Ended Jun. 30, 2024
Income Tax Disclosure [Abstract]	
Income Taxes and Uncertain Income Tax Positions	

Income Taxes

The Company's effective tax rates for the three and six months ended June 30, 2024 were 32.8% and 30.1%, respectively, compared to 34.2% and 31.2% for the three and six months ended June 30, 2023, respectively. The Company's effective tax rates for the three and six months ended June 30, 2024 were largely driven by the mix of pre-tax earnings, certain one-time charges related to an intercompany intangible asset transfer, and withholding taxes, offset by changes in uncertain tax positions. Comparatively, the effective tax rates for the three and six months ended June 30, 2023 were largely impacted by the mix of pre-tax earnings, changes to the valuation allowance for and the usage of certain foreign tax credits, and withholding taxes, partially offset by changes in uncertain tax positions and favorable return to provision adjustments.

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Earnings Per Share	6 Months Ended

Earnings Per Share [Abstract]

Earnings Per Share

Earnings Per Share

The following table summarizes earnings per share calculations:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Basic earnings per common share				
Net income attributable to Quaker Chemical Corporation	$ 34,885	$ 29,346	$ 70,112	$ 58,880
Less: income allocated to participating securities	(118)	(154)	(276)	(299)
Net income available to common shareholders	$ 34,767	$ 29,192	$ 69,836	$ 58,581
Basic weighted average common shares outstanding	17,921,395	17,892,444	17,915,104	17,879,629
Basic earnings per common share	$ 1.94	$ 1.63	$ 3.90	$ 3.28
Diluted earnings per common share				
Net income attributable to Quaker Chemical Corporation	$ 34,885	$ 29,346	$ 70,112	$ 58,880
Less: income allocated to participating securities	(118)	(154)	(276)	(299)
Net income available to common shareholders	$ 34,767	$ 29,192	$ 69,836	$ 58,581
Basic weighted average common shares outstanding	17,921,395	17,892,444	17,915,104	17,879,629
Effect of dilutive securities	18,761	28,970	19,846	30,277
Diluted weighted average common shares outstanding	17,940,156	17,921,414	17,934,950	17,909,906
Diluted earnings per common share	$ 1.94	$ 1.63	$ 3.89	$ 3.27

Certain stock options, restricted stock units, and PSUs are not included in the diluted earnings per share calculation when the effect would have been anti-dilutive. The calculated amount of anti-diluted shares not included were 16,098 and 31,000 for the three and six months ended June 30, 2024, respectively, and 8,232 and 10,940 for the three and six months ended June 30, 2023, respectively

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Goodwill and Other Intangible Assets

6 Months Ended
Jun. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Goodwill and Other Intangible Assets

Goodwill and Other Intangible Assets

Changes in the carrying amount of goodwill for the six months ended June 30, 2024 were as follows:

	Americas	EMEA	Asia/Pacific	Total
Balance as of December 31, 2023	$ 283,103	$ 65,940	$ 163,475	$ 512,518
Goodwill additions	—	16,448	—	16,448
Currency translation adjustments	(2,927)	(816)	(7,641)	(11,384)
Balance as of June 30, 2024	$ 280,176	$ 81,572	$ 155,834	$ 517,582

Gross carrying amounts and accumulated amortization for definite-lived intangible assets were as follows:

	Gross Carrying Amount		Accumulated Amortization		Net Book Value	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Customer lists and rights to sell	$ 837,946	$ 841,562	$ 264,378	$ 243,872	$ 573,568	$ 597,690
Trademarks, formulations and product technology	162,620	161,613	59,421	55,879	103,199	105,734
Other	5,814	5,892	5,708	5,776	106	116
Total definite-lived intangible assets	$ 1,006,380	$ 1,009,067	$ 329,507	$ 305,527	$ 676,873	$ 703,540

The Company amortizes definite-lived intangible assets on a straight-line basis over their useful lives. The Company recorded amortization expense as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Amortization expense	$ 14,744	$ 14,692	$ 29,215	$ 29,205

Estimated annual aggregate amortization expense for the current year and subsequent five years is as follows:

For the remainder of 2024	$ 28,986
For the year ended December 31, 2025	57,855
For the year ended December 31, 2026	57,168
For the year ended December 31, 2027	56,875
For the year ended December 31, 2028	56,535
For the year ended December 31, 2029	56,020

As of June 30, 2024 and December 31, 2023, the Company had indefinite-lived intangible assets for trademarks and tradenames totaling $189.3 million and $193.2 million, respectively.

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Debt

6 Months Ended
Jun. 30, 2024

Debt Disclosure [Abstract]

Debt

Debt

The following table sets forth the components of the Company's debt:

	As of June 30, 2024		As of December 31, 2023	
	Interest Rate	Outstanding Balance	Interest Rate	Outstanding Balance
Credit Facilities:				
Revolver	4.75%	$ 51,437	5.13%	$ 30,904
U.S. Term Loan	6.55%	529,008	6.71%	561,250
Euro Term Loan	4.75%	146,024	5.13%	152,366
Industrial development bonds	5.26%	10,000	5.26%	10,000
Bank lines of credit and other debt obligations	Various	956	Various	1,092
Total debt		$ 737,425		$ 755,612
Less: debt issuance costs		(1,322)		(1,545)
Less: short-term and current portion of long-term debts		(32,448)		(23,444)
Total long-term debt		$ 703,655		$ 730,623

Credit facilities

During June 2022, the Company, and its wholly owned subsidiary, Quaker Houghton B.V., as borrowers, Bank of America, N.A., as administrative agent, U.S. dollar swing line lender and letter of credit issuer, Bank of America Europe Designated Active Company, as Euro Swing Line Lender, certain guarantors and other lenders entered into an amendment to its primary credit facility. The amended credit facility (the "Credit Facility") established (A) a $150.0 million Euro equivalent senior secured term loan (the "Euro Term Loan"), (B) a $600.0 million senior secured term loan (the "U.S. Term Loan"), and (C) a $500.0 million senior secured revolving credit facility (the "Revolver"), each maturing in June 2027. The Company has the right to increase the amount of the Credit Facility by an aggregate amount not to exceed the greater of $300.0 million or 100% of Consolidated EBITDA, subject to certain conditions including the agreement to provide financing by any lender providing such increase.

As of June 30, 2024, the Company was in compliance with all of the Credit Facility covenants. See Note 19 of Notes to Consolidated Financial Statements in the Company's 2023 Form 10-K.

The weighted average variable interest rate incurred on the outstanding borrowings under the Credit Facility during the three and six months ended June 30, 2024 were approximately 6.2% and 6.3%, respectively. As of June 30, 2024, the interest rate on the outstanding borrowings under the Credit Facility was approximately 6.1%. As part of the Credit Facility, in addition to paying interest on outstanding principal, the Company is also required to pay an annual commitment fee ranging from 0.150% to 0.275% related to unutilized commitments under the Revolver, depending on the Company's consolidated net leverage ratio. The Company had unused capacity under the Revolver of approximately $445 million, which is net of bank letters of credit of approximately $3 million, as of June 30, 2024.

In order to manage the Company's exposure to variable interest rate risk associated with the Credit Facility, in the first quarter of 2023, the Company entered into $300.0 million notional amounts of three-year interest rate swaps to convert a portion of the Company's variable rate borrowings to an average fixed rate of 3.64% plus an applicable margin as provided in the Credit Facility based on the Company's consolidated net leverage ratio. As of June 30, 2024, the aggregate interest rate on the swaps, including the fixed base rate plus the applicable margin, was 5.3%. See Note 17 of Notes to Condensed Consolidated Financial Statements.

In connection with executing the original credit facility in 2019 and the amended Credit Facility during the second quarter of 2022, the Company capitalized an aggregate of $2.2 million of certain third-party and creditor debt issuance costs. Approximately $0.7 million of the capitalized costs were attributed to the Euro Term Loan and U.S. Term Loan. These costs were recorded as a direct offset of Long-term debt on the Condensed Consolidated Balance Sheet. Approximately $1.5 million of the capitalized costs were attributed to the Revolver and recorded within Other assets on the Condensed Consolidated Balance Sheet. These capitalized costs will collectively be amortized into Interest expense over the five-year term of the Credit Facility. As of June 30, 2024, the Company had $1.3 million of debt issuance costs recorded as an offset of Long-term debt on the Condensed Consolidated Balance Sheets and $2.9 million of debt issuance costs recorded within Other assets on the Condensed Consolidated Balance Sheet. Comparatively, as of December 31, 2023, the Company had $1.5 million of debt issuance costs recorded as an offset of Long-term debt on the Condensed Consolidated Balance Sheets and $3.3 million of debt issuance costs recorded within Other assets on the Condensed Consolidated Balance Sheets.

Industrial development bonds

As of June 30, 2024 and December 31, 2023, the Company had fixed rate, industrial development authority bonds totaling $10.0 million in principal amount due in 2028. These bonds have similar covenants to the Credit Facility noted above.

Bank lines of credit and other debt obligations

The Company has certain unsecured bank lines of credit and discounting facilities in certain foreign subsidiaries, which are not collateralized. The Company's other debt obligations primarily consist of certain domestic and foreign low interest rate or interest-free municipality-related loans, local credit facilities of certain foreign subsidiaries, and finance lease obligations. Total unused capacity under these arrangements as of June 30, 2024 was approximately $34 million.

In addition to the bank letters of credit described in the "Credit facilities" subsection above, the Company's other off-balance sheet arrangements include certain financial and other guarantees. The Company's total bank letters of credit and guarantees outstanding as of June 30, 2024 were approximately $4 million.

Interest expense, net

The Company incurred the following debt related expenses included within Interest expense, net, in the Condensed Consolidated Statements of Operations:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Interest expense	$ 11,530	$ 14,389	$ 22,812	$ 28,265
Amortization of debt issuance costs	353	353	706	706
Total	$ 11,883	$ 14,742	$ 23,518	$ 28,971

Based on the variable interest rates associated with the Credit Facility, as of June 30, 2024 and as of December 31, 2023, the amounts at which the Company's total debt were recorded are not materially different from their fair market value.

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Accumulated Other Comprehensive Income

6 Months Ended
Jun. 30, 2024

Accumulated Other Comprehensive Income (Loss), Net of Tax [Abstract]

Accumulated Other Comprehensive Income

Accumulated Other Comprehensive Income

The following tables show the reclassifications from and resulting balances of accumulated other comprehensive income ("AOCI"):

	Currency Translation Adjustments	Defined Benefit Pension Plans	Unrealized (Loss) Gain in Available-for-Sale Securities	Derivative Instruments	Total
Balance as of March 31, 2024	$ (140,733)	$ (10,384)	$ 378	$ 3,752	$ (146,987)
Other comprehensive (loss) income before Reclassifications	(18,841)	113	(58)	(19)	(18,805)
Amounts reclassified from AOCI	—	59	3	—	62
Related tax amounts	—	(47)	11	4	(32)
Balance as of June 30, 2024	$ (159,574)	$ (10,259)	$ 334	$ 3,737	$ (165,762)
Balance as of March 31, 2023	$ (117,696)	$ (4,721)	$ (1,150)	$ 390	$ (123,177)
Other comprehensive (loss) income before Reclassifications	(13,042)	854	979	5,420	(5,789)
Amounts reclassified from AOCI	—	78	591	—	669
Related tax amounts	—	(235)	(329)	(1,247)	(1,811)
Balance as of June 30, 2023	$ (130,738)	$ (4,024)	$ 91	$ 4,563	$ (130,108)

	Currency Translation Adjustments	Defined Benefit Pension Plans	Unrealized (Loss) Gain in Available-for-Sale Securities	Derivative Instruments	Total
Balance as of December 31, 2023	$ (115,417)	$ (10,738)	$ 333	$ 1,407	$ (124,415)
Other comprehensive (loss) income before reclassifications	(44,157)	433	5	3,026	(40,693)
Amounts reclassified from AOCI	—	209	(4)	—	205
Related tax amounts	—	(163)	—	(696)	(859)
Balance as of June 30, 2024	$ (159,574)	$ (10,259)	$ 334	$ 3,737	$ (165,762)
Balance as of December 31, 2022	$ (132,161)	$ (4,595)	$ (1,484)	$ —	$ (138,240)
Other comprehensive income before reclassifications	1,423	611	1,442	5,926	9,402
Amounts reclassified from AOCI	—	154	551	—	705
Related tax amounts	—	(194)	(418)	(1,363)	(1,975)
Balance as of June 30, 2023	$ (130,738)	$ (4,024)	$ 91	$ 4,563	$ (130,108)

All reclassifications related to unrealized (loss) gain in available-for-sale securities relate to the Company's equity interest in a captive insurance company and are recorded in equity in net income of associated companies. The amounts reported in other comprehensive income for noncontrolling interest are related to currency translation adjustments.

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Fair Value Measurements

6 Months Ended
Jun. 30, 2024

Fair Value Disclosures [Abstract]

Fair Value Measurements

Fair Value Measurements

The Company values its company-owned life insurance policies at fair value. During June 2023, the Company surrendered and liquidated $1.9 million of these life insurance policies. As a result, the Company owns an immaterial amount of company-owned life insurance policies as of June 30, 2024 and December 31, 2023.

See Note 17 for a description of the Company's derivative instruments.

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Hedging Activities

6 Months Ended
Jun. 30, 2024

Derivative Instruments and Hedging Activities Disclosure [Abstract]

Hedging Activities

Hedging Activities

The Company's ongoing business operations expose it to various risks, including fluctuating foreign exchange rates and interest rate risk. To manage these risks, the Company periodically enters into derivative financial instruments, such as foreign exchange forward contracts and interest rate swap agreements. The Company does not hold or enter into financial instruments for trading or speculative purposes.

Foreign Exchange Forward Contracts

The Company uses foreign exchange forward contracts to economically hedge the impact of the variability in exchange rates on certain assets and/or liabilities denominated in certain foreign currencies. These forward contracts are marked-to-market at each reporting date. Changes in the fair value of the underlying instrument and settlements are recognized in earnings in Other income (expense), net. The fair value of the forward contract is determined from sources independent of the Company, including the financial institutions which are party to the derivative instruments.

Open foreign exchange forward contracts as of June 30, 2024 were entered into as hedges in Japanese yen, Mexican peso and Chinese yuan against the U.S. dollar. As of June 30, 2024, the Company had open foreign exchange forward contracts with notional U.S. dollar values of the following:

Currency	June 30, 2024
Mexican Peso	$ 30,600
Japanese Yen	5,000
Chinese Yuan	4,200
	$ 39,800

Open foreign exchange forward contracts as of June 30, 2024 had maturities occurring over a period of one month.

Interest Rate Swaps

In order to manage the Company's exposure to variable interest rate risk associated with the Credit Facility, such as the Secured Overnight Financing Rate ("SOFR"), in the first quarter of 2023, the Company entered into $300.0 million notional amounts of three-year interest rate swaps to convert a portion of the Company's variable rate borrowings into a fixed rate obligation. See Note 14 of Notes to Condensed Consolidated Financial Statements. These interest rate swaps are designated as cash flow hedges and, as such, the contracts are marked-to-market at each reporting date and any unrealized gains or losses are included in AOCI to the extent effective and reclassified to interest expense in the period during which these hedged transactions affect earnings or it becomes probable that the forecasted transaction will not occur.

The balance sheet classification and fair values of the Company's derivative instruments, which are Level 2 measurements, are as follows:

Derivatives instruments	Condensed Consolidated Balance Sheets Location	June 30, 2024	December 31, 2023
Interest rate swaps:	Other non-current assets	$ 4,854	$ 1,828
Foreign currency forward contracts:	Other accrued liabilities	1,141	159

The following table presents the net unrealized gain deferred to AOCI:

Derivatives designated as cash flow hedges		June 30, 2024	December 31, 2023
Interest rate swaps	AOCI	$ 3,737	$ 1,407

The following table presents the location and the amount of net gain or loss recognized in the Company's Condensed Consolidated Statements of Operations related to derivative instruments:

Derivative instruments	Condensed Consolidated Statements of Operations	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Interest rate swaps	Interest expense, net	$ 1,273	$ 1,061	$ 2,559	$ 1,061
Foreign exchange forward contracts	Other income (expense), net	(1,675)	1,843	(732)	2,135
Total		$ (402)	$ 2,904	$ 1,827	$ 3,196

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Commitments and Contingencies	6 Months Ended Jun. 30, 2024
Commitments and Contingencies Disclosure [Abstract]	
Commitments and Contingencies	Commitments and Contingencies

As previously disclosed in its 2023 Form 10-K, the Company is party to certain environmental matters and other litigation. See Note 25 of Notes to Consolidated Financial Statements in the Company's 2023 Form 10-K. During the three and six months ended June 30, 2024, there have been no significant changes to the facts or circumstances of any of the previously disclosed matters. Although there can be no assurance regarding the outcome of any of the ongoing environmental matters or litigation, the Company believes that it has made adequate accruals for costs and liabilities associated with these matters. The Company has accrued approximately $5 million as of June 30, 2024 and December 31, 2023, respectively, for these ongoing matters.

The Company previously disclosed in its 2023 Form 10-K that one of its locations suffered property damage as a result of an electrical fire. The Company and its insurance carrier reviewed the impact of the electrical fire on the production facility's operations as it relates to a potential business interruption insurance claim. Subsequent to the date of these financial statements, in July 2024, the Company and its insurance carrier settled this claim for $1.0 million.

In December 2021, the Company completed its acquisition of Coral Chemical Company ("Coral"), a privately held, U.S.-based provider of metal finishing fluid solutions. Subsequent to the acquisition, the Company and the sellers of Coral (the "Sellers") have worked to finalize certain post-closing adjustments. During the second quarter of 2022, after failing to reach resolution, the Sellers filed suit asserting certain amounts owed related to tax attributes of the acquisition. Since the second quarter of 2022, there have been no material changes to the facts and circumstances of the claim asserted by the Sellers, and the Company continues to believe the potential range of exposure for this claim is $0 to $1.5 million.

In addition, during the three and six months ended June 30, 2024, there are no new environmental matters or litigation that the Company believes will have a material adverse effect on the Company's results of operations, cash flows, or financial condition.

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Pay vs Performance Disclosure - USD ($) $ in Thousands	3 Months Ended Jun. 30, 2024	3 Months Ended Jun. 30, 2023	6 Months Ended Jun. 30, 2024	6 Months Ended Jun. 30, 2023
Pay vs Performance Disclosure				
Net income attributable to Quaker Chemical Corporation	$ 34,885	$ 29,346	$ 70,112	$ 58,880

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Insider Trading Arrangements	3 Months Ended Jun. 30, 2024 shares	6 Months Ended Jun. 30, 2024 shares
Trading Arrangements, by Individual		
Non-Rule 10b5-1 Arrangement Adopted	false	
Rule 10b5-1 Arrangement Terminated	false	
Non-Rule 10b5-1 Arrangement Terminated	false	
Shane Hostetter [Member]		
Trading Arrangements, by Individual		
Material Terms of Trading Arrangement		On May 31, 2024, Shane Hostetter, former Executive Vice President, Chief Financial Officer, entered into a Rule 10b5-1 written trading arrangement intended to satisfy the affirmative defense of Rule 10b5-1(c) under the Securities Exchange Act of 1934, as amended. Mr. Hostetter's trading arrangement covers the sale of up to 1,697 shares of Company common stock from August 29, 2024 until September 28, 2024.
Name	Shane Hostetter	
Title	former Executive Vice President, Chief Financial Officer	
Rule 10b5-1 Arrangement Adopted	true	
Adoption Date	May 31, 2024	
Aggregate Available	1,697	1,697

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Basis of Presentation and Description of Business (Policies)	6 Months Ended Jun. 30, 2024
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Basis of Presentation	*Basis of Presentation*

The condensed consolidated financial statements included herein are unaudited and have been prepared in accordance with generally accepted accounting principles in the United States ("U.S. GAAP") for interim financial reporting and the United States Securities and Exchange Commission ("SEC") regulations. Certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to such rules and regulations. In the opinion of management, the financial statements reflect all adjustments, which are of a normal recurring nature, necessary for a fair statement of the financial position, results of operations, and cash flows for the interim periods. The results for the six months ended June 30, 2024 are not necessarily indicative of the results to be expected for the full year. These financial statements should be read in conjunction with the Company's Annual Report filed on Form 10-K for the year ended December 31, 2023 (as amended, the "2023 Form 10-K").

Hyper-inflationary economies

Hyper-inflationary economies

Argentina's and Türkiye's economies were considered hyper-inflationary under U.S. GAAP effective July 1, 2018 and April 1, 2022, respectively. As of, and for the three and six months ended June 30, 2024, the Company's Argentine and Turkish subsidiaries together represented 1% and 2% of the Company's consolidated total assets and net sales, respectively. During the three and six months ended June 30, 2024, the Company recorded $0.6 million of remeasurement losses and $0.3 million of net remeasurement gains associated with the applicable currency conversions, respectively. Comparatively, during the three and six months ended June 30, 2023, the Company recorded $1.1 million and $1.6 million of remeasurement losses associated with the applicable currency conversions, respectively. These gains and losses were recorded within Other income (expense), net, in the Company's Condensed Consolidated Statements of Operations.

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Business Segments (Tables)	6 Months Ended Jun. 30, 2024
Segment Reporting, Measurement Disclosures [Abstract]	
Schedule of Segment Reporting Information, by Segment	The following table presents information about the performance of the Company's reportable segments:

Net sales	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Americas	$ 223,517	$ 253,219	$ 453,271	$ 504,632
EMEA	138,001	143,533	276,423	295,982
Asia/Pacific	102,049	98,692	203,632	194,978
Total net sales	$ 463,567	$ 495,444	$ 933,326	$ 995,592
Segment operating earnings				
Americas	$ 64,137	$ 69,007	$ 130,906	$ 135,132
EMEA	26,652	25,583	56,223	53,154
Asia/Pacific	31,000	27,989	61,377	55,641
Total segment operating earnings	121,789	122,579	248,506	243,927
Restructuring and related charges, net	(320)	(1,043)	(2,177)	(5,015)
Non-operating and administrative expenses	(47,584)	(49,950)	(101,760)	(101,721)
Depreciation of corporate assets and amortization	(15,436)	(14,791)	(30,594)	(30,467)
Operating income	58,449	56,795	113,975	106,724
Other income (expense), net	422	(3,606)	1,502	(5,845)
Interest expense, net	(10,754)	(12,721)	(21,578)	(25,963)
Income before taxes and equity in net income of associated companies	$ 48,117	$ 40,468	$ 93,899	$ 74,916

The following table summarizes inter-segment revenues. All inter-segment transactions have been eliminated from each reportable segment's net sales and earnings for all periods presented in the above tables.

Inter-segment revenues	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Americas	$ 2,385	$ 2,179	$ 4,898	$ 5,006
EMEA	5,479	7,463	12,539	13,556
Asia/Pacific	1,945	476	3,076	536

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Net Sales and Revenue Recognition (Tables)

6 Months Ended
Jun. 30, 2024

Revenue from Contract with Customer [Abstract]

Schedule of Disaggregation of Revenue

The following tables disaggregate the Company's net sales by segment and customer industry.

Customer Industries	Three Months Ended June 30, 2024 Americas	EMEA	Asia/Pacific	Consolidated Total
Metals	$ 63,753	$ 35,307	$ 50,150	$ 149,210
Metalworking and other	159,764	102,694	51,899	314,357
	$ 223,517	$ 138,001	$ 102,049	$ 463,567

Customer Industries	Six Months Ended June 30, 2024 Americas	EMEA	Asia/Pacific	Consolidated Total
Metals	$ 129,779	$ 68,127	$ 101,061	$ 298,967
Metalworking and other	323,492	208,296	102,571	634,359
	$ 453,271	$ 276,423	$ 203,632	$ 933,326

Customer Industries	Three Months Ended June 30, 2023 Americas	EMEA	Asia/Pacific	Consolidated Total
Metals	$ 68,743	$ 32,643	$ 48,129	$ 149,515
Metalworking and other	184,476	110,890	50,563	345,929
	$ 253,219	$ 143,533	$ 98,692	$ 495,444

Customer Industries	Six Months Ended June 30, 2023 Americas	EMEA	Asia/Pacific	Consolidated Total
Metals	$ 136,877	$ 71,746	$ 94,789	$ 303,412
Metalworking and other	367,755	224,236	100,189	692,180
	$ 504,632	$ 295,982	$ 194,978	$ 995,592

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Leases (Tables)

6 Months Ended
Jun. 30, 2024

Leases [Abstract]

Schedule of Lease, Cost

The components of the Company's lease expense are as follows:

	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Operating lease expense	$ 3,727	$ 3,710	$ 7,470	$ 7,646
Short-term lease expense	193	183	392	394

Supplemental cash flow information related to the Company's leases is as follows:

	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Cash paid for amounts included in the measurement of lease liabilities:				
Operating cash flows from operating leases	$ 3,736	$ 3,773	$ 7,397	$ 7,630
Non-cash lease liabilities activity:				
Leased assets obtained in exchange for new operating lease liabilities	2,130	823	5,364	3,656

Supplemental balance sheet information related to the Company's leases is as follows:

	June 30, 2024	December 31, 2023
Right-of-use lease assets	$ 36,693	$ 38,614
Other current liabilities	11,477	11,965
Long-term lease liabilities	21,671	22,937
Total operating lease liabilities	$ 33,148	$ 34,902
Weighted average remaining lease term (years)	4.9	5.1
Weighted average discount rate	5.32 %	4.91 %

Schedule of Lessee, Operating Lease, Liability, Maturity

Maturities of operating lease liabilities as of June 30, 2024 were as follows:

For the remainder of 2024	$ 6,994
For the year ended December 31, 2025	10,747
For the year ended December 31, 2026	8,088
For the year ended December 31, 2027	4,420
For the year ended December 31, 2028	2,486
For the year ended December 31, 2029 and beyond	5,288
Total lease payments	38,023
Less: imputed interest	(4,875)
Present value of lease liabilities	$ 33,148

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Restructuring and

6 Months Ended

Related Activities (Tables)

Jun. 30, 2024

Restructuring and Related Activities [Abstract]

Schedule of Restructuring and Related Costs

Changes in the Company's accruals for its restructuring program are as follows:

Accrued restructuring as of December 31, 2023	$ 3,350
Restructuring and related charges, net	2,177
Cash payments	(4,442)
Currency translation adjustments	(37)
Accrued restructuring as of June 30, 2024	$ 1,048

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Share Based Compensation (Tables)

6 Months Ended

Jun. 30, 2024

Share-Based Payment Arrangement [Abstract]

Schedule of Share-Based Payment Arrangement, Cost by Plan

The Company recognized the following share-based compensation expense in its Condensed Consolidated Statements of Operations:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Stock options	$ 39	$ 203	$ 214	$ 634
Non-vested stock awards and restricted stock units	2,593	2,592	5,128	4,763
Director stock ownership plan	30	16	60	26
Performance stock units	1,582	1,076	2,726	1,991
Total share-based compensation expense	$ 4,244	$ 3,887	$ 8,128	$ 7,414

Schedule Of Monte Carlo Option Pricing Model And The Assumptions

The grant-date fair value of the PSUs valued using a Monte Carlo simulation was $234.19 per unit, which incorporated the assumptions set forth in the table below:

	2024 Grants
Number of PSUs granted	20,078
Risk-free interest rate	4.55%
Dividend yield	0.91%
Expected term (years)	3.0

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Pension and Other Postretirement Benefits (Tables)

6 Months Ended

Jun. 30, 2024

Retirement Benefits, Description [Abstract]

Schedule of Net Benefit Costs

The components of net periodic benefit cost (income) are as follows:

	Three Months Ended June 30,				Six Months Ended June 30,			
	Pension Benefits		Other Postretirement Benefits		Pension Benefits		Other Postretirement Benefits	
	2024	2023	2024	2023	2024	2023	2024	2023
Service cost	$ 108	$ 107	$ —	$ —	$ 217	$ 211	$ —	$ —
Interest cost	2,364	2,511	15	19	4,738	4,973	31	38
Expected return on plan assets	(2,020)	(2,026)	—	—	(4,050)	(4,023)	—	—
Actuarial loss (gain) amortization	127	103	(29)	(30)	255	205	(59)	(60)
Prior service cost (income) amortization	7	—	—	(4)	14	—	—	(8)
Net periodic benefit cost (income)	$ 586	$ 695	$ (14)	$ (15)	$ 1,174	$ 1,366	$ (28)	$ (30)

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Other (expense) income, net (Tables)

6 Months Ended

Jun. 30, 2024

Other Income and Expenses [Abstract]

Schedule of Other Nonoperating (Expense) Income

The components of Other income (expense), net are as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Non-income tax refunds and other related credits	$ 868	$ 888	3,023	1,248
Income from third party license fees	170	321	$ 395	$ 646
Gain on disposals of property, plant, equipment and other assets, net	510	—	917	—
Foreign exchange losses, net	(727)	(4,225)	(1,175)	(7,551)
Pension and postretirement benefit costs, non-service components	(464)	(573)	(929)	(1,125)
Facility remediation recoveries, net	—	187	—	1,014
Product liability claim	—	—	(896)	—
Other non-operating income (expense), net	65	(204)	167	(77)
Total other income (expense), net	$ 422	$ (3,606)	$ 1,502	$ (5,845)

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Earnings Per Share (Tables)

6 Months Ended

Jun. 30, 2024

Earnings Per Share [Abstract]

Schedule of Earnings Per Share, Basic and Diluted

The following table summarizes earnings per share calculations:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Basic earnings per common share				
Net income attributable to Quaker Chemical Corporation	$ 34,885	$ 29,346	$ 70,112	$ 58,880
Less: income allocated to participating securities	(118)	(154)	(276)	(299)
Net income available to common shareholders	$ 34,767	$ 29,192	$ 69,836	$ 58,581
Basic weighted average common shares outstanding	17,921,395	17,892,444	17,915,104	17,879,629
Basic earnings per common share	$ 1.94	$ 1.63	$ 3.90	$ 3.28
Diluted earnings per common share				
Net income attributable to Quaker Chemical Corporation	$ 34,885	$ 29,346	$ 70,112	$ 58,880
Less: income allocated to participating securities	(118)	(154)	(276)	(299)
Net income available to common shareholders	$ 34,767	$ 29,192	$ 69,836	$ 58,581
Basic weighted average common shares outstanding	17,921,395	17,892,444	17,915,104	17,879,629
Effect of dilutive securities	18,761	28,970	19,846	30,277
Diluted weighted average common shares outstanding	17,940,156	17,921,414	17,934,950	17,909,906
Diluted earnings per common share	$ 1.94	$ 1.63	$ 3.89	$ 3.27

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Goodwill and Intangible Assets (Tables)

6 Months Ended

Jun. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Schedule of Goodwill

Changes in the carrying amount of goodwill for the six months ended June 30, 2024 were as follows:

	Americas	EMEA	Asia/Pacific	Total
Balance as of December 31, 2023	$ 283,103	$ 65,940	$ 163,475	$ 512,518
Goodwill additions	—	16,448	—	16,448
Currency translation adjustments	(2,927)	(816)	(7,641)	(11,384)
Balance as of June 30, 2024	$ 280,176	$ 81,572	$ 155,834	$ 517,582

Schedule of Finite-Lived Intangible Assets

Gross carrying amounts and accumulated amortization for definite-lived intangible assets were as follows:

	Gross Carrying Amount		Accumulated Amortization		Net Book Value	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Customer lists and rights to sell	$ 837,946	$ 841,562	$ 264,378	$ 243,872	$ 573,568	$ 597,690
Trademarks, formulations and product technology	162,620	161,613	59,421	55,879	103,199	105,734
Other	5,814	5,892	5,708	5,776	106	116
Total definite-lived intangible assets	$ 1,006,380	$ 1,009,067	$ 329,507	$ 305,527	$ 676,873	$ 703,540

Schedule of Finite-lived Intangible Assets Amortization Expense

The Company recorded amortization expense as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Amortization expense	$ 14,744	$ 14,692	$ 29,215	$ 29,205

Schedule of Finite-Lived Intangible Assets, Future Amortization Expense

Estimated annual aggregate amortization expense for the current year and subsequent five years is as follows:

For the remainder of 2024	$ 28,986
For the year ended December 31, 2025	57,855
For the year ended December 31, 2026	57,168
For the year ended December 31, 2027	56,875
For the year ended December 31, 2028	56,535
For the year ended December 31, 2029	56,020

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Debt (Tables)

6 Months Ended
Jun. 30, 2024

Debt Disclosure [Abstract]

Schedule of Debt

The following table sets forth the components of the Company's debt:

	As of June 30, 2024		As of December 31, 2023	
	Interest Rate	Outstanding Balance	Interest Rate	Outstanding Balance
Credit Facilities:				
Revolver	4.75%	$ 51,437	5.13%	$ 30,904
U.S. Term Loan	6.55%	529,008	6.71%	561,250
Euro Term Loan	4.75%	146,024	5.13%	152,366
Industrial development bonds	5.26%	10,000	5.26%	10,000
Bank lines of credit and other debt obligations	Various	956	Various	1,092
Total debt		$ 737,425		$ 755,612
Less: debt issuance costs		(1,322)		(1,545)
Less: short-term and current portion of long-term debts		(32,448)		(23,444)
Total long-term debt		$ 703,655		$ 730,623

Schedule of Interest Income and Interest Expense Disclosure

The Company incurred the following debt related expenses included within Interest expense, net, in the Condensed Consolidated Statements of Operations:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Interest expense	$ 11,530	$ 14,389	$ 22,812	$ 28,265
Amortization of debt issuance costs	353	353	706	706
Total	$ 11,883	$ 14,742	$ 23,518	$ 28,971

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Accumulated Other Comprehensive Income (Tables)

6 Months Ended
Jun. 30, 2024

Accumulated Other Comprehensive Income (Loss), Net of Tax [Abstract]

Schedule of Accumulated Other Comprehensive Income (Loss)

The following tables show the reclassifications from and resulting balances of accumulated other comprehensive income ("AOCI"):

	Currency Translation Adjustments	Defined Benefit Pension Plans	Unrealized (Loss) Gain in Available-for-Sale Securities	Derivative Instruments	Total
Balance as of March 31, 2024	$ (140,733)	$ (10,384)	$ 378	$ 3,752	$ (146,987)
Other comprehensive (loss) income before Reclassifications	(18,841)	113	(58)	(19)	(18,805)
Amounts reclassified from AOCI	—	59	3	—	62
Related tax amounts	—	(47)	11	4	(32)
Balance as of June 30, 2024	$ (159,574)	$ (10,259)	$ 334	$ 3,737	$ (165,762)
Balance as of March 31, 2023	$ (117,696)	$ (4,721)	$ (1,150)	$ 390	$ (123,177)
Other comprehensive (loss) income before Reclassifications	(13,042)	854	979	5,420	(5,789)
Amounts reclassified from AOCI	—	78	591	—	669
Related tax amounts	—	(235)	(329)	(1,247)	(1,811)
Balance as of June 30, 2023	$ (130,738)	$ (4,024)	$ 91	$ 4,563	$ (130,108)

	Currency Translation Adjustments	Defined Benefit Pension Plans	Unrealized (Loss) Gain in Available-for-Sale Securities	Derivative Instruments	Total
Balance as of December 31, 2023	$ (115,417)	$ (10,738)	$ 333	$ 1,407	$ (124,415)
Other comprehensive (loss) income before reclassifications	(44,157)	433	5	3,026	(40,693)
Amounts reclassified from AOCI	—	209	(4)	—	205
Related tax amounts	—	(163)	—	(696)	(859)
Balance as of June 30, 2024	$ (159,574)	$ (10,259)	$ 334	$ 3,737	$ (165,762)
Balance as of December 31, 2022	$ (132,161)	$ (4,595)	$ (1,484)	$ —	$ (138,240)
Other comprehensive income before reclassifications	1,423	611	1,442	5,926	9,402
Amounts reclassified from AOCI	—	154	551	—	705
Related tax amounts	—	(194)	(418)	(1,363)	(1,975)
Balance as of June 30, 2023	$ (130,738)	$ (4,024)	$ 91	$ 4,563	$ (130,108)

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Hedging Activities (Tables)

6 Months Ended
Jun. 30, 2024

Derivative Instruments and Hedging Activities Disclosure [Abstract]

Schedule of Notional Amounts of Outstanding Derivative Positions

As of June 30, 2024, the Company had open foreign exchange forward contracts with notional U.S. dollar values of the following:

Currency	June 30, 2024
Mexican Peso	$ 30,600
Japanese Yen	5,000
Chinese Yuan	4,200
	$ 39,800

Schedule of Balance Sheet Classification and Fair Values of Derivative Instruments

The balance sheet classification and fair values of the Company's derivative instruments, which are Level 2 measurements, are as follows:

Derivatives instruments	Condensed Consolidated Balance Sheets Location	June 30, 2024	December 31, 2023
Interest rate swaps:	Other non-current assets	$ 4,854	$ 1,828
Foreign currency forward contracts:	Other accrued liabilities	1,141	159

The following table presents the net unrealized gain deferred to AOCI:

Derivatives designated as cash flow hedges		June 30, 2024	December 31, 2023
Interest rate swaps	AOCI	$ 3,737	$ 1,407

The following table presents the location and the amount of net gain or loss recognized in the Company's Condensed Consolidated Statements of Operations related to derivative instruments:

		Three Months Ended June 30,		Six Months Ended June 30,	
Derivative instruments	Condensed Consolidated Statements of Operations	2024	2023	2024	2023
Interest rate swaps	Interest expense, net	$ 1,273	$ 1,061	$ 2,559	$ 1,061
Foreign exchange forward contracts	Other income (expense), net	(1,675)	1,843	(732)	2,135
Total		$ (402)	$ 2,904	$ 1,827	$ 3,196

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Basis of Presentation and Description of Business (Details) $ in Millions	3 Months Ended		6 Months Ended	
	Jun. 30, 2024 USD ($) country	Jun. 30, 2023 USD ($)	Jun. 30, 2024 USD ($) segment country	Jun. 30, 2023 USD ($)
Number of reportable segments | segment			3	
Number of countries in which entity operates | country	25		25	
Argentina | Argentine and Turkish Subsidiaries				
Currency conversion impacts of hyper-inflationary accounting | $	$ 0.6	$ 1.1	$ 0.3	$ 1.6
Argentina | Argentine and Turkish Subsidiaries | Assets Total | Geographic Concentration Risk				
Concentration risk (as a percent)	1.00%		1.00%	
Argentina | Argentine and Turkish Subsidiaries | Sales Revenue Net | Geographic Concentration Risk				
Concentration risk (as a percent)	2.00%		2.00%	

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Business Acquisitions - (Details) $ in Thousands, € in Millions, ¥ in Billions	1 Months Ended		3 Months Ended		6 Months Ended		
	Jul. 31, 2024 USD ($)	Jul. 31, 2024 JPY (¥)	Feb. 29, 2024 USD ($)	Feb. 29, 2024 EUR (€)	Jun. 30, 2024 USD ($)	Feb. 29, 2024 EUR (€)	Dec. 31, 2023 USD ($)
Business Acquisition [Line Items]							
Goodwill					$ 517,582		$ 512,518
Sutai Group | Subsequent Event							
Business Acquisition [Line Items]							
Purchase price	$ 14,600	¥ 2.3					
IKV							
Business Acquisition [Line Items]							
Purchase price			$ 35,200	€ 32.6			
Acquired intangible assets			15,000				
Goodwill			16,400				
Cash payments to acquire businesses			29,700	€ 27.6			
Earnouts			5,500			€ 5.0	
Cash acquired			4,800				
IKV | Customer Relationships							
Business Acquisition [Line Items]							
Acquired intangible assets			$ 11,100				
Intangible assets, amortization period			16 years	16 years			
IKV | Product technologies							
Business Acquisition [Line Items]							
Acquired intangible assets			$ 3,200				
Intangible assets, amortization period			14 years	14 years			
IKV | Trademarks							
Business Acquisition [Line Items]							
Acquired intangible assets			$ 700				
Intangible assets, amortization period			5 years	5 years			

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Business Segments - Narrative (Details)	6 Months Ended
	Jun. 30, 2024 segment
Segment Reporting, Measurement Disclosures [Abstract]	
Number of reportable segments	3

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Business Segments - Performance of Reportable Segments (Details) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Segment Reporting Information [Line Items]				
Net sales	$ 463,567	$ 495,444	$ 933,326	$ 995,592
Restructuring and related charges, net	(320)	(1,043)	(2,177)	(5,015)
Non-operating and administrative expenses	(47,584)	(49,950)	(101,760)	(101,721)
Depreciation of corporate assets and amortization	(15,436)	(14,791)	(30,594)	(30,467)
Operating income	58,449	56,795	113,975	106,724
Other income (expense), net	422	(3,606)	1,502	(5,845)
Interest expense, net	(10,754)	(12,721)	(21,578)	(25,963)
Income before taxes and equity in net income of associated companies	48,117	40,468	93,899	74,916
Operating Segments				
Segment Reporting Information [Line Items]				
Net sales	463,567	495,444	933,326	995,592
Segment operating earnings	121,789	122,579	248,506	243,927
Operating Segments | Americas				
Segment Reporting Information [Line Items]				
Net sales	223,517	253,219	453,271	504,632
Segment operating earnings	64,137	69,007	130,906	135,132
Operating Segments | EMEA				
Segment Reporting Information [Line Items]				

Net sales	138,001	143,533	276,423	295,982
Segment operating earnings	26,652	25,583	56,223	53,154
Operating Segments | Asia/Pacific				
Segment Reporting Information [Line Items]				
Net sales	102,049	98,692	203,632	194,978
Segment operating earnings	31,000	27,989	61,377	55,641
Intersegment Sales Elimination | Americas				
Segment Reporting Information [Line Items]				
Net sales	2,385	2,179	4,898	5,006
Intersegment Sales Elimination | EMEA				
Segment Reporting Information [Line Items]				
Net sales	5,479	7,463	12,539	13,556
Intersegment Sales Elimination | Asia/Pacific				
Segment Reporting Information [Line Items]				
Net sales	$ 1,945	$ 476	$ 3,076	$ 536

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Net Sales and Revenue Recognition - Narrative (Details) $ in Millions	3 Months Ended		6 Months Ended		12 Months Ended
	Jun. 30, 2024 USD ($)	Jun. 30, 2023 USD ($)	Jun. 30, 2024 USD ($) segment	Jun. 30, 2023 USD ($)	Dec. 31, 2023 USD ($)
Concentration Risk [Line Items]					
Revenue recognized under net reporting arrangements	$ 19.2	$ 21.0	$ 39.0	$ 41.7	
Deferred revenue	$ 3.2		$ 3.2		$ 4.5
Number of reportable segments | segment			3		
Top Five Customers | Sales Revenue Net | Customer Concentration Risk					
Concentration Risk [Line Items]					
Concentration risk (as a percent)					12.00%
Largest Customers | Sales Revenue Net | Customer Concentration Risk					
Concentration Risk [Line Items]					
Concentration risk (as a percent)					3.00%

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Net Sales and Revenue Recognition - Disaggregated Revenue (Details) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Product Information [Line Items]				
Net sales	$ 463,567	$ 495,444	$ 933,326	$ 995,592
Operating Segments				
Product Information [Line Items]				
Net sales	463,567	495,444	933,326	995,592
Operating Segments | Americas				
Product Information [Line Items]				
Net sales	223,517	253,219	453,271	504,632
Operating Segments | EMEA				
Product Information [Line Items]				
Net sales	138,001	143,533	276,423	295,982
Operating Segments | Asia/Pacific				
Product Information [Line Items]				
Net sales	102,049	98,692	203,632	194,978
Operating Segments | Metals				
Product Information [Line Items]				
Net sales	149,210	149,515	298,967	303,412
Operating Segments | Metals | Americas				
Product Information [Line Items]				
Net sales	63,753	68,743	129,779	136,877
Operating Segments | Metals | EMEA				
Product Information [Line Items]				
Net sales	35,307	32,643	68,127	71,746
Operating Segments | Metals | Asia/Pacific				
Product Information [Line Items]				
Net sales	50,150	48,129	101,061	94,789
Operating Segments | Metalworking and other				
Product Information [Line Items]				
Net sales	314,357	345,929	634,359	692,180
Operating Segments | Metalworking and other | Americas				
Product Information [Line Items]				
Net sales	159,764	184,476	323,492	367,755
Operating Segments | Metalworking and other | EMEA				
Product Information [Line Items]				
Net sales	102,694	110,890	208,296	224,236
Operating Segments | Metalworking and other | Asia/Pacific				
Product Information [Line Items]				
Net sales	$ 51,899	$ 50,563	$ 102,571	$ 100,189

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Leases - Narrative (Details) - USD ($)	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Lessee, Lease, Description [Line Items]				
Variable lease cost	$ 0	$ 0	$ 0	$ 0
Sublease income	$ 0	$ 0	$ 0	$ 0
Facilities Vehicles and Machinery and Equipment				
Lessee, Lease, Description [Line Items]				
Remaining lease terms (in years)	11 years		11 years	
Land				
Lessee, Lease, Description [Line Items]				
Remaining lease terms (in years)	91 years		91 years	

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Leases - Supplemental Information (Details) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended		
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023	Dec. 31, 2023
Lease, Cost [Abstract]					
Operating lease expense	$ 3,727	$ 3,710	$ 7,470	$ 7,646	
Short-term lease expense	193	183	392	394	
Supplemental cash flow information related to leases					
Operating cash flows from operating leases	3,736	3,773	7,397	7,630	
Leased assets obtained in exchange for new operating lease liabilities	2,130	$ 823	5,364	$ 3,656	

Supplemental balance sheet information				
Right-of-use lease assets	36,693	36,693	$ 38,614	
Other current liabilities	11,477	11,477	11,965	
Long-term lease liabilities	21,671	21,671	22,937	
Total operating lease liabilities	$ 33,148	$ 33,148	$ 34,902	
Weighted average remaining lease term (years)	4 years 10 months 24 days	4 years 10 months 24 days	5 years 1 month 6 days	
Weighted average discount rate	5.32%	5.32%	4.91%	

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Leases - Maturities of Operating Lease Liabilities (Details) - USD ($) $ in Thousands	**Jun. 30, 2024**	**Dec. 31, 2023**
Lessee, Operating Lease, Liability, Payment, Due [Abstract]		
For the remainder of 2024	$ 6,994	
For the year ended December 31, 2025	10,747	
For the year ended December 31, 2026	8,088	
For the year ended December 31, 2027	4,420	
For the year ended December 31, 2028	2,486	
For the year ended December 31, 2029 and beyond	5,288	
Total lease payments	38,023	
Less: imputed interest	(4,875)	
Present value of lease liabilities	$ 33,148	$ 34,902

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Restructuring and Related Activities (Details) $ in Thousands	**3 Months Ended**		**6 Months Ended**	
	Jun. 30, 2024 USD ($)	**Jun. 30, 2023 USD ($)**	**Jun. 30, 2024 USD ($) position**	**Jun. 30, 2023 USD ($)**
Restructuring Cost and Reserve [Line Items]				
Number of positions eliminated | position			120	
Real estate, held-for-sale	$ 2,100		$ 2,100	
Restructuring Reserve [Roll Forward]				
Restructuring and related charges, net	320	$ 1,043	2,177	$ 5,015
Gain (loss) on disposition of other assets	500		500	
Restructuring Charges				
Restructuring Reserve [Roll Forward]				
Accrued restructuring, beginning balance			3,350	
Restructuring and related charges, net			2,177	
Cash payments			(4,442)	
Currency translation adjustments			(37)	
Accrued restructuring, ending balance	$ 1,048		$ 1,048	

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Share-Based Compensation - Share-based Compensation Expense (Details) - USD ($) $ in Thousands	**3 Months Ended**		**6 Months Ended**	
	Jun. 30, 2024	**Jun. 30, 2023**	**Jun. 30, 2024**	**Jun. 30, 2023**
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Total share-based compensation expense	$ 4,244	$ 3,887	$ 8,128	$ 7,414
Stock options				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Total share-based compensation expense	39	203	214	634
Non-vested stock awards and restricted stock units				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Total share-based compensation expense	2,593	2,592	5,128	4,763
Director stock ownership plan				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Total share-based compensation expense	30	16	60	26
Performance stock units				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Total share-based compensation expense	$ 1,582	$ 1,076	$ 2,726	$ 1,991

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Share-Based Compensation - Narrative (Details) - USD ($) $ / shares in Units, $ in Thousands	**3 Months Ended**		**6 Months Ended**	
	Jun. 30, 2024	**Jun. 30, 2023**	**Jun. 30, 2024**	**Jun. 30, 2023**
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Share-based compensation expense	$ 4,244	$ 3,887	$ 8,128	$ 7,414
Share-Based Payment Arrangement, Option				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Unrecognized compensation expense, options	100		$ 100	
Weighted average remaining life, nonvested stock awards (in years)			9 months 18 days	
Restricted Stock				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Weighted average remaining life, nonvested stock awards (in years)			1 year 2 months 12 days	
Nonvested stock awards granted (in shares)			872	
Unrecognized share-based compensation expense, nonvested stock award	2,800		$ 2,800	
Restricted Stock | Minimum				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Option award vesting period (in years)			1 year	
Restricted Stock | Maximum				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Option award vesting period (in years)			3 years	
Restricted Stock Units (RSUs)				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Weighted average remaining life, nonvested stock awards (in years)			1 year 8 months 12 days	
Nonvested stock awards granted (in shares)			55,227	
Unrecognized share-based compensation expense, nonvested stock award	9,400		$ 9,400	
Restricted Stock Units (RSUs) | Minimum				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Option award vesting period (in years)			1 year	
Restricted Stock Units (RSUs) | Maximum				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Option award vesting period (in years)			3 years	
Performance Stock Units				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				

Share-based compensation expense	1,582	$ 1,076	$ 2,726	$ 1,991
Unrecognized compensation expense, options	$ 12,000		$ 12,000	
Weighted average remaining life, nonvested stock awards (in years)			2 years 3 months 18 days	
Vesting shares target lower (as a percent)			0.00%	
Vesting shares target upper (as a percent)			200.00%	
Grant date per value (in dollars per unit)	$ 234.19		$ 234.19	
Performance Stock Units | Maximum				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Option award vesting period (in years)			3 years	
Performance Stock Units, ROIC				
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]				
Nonvested stock awards granted (in shares)			20,205	
Grant date per value (in dollars per unit)	$ 200.16		$ 200.16	

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Share-Based Compensation - Monte Carlo Simulation on Grant Date (Details) - Performance Stock Units	6 Months Ended
	Jun. 30, 2024 $ / shares shares
Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]	
Grant date per value (in dollars per unit) | $ / shares	$ 234.19
2024 Grants	
Number of PSUs granted (in shares) | shares	20,078
Risk-free interest rate	4.55%
Dividend yield	0.91%
Expected term (years)	3 years

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Pension and Other Postretirement Benefits - Net Periodic Benefit Cost (Details) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Pension Benefits				
Defined Benefit Plan, Net Periodic Benefit Cost (Credit) [Abstract]				
Service cost	$ 108	$ 107	$ 217	$ 211
Interest cost	2,364	2,511	4,738	4,973
Expected return on plan assets	(2,020)	(2,026)	(4,050)	(4,023)
Actuarial loss (gain) amortization	127	103	255	205
Prior service cost (income) amortization	7	0	14	0
Net periodic benefit cost (income)	586	695	1,174	1,366
Other Postretirement Benefits				
Defined Benefit Plan, Net Periodic Benefit Cost (Credit) [Abstract]				
Service cost	0	0	0	0
Interest cost	15	19	31	38
Expected return on plan assets	0	0	0	0
Actuarial loss (gain) amortization	(29)	(30)	(59)	(60)
Prior service cost (income) amortization	0	(4)	0	(8)
Net periodic benefit cost (income)	$ (14)	$ (15)	$ (28)	$ (30)

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Pension and Other Postretirement Benefits - Narrative (Details) $ in Millions	6 Months Ended
	Jun. 30, 2024 USD ($)
Pension Benefits	
Defined Benefit Plan Disclosure [Line Items]	
Employer contributions	$ 1.9
Expected future employer contributions, remainder of fiscal year	5.7
Other Postretirement Benefits	
Defined Benefit Plan Disclosure [Line Items]	
Expected future employer contributions, remainder of fiscal year	$ 0.2

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Other (expense) income, net (Details) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Other Income and Expenses [Abstract]				
Non-income tax refunds and other related credits	$ 868	$ 888	$ 3,023	$ 1,248
Income from third party license fees	170	321	395	646
Gain on disposals of property, plant, equipment and other assets, net	510	0	917	0
Foreign exchange losses, net	(727)	(4,225)	(1,175)	(7,551)
Pension and postretirement benefit costs, non-service components	(464)	(573)	(929)	(1,125)
Facility remediation recoveries, net	0	187	0	1,014
Product Liability Accrual, Period Expense	0	0	(896)	0
Other non-operating income (expense), net	65	(204)	167	(77)
Total other income (expense), net	$ 422	$ (3,606)	$ 1,502	$ (5,845)

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Income Taxes and Uncertain Income Tax Positions - (Details)	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Income Tax Disclosure [Abstract]				
Effective tax rate (as a percent)	32.80%	34.20%	30.10%	31.20%

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Earnings Per Share - Basic (Details) - USD ($) $ / shares in Units, $ in Thousands	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Earnings Per Share [Abstract]				
Net income attributable to Quaker Chemical Corporation	$ 34,885	$ 29,346	$ 70,112	$ 58,880
Less: income allocated to participating securities	(118)	(154)	(276)	(299)
Net income available to common shareholders	$ 34,767	$ 29,192	$ 69,836	$ 58,581
Basic weighted average common shares outstanding (in shares)	17,921,395	17,892,444	17,915,104	17,879,629
Basic earnings per common share (in dollars per share)	$ 1.94	$ 1.63	$ 3.90	$ 3.28

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Earnings Per Share - Diluted (Details) - USD ($) $ / shares in Units, $	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023

in Thousands				
Earnings Per Share [Abstract]				
Net income attributable to Quaker Chemical Corporation	$ 34,885	$ 29,346	$ 70,112	$ 58,880
Less: income allocated to participating securities	(118)	(154)	(276)	(299)
Net income available to common shareholders	$ 34,767	$ 29,192	$ 69,836	$ 58,581
Basic weighted average common shares outstanding (in shares)	17,921,395	17,892,444	17,915,104	17,879,629
Effect of dilutive securities (in shares)	18,761	28,970	19,846	30,277
Diluted weighted average common shares outstanding (in shares)	17,940,156	17,921,414	17,934,950	17,909,906
Diluted earnings per common share (in dollars per share)	$ 1.94	$ 1.63	$ 3.89	$ 3.27

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Earnings Per Share - Antidilutive Shares (Details) - shares	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Earnings Per Share [Abstract]				
Antidilutive shares (in share)	16,098	8,232	31,000	10,940

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Goodwill and Other Intangible Assets - Changes in Carrying Amount of Goodwill (Details) $ in Thousands	6 Months Ended
	Jun. 30, 2024 USD ($)
Goodwill [Roll Forward]	
Beginning balance	$ 512,518
Goodwill additions	16,448
Currency translation adjustments	(11,384)
Ending balance	517,582
Previously Reported	
Goodwill [Roll Forward]	
Beginning balance	512,518
Operating Segments | Americas	
Goodwill [Roll Forward]	
Goodwill additions	0
Currency translation adjustments	(2,927)
Ending balance	280,176
Operating Segments | EMEA	
Goodwill [Roll Forward]	
Goodwill additions	16,448
Currency translation adjustments	(816)
Ending balance	81,572
Operating Segments | Asia/Pacific	
Goodwill [Roll Forward]	
Goodwill additions	0
Currency translation adjustments	(7,641)
Ending balance	155,834
Operating Segments | Previously Reported | Americas	
Goodwill [Roll Forward]	
Beginning balance	283,103
Operating Segments | Previously Reported | EMEA	
Goodwill [Roll Forward]	
Beginning balance	65,940
Operating Segments | Previously Reported | Asia/Pacific	
Goodwill [Roll Forward]	
Beginning balance	$ 163,475

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Goodwill and Other Intangible Assets - Gross Carrying Amounts and Accumulated Amortization for Definite-lived Intangible Assets (Details) - USD ($) $ in Thousands		
	Jun. 30, 2024	Dec. 31, 2023
Finite-Lived Intangible Assets [Line Items]		
Gross Carrying Amount	$ 1,006,380	$ 1,009,067
Accumulated Amortization	329,507	305,527
Net Book Value	676,873	703,540
Customer lists and rights to sell		
Finite-Lived Intangible Assets [Line Items]		
Gross Carrying Amount	837,946	841,562
Accumulated Amortization	264,378	243,872
Net Book Value	573,568	597,690
Trademarks, formulations and product technology		
Finite-Lived Intangible Assets [Line Items]		
Gross Carrying Amount	162,620	161,613
Accumulated Amortization	59,421	55,879
Net Book Value	103,199	105,734
Other		
Finite-Lived Intangible Assets [Line Items]		
Gross Carrying Amount	5,814	5,892
Accumulated Amortization	5,708	5,776
Net Book Value	$ 106	$ 116

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Goodwill and Other Intangible Assets - Amortization Expense (Details) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Goodwill and Intangible Assets Disclosure [Abstract]				
Amortization expense	$ 14,744	$ 14,692	$ 29,215	$ 29,205

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Goodwill and Other Intangible Assets - Intangible Assets - Future Amortization (Details) $ in Thousands	
	Jun. 30, 2024 USD ($)
Finite-Lived Intangible Assets, Net, Amortization Expense, Fiscal Year Maturity [Abstract]	
For the remainder of 2024	$ 28,986

For the year ended December 31, 2025	57,855
For the year ended December 31, 2026	57,168
For the year ended December 31, 2027	56,875
For the year ended December 31, 2028	56,535
Finite-Lived Intangible Asset, Expected Amortization, Year Five	$ 56,020

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Goodwill and Other Intangible Assets - Indefinite Lived (Details) - USD ($) $ in Millions	**Jun. 30, 2024**	**Dec. 31, 2023**
Finite-Lived Intangible Assets [Line Items]		
Indefinite lived intangible assets	$ 189.3	
Houghton Combination		
Finite-Lived Intangible Assets [Line Items]		
Indefinite-lived trademarks		$ 193.2

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Debt - Schedule of Debt (Details) - USD ($) $ in Thousands	**Jun. 30, 2024**	**Dec. 31, 2023**
Debt Instrument [Line Items]		
Outstanding Balance	$ 737,425	$ 755,612
Less: debt issuance costs	(1,322)	(1,545)
Less: short-term and current portion of long-term debts	(32,448)	(23,444)
Long-term debt	$ 703,655	$ 730,623
Revolver		
Debt Instrument [Line Items]		
Interest Rate	4.75%	5.13%
Outstanding Balance	$ 51,437	$ 30,904
U.S. Term Loan		
Debt Instrument [Line Items]		
Interest Rate	6.55%	6.71%
Outstanding Balance	$ 529,008	$ 561,250
Euro Term Loan		
Debt Instrument [Line Items]		
Interest Rate	4.75%	5.13%
Outstanding Balance	$ 146,024	$ 152,366
Industrial development bonds		
Debt Instrument [Line Items]		
Interest Rate	5.26%	5.26%
Outstanding Balance	$ 10,000	$ 10,000
Bank lines of credit and other debt obligations		
Debt Instrument [Line Items]		
Outstanding Balance	$ 956	$ 1,092

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Debt - Narrative (Details) - USD ($)	**3 Months Ended**			**6 Months Ended**	
	Jun. 30, 2024	**Dec. 31, 2023**	**Mar. 31, 2023**	**Jun. 30, 2024**	**Jun. 30, 2022**
Interest rate swaps:					
Debt Instrument [Line Items]					
Derivative liability, notional amount		$ 300,000,000.0			
Derivative term (in years)		3 years	3 years		
Derivative, fixed interest rate (as a percent)		3.64%			
Derivative variable interest rate (as a percent)	5.30%			5.30%	
Other Assets					
Debt Instrument [Line Items]					
Debt issuance costs	$ 2,900,000	$ 3,300,000		$ 2,900,000	
Euro Term Loan					
Debt Instrument [Line Items]					
Maximum borrowing capacity					$ 150,000,000.0
Debt issuance costs					700,000
U.S. Term Loan					
Debt Instrument [Line Items]					
Maximum borrowing capacity					600,000,000.0
Debt issuance costs					700,000
Revolver					
Debt Instrument [Line Items]					
Maximum borrowing capacity					$ 500,000,000.0
Credit facility as percentage of consolidated EBITDA (as a percent)					100.00%
Debt issuance costs	1,300,000	1,500,000		1,300,000	
Revolver | Letter of Credit					
Debt Instrument [Line Items]					
Letters of credit outstanding amount	$ 3,000,000			$ 3,000,000	
Revolver | Other Assets					
Debt Instrument [Line Items]					
Debt issuance costs					$ 1,500,000
Amended Credit Facility					
Debt Instrument [Line Items]					
Maximum increase in borrowing capacity					300,000,000.0
Debt issuance costs					$ 2,200,000
Long-term debt term (in years)					5 years
Amended Credit Facility | Maximum					
Debt Instrument [Line Items]					
Commitment fee percentage (as a percent)				0.275%	
Amended Credit Facility | Minimum					
Debt Instrument [Line Items]					
Commitment fee percentage (as a percent)				0.15%	
Original Credit Facility and the Amended Credit Facility					
Debt Instrument [Line Items]					
Long-term debt, weighted average interest rate, over time (as a percent)	6.20%			6.30%	
Original Credit Facility					
Debt Instrument [Line Items]					
Long-term debt interest rate (as a percent)	6.10%			6.10%	
Corporate Bond Securities					
Debt Instrument [Line Items]					
Industrial development revenue bond	$ 10,000,000.0	$ 10,000,000.0		$ 10,000,000.0	
Bank lines of credit and other debt obligations					
Debt Instrument [Line Items]					

Letters of credit outstanding amount	4,000,000	4,000,000
Remaining borrowing capacity	34,000,000	34,000,000
Revolving Credit Facility | Letter of Credit		
Debt Instrument [Line Items]		
Unused borrowing capacity	$ 445,000,000	$ 445,000,000

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Debt - Debt Related Expenses Included within Interest Expense (Details) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Debt related expenses included within Interest expense:				
Interest expense	$ 11,530	$ 14,389	$ 22,812	$ 28,265
Amortization of debt issuance costs	353	353	706	706
Total	$ 11,883	$ 14,742	$ 23,518	$ 28,971

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Accumulated Other Comprehensive Income - AOCI Reclassifications (Details) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
AOCI Attributable to Parent, Net of Tax [Roll Forward]				
Beginning Balance			$ (124,415)	
Other comprehensive (loss) income before Reclassifications	$ (18,805)	$ (5,789)	(40,693)	$ 9,402
Amounts reclassified from AOCI	62	669	205	705
Related tax amounts	(32)	(1,811)	(859)	(1,975)
Ending Balance	(165,762)		(165,762)	
Currency Translation Adjustments				
AOCI Attributable to Parent, Net of Tax [Roll Forward]				
Beginning Balance	(140,733)	(117,696)	(115,417)	(132,161)
Other comprehensive (loss) income before Reclassifications	(18,841)	(13,042)	(44,157)	1,423
Amounts reclassified from AOCI	0	0	0	0
Related tax amounts	0	0	0	0
Ending Balance	(159,574)	(130,738)	(159,574)	(130,738)
Defined Benefit Pension Plans				
AOCI Attributable to Parent, Net of Tax [Roll Forward]				
Beginning Balance	(10,384)	(4,721)	(10,738)	(4,595)
Other comprehensive (loss) income before Reclassifications	113	854	433	611
Amounts reclassified from AOCI	59	78	209	154
Related tax amounts	(47)	(235)	(163)	(194)
Ending Balance	(10,259)	(4,024)	(10,259)	(4,024)
Unrealized (Loss) Gain in Available-for- Sale Securities				
AOCI Attributable to Parent, Net of Tax [Roll Forward]				
Beginning Balance	378	(1,150)	333	(1,484)
Other comprehensive (loss) income before Reclassifications	(58)	979	5	1,442
Amounts reclassified from AOCI	3	591	(4)	551
Related tax amounts	11	(329)	0	(418)
Ending Balance	334	91	334	91
Derivative Instruments				
AOCI Attributable to Parent, Net of Tax [Roll Forward]				
Beginning Balance	3,752	390	1,407	0
Other comprehensive (loss) income before Reclassifications	(19)	5,420	3,026	5,926
Amounts reclassified from AOCI	0	0	0	0
Related tax amounts	4	(1,247)	(696)	(1,363)
Ending Balance	3,737	4,563	3,737	4,563
Accumulated Other Comprehensive Loss				
AOCI Attributable to Parent, Net of Tax [Roll Forward]				
Beginning Balance	(146,987)	(123,177)	(124,415)	(138,240)
Ending Balance	$ (165,762)	$ (130,108)	$ (165,762)	$ (130,108)

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Fair Value Measurements - Narrative (Details) $ in Millions	1 Months Ended
	Jun. 30, 2023 USD ($)
Fair Value Disclosures [Abstract]	
Surrendered and liquidated life insurance policies	$ 1.9

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Hedging Activities - Notional Amounts of Net Foreign Exchange Hedge Positions (Details) $ in Thousands	Jun. 30, 2024 USD ($)
Derivative [Line Items]	
Notional amount	$ 39,800
Mexican Peso	
Derivative [Line Items]	
Notional amount	30,600
Japanese Yen	
Derivative [Line Items]	
Notional amount	5,000
China, Yuan Renminbi	
Derivative [Line Items]	
Notional amount	$ 4,200

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Hedging Activities - Narrative (Details) - USD ($) $ in Millions	3 Months Ended		6 Months Ended
	Dec. 31, 2023	Mar. 31, 2023	Jun. 30, 2024
Foreign currency forward contracts:			
Derivative [Line Items]			
Derivative term (in years)			1 month
Interest rate swaps:			
Derivative [Line Items]			
Derivative term (in years)	3 years	3 years	
Derivative liability, notional amount	$ 300.0		

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Hedging Activities - Balance Sheet	3 Months Ended	6 Months Ended	12 Months Ended

Classification and Fair Values (Details) - USD ($) $ in Thousands	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023	Dec. 31, 2023
Derivative Instruments, Gain (Loss) [Line Items]					
Net gain (loss) reclassified from AOCI to earnings	$ (402)	$ 2,904	$ 1,827	$ 3,196	
Interest expense, net					
Derivative Instruments, Gain (Loss) [Line Items]					
Net gain (loss) reclassified from AOCI to earnings	1,273	1,061	2,559	1,061	
Other income (expense), net					
Derivative Instruments, Gain (Loss) [Line Items]					
Net gain (loss) reclassified from AOCI to earnings	$ (1,675)	$ 1,843	(732)	$ 2,135	
Interest rate swaps:					
Derivative Instruments, Gain (Loss) [Line Items]					
Net unrealized loss deferred to AOCI			3,737		$ 1,407
Other non-current assets | Interest rate swaps:					
Derivative Instruments, Gain (Loss) [Line Items]					
Fair Value			4,854		1,828
Other accrued liabilities | Foreign currency forward contracts:					
Derivative Instruments, Gain (Loss) [Line Items]					
Fair Value			$ 1,141		$ 159

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Commitments and Contingencies (Details) - USD ($) $ in Thousands	Jun. 30, 2024	Dec. 31, 2023
Coral Chemical Company (Coral) | Minimum		
Loss Contingencies [Line Items]		
Loss contingency, estimate of possible loss	$ 0	
Coral Chemical Company (Coral) | Maximum		
Loss Contingencies [Line Items]		
Loss contingency, estimate of possible loss	1,500	
Houghton Environmental Matters		
Loss Contingencies [Line Items]		
Loss contingency, estimate of possible loss	$ 5,000	$ 5,000

~~EXCEL 97 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (/2%!5D'04UB@0 +$ 0 9&]C4')O<',O87!P+GAM M;$V./0L",1!$_\IQO;=!P4)B0-!2L+(/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*I#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK?A.YNJQ<&4GPZ4A!0W_J=0U]R;UEA_6\#MI7E!+ P04 M " #TA059/V3:U;\ K @ $0 &1O8U!R;W!S+V-O&ULS9+! M3L,P#(9?!>7>.LT&0U'7"!-.("$Q"<0M2KPMHFFBQ*C=V].&K1."!^ 8^_G MSY)K';3V$9^C#QC)8KH97- LEJ<.;'8F"!CZBZE&ULJ5I;<]HX%'[OK]!X9_9M"\8V@;;T$W-I=MNTF83M M3A^%$5B-;'EDD81_OTV23;J;/ 0LZ?O.14?GZ#AY\^XN8NB&B)3R M> +]O6N[!3+ MUES@6QHO(];JM-O=5H1!;*$81V1@?5XL:$#05%%;;U\@M.4?,_@5RU2-9:,! M$U=!)KF(M/+Y;,7\VMX^9< I.ATR@6XP&U@@?\YOI^1.6HCA5,+$P&IG/U9K MQ]'22("""R7V4!;I)]J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*?IUE!K9';O=05SP6.XYB1^QL4$UFG2&98T1G*=D 4. #?$ MT4Q02*!]MHK@PI+27)#6SRFU4!H(FLB!]4>"(<7K;YH] M5Z%82=J$^!!&&N*<<<^9ST6S!Z5&T?95O-RCEU@5 9<8WS2J-2S%UGB5P/&M MG#P=$Q+-E L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!;$L;1>$[2M!"\6:PUDSY@R.S-D77.UI$.$9)>-'F(^8LZ+ MD!&_'H8X2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3- L+([W1\072N0/]<_Z3(T M!Z..60F]A%9JGZ]'-#ZH'C(*!?&Y'C]E>G@*-Y;&O%"N@GL!_]':-*K^(+ M.7\N?<^E[!GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=? EK[DHN#Q;Y.FOH70^+,_Y/%_GM,T+,T.WF)&Y M"M-2D&_#^>G%>!KB.=D$N7V85VWGV-'1^^?!4;"C[SR6'<>(\J{A[J&&F,_# M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$I%.!D8"V@!X.O40+R4E5@,5O& RN0 MHGQ,C$7H<.>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-G]\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2]+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G;V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3;G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2?_VU[4/;07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1]V*^N]]/^26<. [1[\8$@F_S6VZ3VW> ,?-2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;,,0QY@%CS#*%F.-^!9H:,]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W/]O#;#"Q({A[8N_ 5!+ P04 M" #TA059N*Q5J-L% #)'@ & 'AL+W=OCJ7>DU2/Z5P(39[C*$G/&W.M%^];K=2?BYBG MQW(A$K@RE2KF&D[5K)4NE.!!+HJC%G./I?!$%!DG*,<_ M&]-&\9M&^/)XZWZ9PP/, T^%)Z-O8:#GYXU.@P1BRK-(C^73){$!.C%^OHS2 M_#]Y6M_;;C>(GZ5:QALQE" ,D_4G?]X\B!<"UJD0L(V O1'0JE]P-P(W!UV7 M+.?ZR#7Ol$Y1\ (LK<#6[F(\VN1HHPL14XT0KN!]"3O<]N12*-$DZYTJDO98& M3W.EY6_T%VL]J\"?DB\RT?.4#)- I*_U+2A+42"V+= %0PU_SY)CXCI'A#FL M;2F/A\L'V>R8.,PF? U4R'=)=QI86*5F0L%E)I&QYNI55F>R@>]JJ)=UK@G>Z'-Q(] ME('IA03& 6OEX4Y%OZOL>*B^)N=9P7FV9\M4'*:0? :HKD?<:\JCU%J1]*PF M8*< [*"%&B8ZU"MR&4:"W&3Q@U V,- S#<6B3,H=V;7"HM"9'!_=7MC0T;-:B)3IYQ8 MG7V@KQ)?*FBHW+39(S+1T#N)5,236:+5"CX#ZY/8X3X:V(AQ45WD%UF"[H-\ MSY_)50"]-9R&?LZ- -,D=ELQM.MVN>]9UK+RHN"XO*WG9/KR#(#W]&A[0*[A M/G*;V.L5M^PZE R/R2=(N=!(X H$.RLY:E.7O$Q%%,TA_R'WS!D4^%X^)59J MW,Z323J7<^D_"IOLZ,"'R$JT#$L4 MCSAO04R3M]X! MO 574^(&I]2,=8C(1,O,1/&@7O!YA-LFL2R\'+];%VP\ M7%67LPQ%;*l0=)7 V_9ZD L%, M*NO8L\/GFBMHZP/?%V $- L':TD!\B!C$RAC$]HH!DYA'$;G(4KB$VU7B'R#VLS#T,CRS;D?;5I#!)%[C);.8ATB9F K42_Z!$LWD..[>3 MW.UL]"S[]*Q+&3TYZ;66-L8R^[*]UHM\&%$5A+PP"<0S>13V:MRU; 1_'>]> M,BO#(<(.*\,.P[/*=KJX>$H9 %F0TTTC;AU<=AA4#]>X!O^"M5YL%JJ9+M]#38EOUB/7^X;%M\4^ M[2#?G6R5MZ\W>;]P,U&F!)}3D#K'9S#2J?6^Z?I$RT6^]?@@M99Q?C@7/!#* MW #7IU+]J8GY@6+WNO\O4$L#!0 (-/2%!5E;N@E^9@8 &<; 8 M>&PO=V]R:W-H965T&ULM5G;;U(V3]J'3!UJ$)4Y(0B$@V^G7=TE*E 0LF9O[8HG4V07.P6)O3)[= MJ>JC7DEIR'V1E_I\M#)F?3H>Z\5*%HD^46M9PB\WJBH2 Y?5=U)IC'IVW243=F'7CX?9?]IX8\D+E. MM)RJ_*\L:OS430BJ;Q)-KEYI^Y^D5M"HLZW4+EN_I*[+=8;D<5&&U5L@V$& M15:VG\GI5HB# ,B#!!:M +,#_)X O@W@?SN"OPWPOW8$L0UH](:]HUPL\0D MD[-*W9&J1D.V^DNC?A,->F5E72A7IH)?,X@SDZDJ4UAVF1+XIE6>I8F!BRL# M'U /1A-U0WY? RRJUU63%^3#U8P\??R,/"992=ZOU$8G9:K/Q@9F4^<<<+[8C MOVY'9CTC<_)&E6:ER1QFD"+QL^'X8"!^#"IT4K"=%*_98,)?-^4)X=YSPCSF M(_.9?GTXQ^C\V.CS[Q[]2 S>U05O\O&>?!?E0A5R7P?D[U?7VE2PK__!EKI- MYN/)ZF9WJM?)0IZ/H)MI6=W*T>3)(QIX+S&='S+9[*&3S1\HV=&*^-V*^$/9 M)V_AU-!)+M&MUH8&36A]-MQ_("+ (#P;WQXJB\!BX?O^,6SFPF+..0N.87,$ M%@L1LPYVQ%-T/,4@SZG2IFXZ2Z523: EI>2IO%_DFS0KER0I5&6R?YMN1.3] MNNY=T)2NI"1OE9&&\F>8/NV0XF"J+ HC/[;T<6&+ (6747QGQ*F95MCL!Xl'L]NR+JI(@&I7@G@?%F8395LPM ATKFS5&] M6"754NKGI)1H/43NTC#/4L#%4,^W^;L@!B5CL7=!PJ,"YQYWW.-![EOI ;RS MYE3"6,,NN\'OK#2""L+8VKR.P+PB9CY.EWMZ1><-TS4I66ZIU MZVOJ^UGO^FZS'<[#9\PBCH!>\,"S.OH,@5'A65Z8$5I8/$+THC MX=PTNSW=3YFZ$Z!>*'R;-89C(;,;'(9C5(2131S#B3C@/ +?#'M5&1*EM M"S"8YP>1+9,+BWD4VPT0@85^3(,>D?:.E [;]\GI1A8X]K.CM7Y8(X[4?&BO M_12#\8A[MD8NC$4LLJT3!N.\MY#V'I$.F\2+AY7&1\X.SNVNBL!8$'"G?%Q8 M(+*;6ECP5 MW?M'.FP@WW;T49J(E8/=:SL&!,9B'MN> 8&%'K4[RQR!B2CF?4?IWC_280/Y MF]3ZE.P)D\28*KO>F.0ZASZK2*G@?FDJU1A-0+4G$"H,8NR$K8J+\4-;$ACR%'# MA4&-^(JI<&%0(1Q'2Y,1%'D]/(H8I2_KI\C9 M@CR%MI_")D_@E_5NP=$G!=L9AH? G_$EL.TL4%=C=#T'Q$]LNH2 6X67-]F:: M#9OI_T'*,LW]3'Y#6*VIT...#^;DG?CV<3_%8=SV#BC.?FXS1U&1KMI@0 ,,1 8 >&PO=V]R:W-H965T&ULK5A= 2&V4&BF]8L- XMPCG7,OXL+TP/AGD5$JT5-95&)F95+N;FQ,)!DM MB;AF.UK!E0WC)9%PRK>VV'%*TB:H+&S7<4*!)'EES.?-V#V?3UDMB[RB]QR) MNBP)_W)'"W:86=AZ'OB4;S.I!NSY=$>V] (*QI?AL.]9TGSDE8B9Q7B=#.S M;O'-"GLJH$'\FM.#.#I&2LJ:L<_JY$,ZLQRU(EK01"H* G]NJ!%H9A@'7]U MI%8_IPH\/GYF_]81#V+61- %*W]+4YG-K-A"*=V0NI"? V.$[V@D*%%_""M\ MHD.'=2R4U$*RL@N&%91YU?Z3I\Z(HP#@,0>X78"K!_BO!'A=@/?6&?PNP'_K M#$$7T$BW6^V-<4LBR7S*V0%QA08V==*XWT2#7WFE"N5!7:)W*"_0 M+QFK!:E2.,4EK$NQVTFWAKMV#>XK;_#01U;)3* 5K"4UQ"_'X\.1>!O\Z$UQ MGTVY M*6HY1$4.#N-3U&](N*)Y_>H$Y%!+S(8K<.?9$8Y2DX**)@0EQVVM^CBC9% M*LF3R8? @G(5X3K+E.N #M,XJ/A.MQ 4S[$A)-(DSW$^)&N>8@)(FR6'/>2 MXS?D&_11GK,4)1FIME1U QN2<[0G14W5#9G"Y3U1;'1A-B06MV$(<;'D;X[M#4&NYVD5IC(P!.%G]F'2^S 9]>&Q@B:]R/^&['=;TA9Z=*2*?T_R@JP+>@5- M_94@!46")C7/96XV8V(J8,V,(0:[/M;,,(T)PR((K,3F#GI:%T1KWXUWV: MV" ZIET@BG3E)EPX';527YI@/O:Q? DL8<+%S='.=6G#44^/QV^)$ (AJ/,Q MB+U0%SV$N:[O^KIH RR. ('F(2R,'.^5G0"]+Z+=4=$_4"%NM ;QHM5^B53^ M$9&2Y^M:JML!288]!E[ )P-H4!E## YUAPP\ M1Z5SZL]+&XU'6T!C40PL^;DFG^'N662TS!-2@)U\QWCS'#7:X@TZ+2B@06]G M@$$!Z7OLT@2+HS#0[1G"H("PJQED'[V4EI1OFZ\! C:&NI+MVT<_VG]QN&W> ML[7Q.WRSP(,QI?I"T;P$O]"WGS<'$KI-*X$*NH&IG.L(4LG;+P,MB62[Y5X MS22\8#=>'&27PF%(N+YA3#Z'J GZ[S;S?P!02P,$% @](4%69U8\]8& M" F2((:@ !X,"]W;W)K? VDFD_M5@B-GG=EU=XLMEK7[Y;+MMB*'6_?JEI4\,U&-3NN MX,9Y7+9U(_BZ;[0KER2*DN6.RVJQNNX_^!"LKE6G2UF)#PUJN!V.-U_>BU(] MW2SPXN6#C_)Q]\'T'R]5US1_%O=!_U!\;N%L>>EG+G:A:J2K4B,W-XB?\[I8Q MTZ"W^+<43^W1-3*N/"CUR=S\O+Y91$:1*$6A31<<_NS%K2A+TQ/H^#QVNCC\ MIFEX?/W2^U] [Y\&9!]Z*6U7^*==Z>[/(%F@M-KPK]4?U]'54(=&\Z;M$E^N/^#OWPYD?T!LD*_;Y57\?S> M+UWU%M'H I&(,$?SVW#S.U% <]PWIZ?-E^#YP7UR<)_T_5&?^UW3B$HCWK;@ MI\N=H3USMS>;[%U;\T+<+& 7M:+9B\7]^^]P$EVYG'NESDYB4!T(@S!1"%#Y4(H+5 GM$CKT%!\I8(3F43(3ZC!C+(\CM]#X(#0. MKIZ?]ST,H&]D< YB)I+YY4Z. $S.?B9!"? D(W^"F*-%(WG9]FNH[>JZ]+B= M6&.-00>93XG++(^89^VD!ZEI4.J? (U+65W6C2I$.XC=R$I"A%RC1Z7<,2NU MM1"*<3R3[###+,.>590=)&=!R1\;47.Y1N*Y-I%XT*ST5C0 @'/A*,,D)2G+ MYL)MJYC%<>S6G1!TYT'=ORO-RZ^0F%L_GN,<1!%,H\,,I%F6NT7B:)<=&9X M(>=I)<+5 /3=#^Z)OK5D(SH"\0U*E3KC"UCQZ=1(\VB>11TV<6489_T(S;C MH/1? 806_0Q .NUU7]EQ>"]C>A>0F!7)*QI:42*2W%H1;L,X.7+N5/1$5!RD MV+GQ]L3QL=-C/9")9@;RI[!==FF&L4?V1$<Q)EJ53FHVZ&*=Q1N;:7'8DQK[YGYB(M@RA:_;./7++2O'J4@.YQ&/TS'UM"LB3!23H7[+#+DY3X9GZ"&P[3S5"\U69U MMB:Y!;G*[##8;87:U;SR8 [, ,N3*)^'-8<9C@ M/MD3Z'"8='=B(R#TKI'F MSZ&EZF);'EE+U6$6I=1#8SRQ#8?A-JR&2E67YT&!;4P1DE$VEVJ,X2Q-/13& M$\[PU_ L(,\F%#'K+[>VEL,PQ8SX@A296$:BKRI72LD?9"FU9VF2(!& _N6AY MI=Y.?9X@2,(0O- ^J1E]"\KE##ZJ!YK)Z'"*DEQ55@XYE ;5*KJ<;!=BP=G MN"$V^"AA;,YTAQFA4#-X9O"HW@S3\5#;U/R+*6R<$FW&X2RF1R%CU.BR@WR4 M>D1.+"1A%M)O5P+J.^#*FVX93B9QQ6G599X%X)&=+Q*8;(S0DS=Y\B-B4 MHSC.Y]F0PRR.H93URQ82,(L?)$)^T(W7:&[!A:O4Z<--QS9B]*VHM17Q)() M@"0,P!>5]7@Z9_96#3EQ([1LA $C>A"5V$C/"8E-. B*UF)U6!%?MDDF'I(P M!0>^\-&#/PU_.AU.9<&M$DMG:7PXY&"?'$*3KAD(9+NTGBD+"?&5)]UVD$ M\LSY]+O,2.Y+A>@$,AH&V4G"=DZJC1_,4KMH=MHE>>P3.W&*ACGUVW'&]O_% M!^HHV3(QM9),[3>1KJ,*,XBSQ1@DYHHV&T M#5'BG$8;6)BD29S-3]EDK='3J_<1,F@0S\;]\ [J3^XG0N"-MO3;Y?JH=3 M-R>\TC!>S23#CF^U*CZA-QCRP0;M>=F)*\0[#9FY_\$!AI=1%'_#I5;#CJN MD&Q;$S+ZH\Q.MQHN8'&@7[I*#/)>G@&A[_+H#*Z0CB]R%ET$5- RZ.1.%&+W MOJQO?C8YZ1%CB_R+!M;.*?#4=BF,:_"OM/LJ+0[<")^33,_%M>2[.?987$ MQG8?8?GXJ.A^50"S1B:R"UAUQ M4[AS*;]4[B M-)E7\4Y#]!1]>2";$@$63@2&"/^OCG\"U?W*W:IR+9JV7]CI57]$(#.WK*^8V@/QR5>R0SZVFK^_S) M9>@\?UH>O3=@7MKX!V\>9=5"-KV!EM';%+QNAO<@AANMZOY5@@>EM=KUEUO! M8>D:_A^HX#ZXXUY.^'P-LKJOU!+ P04 " #TA059WD#$(J8" !I!P M& 'AL+W=OYT"6#(?<6%GGJE,?6%[^N\A(K]4UF#P#@\+MVQ=&KO@9VE-U[\[6> M*YSY/4O!*A";24$4K*;>97@Q2VR\"_C&8*MWQL0Z64IY9R>?BJD76$'(3>6 M@>)C S/@W!*AC%\=I]=O:8&[XP?V&^<=O2RIAIGDWUEARJDW\4@!*]IP3;_9-M&YM@<-YH(ZL.C HJ)MHGO>_RL.,(1T\H@X0O180=X#8 M&6V5.5O7U- L57)+E(U&-CMPN7%H=,.$/<6%4?B6(XK%/?H!!+Y^?=IE?MIM$3 MFWYNQ"F)@Q,2!=%H #Y[GX-.<)#!X_WX3[: [W,0]3F(%_\!-_"H&>L3$/D MBMPP@-&N(^#?%S[%@*585NL>3RNQ-24T4VE#= CI@@A>2<*DUJ4.VI M'P^EHN5/'+]M'YLL3/W-KK_G(O9$CWK1HP-$MP5):&-*J=@? +&0KOET=5-R2 MCW?TQ$'[>R3\%8%[^L>]_O'A^IG6SBV2>DT3 TEVB]L#V@:;]NXS+=$VNY+H4I2SN5]_0T]6;(E2 M4B!?$HD>CIYYX3PSTO635-^J/><:? 2_RLKI9[+4^7*U65;KG!:L^R@,OX9>M M5 73<*MV]^]@:,,OLIB)?$<\+5P43Y6)];=<>U/I:UCH7)7]0]*]+@]GG.Y[+ MIYL%7IP6OHK=7IN%U?KZP'\D>L_#P* [E:=EDP4O*R$+)'BVYO%+;ZZIZ'9 M8"7^(_A3=7:-C"D;*;^9FR_9S<(SB'C.4VU4./AWY/<\SXTFP/%WJW31/=-L M/+\^:?_%&@_&;%C%[V7^7Y'[_FIE MO05*ZTK+HMT,"_I1- O_9]|819QM CWL#:3>0X09_8@-M-U!K:(/,FO6);;:^ M5O0*2,-VLR%|8W=#=:(TH3Q42OX5< ^O;Z7909!X1F"]TKF(F,;;AXU_(-H MZ0K)+;IGU1[] A&OT!+]^?@)O?OQ/? H1B1+]L9=UQ!>0HVCP[HWCELB]XRS"^D;(+;X6=M\+9,.X64FGQ/V:K+A2#C&_ M2U55LS+E*)65=J9QHS2XB&\XB.Z\S 7:J$,.S:+]Q,$%J6C00F%"[R^"V<_J>)[6WWWB*? 3+%7]OJ,)>F1-LB<+R//B]!+_; MQ1K2'8R!0\QUD_"GI5RPC<@M?73'F:50$"IA\LS-*?A->X.WTG;IR+X[P//M MP6V:RMI0,-1K+HYLDSO[A%;+Q?GV_)@.HST6(\3#$X4,]ZT"GN76]9? R",&2 M;]9:W=?IB+VAU76(89Q%'@3Z'IJQO/<_*#X@0E@C.^F0IW7U$'N.,&/Z7>) M@] ?LK1++D](5 WHF1K/4S4D@*]Y*5AG)Y;& M\S3=)>J!/9LL;=]*%OS9.79"=_ K";P1#;OD,$XPF0#?,S&>I^+?7MO$.M&/ MN36B 1U56@<%0YD(L"3GH6)IXl&* &'L7H%;C)+[O^T3KZ5MDLG] O/YAG^_MBS6ZF5: 4R"-$#W]_ $=RY07_J3&"V.J>ZCO!LGMI? U/"%0&N*@]*)'R?)T)2QW)05/>^363]$ M4BM3SK,V$Z%=AX9%G&:BZ2+;:KW@I2@9-H<.J2G /;^2E\=OZ]':-+&0.:\^ M/6,J75)*S@I^"]HA-Y"**

Classification and Fair Values (Details) - USD ($) $ in Thousands	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023	Dec. 31, 2023
Derivative Instruments, Gain (Loss) [Line Items]					
Net gain (loss) reclassified from AOCI to earnings	$ (402)	$ 2,904	$ 1,827	$ 3,196	
Interest expense, net					
Derivative Instruments, Gain (Loss) [Line Items]					
Net gain (loss) reclassified from AOCI to earnings	1,273	1,061	2,559	1,061	
Other income (expense), net					
Derivative Instruments, Gain (Loss) [Line Items]					
Net gain (loss) reclassified from AOCI to earnings	$ (1,675)	$ 1,843	(732)	$ 2,135	
Interest rate swaps:					
Derivative Instruments, Gain (Loss) [Line Items]					
Net unrealized loss deferred to AOCI			3,737		$ 1,407
Other non-current assets | Interest rate swaps:					
Derivative Instruments, Gain (Loss) [Line Items]					
Fair Value			4,854		1,828
Other accrued liabilities | Foreign currency forward contracts:					
Derivative Instruments, Gain (Loss) [Line Items]					
Fair Value			$ 1,141		$ 159

Commitments and Contingencies (Details) - USD ($) $ in Thousands	Jun. 30, 2024	Dec. 31, 2023
Coral Chemical Company (Coral) | Minimum		
Loss Contingencies [Line Items]		
Loss contingency, estimate of possible loss	$ 0	
Coral Chemical Company (Coral) | Maximum		
Loss Contingencies [Line Items]		
Loss contingency, estimate of possible loss	1,500	
Houghton Environmental Matters		
Loss Contingencies [Line Items]		
Loss contingency, estimate of possible loss	$ 5,000	$ 5,000

>2^?E\>.RWHH19\Q7 WW3F?BMMET[HJ9V\0.VG M4P/IEV3?!|YE?C2Q@UXY$QIM67K>]SJ-&1,Y\0{Z;/D<8LN01-%$BT|ZPB?SA-^[MOFR;*>/V:;@.[J;#.Q.DK1FG
5RN8C$PIJLL,7%J994B/T[HAMIUBA?N=Z'AX7D91Z UL M<(A-%"/:TR^=I]_?;0)46J;?.@)KR]"S$ZJ+1OUDZ&Z76#35[M&>:^D\UXZ* M_FMK)W5-
RPE)AGGLDHL3#T]D,CU[6SI/KY^W6Y[:-F K%1>[$H:.9I1&T*OR M;JR6S:SMM&',HLLPB8:]MDL,!U/OC&A/N/1EPGV73;\=L.,_N3#MVI'EIL0X MS7#P:I $PU+N$(O/AZ)+*WKRI?,#[_T45,0T@K.-GPG2O-^T4+$ [*]2S M|E#'V)0X 1DEE4,Nl#03AC3DRB=)!$7C>%F7G[1C'#T%0+'<3#Z6.&42WQO M."FOSC[7%5SM%?,"MDIL_G&PO=V]R:W-H965T&ULO5Q=
<]NX%?TK''6GW9VI(@{@03*U/9-()#>==IN)=[1"%?.>NK/*DD4^K^U5]J$2RZQKEV8K:-E_E25HL M;JZZUSY6-U?ELS27!1U6A96)>ZN%^_(V]BQVP8=XM=4/-9GCZUV*)_+\DO[
MY,/N>F&W5R0RL6U:BD3^>Q!KD64MD[R.WWK2Q:G/MN'YXV_L43=X.9C/22W6 M9?;O=-?LKQ?^PM]}N^28-9_*QQ]%/R"WY=N66=W]M1Y[K+VPML>Z*?.^L;R" M/"V>_B=?
^XDX:T#81-/:-Z"7-F'!]Z8T8&2B@=:,W<-0>_(D&;M_57OP)AKP MO@%7&E!GHH'7-_"Z8#W-;A>:3=(D-U=5<A5+5JRM0^Z^:#392MEV*MTTE
MWTUEN^9F718[N;#$SI*/ZC)+=TDCG]PV\]I<<4UME7?6>I\4]Z*VTL(*?SNF MS>_6TOKE=F-[_]T/UG?MJS_ORV.=%+OZ;M7(BVJI5]O^ MX_70"=N(":RR;) M@&9K<[-
UF>=R)=\VY?8+T'KS3.ODD,INNP%]W8]Z&^7'I+)^3;*C /A",]\G MTZA>8C,%.^VVV-^S+K9_U>S%Y4,2"Y/EWV[!1^$]8^RAEAC M,^M/9;$MBZ8J,_G.O?
6A:$0EZF9,M))KYK1PZ&GAT({]9F6!^+^[3HAVK/ FR MI-@**VFLC=B^L1CY]T5M2J&U\,3).\[VE'RX(=3S7=^]6CV8%KCU$; M'150G_K^&!;],(<'
578(AVV),RGCH*+=1SGW@DSFDQVFDS6-6(3D_FAV,K[M2"VL[^4,=H]^:-=FM]KW9;835?V?;UOO/YI]D,"UY#C\'V3=2*+>]O; M^!!LQ?5"+]J:5]BY<1F=T\1
MI>7Q_;&6HE#6;7'O=SI97?B;TV2B&MSKD31>!5SHXA%]F*2 M1?!D,.70UE$,CB(_19$;H[A)'U"IG':U%+[;+*G$##HH4UH=>GY!:QQ%RMC3
MW$AADH4777^$V66,1#8*JG<*JF<,ZNU>!M)*Z_KXI&B*G26ZN^ZR37=VW0:5 MNS/ILJB#E#V@X/7T%>D0192L=1!3IG4#\#!?V>6A<4!S]Q(F68Q$-@JD?PJD M;PQD6.P4:?
K/I#I)4P9%S0=FFW!/59-K .<%OAH[`170@'0*G2K484Y N+H2 <VAVI)01SU-.,1W'0T8F[57";R>#_H/,#?9) G0_@)VOHT"=K\- G: #@5)W0 MXR9U/K&'=-M^:1:?2=X8D]5'9-
JAL(2I;A,H68[&-E]29@T->H/C[QN?+V/4# M53*OS7W,CCTF6XC*%J&RQ5ALX]@/)@PQNS OSR7Z#L[7AV\'GKH\C)"WE@ MLH6H;!$J6XS%-EX>@ZU$C%8#((/^?
BSDG=N>ED$]XU@',D$0*/=N M "9/GT#U'$(YTH!YB@W^0C R=NW36P%& - ?J:>QS,ZN"O$;*^ YKBB),>V&-RK9!90M1V2)4 MMAB+:,;RD!G>&F.V99T21[FO0@
5,W8VHQ@PJ6P@/P>']SD;U9H!.G:G=/W@N MQ&RZ(&@8W2E9\H ':C@QJ8T-*ERN(RA;!$*(>IH#,.9/Q'.P7HC9>]G,&,26 MI^'YS%9C9NQK=LFPV<++AA"A=AICL8V#.
[A!Q&P'X3BD1/=67.IK.2GD#JE* M'+&+BGJJ#C(.:O;LPV6(LMO&G^(,A18WNQ!])$7K&YU,$" BD" ,3!$ ')@B M #@X10" DRD"'?P8:0QCGG5,X4G5?1K"?"?0/BR"@')2U10!@ 6.G -
M4@%_ MR+6Y.OD1@),I@N,05YU4'!0"&7@(U%-W-FKM"!0IF=C]@^M"-MS:[+RU,$"C@S65#B% [C;'8QL$=5!=]-E]PD@0*.!R.HWHT &]I M:2&0R565$*95$]&RQ5ALXX
.%@TU6S3E<6@H'C!Y4O1)(I:KI60 HI;Q6ZZO@* M H>ZJN$5 CC7\[AJH4< ,DD<'OBT0T1\]D[VF"24+-)\@>3!*A(!4P2P"H5 M/4D RE3)$"P4D"6*@")0E
ID&@F<3KB8)YCYF%]&C%M:@LD6H;#$6VSCV@Y'#S$;. MR[,.!@F#G&(^LF$^4)F+Q#4ZAM4M@B5+<9B&R^0P91BYNH.LW<*RB*FE]#6 M96>1R6\UI(*"G>:(;
!9(1S+/E%?"D0C4KD-;$@(#6!&"@U@1PH-8$<+#6A BGM"8;W!/FO*(L8I@N MQ!J5;8/*%J*R1:AL,1;;>$D-]@TSVS?/R"+@VS9.0-3/=LU]S(X]JFT##L%7 MZ]
(GZM;BUN;_9(4,MB;EL"!%JIS$6VSBX@RW$S+90 MYYS6UN%8;?>=57HLY.W9JCM#5>[@_G7K4)7W5H>D0<\&)^YZ@<<=$,Q1/YF' MN52M&HH'-7MSH=.+8+&-
SI84NPUZF48\-4F$F@I@X[2E.TE1*%Y3+/CB>H' M8;&-OUP_^$'.2\IEP.RD9QS]F 68\D% (.4#8&#*!^# E _P2D? -13OM79 M;]&T/V8DDS>9TM56)NYD*_N-}]=>]?3[0$]/FO+0_3S-
Y)IRKQ[N!>)//5: M@'S_KBR;;T_:7[PY_4K3S?\ 4$L#!!0 (/2%!5D8.OCTXP(_@) 8 M >&PO=V]R:W-H965T&ULK59M;]HP$/XK5C9MJ[21D 1H M&40JK]ND2JAHVX=I'TQR$*M.G-
H&VG^_R$? M5 R@R5/"4S6T8JVSOFVK,(:$JL;((.6=M9)U2C*C:TR"33*00FW7COV4*B M9%['_M N5Y.H8O%%SEOV1?VCH6";=*BZ0$8P0)2XLO?2KOX0B //4 MP2XKP'^"8!7 M
KRF +\$^3*E!G1+0:7J&;@GH-O?0*P&]_+&*VV?9D(U#092{(DTULAF%OG[MYFA\$9:;3%QJB;L,<3H8BS3"O<(X$!H)SB*]45AJ_&+#":47$FHQCFFY $9:2 MZ>.6Z6?
R84$E[L:@64BYNB*?R%MB$Q6C6@ULC9$9?CLLHQ@54;@GHO#(G4 V M1:88352#GYW'=_@;;R1ZEK!T_([G8&I.TZ)1E:36BOOE=6TD=6LSNJF_=)H7F=TW:N, MBMNTCQI'
G*3SP2*A&*;ZN(?6FFKL>,V[[:O]*-V?]JNT<]P3"FFBK_TQ8R# M16K#4D4XK-&5T^IA@Y3%W% (6F1YVUH)C4TP7\8X:H$T!KB_%D(?!..@&MZ" M/U!+ P04 " #TA059N/1?/X8'
!N$@ & 'AL+W=O.4JAE?9\5]7*BQ0VX1+L6+)FX>M?0!G MFB1B###!A13S]7L.F!E2-J7*!N9%(@9 7T^?HG3C76?_8HHB/M*&W_66X50
MOQD.?;&B2O]!KR.SUZGDB_N_6^GODN_P92X]75K]JRK#ZJSWNB=*6LBHPT>[>4^-/RJ9 M7F&U3W_%ICD[ZHDB^F"KYC(LJ}3)_^5]$]X<_3Y};,; MX?
@TI/&/Y&JZ#>.4X:37%E2FI?'A_"',[FR>MS1>3)P7^ M%,U 3$=],1E-CI^0-^UB,$WRIH_(^^"6T]@_DNM]<6F-MUJ5NT@\" U"\4X9 M:0HEM;C%0P)$@Q?_FLU]< #9OP]%*!MP?-@
+KPWOI8%G5]JUN76U#M__FS\ M:G3RA'O'G7O'3TG;:U+\%ZL0,R~BIU(H(\(*=\3/-I 7P7+\2Q0]G:9P,)@ MT*$QK*#YERA=(>WXB/5U@4!;5RT8CSZ[A T3VUT[5-
0$B0C"HV.2W"P*N#TI76P*L?UJ+3*+,6\C:7TX@N38+5" M>'R<>U4JZ13Y?M(HO;<((@>T2":FG6@TRV[*Y0JW2. 6+B-0F(<_1X5TCH0 MA[-\EV\U.2OV<[;H3%"3T>"4
MQ/[3X'8@?IC-;MI\)0H!,&I:L\!ET#!DMG"K^7=4A&=*@AG.G!U7ZRD61+R M5E7*IQ;6JKR]NNR4.5I&G>*(^%Z2"VBCT)Z;,5M#"VN#07F(4OE"6Q\1?F'X M"'O?
O1,W#P;]2!V[N\%?9=,1,)6*K";=70^2A,8FSX6*^&B;GQ]X,/.=BV M5J8I^4H:=''!3 AX)6?ZOI>>]\5FI:",,0)1LO$:OQ%MQ]DP M,B \NI>5+GG'2(;]@;Y[&Q6*8LEZIPGE-
;65B@"/B=! M]S7BPS75Z%A$A&I+TB43_"-Q]2L;=&)C!""[OT631Z($ 1;6T!7#828JZ M"Y7UJ*ARS>6>F=4#1+]Q,@3QFYQ-$TD?HA= $=<8
M]P;P$[D^3Z+P(U=)14%JGKW9LZZK?!W3DM9X!ZCA'4)7QJ+M27@9^$R!$S9W M%B!UB3CA$;,@,PNWE;8/-AZ$;2,D9 Z"D1R8[MB.= 2/4RHIRURR%]K<;E.) M 3#O.)$%%^?
=M>@GB*1!G @Q6I5<;_>3G^TV<8&!+R8BDG6M4P5S4M$"$SBY M"8>5(VKZAYQKL ,M4W&^$4?]A9@AH[CG3[#"\BHZ@*,OKE59XNR5Y1"V6S! MHH>KQ"07
/_UH#0(^L[QH+(37IU0LL M"*)+Y-"4[Q=6NCP2L4HI8-9SI@7O* D*"/6<$W31HI'L'V;:' MAY#[U_VA,M?-_(BV#I]49C;@):1?JY2B^0#V.>!M5VP@N3KT_E_ M %!+ P04 "
#TA059XT6S%%X& >#P &0 'AL+W=O%] M_7(R<6E!E721J4GCS=+82GK'1V$9Q?VZ, T MOE2:+]OP355)>W="15D=CF:C]8,/*B\\/Y@<'=0RITORG^H+B[M)CY*IBK13
M1@M+R\/1\>SER8+M@\&5HI4;7 O.)#'FFF_>9H>C*0=$):6>$23^;NB4RI*! M$,:7#G/4+\F.P^LU^NN0.W))I*-34_ZA,E\G"KUAUMM.12!OG3=4Y(X)*Z?9?WG9U^!Z'N'.
(0!SM0B"5]++HP-K5L*R M-=#X(]0:0!& 1OWNIC(74FSHW27ER1]HTET?:?*?3G<>*\!9'-NJ" M;0"+-P/@X7KI:IG2X0C3X\C>T.CHZ9/9WG3_D?06?7J+Q]"_OXT_",NF\31
MEP;E$-X(7Y#(I"=AEGSM2"Q13YTJ60KG\0(CZ]U8*"W.F_(N-' A==H1)6)9R3(O'VW=7'@*K0.W#) MJ4QO+US/75BLF1O"G<<;^HFS3Q\"17?FNU&\(:72:=ED@7 -:R@W DZE*|"Q
MN\ 3-"U^?A]0_$OT_/]@MZ52,DO@R5LHOTYEK3P"800-B03'*(%-$(>2;JAT M3*H5=E/^OV)O&VNT2EV[<6T+PI#Y M'QEE,- H!0JT-=?WE0:<:>T1R++=AM[#KT8'(E9A?
W88OR]*D@0 [LJUH.FP: M+U0W-BV P0FCJ")MERI<\4Z) ,9QB(%CF52^H\7G+Y4=KUQWL\0+FA8:B6@G6RWF,>KI*3T8EC3MQH$Y0AA&XUMU98:40>*#!?_LB8!WC]?
#U2OW7:YM!-P\/CP NT3H/LI#> M)-IPT$.%65EZ1>U(TV@)N>*.G1]HNW;ME<.V MG86Y0>O[P"0]MEDWD(BY45A]-QFG;D75'@"(#P#;!8CN^\"=#,XL&-L\G,P< MFM!HWQY?
^J?!X>^X/?-LS-N3XWL)?FG>EY9PQ23NCH1M3V/MC3=U. $EQD,C MPF6! RQ9-L#[I3%^?<,+]$?BH[\!4$L#!!0 (/2%!5DR]@(=F00 $(+ M 9 >&PO=V]R:W-H965T
D#38%=A'$28NBZ ,MC20B%*BE]5S^OH>4K'@W%_3RTA=;I&;. MW,Z,9O9@!TKF3T!5D]JDZ3TOCX:C5Q:1UN.7&U99%&I M4J/)>+?_JH34R7P6[ZI[?
&8:KZ3F*TNNJ2IAGTY9F8>39"=97US+HO3A8C2? MU:+@)?O;^LKB-.I1,EFQ=M)HLIR?)(N=H]-ID(\"OTI^S!-*&T<=Y4G3(\[*1N_\5CEX<-A"#)]!V^W#WLWXNV^@?=:F'1;9
(SX4AG MI= %D]2;";FR4J>R5DQ_+%;.6S#]S]=RTY]>OFXZ=-F1JT7*)PG:R+&]YV3^ M\0C)OD.Y:Z;J[U%LO;7@TDVOUI?#"@)1<8,!ZN MU\9& .:T;4\N4)H?
C[2.ZK&IK]CF(./*F$Q,K,&"M>2Y=]HQK4,G EJ!!?,4V MFA@B.ND(EHD?:_CE*$ZR'L1U(%/D)@K??&FE;DP.JK<2HE,BI+ZUIBI)8@YDI M8LXV#([L5QBTY66B9RU0
<8T,NQB@#"A,*A0U(X%(2N.X?X6C\"2B[:)1PL): M'%NB(Y9*>C@XC!P\,Q4J]!3,IXVU M+9'Y7JBFC3B$]$:90F0^%-IUV(OY" H2F*D/19<0.S/:&24#*[,-SH.QO@5J
M/0D$[XG=)^;3@"YU;BJF&_&(HG4\/9B.M^DE49]%?R1HGYT?"-H%Y*AN5@K MJ\:!+@[%0%]YR1&V2P!&9);)Ds6X+W6[&82< M_5H$8NX7N*L IC@VK,/A#O MSJ\193DU2("2K6K,
(6^4WL+WQJXDT=R?>,.?6IOM\)=U]KQXGN\OM4C73@# M<=4&@0 @E@?W^& 'EV.F?$CJD"[1",J9YVP46'0"]3+V0JNT:3.)-M92$4G5H@=1241/KZ?
_2IW4D_.A#$VP2).]ZLH7@QY09PT)L9!/]SZXT*MOLED\ON^4? MM<;T?\3]U[Y]HXV]IF);Q.T-3H9AWZXX_6V_("[:O>A9O-TNOPB+7#A2G$-U
M/#S82\BV&UM[*:.6]+*>.Q<\;'$DLLV",!;HQ?'X*!?FV>_P502P,$% M @`](4%@;_^S,) !@ KPX !D !X,"]W;W)K&ULE5=M;^,V$OXK I=8) ;ZUU6WH!D=]O;
[9=;'K7#T4_T#)M$RN)+@[-M27]GZ$DQESW5LK30]MT[FJR]GY$/IVZ>]U: MZ<[,1G5861K;2H^A74W=QBJV"$IM,TVBJ)BV4G5>3ZLP]\E>7Y[M;W2G/EER MV[:5]O%6-69W-
8DGX\1GO5I[GIA>7V[D2MTI_Y_-)XO1=(^RT*WJG#8=6;6\ MFM$$Y[<9OQ]>^*]6.W<@$WLR-^8+#SXLKB81$U*-JCTC2#SNU5O5- P$&G\. MF).]258\E$?
T'X/O\&4NG7IKFM_TPJ^O)K,)+=12;AQ_V>S^I09_/" M/^WZ=._-L0O76>=,,.RF#0ZJY_RH7UIS8XL MOPTT%H*K01OD=,>;@L^>4C)QNDU^@+>
MX!I]5AMCO>Y6@CXJZ;96A>EWVM6-X:&CWV_FSENDRA_'XM";R8Z;X?(Y=QM9 MJZL)ZL,I>Z\FUV^^BXOHXA4GLKT3V6OHW[91KT(<)_@_N/3K6M%;TVYD]_CF MNUD2EQ>.T
2LY-"1&UX3M%OK>DW2*JH-BM1Y#N9.^S5IH-@0;#EOU($*"H[+ MD3Q,(,[;VB/J9)9AXFN;NO/*=K(AM!S9Z;\DE[$(KL,*K\V"YH\#B6/]\-!L M;8U-
98JR:4PMO5H(DMVB!Y%=I^QSD'JMU?+ VX6J=>,@_K?R"=Z5SBG\'#4(I M-,FN5F>'0:2U9 6KU+&@G-.)/]6;5EE=2W>;!$8;O/[Z_N0A$,>1EI^7TDZSU M4M=GXTX=T%32=G@Z
@$,X,P+,3U"8-C!=F.U4XM1<5C=*W8X'YQLX'K#R;+0 M%OO8/ *PX:C"D/.LNS)FXWFXF:$.J-?GOP?7^Z,?^(FO;=ZONW= M]2;X]>0'R(9((4\V*IP-H],"1Q1GMJ-:
(5BZ0W@LX@9'CS&MX;H+,"Y_5F-1, MBF?&\-1K:5<*%0#[(D2]N;K;HF1!&VTNV#\;1 Y<9B(!#'P#^<%LA~10=#(LGX;U/L&7!E6U8ZX]=N@[M/7; N1#.W3F^!0*K@P+Y! EY#E-
<.X>'#-WIA^<3/^_WE0\-_DL/I+&\Z'M* MDE3D<>?Z4?3!: +5@(AGPLBR#5*6I2)." M)%I1$8NT+"G/19'%@R\O)RS%22Q*J,5)(O*RHB2;B1QD$@2R M2LIOK!,Z29/HE$[
)$OQ3$1B$KP/.I1PUUE,^PUQ6'OJQRBF-$I,0SPAC9^DK)498DP!5%!(LQXIEP*$89 M0G&\A.&:*,,F$R>]BR?8E[RWA^HJMRJ])\D T=K6_1W+#0S>Y5S]^=?5-G^G#4M?
_;ID0ZR\,S+D.+0C@Y MKDA^%/%*H920?EDH$/$6EH4.AX-!2\N*KQB2J+'>L+"@5$?[SM*!CWZ/3@TL$ M>*S"50E'H-EVOK]/&?WM[&:_A+R|'I_Z=N2\GB880*#!?_LB8!WC]?
M;,*59&X\+CA!7.-&J2R_@/6E,7X _/N5^DZOQ5L+.7OV$N-_S3AC&AYI]%@]BF 1^*]4,DOQVL;+8AA:OJCWDC8>, MST#F[$X-MC7LAZ$6]4O[%>C-'.,#QYOX3<"_3,.2)6'
XC!.W\|+9LV)PTO. MX!U4;K7JV2VX:N0& &Y;=NL\+C3[U_7&N/E_GW* QT]/XU,=O3&!2"'!HF M!T:VG\6HM)NX-FSDVC*U9;85\'@_\F'W]3?K."[^-^QC-\FZXE]PG^_89C(@ M9TS
'J$MF@LI*Z_(X =&[6]\3*.%%]Q2M$:)"$?<\-)*:;?;'&RW9S\\ M#$$=S%9HC74GH.V;D+4:<$?:M!?]7YA0(V$#Y.EJ"]"-"3N750N8Q1IU!E^_M
Z^]2\IE.,^@A3I>MM5"N/=&/K'>%XN@8F%(=3&G>H!-S^A,HR-$ M-Y-&R^^W[I&\W&/Y7 "HBTI0:?A0 P8>V,J*#Y8YY9@]$U#M<\7'!"=%YSSG MJHV64_#(%!ZO$&FVI?
C[+*/4DY4/+8(Y;5& DZ;P8KVQ0G3P0C>A#TX]1A.H MJHU$+N!!:.5R.$ "UE"A)>\<*&^TK)";D\;$^'62(T75N[/&Y 9T&J5JLW29 M"O923:;;L5J:JE,&W%T:?BF4',CH<&!1^-U?@Y-
KMG LZ]ANA+%/Z5]I?H-$ MK]D?!:]>AS=3M#94QV-(&6FC9&VU%K"(XAK+1\D'8;&]RHC>DDN&."$"<0G M7;5(160D9ENEI=W"!:=>I:,!DO^!P$K.5R?Q!'-:
>P,F;H]WO^$=1U*S>SHML:/+JA<51U[^("K1 M;R NB7R)++_@\E+GN^1UU:?+:)[%K@D^'ZS+XR3.Y/A%UN_KLZ/^^K^6M\X
M2D3XVTJSE5AT\!\XX\^A>N%#54GGH%%H=\TC)ZE-)QM7_#XV1SU0#BC/@Y97 MH+O^<.8CW\V!4X!]/8.X0'D/G'#U!VEXTVC1.$*'4^TK@EI$#\0X!GFZTZ&"=5T3OK*C:@::.8>
()Z>,I%A[.F4QN/YPX3/#==TC&C(1V@1VNS[$0(RT*JY MP@[:J&1^FFL3OG-MXTP#[OE_D"@'!GG3:^U[\3-??X.F44%/3XK+N@N6%IXS>V"MJ"K@;TQ3V>5D?&.\/##Q39R?
T#I'U*:@L_.QE M U? Z/ARHPSBG&>K* M_C@'@EWC&3D#@[L?KM&_)%||XA4=CB_[S9VPE&OO6)X$199@D&1!$A889&$0 M92$&45H&<13ZM?0!X_HWR"I{TRS*RJ#
(4YPO<9"7*#+8DW[8"Z#X%/? M2JNC+UU(:MSW/-VF< OQ'[WS[/PO@VO_I?R\W/^_X0Z7&8G#K1-;F(;+(ELP M[;_A_8-5H_MNWB@+?[IABZ8I-"W ^ZU2]O! &\S_2+GZ'U!+ P04 "
#T MA059VUG]\$ 9# &0 'AL+W=OSH:F;S$6IBA:K&A M-TNE:V'IJ%C6LAF,#]SSZ[U_$QUMI(-7FLP75T+O;G M2JW/!^%@[^"37)66'XSF9ZU8X0W:W]MK3:=1;Z60-**
39&J@8T+L\;\+3BX3E MG< ?$M=F;PA=>+'M%+X8-J;&G@YZ; XE!_1!AZ M(-$.R$5TU."O73.$>!Q -(Z2(_;B/K#8V8N//+9 9RWR?ST4HS>1/&R"
M^^'4M"+"\P$5O$%]BX/YBV=A.GY|! TR.63_"_%&]AU%MH_U<(ERJNA7- M!DIA@'I7"RN;%51>@+H85M!)- +=8RKSBG6@*]J^\)*]ZXT[X MK9,M\;&ETK0E=2+W>F\3+.K:0-
>"51"&L$&AS1 ^'GH&O*,Q0JLT9"!7JT;^ MC05P6P+GAWOGA"/E%B,9=8L:+$7SW<<0WI-T44CNYL"]W]U%U7%D#N#NXC_ M%?.LQWS(7@&-(B9(5(H*;@4MBVH'*%?
&$EFF6_BS;')58P!$[U(ILEQGW'& M:DN-Z/@T\@YJWSS(S0-4^MB7OA.A3>SQD-E6-40^<;+<#_K%LVD49J_/7Z% MIA][K6CQ5NR/]*9S;NY,"4L"3$1Z3\T?
N971'_]27HT M<,,5]7\$?,D06B$+ES%1JXXY[Q6':M093&&FGQVVL'F?/@0*ZJ,:2>=[A'7 M!T7HM*I_;$;'89SZ-8L=A_$L\US&8_A--2?.R]N_,=,VLTIN,XOB.*#7",+ M;@*%^_R4C0K=
$U!'V\!^# 8!2$Y'%*1$R".$T(43I)#Y.T$)4K;'l9^,^) MZJO^+>98+ZC?XS =RLX4Q!T&:19'% 6S.((/B@,]QA,YCX,PF?(F"6;C"+ZX M#S^G@&86W6,>'#;PTLV85Y ,9S 9AC]J%=+D?'-
KI%$X@A^8NF0E@_"=MK[MIZ(!!D\XB<.!LL9[,^'==B1VH 5Q2#I.]#FDP8R:NBB, M!]YK->]5NY32%X$3V]N_=/^WOO&7_>^B_M+\P>A5!+A EN2ZGB830:_474
M'ZQJW>5OH2Q=)=VVI+L[:A:@]TNE[.[#OK_!N;_ %!+ P04 " #TA059 MA4#8%54$% /#0 &0 'AL+W=OD28 D[_ .*!HDNSP,>Z"E8XLM1:HD98I,[E.[>/S-G&ND^^)
KBOM+&GP_*$.K3\=CG)572CVQ-!E^6UE4R M8.M68U\[DD54JO0XFTR.QI549G!Q%L]NW.69;8)6AFZ<\$U52;>](FTWYX/I MH#NX5:LR\'XXJR6*[JC\%M]X[
;]U8*59'QRAKA;'D=3R>7LU9@K\KFCG M=!:"(UE8^XDW[XKSP80!D:8\L 6)GS5=D!9L"_# ^MS8'O4M6W%UWUG^*L2.6 MA?1T;?4?]@CE^>:]D(1:RD:'6[OYF=IX#ME>;K6/?
\4FRI,^[%FT-_N!L,6? MEPM(H6_^>BP#R<\\<0<\2Z>^ECF=#S LGMR:!A?/GTV/)J^?@#_OX<^?LOZ? MJ_;C5L4[PS7(AB*4)*YM54NS%A(FM;Z2%QZ
M89<"S4)]LR2@G5]EP5](+T5TVPB:NL5(_%M%O1V)'XM4?X=Q6@I"2T(X($I0ES:QH52 M?&ZD"^0X#LYS@H84T'T-(@,X@%DPL*K6Q'L5"S(?B;D*$E M9W@-Q@5;@K1LL$9Z-
""6LYN0 V!R '3L.>83NN/6-I,[B3 MHUAD1.!Z;S%H(,;H""X^`)U!WD8-9;*M%WB=U//&""@=>3KA J;A)QA2V&: M:I$2M(2,=;[/D6\6'XE]PEDIS8I&8K^GDSN$T#B4013IE+,?
2D>F;ENIE"%B=91;5Z3Z?3UXKAT\ MA.%6Y(?"X'YN&Z4=NN?/3K+I\6N//:6 .#VFLO-6JB*IW 3^X/D.C9<'I\+*ZE+T4MMRF]/,/A?)Z]%=<=3)-O!;C.^-3,0A8?
M<7FV@K/CET_"VZ_P@9@.), ,39KK<&M,^'[@Q$Y5H>(FYZ2H+'lW,5-(TW)4/ MX1AK7NV?MIVA.+9=$BT!H+H*+F62D>R8R]>8M'/9*_;$2'J&K9/,%]G/=>8 M,K54G-G66*O-
QF)T>X@&TWQMZIMF#V73Q"D!? M,=".[N"+>+"_;/0;!VI2120S=*S?X8XXDJ#'5M-^5Z]?21T'[X[?02W]=($G MXO2[#!1-Q[PBNA ![^0"EY*+;$H;N
VB]98.1>//]=/%%#7K2W@?P2&WQ9%@K MVWB]5[J15AM/D]M/MDMZK_6G_VK],C]P\'?2OPGLP@\(0:E!"=3(Z M/AP(EY[?:1-L'9^\"QOP@(Y+OH+#)L0"^+ZT-W88=]/\#7?
P#4$L#!!0 (-M /2%!5D^YSA4+P<-83 9 >&PO=V]R:W-H965T#S-KJ=#0R228*;H:J M$B7>K)4NN,6MWHQ,I05/W:(B\'5A:!L57):#RW/W\9?GJO:YK(4MYJ9NBBX M?
KX6N=I>#*)!^^!.;C)++#T:7YQ7?B*6PGZI;C;M1IR65A2B-5"738GTQN(I. MKR:)2ZH%NWJ<7@Y ,$KE(+&G@.#V*&Y'GI AF_-KH"'1;
MTL+^=:O]7\YW^++B1MRH_\RM=G%8#%@5CS.K=W:OMOT?@S)7V)RHT[LJV7 MG8P'+*F-546S&!84LO1G_M3$H;=@$;ZP(&X6Q,YNOY&S\AVW_/)"NQS2IG:'$!!.E'>-4FA5Y]1T8TLB
YT"NPGZJ?8M@'&[_"L`]A\G)XTH+J>&1M>M'$S=H0;JJZE\DCRN2GN++QK+3<-TH M+M9 P@%-NJQ:7>*A+JTV!G 2^J=T69>E#8N.178 5+- '),HHZ!!/$8QTF%=T

MD)AXHVJW(VN4LA#TZ/"JJ2!CNCB(A&3WH]DN1!?G M7A [W_()T&G4$:S8/<*J*4MX0J9>XKD;A-6UDH_<$B3OD]0?=XDD"'LXCR?& MS3P#"?
SH.P]MA6KMOA.:HFB$:=_<;K3[L5RT#_5^_:[\YFI M-2>^):[(-?#'J0>]_4*T'2-K]VPOI:%/@&L6].M"90UH?B6EV77L MT_;OX/ M4$L#!!0 (/2%!5F,/BV3C@0 *,* 9 >&PO=V]R:W-H965T)BOMGK#K MfLX2#)6&UGWPL2@Y}!LWWOAY% &KPB$/4"D>/=*7(LOV>&K9=*[D#9VX1F M%\Y4)TWDN+!!N3>*OG*2,^N?38D*)KBG*&L\2XR6,:/ LUR:DB!O3;->K#K M#BQZ!6P!Z0PI89W(L:M(-9X$,41/$1O-E@[41SO' -3Z& F\G]*UC[%I"U@'<03I@.#SR4"G3=2tH# ;9 "';C-%'M10R(KJ
M6E^0M$)\)%G^XY_OG!S:*]C$;K3Y\5VOP;"]K?-6Y-H%1SKU"BMF2#A3F'/B M=0+I(K7/-(69;R%'/XK30U0+)6LP)5C.'_,P M@+=OTBB,+N$\3(8U]0[J#
)PGY5,;!$]25*]T"2)DE.8Q'X4S>D=^F%BWXD_MGX>G<-?W/JN0F!F%ABMT'#8HL."&XJ4= 7*BS3LR=1S"2;R("6Z>S.AY'IUW M*]RJ6Y;QBI-W+%[.F>EZ;"8?4/$#NX,)8?
ID3N@'80QW2N9M9LBW:/A9!7C M]7#K\)ZDYXO38==>ED^5]?4LZQ?:5Y%K,81(%Q#U<):0.\M%G:5C5N_UEF1.(MHXB>DYF_"$CK"7&=!^VDJJB\
HY%_2B@!T,'UGA]]DTYXO\'BC/?5KG]+9,O=:M(-8YPG<=L6CLWC'5;9.JO1JIN M/XH>Y*RF&6)D?)@Z>8HU_47[$6++5'X@>T-EPL2CR\WD4@]M9M-JZIE.:$S>#_M2K6-
4^72FWSR6N(K=)W?%EV?E0-@[_J&/3J_PN9QK)_4D+5"!$/*CIL2F#7K M;VILSK9D5G^AFPPH,T?N_X>\>.E7-!T-#H2V=>.1)D*M,-T,,9P.$]A5-W@\
M7>_&MP],;6T=5%B0:'"6S#U0W4C4;8QLW!BRD8:HNV5)4R0J>X&^%Y+"UF^L M@F$N7?\%4$L#!!0 (/2%!5GG%];M/0, #((9 >&PO=V]R:W-H M965T6G!M70N[.45EUK-
H'&T_?)/+RO.'>#YMQ!*_H]IN+BWMX@&ED#5]}XT& MB^4L.AD?G4[8/AC\D+AV!]; D2R,N>'-13&+$A:$"G//"()^5GB&2C$0R?C; M8T8#)3O>7V_1/X78*9;%
<'AFU$!9^&H6'4908"E:Y,:^9]6?LX]EGO-PH%_[" MNK.=D'>.F_JWID4U%)WO^*VS\,]A\/D"8>T=TB#[HXH]#P77LRGUJS!LC6A M\2*$&KQ)G-1T]DD/S^_T+FI$:
]$+3H0NH!KG:/U5$VX.X)+XR0GT4UC M3Z3L&N<]P6E'D#Y!< !?C?:5@X^ZP.*A?TQB!\7I5O%I^BS@EU:/($OV($W2 MR3-XV9"!+.!E+V8 SJ7+E7&M1?
AULG#>TIWY_5C(':+D<41^1T>N$3G.(GHH M#NT*H_GNN>%!{[P[3\8=C!UB6&!X3 M>&*RPI,=M0?P9.LKBQAD.7D+=5=ZY-(#%0Z'PL$:*9H2
MZ%%\9P(45DN]=!1H7T"CZ81Z'N05 SC2K$A%2(#0(+5'FW>B>2/T4BX4J7*. MVC==5^U*M'M!Y5KZJC*J(.*.!HG%E"7;D1B"UPQ/E.UP>UA2L[TVHRXYE(.^ M%JS_#?*3/*&PO"7?
SJHP%M%*LC!5<$XN^M9KU-M:L9!ABHOA#'9U& M&LW1QSI!?*^/UT@9XFGEZ!FTVG&UL M[99;C^,T%,>_BA56B)6B)LX]0UMI.CMH02P:=K@\(!
[.^MEZ[M0:V7];8QN"]7)@.W@$\^/PH+ 6S"HU[Z#77/9$0;/R;NG>)K'CW8"? M..SUB4UL)%IGVSEZWKEA18(:%3&*C!\/<,=*&&%&..W@Z8W?](ZGMI'],:<
M[!C+EFFXD^)G7IMVV14>J:%AHS ?Y?X}'.))K5XEA78EV4[CX] CU:B-[[. M2-#Q?GJSET,>3AR*3SE$!X?(<4\?6*5@&!G5M;U =-#:31O0)C8Q\D+UI-;GO:ZC/
M_0/DF:&B(]0FNBKXS=@O2!SZ) JCY(I>/ <9.[WXU4&27VZWVBA<$[|>BG>2 M2R[+V7URHP=6P69+\,$D1BSZ#P7#R3TP0/5FU87UM&FOME1/VX3*U9E)&? M)
(EKI:E/0V<6>>EG4?F/*7]#Z*),W"N++>ZB#-TK*L0(+D9+]/^$_8<3=M\T M>'.1V9#:IA_OKM,0:8%PE$2%7^8AH0B&R<,C,\KS>;K^)5B"B4^S(V-")S#, M0IF&S@Q+?
+)?K(;_KZ6BG-923BZ=D,') _=6!VKE;6J/FV)OI*IM;YQ^!V^G^_M^VOX]!?Q@:D=[S41T*!KN,A3CZCI9IXJ1@[N-MQ*@W>K\0U\F0%E!V!_(Z4Y M5NP'YM^C]9]02P,$% @](4%6?
>15Q3S! W0L !D !X;"]W;W)K M&ULI59M;]LV$/XKA%L4+<#:HMZ5)@8<-^TZH%O0 M9MV'81]HB;,Y4J1+4G6\7[\[RE;C)$V#]8/E(WF\]WMXIUMC/[NU$)Y#2KQXDSY(?Q-
\!U\6W(FY47_*QJ_/1N6(-&+).^4_F.TO M8N]/AO)]HUSXDFW/FR4C4G?.W4_&2QH1>[_^?4^#C6K,E%KE!&A+!U7 ;:)_D_+16SB5<,]/WQK3;*52A.N&_.[7PD)W
MVG.]D@LER,PYX=WIQ(,FY)_4>ZGGO=3X.U)S\MYHOW;D0C>B.;X_0L',^.# MF>?Q@P)_[?28)!$E<12G#\A+!K>3("]YC-MW'":OI:N5<9T5Y*_9PGD+Q?/W M?
6'HM:3W:\&&.G$;7HNS$72,$_;K&$V?/6%Y].H!']+!A_0AZ?\[=3\OEF'59'<0 ,:@0>)Z)VQ>%P*(@D%(QD)1L!<2: M.V!7@!/NA,Q:864-.Q?O+V:@5_+)):_E4M;DRGBNR#E77-?
A$NA[+6K1+L#8 MA 6)"7E*XC*A+$(JSVB51D"P/*%ID0&5L9AFK"3?_&T:B4#AR+,G9TRHN7I#G) MN03 M5YVXYPHZ?:^6D1<1[PA@/(*0Y84D.<0O!2BEV/TXCRE25$B
ME2:T#!'-B@1.<2^&K(#U51*XL;^U@Y>08J2"CE$R.;FJ:K/?&B7FNCS&!*_MM1#%?(@&<)2"'IC$CF*FB(E!TE%7YG|$<.>)M>W$9RQ%+]5#-\B*O$+]681 M_%B^+^L?
Y@@*@L*+"\44[>F*1GD!=!)7-(L"!8]S&*F\R,$D[($"C,]@":;Z@ M&>>>FW7"],U0(=//(/U6*1$T1"#/]+1 U\#24P"T.N")SO!;2@3URV<^-+AWA(B M$ X (MV1>V_VMZW B:F!T
$(#+U/]S(?6(+@'BMOMT,&)4S+++'L,;XZ\#*K] M$;P%R;!<'B6W1-XL>11OA;P1],OL'M##V-WI=QI$'LIGS;$D?UBC(35#)P?! M8:EY*Q GH+\0Q9ZRLAHG,$TI%;
,V)ZR*AG'ART*Z7$;$@6H M#*H$JK,%@"}B,2]!/7L#O,KK-^9/O&W@^^[IE=28 .)99P-1H7V:B'ML/"FTT8 MX!,& P0&<@WSMI#(-:+28_4B0A@0$B7[Z'U!+ P04 "
#TA059"XD,[1,D;K8N7C&3M)I=],F6Z?=AYU]@$3(PH8B5 "T{/[Z_+(U= M2X];>W?N-E;)C#>M\,_DCJ?G;ZF+P=4K?O;17KTRI<|UH3Y;XO!:%_^%G?K3Pl,+|ZM9%WZE;Y7S8?+>
[,&RJ97JO":5,(JY:O!]>C%S=C M6L\+?M5JZUK7@C29&_,9;G|(7@]B$DCE:N&)@L3/O7JC\IP(08S?*IJ#AB5M M;%_7U+]CW:'+7#KUQN3_U)E?O1Y<#$2FEK+,_<|F^[VJ])D0O87)'?
\7v[V MF0W$HG3>K*O-D&"MB_K'RH|M#9"OSCTHT?WYHMIU$W8E!W9-Q8~F\"LGWA69 MRKK[SR%!(T92BW&3'"7XM[(8BC2.1!(GXR/TTD:ME.FE1]02;]5;Y,:55HE_
M7<^=MPB!?_(>Z?LO1I8>'UJ^$Q^N%66],H0H\-$M^\@9/9'X M[3<7R6CVTB&"Y_Z%N.,W\()Q%_]>ZL6.CU75J0C?IZ*PJO8 >5ED MQ+WWX1NK,NW%=W*A<^VUY/<@-Ql.)J?
B1$Q&T3B=B/%B;HK,86DRQ=(8+,.+NS8TL/@OR !MD M$92"BL+ H)8M*,P\UW>2@,,):7Z75!G3B2$O#?#7X?8YN 0BRQ2UD7!]E#D>]VL7LA(_#2\#HMD!CC4E-6$ZP(5
MI/!1")P,#"4J#^<v%,4)0"D!E6:1<>2C:\B296MDGK#BP-@H)X(1=(3V$O^82 MTM+0A>B|94;OB=%[9A2)A,(>)5'CE\\%,A5PH5$W M,O'L^KF0XF0TB84^RP7NJW4M_+G 1RJM
&)E4(,NSA4,DIW]K,-7),;J6X8:\;<\Q*-2CMZ"NY6*,^A#A M\&,=Y+-@^RH$Q HA0(0L7_V6@%&Z!+XJ5R;$K:KD;?K"S%_9)_?W5D%Y&A6 M%X8)8>%(K-@(Q;(*F1/THZVT'04QZ?
TY@V0Q^0ZXT!]=_/#I[?7$67;?]#^ M$+TZ(!< .QUP"K+F)0,U"PLVJ@Z^C37W.D-YT050B):PM(]U(H7W]-R5L%2M M];"OD'1@06PE,>;"E&M&N*U&L9)Y?LA."W.O(
5Z3W&KE(C)P%;C2UI-EX[$ M[2C_79 9J';K\6#-U0\L^ZH?%S1JF\#'L{\'WVZYDP,AB9 K{A[8#@75UT7 M.4O^@M(S%$C[0-NT*E[,,%PY4;+!^A3+0G31*[^\"1HAHAY-
U&,5#ECT?\T=7ESZI WMR779G3*;#?2 M'@K]B-PALQ"''&[R,>19)1.%=DL4P" .?.0&/@%&,(4^*L*HH2 M 8 H6VO/0;V$?8'$=T1O:%(6I8>DOQ.Z-B3: M=J@1(T*]Q'S$4IK^$%NT8[/
F)6K*JZH%5]$KG-O*#>,*? =SH]EK]U1]&C=:\OY6ZE2%O?+X4C]0 M4>*,6XIT.!V?BDU>.EZS 2 NF AJ_AUEB*MQ,&OP;[^&2+<#H*^.O(/@L"M* MO3#!]HGVZD?
0C00*:UDO)K:O6,2P,0%:M1%]MH_H&49_4/Q#;.>PA*Y%->AS M**D!= "^ELV@/FOR_GX7 +,F,8H)P:=O]51'H!JM!63;B\1N[TNYJ]%6,X!T M:CR5\&28[KXLBG,?
]5M=D:H^1BZ>1;!V+VY *[K)FX\G+5l\NC7DB$,'$,R=#(XF3,/<5N"^O)8 1&ZZ,30HM=$D_^?B=*O\,]?-!'CXY%S MC[ZC'Y+0"VRX*V=4#'IYR-
*O@+Y4JIB;I^,&@M*34;L\0[^FR:L'H:Q4 9^3 MBSKG HT5RBGZ9.Q%LC3309WT^]"-RD\>G&/=*N/,.>'*&;: M+4@/;CAWAR8T^U1$EL9BU"AV9R)X7S=O$H!&DR#!"0U_
6@ZS6)3YP_(@X/ M=/{C8!VOEUM,K,&"ND%BUH+DIOM?L'PM49G2QI1UF6AV4LP[5G=,=/8#LES MLWA28G5EEZ,JLPQFDACJ{EA[#ZHC]8%N,Y=)2:U^->CV=:\<-<B9,^46J#*
[C]O[T++3NCI+8$WK+Q 4@U%OJQ9<"(YFU>Y&S{) M=!0+_9;;&;-IAG817)TW*>7Z8X7S[Y!R1&9'H#.*]1KUZ2QZTC%[M]1%W(.V M,Z]9H'WG))LCN8ZM:G.C?8.'O>2CW:#?
BXRM$P&H\V&C; BR%Y"+PKO]64/< M8A3O/&"M^[D_"]AK("/@HHJB8(JDPOEXI/MGEP!SEMD6GX!WS[C)BZ MEWFIAGT?
8\Y;7\;6RM[QIS^:C"!A^$C6/&T^,5Z'+VNJ\>'[Y(\\NSBD$1); MT7!/!N'8K[[Q9I/?V>;&>[/FRY62 "E:@/=+@TI4W1*#YL/KU7\!4$L#!!0 M (/2%!5G@);-$U00 -P, 9 >&PO=V]R:W-
H965TU*&Q C46*>LN+ 2=9L0SK6O1E^S#L RW3ME9)=$DJ M:?,K=R0EQ6E3MT.Z+Q9?
[IZ[>^Y(GD]OI/J@MT(8^-34K3X+ML;LCFJ<$?SFEI[1*$IG#;_:8'[JUEZK^:GL3%VUXK4" MW34-5[?GHI8W9P$)AH4WU69K[,)L?KKC&_%6F/>[UPIGLQ%E536BU95L08GU M6;
@Q^?,RCN!WRMQH_?&8"-92OG!3JY69T%D'1*U*(U%X/BY%A>BKBT0NO&Q MQPQ&DU9Q?SR&OW"Q8RQ+KL6%K/^H5F9[%N0!K,2=:[5Y(V]^%GT\B<4K9:W=
M+]QXV;0(H.RTD4VOC!XT5>N_~%//PYY"'GU%@?8*U/GM#3DO+[GA\U,E;T!9 M:42S Q>JTT;GJM8FY:U1N%NAGIDORK)NIH;L8)79BL47.@&$TNUO%\+N&I+ MV8C3F4%;5F-
6]KCG'I=^!3>%E[(U6PT_M2NQN]_0Q!'1^G@Z#D]"/A+UQY! M'(5 (\H.X,5CX+'#BQ\5.$Q^E5I/0_@-SX= MMFJ/V+'>\5*Y)3&ITL7EU4:,M;N!1KC&8%[UN\L^KJ'QQ> M"E5=
WGWBIP9_I@++>?,'(A.1ASL@4"(EADN137"FF?CE*.MIK!H9-<:O<8MB>L;R: P:3F$X_MHP(/G1@/G0LR*<(D8P,3-"D<$S'S3,29VTB3,$N_ +O':^P2:F1>K06)A1
MXG%#DD0.MHC42I7XI2 M-$LD]7Y6D!R2#3GNN8ACNTE"%OD<4X9"R7](RI?G\(8IAH-,<1.L'XBFN)B MA#41?W=.;%2@SG1OGAQ."DGC.^F)*[]);NOX?
RS|SWGV%T9,0Y*2/L=)D?35 MS_SU,KCH)'.LGNAALK,%,@)B7E,\XCAB%"N_0)H+3"3]7HX)'IHDN2O\]DL< M%QC"A!%W@86Q91R,19;\T,)?
U/4#\;K!,0G=M'4]DR:5[5|HD)XC M:\\UKP5H47:,J,I48(R":?;CL6\?;6Q=<=])!?.PJR$K/T) *\R00?OD:2W+RKGOU=&;(_>N\C%3.ZF,1SGP M*&)4T$H_8V|)S;?V/$_U)C,]CK.
M1JB-ZZLU^H). ^N9S7!U;]X7O6. $?=^/S\(&68-:K%$U.LJ2)3OI?W$R)WK M7Y?28#?LAEO)^R&4%<#]M91FF%@#XQ^:^;]02P,$% @](4%6;O\\5.Y M @ / 8 !D
!X;"]W;W)K&ULG55=3]LP%/TK M5V'BB25I4CX&;.66#FV3F!!L[&':@YO<-!;.'6RGA7^_:R<-12K=QTMB7]\S M[CFQ?3-
:*_U@2D0+3Y609AR4UM;G462R$BMF0E6CI)5"Z8I9FNIE9&J-+/>@ M2D1)')]$%>,RF(Q\[$9/1]JQ@DN\T6":JF+Z>89"KB0;A&IEI M--(7MV8462)W*5'6$@1VBYW0&NE<
M:")DTI$^-CQGEJ;O!N$'.MA"N#NJ"@6C,OU%C;GS]N=8X;5 C6D Q]-0[A#A*_*(@Q.@3HC:HE[YON:TA0^WE MIJ-]:YRV'>$EO>VKUTPQ1P(+ @:AZ;" >BV5[43]VK?'Q;*4K?
OPY+:.VJ7 M0.N%{J/=Q!?H?QB3WU!+ P04 " #TA059.5Q*D$8' !K$@ &0 'AL M+W=O6'WEL-@F0 M1X-NT;U9;-I;%$4_T-+8(I8279**D_[ZGAD];"=.-KWWBRU1G.&9F3.'E$Y6
MSG\-.5%4]X4MPVDOCW%Y/!R&-*=*AX%;4HDG<^<+'7'K%\.P]*0S,2KL<)PD M!\-"F()W=B)CG_W9B:NB-25]!BI41:']PP59MSKMC7KMP!>SR",/#,].EGI!
MMQ1_77[VN!MV7C)34!F,*Y6G^6GO?'1\,>7Y,N&_AE9AXUIQ)#/GOO+-Q^RT MES -@LI1&]J#Q=T>79"T[HR_&I^];DDVW+QNO5]+[(AEI@-=.ON;R6)^VCOJ
MJ8SFNK+QBUO]2$T\^^PO=3;(KUK5M_?=_D89\,;7TBH8@UPIN2BW$:/IP9V\>Q'RA:F7*AS MSHZ)AL+),,(O/QVFC8^+VL?X&1\'ZI,K8QI4#V5&V;,]$'@Z4.,6U,7X18<_ M5>5
39*^&B?CZ0O^)EV0$_$W><;?%7ESI[G\ZF,9HJ_ JAB4+C/U-'YU94)J M7:@\J3_.9Y@,YORY*ROUHM/=BW(W'8>E3NFTAW8)Y.^H=_;I=Z.#Y,,+(4V[
MD*8O>7]EW5[TL1OACH3\DI.Z=,52EP_??W"B#(F7@?K%H05*:(.*,"WON,.IP(:XS*3:FL?%+&/P*X<.K;C MPMR4NDR-MGC2L:(/?4ISI<-34!A8:9^I%&QG4NP"&%9ZJ?
3"$XFWP6;R5.80 M5.FBRIW-E/,UL!K73C"\],):DC! HCV6)=#RHT0HJ5&0+*F M1XX6I?F[1D[:ES 2SS=PQ,5-74%J#TV!K8S>]E5)L:,%TV4?AZ4,YP8<07*P MP-R[0@57^52P9P27&0-
KS)L*;W:9>-VBEHE5W::KW##1$<-2>]0.]>;9&PVR MP<2!NL%BK^]PJ" @X=1)N%]A0VJR2YJP$F8)GR13/VG YK(^4-E7G^@>C"O1
MPL%)RB]S4S^M,*H7FF$)U%\'MP,TE;7:#]3YTW6W)2'7&:O4JX)8F9ASIR)1 M2-O&.G6]PKI@%L<:)/I87=8D?5A#:./YS(&\X:&#)%D^SN@[/<3#+4!_LX! M3OLX4/"T]_TC7/P_;>>
(<7"I?-UE+N5&$BFY S-U(Y)LYV!6\"8^P [9Z-D7 MUK:,Z%G &-0'Q&".K)7WR:8@PL_[9J/[>F9IAX"$S#CPD;M=$BV^0 WL&-
RS8TM;KZ9),D@P6G+6CXX=C30A:NXI:7V4/AW#VCW'?HOTHG* M &SD++/TP,]VDW9)ZQ(E!C/GO1"JV:XTT-\#F#QT,VL6LLD.D!)2_W$8'$W9 M,U_*NM#\\C(5&U#\X:S+)\W6G ;<1
^O-*3RN4!T'R!T)& :03<]0AU2'IHUC M2M.X:,T^/^!"U=G\G]]86ESVI1)O%5:45'J<-SRUIM4R>WYS^;'5 M*[]/+(]$TGY.<\,4?5-F 969N8(")78B-#++4:#H@]Z0M:D6LSQ029,;;;QET
M6BNFFC76(@^ H.R.6.GHWDT+&7,=6S@EIB|M^P'EKY1@@#5GO!3-M41]D WO"IKE]=$-%ZLPC/,6FWH==% OV7H0?WL&M2=%EU12L4,K3<9I=?RLB;;
<;-5E]V\5V_UL3TK MO($<'NU\3_J'XV/NJ-.VHKM$R%LG>DT]170;1XS1OW1=*1&^^_K[;?5;A6E M;'(&YC@YM]BD'Q.27_;(^YI0S.#M3'VC6UZ=C9K10 I\FA]\&;-T&
M67B@5BOF"LC,LHM*SY1ZK1WL]V9]Y/=D9<+V 7N#/,>(>)*Y]::H M;LW]]L#53MM_C48V/Q;YC:M=F?[X2!7D;"8I'Q].Y#\Y&.%_W-\'9|K[ZV]O MQB\<_=3>J'!PN/^6"3V=J+W#R?
@M%AA-]O%:$Z'/;]3>-,$8+_L^::E_*(P8 MO3]0NUX>AQL? KR"_G, 1(R ^IO =UH]R7EO/Z L)Y>?X;Y]/V"Q=?2'*;) MX'"_ATU;/FW4-]$MY7/"S,7H"KG,2:/]/ 'IYPY;47/#"W3?E\[^ 5!+
P04 M " #TA059I21:OI$% "7#0 &0 'AL+W=O%-95,N#6K<:^=B3S:%3I\6PR.1E74IG!XBP^NW&+,]L$K0S=.,&; MJI+N_I*TW9P/IH/NP4>U*@,_&" .:KFB6PJ?
ZAN'NW'O)5<5&:^L$8Z*\\%M|/7E$:^/"WY7M/$[UX(S65K[F6_>Y>>#"0,B35E@#Q)_:[HBK=D18'QI?0[Z MD&RX>]UY?Q>S1RY+Z>G*ZC]4'LKSP:N!R*F0C0X?[>8MM?
D2V#7)PYNQ&.5\;_M7\14M75*<-%N0T.;Q7LPN+*5I4*8#EX(4TNKJP)RJS(9(K\V3@<"]+9ZVf MR~3"*]>_&QRRO?MQX#6XYMU^:"YGCS[WYB1F$^&8C:9'3WB;]HG
M.X_^YC^2K[A6/M/6-X[$GQ=+'OQ$\|^UIF=#Y IWAR:QHL MGCV9GDQ.'TGA[$_AZ#'O_[UD_\.=N/ "*:R5;;R^%WGBAW*AC% P0%7F@MM# M3"_)J M-
GUY^A#L2%PW#HG&I:%TB,8XO+H35=(PL88%%$B] F.&4$6&=R)3+FLH'@,5;I,,,X8\7'22XY68D+G0H;;,J MV\B(@L <5GH(E?UA.*ZDR[M<,'HS6]&#(-:L+*\X7 &
[2_U^&9>D%:TYI5(& M%!VY>]CEH"NG+PU(QVC-7"_U%P5G;GVK)*WD4K%,& .L19FX9!L58C*>MDG^ MMA.0_4>]6"OKVMD[A74$=IX>8P1[':=Y)'&O-C'F-654+:&D^30^G0_!C]\I
M#G\|/XP04_".D8,@OE_TB1=K(N\6MLLTNBQTQ4%:I;#&W91;H5<5MC]&+UD M7-@Z4IE$W*8<-*1%H1S%_%,.J>0):.D#2)PQ1169Z$K^./0-B* MS>9-
VA$A3B[/MD$89 L="%%]1UJV72=%C0;$:("_9>,Q1#P# G.NJ:.['71: MJ@H-W"PI% *CKAVX9UM*$#1]ZIO>W?()+]O0'O?;MI!@Z<0=&0!0R=&CW5^ M.AU-.L6,O#NS50>
<3_>=HV5]3:Q/#B&S+XWR*N8%O%?6 >45#D21S\[F.3,W MFY$&U_%QC>OK3D*ER:ITD6Y+.A^+!3Z';T@<0@\/40IKE0,"W%848G6,B4KL=*- MP@2RNHE%.,3@#K'OR>%[''ATI.@.]7-
^V@*]32\[J&F,);&)N;.Q(%K]0_VX MKM'++UC\C$[F?^,\$]NT-SL]91;!,0I<2'F!W1EH*/BVD- 8K[10D\Q*EGV; M8$J@Q83@7$'?0'88%@# 5AT06=F&)
[MEK2=51L1!W@FTKU/+)]2Y^H D<*A8 M*8\!/3#2>> X5N,!>E@D@98KW>M3O(?W^BDBWN-P?'Z.W,:_ I/ M[AX;($L3MA!JB^7V)EK$;7 /%=HPE5/Q
M#YVVQCN'Y8K<*GX2@$T66#HW]T_[KXZ+=-C>+D^?+!^D6Y$8"4T%3">CE\<# MX=)G0+HD)MHY'[Z4-,C'RO)?3N1X =X7%H5N;SA_RVV^!=02P,$% @ M](4%68;63'F> @ Y <
!D !X;"]W;W)K&ULMK55M;],P$/XK5I@02+"\MBLEC;0VG0!IJ&P,/KO)M;'FV,%VVNW?8SMI:+>L MFL:^)+[S/<_C.UMW\9:+6UD *174B8G3J%4-79=F1508GG**V!Z9\5%B94V
MQ=]5E0"<6U!)W<#SAFZ)"7.2V/H6(HEYK2AAL!!(UF6)Q?T4*.]:~ 9.:[(MNE#&X29QA==P#>]F6@AMN1U+3DI@DG"&!*PFSKD_GDVMD,EER M?FN,K_G$\A)EWG;Q'
M)X@P]+/@M<0LE[&KM+9A<+-69]KH!$_HA.B2,U5(-& 3OZIR[MQ(-=XM/@*.&WFIVBT/N B^(>LXS>SX\[$OG_]3G+U8_*$;8O8+0\H4O>05] ME]W01?
UTIK>-984SF#BZ>4D0&W"2MV_\H?>YK]*O29:^)MG\E<@.[B3]IB0Z MQI\UT."L(R7@+!2@BQKA9<.)/4D-+H1XUO0."9GADDPQ3-N*BXP*;S]EU6HS.T M.F9N;)
(P&HT&L;O9OX7'4<&G,!H>1]6/H\X\WP\,H^:/HP:CTZ9GNJ[*9*8VA>&6;Y(KW8+MLM!C&(0)T/LKSM7., +=8$_^ E!+ P04 M " #TA059H_"S\2L$ "F$ &0 'AL+W=O V2K/LP[
,M75E$)-(C M*3OY][N4'-D)9!;UTB^Q*/$3G50/.D,T\%CD0D^]S)C-I>_K.,,"-MZ:[WYQR]>9L2_\V63#UGB'YL_-C:*6W[DO$"AN12@,)UZ_!R M$5Y80-7C&\>=/GH&*V4EY8-M7"=3++[
188ZQL12,?K:XP#RW3!3'OWM2KQG3 M H^?G]D_5^:)S(H7,C\+YZ8;.J-$@P965N;N7N^^X%]2U?+'-= 85=W;C#:*U!U9)>LW9MAL MH90.E.U-;/:ARDV%)C5?'>
[;KFBTZP=:#I10FT_!)))BTX!=N_,"!]TE9(R]ZEG<5,0E_+T47 M>D$'HB"Z)TQA6YR%O^7Y45PO2;WO8]V=X*V+><=6#W!M4CXEBUY_Y2;UB,4X_VM4:U16_V_ETX'#ZV"7\CLA?
Z+QK]%R[VV1]2?+@M%,N$G2EVV(@=.H.ZRYA ^"*U06/H#/U[B<4*U3]M M\IQ,/[HWXCLA>A1(WKT,PZMT5OJ?R.R%_K'C?ZQ<]*7M(59WFUG#7(M.W] M,,N D_9',^",\;N
)7N"7EC?6!UXM5([8/T?K=A/CQB7UD?!-QXCW-#/+ ;Y :$ MZ< BXYC"9]]O(K9JOZ8H]2 D?46%"7!A)# XWNPIQ8E=@-DGA!UM?NJ.]DX' M0FEFNS Z?P&O(C'BM&[,QD/LB?
X@VIT>TO\2_0BFL1[']RA@&H8C>83'.+/\ M,(^-Q83C'DEE&EA1#=6%I>H>1+|_-XK"X4?=&EXLMZAT-8)F>15"N;&QAIW! M>+B_\NW;A2PV3#P1H"C(A9(_BQ\@5;*
>;DFNP;1>&\32F%X3O'2-69/!8A& M]8>N8Q&&P<&V!>Z#ED2V^C,W[-5":'5H3H8S=U=XY$=#9X3WW.3MRMRX:H=&F?AVXK.UVN%:Y(&\RWC.5N=6-
@U2[!BL67W=A;2H3/QMR^T M?*=7':_-5 G2=EA7!,*TXI.H|HH;-XV1?B*CW\0_>Z@E\RM>9"0XXI08/N M(D6%=5%<-XS<5'7E2AJJ4JO'#!D=U+8#?4^E-,\-T#SKXG9?U!+ P04
M" #TA0593+MU?7@% "V#0 &0 'AL+W=O'80^T=&VQI4B-I.)X MOW[G4K)LMX[1=2^V*-ZOE(YE%IT+WD\'@I%[93KCL_CNQHW/;!6T,G3CA*^*0KK5
M!6F[/.\,_^L7MVJ1!W[1'Y^5#WQ4M_=:S8"0S:[_PX'UVWAEP0:0I#1Q!XN^>IJ0U!T(9?S.0Q+KK1+'*2QGD^,S9I7!LC6C\$*%&;Q2G#"_*.M77"85?
+XPOIE1=V+FX<>3)!UKTRF;@DGSI5QC'F+RH\5^_%)CNSX6K(OSCK M!U3 @#>40OO MZ%#T_:N]K\@?"",^YB12BX4UGC)^:GI'P;QMD|^T29E45Z"!R,F10G\=B8;^$7"S(D)-
.KWB&RN@,D\H$91;P M1!Y5:N*${J#&3R8FB L&.C]|\C]}I>?>G<]\DAS:18$+A6%\E'+UBGOKJ9M,D>+2L<^^IZ8 MD@O04V2O57?-OKFUP=A
(E,^U=97:+\P;,+HVWI"2^G&];TU0I-9L 40 M"9E]A@#&]UVQS!62,4<02C:H88YN.UX-(P/;T16&4]@4SI>X?E+,I7*;!.R\ MF|NT7M6['X\QS-9!N1)9*GXLY#C ?HW*$-3-
@]6P&P$S_=8BUD5;H54K MDBZ6X!_IJ\]MI3,.P$MT!T?5*AW*ZS+2^R?FHI,!P)@D)C\/KW[\6ABXB! $ 39-HT9_'9 MD^0X.75?U(K:B8W3$I(7)5)EQ#LR_S9#A7:YK7U\)SG%*PQ(!)
[$W@Y?QV03 MB)RNWR1))^9F^I53TR8T=U&/^K%"KDCBF\.$?[2|S8F?-U!KWX\5T&%?^&H& M& KT)2;I@N#D6"?KPP%!AT^C0_)?3>FO:,9S6 0;0#GI/86ZEP9W4R^A,E|#
MNZSBUO]A2"P24$'8_#3HG>!ZI76C50[,1K*^1M& U/I&XV XVC;DVG;-%U!N MS^5;[$'&TVXN69:X.=:OK1|#BN M7=KIL5G[MNGUI26W[CIE"\YT:^Y.1GRT7?C2W"Q]6)A,CU?
J1E]H__OJTF(V MV:',FT[WKC$]6;TX&9WRHS,9SL<#?S3ZSCV1*7@R,^9KF)S/3T9)(*1;7?N MH##Z;0,0:'S;8(YV)H/B4WF+_DOT';[,E-/O3?MG,_?+DU$YHKE>J'7K
MOYBI7_7&GRS@U:9U\4MWP|E,CJA>.V^ZC3{8=$T_C.I^$S 467Y07DV/K;DG&TX#+0C1U;@+F|TM"_NYGC_7GX#7CIS8DCL3KP+^_MMNX/*4T8B43(5_#2G;-IQ$M?P-
OX2%_TREC?]#>,,+K1R;ZOC\H?&U:T)4T=_ MG?+N%2?DS@GY&OKT M"G4Y7[>:S(+^Y1"=]T.A(N,9S1ZV]_8Y\:J9_4Y<+S4M3(M*#K9\2!2*NR%Q MFD?3I&9H .1Q?*5M7.

[KR#@LO3?=2O4/;WXJ!2_>.=1V8!_!W"8+C^AZ:;5^_MEE!TU=P_7_B$IN44DC4F2/BD3Z333MNF5HY^)B%2EO$B2%G*!*\@R2 5'%*6 M2);G@CY>?
#PEGI8L23AQ"944>$7.9,"M,E:5@DY=HR:7JFX634T\$2R1%54E MRRL!LVD$XI5D55'2M?&HJ7!'$D9SH.:!B 2>E!):2E:8L%7F0L)8!9WNM:+U6 MQ6O5RO88W5.G6^5QC?
52V1OM6(S4.!?) 8W!1*88!>-%@3%C"<\,Z)/I MWSI;#B!JCJI8A%H-I9WT/7Y7#K$>RP+N2JC*BE59Q$S_-I)@A_0!XWTK9LA M;9&>M;'(1; BY9Q&4D<372BN!\;A,<>]H7D
D:RH@#%&U+-*#H+,P?;SCF'3 MUZ;3E)6XZRJ$OJ@RXAP1*3 FF"-/Z,H/(;H>.'P1 .*01P69[(D<\10A% M*1&*\)YKE)[?NKP)'T|&8D1=R4R7 OPCG$O65$& 1FQ6#_Q0.]
MKOUGFV)IF<61%[%%(9PAKDA^%%*L920?M@H$/$6EH4.AX-!2LOR'QL0JF9$L M2PR$9DAS?1,/%F%=\A,^/QJHGB$L](<,:[!"^,\=M),+![F$[_ 5!+ M P04 " #TA059Y,(6F+\# #>"
&0 'AL+W=OK(S}IM,*^71<|\-;HJLO=|K,;IK0Y#!QK]NU#Q/I,+*1K7!0_NOFSL(H/:(TNE>#TV9 5]VF MR9Q>WXBP/B]X0ZN=>Q.CH&1IS+#RIA>]Z 0T_MEC M)LUUY,%O-IT+OZB
MW;A6% FJM\Z;?I\,#'HI&C$_YO*_#FX22G$E@^P06>8\;19:?I)>SB34[9,-] M0 M!E!JS@9P>@BD/WI);#7E^]COX_B I9<&G2OGM2P5?"L33OH6+>?N42 MWO\23WI%
[+2>H]I,V*S,]@YNC6#7SOT>6A4\WU^"CR/9-F!| V["/C;=KA" MG&#$"|,7\/A1/(K_S>0>[*FAXM@*N%)@$# ,!HM8NF517_-ERI:_WVJ ",- M.(T?#M2UV\A:31,X,4[9)Y7,/,KRC.?
EX@;TXLA>7T&06:%/VLFV MM:J5T3.8V6L]1?HB[&G2CVNHDNG@".NA13YV!&I>-U7(PX]%Z3=R>/GPKF2T M^.C0 ,WE8G,M7Y!3+1QF'_NL/E17#PV$)N4*/:ZM4M\U# *
[U='N5T>^C#D: M8.ET]P:=*N\[!QZCW*.BXQ#P#/,20%! M1C#-" 145)A1,JX-GY*@-) U(,TBFE6XR 6BA.&\$BBCN*PJQ*G / M C'&< MT1!17F)":(A@,1$51
)VSO(';>CG_UTD94"U"+0F!;8L4B(4DSQ08E6)*R'R:M*B%?)BP*;$K,JC@JR@4+B@,RK),&9*A"IR+%BH)B,+"_Y>&>]+AIO_EM6STXU*D5I)*K(DN0'6_3<>#-)MY@2^.A
MGC%+\RQA\&88/C7YK9OU!+ P04 "_#TA059#1"@9V0$ * M"P &0 'AL+W=O;%##5S MYLR%HOFMI/JFEX@&'H:Z'%O:4O[WN_KR14%OYE(US-"C6O1UJY!5 M3JFI^W$89OV&
<=&;C-S9K9J,9&=]+O!6@>Z:AJGU)=9R->Y%O<>#+WRQ-/:@ M/QFU;(%3-'^TMXJ>^EN4BCFK["N+1#1^+![!&U-6L7=_2/ZS\YW\F7&-%[)^BNO MS'+<*WI0X9QUM?
DB5[_@Q+O^P\K*#O =EIXUL-LK$H.'"K^QA$X<= MA2)0>*,2.MS?D6'YBADU&2]Y 66E"LQOG]M,F<|,SD&%D8 M#1_NV<9Q&&DM>_]&P*UK_KE!N#2 \0O
&1P(X59:OA)5%CMZ_>)S)91_,CH,CX* M^%LGSB) XC#.#'V"EVP]3!Q>@ATL,0]F*''(P33+<'T&/ID2A>MZFH$.0='-H KJ![I8(I6Q: M*5 8;>$,G5S1"1/K]V^*,,H_:JBM"<
'NM:T,D4_#7-9T_74YW"W5(A[*84I M?]@_L(FQ?\G.]G.+BADN%L_PWT(2Y''NURBD-0_2W*]9FL%T*94Y-:B:9XK1 M,(&H2" 9QO1+8=JU;8W4#@RKH61Z"7-
B#%SXQN1!1,T.\3/R9<%(]H\"MW6*V'G9 M@-P/]?8Q3#*_YHF+83+,?2R3$'Z7XM2!,&#&-S]NUN>^PBH*@49;(S-#C=OS MQ8=RR<0"G4.^^NDS GN
<1"1Q8("0B2+"5&V2#;3[*,U4R4"/[C\I\317T! M75_XA"4V,U201 &XK\BIG)]VE]"CN7&-HI0%V="&*2F'+$KA,QE3U%25LNG8 M]2:*]"ASNPRS 5Q+L=@MR3V_HR#+
(XCC8)CD<">MH\?B1,;3($H+NTF#81C# M5_>AL"FX)S4*-Y4'Y>!)W5G^L$;F] FD9T,8G$4_;E5FI4C==ZGKCYS] &V8Z1;M#3>NHI<.]=0-G T@$ MCL67.8EM;;C[N<)G38V^WZ[0?
0K@+2<;)O(0N&U%T>)6S4 =VEWRLS$AY M% 9YFK|&-H,B"(OB-:(YI5)#:AZ\1+>C6I47V&M$A,%'!#-2ED$0$Q=?JSZ" M+5LW[AM!-\,V,YOB<^!-VQG7"Z@$41OX0
9%/CB!6YL8*K5[5G=XL(\]U?FA MXNOOS"<-JH6;PC2X^O6CRO9T.^A=^/GF2=Q/B3=,+;BP/6).JN%93M6E_,3E M'XQLW;0SDX9F)[==TK"*R@K0^[F4YO!&MB.OY-_%!+ P04 "
#TA059 M07B:"H" #[!0 &0 'AL+W=O)CYW9&9*[DZW2SZ9 M/!:"FFF7F%M-?9]DQ58,G.E*I2TLU:Z9);F>N.; M2B/+&U L"@(;OR2<>FEDV;M4:
<355O!)3YJ,'59,KV;HU#;]1=Z^X4EWQ36 M+?CH&(;?$+[K?K4-/-]EIR7* U7$C2N!]XL'\3%]\$?.>X-0=C<$Y62CV[MR7T^]0(G" 5FUC$P^KW@ H5P1"3C3\?
I]2D=\"\9__4>"!+] .04>_I$19K7 D&MX7TK M"V6L.2;]-/FB8')#]KD$6R"QE!63N_.S410.;PT55*9K)@Q0:P!N#=7HH8!* MJXUF)3"-P%R0H @9QG2N!"-1;Z,I@BS<88;E"C7$87/#,7R
>!!?!T?,ZMHU8537EO5*6FD4S+*@[HW8!M+|6RNXG+D'? M!]_4$L#!!0 (/2%!5FRGVQ;TP, %\(9 >&PO=V]R:W-H965T MO$(]^4UDV$LTG--KA$^[5>:|[%1Y2"5R@-5Q(TKJ?! M/!
[?]9Rl_.B3X\Z<],%%LE+JV0U^+Z9!Y BAP-PZ!$:?+=ZC$ Z(:'P[8 ;' M+9WC:?\5_5P:VW[MO0#RQEA5'9R)0<5E^V4OASR<. RG[S@D!X?$\VXW\BP_,LMF$ZUVH)TUH;F.
M#!5[$SDN75&65M,]Q5!+7)5B0 M&-!;#&8__Q3WHU^N,,^.S+-KZ+,EGU@)B\%@L<[D!XSFL/(?\5#WXXOH(7 WAH!(*K+5 MF#1*\()9&BPM?
1Q9XP+Z4J/VWF8,3Z5&/-,1+/G+^813@VO2D][2JOP95.UA M3X ;2$35)E+HVSJCMIQE\5O)VB\8Q,-Z>[9@N##!94*A4>IZ_K372!9!T>J/4 MMPGT.G$RA*PSZ*?PD5-NK-
('8[63J$W):Z@IZ:19B/O0CR#IPP*UOT)ECF?(M<:5($"YI1"IYRYH5N^K<(EZ5W?T0%L M2,CVULD$UHQKV#+1>-D[2Z67TT[4T!CW.[LC)KA52/;/.T8R2!)LVX\ M*7
M3WH'=B7/2Q)GKG2MM->BPV5OK,'0@T@%L\[,+UIW\\+*/6/C5G&?FVI%D$3* M$_*4O2ZIF$-XY,;Y=NUDS&G:Z0K<3!U>[UW))PMIR-1P)ZC*#JCN)W\(F*
MZJ5'!A6\WR/3Y@.DW>A2&<.32[!"O?%/FR&5--*V]_]Q]OAZSMW3\V\?7H? MF-YPBEG@FERC[H#JH]QGK!U85?LG9*4L/4B^6](?.&IG0.MKI>SKP&UP_*>8 M_0=02P,$% @]
(4%6<;6%Z)$ P G@< !D !X;"]W;W)K&ULE55M;]LX#/XKA#<,"1#4[T[:)0&:;L-VP.Z"IG?[<+@/ MBLW$PFS)D^2E=[_^*-GQ4C3-L"^D))((7T11\X-47W6):."QKH1>>*4QS8WO
MZ[S$FNDKV: @R4ZJFAG;JKVO&X6L<$9UY4=!]D/DUX\);SMW96BWGLC45%[A6 MH-NZ9NK?%5;RL/!"[WAPS_>E1O?^W\ ;7@-0K-I0"%NX5W M&]ZL$]QO%/[B>- G:["9;*7\;C>?
BH47V("PPMQ8!$;L.]YA55D@"N-;C^D-M+JWAZ?J(_L'E3KELF<8[67WAA2D7WLR# G>LK:B/KWICV-1<=9X]!'4X,9L$+!E%O$+FX.TVK5"/ MY[XAO|.:SWL?J\Y'I(*/##Y+84H-
[T6!Q5-[G^(=@HZ.0.^BBX"_M>(*XF " M41 E%_#BH0BQPXM?P+M_GNX$WJ'.%6]<[_Q]NZ6B4 ?]6;5V$6O+T0>C*$GEQ"7V[HE19MA2!W\#L.\<,=W:(^%^QE
MN(<2$=U(P450UM00: -*BX+GL.V1\\)'492H7X MY,Z!;@=S=E6WXXPN28R<.#7>Y'7]1W7:*)?%/5ANZ'YXCE^%K"(.9HU.B;U[- MHC!Z^V05A5-'PI/R3\(@77E?
KV@29^1EDI)VF$)X#0SC*BV75*=!0F8\=2R\))).$T[G^LS4G@L-%>[(M-+B;IAZH[C?H-D8V;@)OI:%Y[I8E?:"HK +)=U*;X\8Z&+[DY?]02P,$% M @](4%6:P,9 "5 P I0< !D
!X,"]W;W)K&UL?55M;]LV$/XK!S4H;$"+7BS)-FX=U'=P^)D^\$_N:X M,V=K<)ZLE?KN-E_*A1QGMC_$X4PA#W^B$!\4XHYW;ZAC^2NS;#G7:@?:21.:6W2N=MI$CDN7E">K
MZ9:3GEW^:2O4,,(I9=G@&+@+L5(T^2*]'T3-,"S3C>6#)DL/B@/J0X\:_P0U M@Z]*VLK HRRO?*L'+.;9GRD^1\?!?RIE;).K;G_I MG 4F2WCL
V#@W_NUL9J*Y;]+:,O>HR654]X#N3,,*7'CT0@SJ%_26[]!%6?CA M"N=DX)Q<0U\^T8,L6X&@-M#$_T-)>IV:62ZW,'H\YK!WZQ+!ZP:>*P32;)1$ M:X8GOWQZX[+EA9:[,
<]AXCN(R(^3_)C-C58UV(KK$AJF M[2L(7CC:L$%*;S0-81)'I#Z9I31F20:?]7*11"._?Y7$4?X!9-!W6U#RH-4C ?5$QN440BK0. M2]-I/!W#*/'C.*4Y\].IFZ=^FD9C6!V:GS-
(S*Q&RS5V'-8H<<,MY#U+'>93/LO&PZ\O)<3V5[>7BRE(8Q2%QC[(I MA8-B]*PL$X>P7]:Y@22.:1Q-_"PDJS?$-0V[D]3/DW1\Z0T&9ZVS1KWM/@A# M,6RE[;OH<#K\0?
=]ZSV)IQ_85Z.W7!H0N"'5\':>J#]3Z'?6-5TC7BM++7U M;EG1/XK:"=#]BE[W#@#P\'_!]02P,$% @](4%60]C[K|[P /PD M !D !X;"]W;W)K&UL[59<CIL\$/XKA!H464"P
MWJ^M;6"!V2(MFF(;;]M#*T0,MC2UB*5$EJ?4VOSY#TE;M9N.FEYZ$#4D9SY^ M,R1G.:\+^:A; $V>.]ZKA==J/5P'@:I;Z*B:B0%ZG-D*V5&-7;D+U"""!-M:H MXT$,]VK38#P7(^
MT!VL0?\\W$OL!1-*PSKH%1,]D;!=>#?1]2HU^E;A%P9[=2(3X\E&B$?3^:Y9 M>*$A!!QJ;1 H_I@%C@W0$CCCP.F-RUI#$_E(_]WUG?T94,5W K^*VMTN_!*
MCS2PI2/?[\7^+1S\R0Q>+;BR++D]W2ST2#TJ+;J#,3+H6. ^/]0DAQ.#\G,& M\<$@MKS=0I;E&ZKIK,I:RUQEJ&=7MY1V;-^!\@] M2+)NJ03R^H%N.*BK>:!Q :,6U
>PE0.+/P.6DW>BUZTB=WT#S;E]@,0F=O&1 MW2]^"/C]V,](SOHD#N/T EXR>9M8O.3+O?WM9J.TQ,/Q^TO^.KCT93AS8:[5 M0&M8>'@C%,@G\)9??Q7EX3<7R*83V?02^G*-%[
9.1"Q)9\2]\F**E83VC?D M#>.C_GO G0,7EWC9@8<6R%9PO*ZK(M'F,!SN+/L BL"1RH!4E(UA37DI$P?,?IHF.9&@ZO+INE1\Q1;$>AX!0K27;C(Z; M%N2GD3ZB^BUF+
(9DR*V0@Y"6$'E%DM0ORPR%/N*3-$>A"/THBE'(2M0HPH]=[.VNBF[QUO4*^4EGIYBTAE-&<1 MOF.;QPG]H2F+B<=141%L"1H7_IW1 G'L;I;G(
@M3OVS8O@LHM(_$8AQA+\X MWS;=W]8(X4KQ=$>H1UNZHE%>()VPBF91H-!PQCR5%SFZY#NT0*>R-#H [7R M=OY/H2WW0QMGS#T(GMW@M<7"/KP?-
+A_8%_CR)OI=LW5+=Y$;FV:QY"'WMX# M0%^O#,"#8Y!3]L^,PZT?.C1*D.PI+?TO%GR)-[*\T9I,U^.]TA=Y(<$?! , D M !D !X,"]W;W)K&ULC59MC]LV#/XKA-
L5/M(EHH'GNA)ZH7&;*?#HR"T*FEE+53-#0[49ZJU"5CBGNAI& M09 -;\;%MY@YW.U:S&1C*B[P7H%NZJHGU=8R?W<'[V#XH%O2F,5P\5LRS:X M1/-
]>Z]H-.Q1"EZCT%P*4+B>>Y?A!"JU!L[@!\>]/I+!1K*2\LD.[HJY%UA" M6&%N+ *CSPZOL:HL$-'XN\/T^B6MX[%0[/_L8J=85DSCM:S^X(4IY]I8@P+7 MK*G,@|S_AET\CF
N*<^W^8=_:9H$'>:,.K#MG8E!ST7[9<[E+4F-"NX4)TWD>/")F5I%,UR\C.+&UP9^/C(5A7]B]G0 M$*2=&,:=^U7K'KWAGL%7*4RIX5846+SV'O*5GD]TX',5G07\O1$#B .?HB!*
MSN#%?7RQPXO/Q7?#=5Y)W2B$/R]7VBBJA;].!=MB):>Q;'],]9;E./>H 32J M'7J+#^_"+/ATAFG2,TW.H2^6U&]%4R'(-5C6I_B=13C-[[%$6,N*FH^+#1B; M:-!H-"F5*<'0="
[KK10H2$EK6\TU:9CX^>'=. !GS25^6UPH(;^,QR7G'#44_A 7>RVA%< M,ABEO\!2$, B4>0#L+8#FGU29#]\%R (^H:0@BF8!LD))Q&DW\(C3:!32 M* 0!
W@ME'RR+3%#9/,MS&TL&$;^7&6$I2TKTK\;&;NGDC5(VGBUI[%(9"LI-JV!126<./*39$Q 44Q"FUG*06QGZ6.'*4DH[2?Z8.T!X/T?_=!7S!W@HH470"!O:9;B:-1]U!JF7.
M+O9VRW0= %RX#2M<6[STD=L A14S-(4M$6V-JX;.03K#3!QB>S MKLGHS"1M824M*UXXM*6A3WWHQF];5&W%3.&Q5(BO#EQ8\N?7"M>4K@-?I/_2 MH'R%5")Q8(7$C\<3$]+
(^U-UD3#VHRR%R]H6R#_L4"2G"BY.8_<;!9G[M67B MT,?CN$4?)0XT]M-PW*)/1N').AD>W6(UJHV[]S4MU0C37FB]MG\.7+:WX(MY M^Y;XRM2&4Y-5N";7@+K=_]7>S^W R*V[$U?
2T WKQ)*>-*BL &ULM5;;;MM&$/V5 1,$$D!8W!LOMB1 MEO$1=,8MM,^ M%'U842N3",E5N2O+Z==W=DG)7
M[72LUI8J&W79@EG7M6R_G*I*;R8!",8'5^5M8=W!.#I>R5MUK>RGU66+N]'. MRJ*L56-*W4"KEI-@1HY/N9/W K^7:F/VUN_BF6O]V6TN%I,@:_Z>(2SE^O*^%_8=+)Q%D"^-
E;?O3(BJ,NF^\K[GH<]A33ZA@+M%.C'W3GR M*.<EE-QJS?0.FFTYA8^5*^.X,K&)>7:MGA;HIZ=SO)\7:\K:=4"/MI"M7"F M:TOOX7B_4W#1Y+16,+B1\TJ9X7ADT.E3'>6]@\/. ?
V&@Q@^Z,86!GXJ9FKQ M6'^$8'>(Z1;Q*3UH\)=UT/BZ.1 3'P7$S]D M?7]-O;M85\HA_:XG@ODL*N;0L%25]C<97,+UI<)F +QHB]LV[R2QI3+,I>N M"PTL6UV#;!9X9;!SG-)
<5K+)40W1RCVTVJ/-'Z$M>[3OWJ241B>SCV<??DE. MAL=PMFY;U>1?X%PM$>8"/C7X4%7E/[@\5VUY)]T3 #?:R@I..Z\@O=\/LLT+ M8*0K*W@+ *C,&%LZ-=1R%+NEBQ)W6^8"-
H)Q6&6)L.>V<=8!Y6C= MYKO) M57*UA)$!2<.4DR$0PF @TB&>9,/N.!)+F-5ZW5BSQR6&XVETT8,+G! 3$!FP MW2:FZ*ACT6*ERM[$!GK $^<.,
P8'7Y%!3:8VC68#U)DH4CXE@DJ,L\$XQT3 M+/$7L0B3^(FQ1[PR+TB2,,YB;XV"'26=W9"(R)O-(K^G+"3):XE68<014BHX M9$D&(N0T0HK#),U>S"LF7&3D@=DX.TPM99@SI-
6G,*2..?RFA!SBN6.&N8I+ M>V:0?+=" UV^!AR++B9 (15Y1ZN30F+V(#WPY3=(M71W_CZ7_-<_=@\%H2&+2YUADHJ^WCTO6XA>,L7JB9XG^WLLHT',,XPMCBM. ML?(SI#G#1-
*7&PO=V]R:W-H965TW; &EZQ3:LMV+I=C@<[H-B,[$P6GNUQ\.UZ*N=GN MBR71%/F0?$3H0FIOL%U<@>G@L#E7:0<+<&;P&[3$!FP MW2:FZ*ACT6*ERM[$!GK $^<.,
I>JG<3SNET+JWO0BR.[L],)47DF-=Q9<59;"?KM"9;.?O:2W$WR4 MZ*SH#^]V(@U+M!_VMQ96O5;*[DL43MI-%A<7?9FR?G5B/6#PF>)6[:0]R7(E*^8]F^P:,> +
S"@7OK!M=,,>9)7SIFPV$X)2ZGH4CTT> M?F5#VFQ(^[.44!Y+;R87EBS!$M_)>WSTS>8KZ5> MPXRS(]U$!T?W8JG0'5_T/3E@M7[6&++NJC:7/&!O#K=&^X,VVD&P-
WC&WC5:^2"8!_!6.V\KHI=W('0. M'8FXEBY3QE46X>_9DM2)0O]T9:5V.NQVRL?JW&U$AI<].C<.[0/VIJ]>).7X M]8&0AFU(PT/6IPLZIGFE$,P*_C#,=*%@5IJ*
R/9A\H[3P%R;'OAWQDG6=EU MQ7/08W<\L^",ZH5MO2+P!<+Ls'J-+-@*FT-& MW.$4.SH"@"]"^;3R>($D=!L*;)SF%?6HLZ^78=PBX\R M$QKNT!EXR:)Q',,[06@(-
/Q%4$913*)Y(6M)1=K#B-H9[Y]%IS0Y4*!16Z#1 M+O?H2BBA,X1%Z+=S)9R3*T)9-RABX8V0%CZW07;SM:MD!S%TE^R>,KAL -47 M0/8CH!4#>IKUI]*O7IRFR>2UHQ[8@I3?
04:P+616@*#3\QX?4$$*)0H^3LVS=$_JB;:(>%D]RZ>"]:5"W!+C&#,LE6A@D$:7/ M(T7NP=)F<%NQ(8\?*!Q+1-._98$^GO X-O:2>' Z&M*81*?I*=PTG,UV+/N!
MLSMC(LM+5$=NIZCZ21,DP@61T!O?!H 7/?19"03A.SJVF*E2:,E#,,CA,8T&A%G=NN;G,?-ZH5P9Z$,&]L'1?FCY)H//D=_Z&' SB: M#-)C*O_I*A:7KUX'"%6Y-
*3R;4T&SIHJH7WFS"*V9I/+V)PK2@ M1RA:5J#_*V\;L$.VF?MJ#]02P,$% @](4%60$F>@7F P 6A$!D M !X;"]W;W)K&ULK5C;,N,V$/T50@V*+-!:%U^2
M36T#L>7>@"R">+=]IN6Q140B59*RUT _OD-*5B)75NVM7B3>SIGAF2%%:KP7 M\E7%)I\31.N)DZL=?;@NBJ*(:6]}S+@V+,1,J4:JW+KJDP"75M0FKB!YXW<
ME#+N3,>V[5E.QR+7">/P+(G*TY3*PPP2L9XOG-L>&';6)L&=SK.Z!:6H+]D MSQ)K;L6R9BEPQ00G$C83Y]%_6/B> =@1?S#8JW=E8]:R&N+55'Y;3QS/> 0) M1-I04'SM8
Y)8IC0C[H*4J>R:8#ORT?VG^WD<3(KJF NDC_96L<3Y[XA:]C0 M/-$O8O\KE!,:&KY(,H^R,XR+-:&0S!:N^1.:-> MC)M$66])O0QQ>CJBBDB-N19@@*N:1^OB8AJBRS-:Q?
Y8KA"I%;D/0E"7]-M -DAC),GEB0X1(U=C>X84C<]FO=^((8?#,B794AN;SZ02.19$-#)19F?N813%!K9D^$/RR2*K!1.:\RLP&_YIG,*Q/=-[JRK6Z M_K>]14?V:I.(.*V&'K<(^RJV1CU-
4[5@&NSE^SN4K4S%9YBO%UHP:S9L$;>6_ M-J6[) N[)%MT1%8+TJ@*T[@U2/-<2N#1 ?.:[T#:$PQ+T9RVWI7X@>G_(^.; MQ'[:\#"$AQ.[!!<]C?
8EQOFL)66,3CSUMB>KW1R4IH&-3W_/J@L)'I=/-H9'HS M5Y/EKI+EKL/<-8.4 I3LL] TP>HO(+:29KB'D+G@$>)E<39X8>JU2;-6=ZY- M]2[}PB[)%AV1U6)Z7\?TOCW5:X&0&
AR2Q6A!%/<=#2=+F8%I>_7,M [R=-Y MJ^%K!,_(Y*(CDS4E/U9*?NQV=2QI@N\7V '/@7S"&]PW+)%6GZY=(EV2A5V2 M+3HBJP76]]XN-%
[WBZ3D($W9X&Z35M3)N^5O3+C"ZZ,EKHZ;Z[*$Z.)6\JZ:HX M%]:G_*JU^A'P;*^_)^TS_V'N-[2'YL>!O9N^T1=_'9ZHW#*N2a (;,.7U[O#8 M((N+/?%'1(K,WU970>..^UQ1CH&J09@/F;(?
2Q8@Q4OU.F_P!02P,$% @ M](4%6?YOI;F=!@ !$$!D !X;"]W;W)K&ULU MM9QM;]LV%(7_"N$50PMTL45;ML2'IKH+=T*!$G,81CV0:.96*@DNB(5MT-_ M_/062:P5)DK/OM@6S?
N0USHAF4-)BSU//HLM8Y)\C<)8G ZV4NY.AD.QWK+(-M%T=\Q^+LFQN>1+[,#I/;H=@ES-\405$XI*/1=!CY03Q8+H]RRV2YX*D,@YA= M)D2D4>0GW\Y8R/>G V-P7W 5W&YE7C!
<+G;^+;MF\N/N,LF.AC5E$T0L%@&/ M2<)N3@=OC1./SO* HL:G@.U%ZS/)4UEQ_CD_N-B<#D9YCUC(UC)'-.G;'3MG M89B3LGY\J:"#NLT\L/WYGNX4R6?)K'S!SGGX9["1V]//!?$
V[,9/0WG%IQZK M$C)SWIJ'HG@E^[+N!A UJF0/*]LQY$05R^-^U^K'Z(50.D# ;0*H$\-&%79ZG(2H0@;]=?TD $N: $^8V\M)CT M@U"\(BI($),/6YX*/IZ(U^377^;CZ>1-7OH^",,\?
EYH3,VBI*PJ6PQEVK\ MD>&ZZLI9V17Z0%<,\|U'Y;#5$:"CW,)IH.Q/U[E72I.2Q?, M>2R_,.MO]&B?7&2?/#W,8NOZ-0]W]TF1Q+B6^!C@CGO(G?S]1U9&+B2+Q#]=
MLBV1DVYD/KF#;/80++EC@V4ND-&;+JTA81829B-A#A+F(F$>"*;(M;U++;Z*C+UW.-_ML@.Q2F3:RK\J0, L)LY$PIX1-"UB^2KM;FL;,G-/%*ZM
M'V2;7E>;U#3F=9N*,LQ:&:96&=-=E*L-^!GGPGU^E*L"\BR6Q[+7+KUH M>7WU@H13Q;B-A#E(F(N%>2"8HKUIK;TI?2B*<(N6'A%E(F(V$.4B8BX1Y()@B
MOUDMQYEVZ+M,D_4V^_>3D))@S;]T-CL8"*>*8U^*8:\5Q\?NG+D5H@_J./DB8A8392)B#A+E(F >" M*0(K@5VC) \CI'R0\(L),Q&PAPDS$7"/!:,D9\Q:@RXT4].?WI 7[E!:59%
M:_-8Y/^.#?;535CW*Y'CZ9J-0?:-O=*\U T528MG],0RJ08GA*V(4$L_?@V M6(6_^$(PV>VT:F&])8.D617-;"_GS-&A9)"-.E":'Z5Y*)JJ+-HHBS[;E-*' M]M81DF95-
$5'T\FACI"-.E":'Z5Y*)JH\9:-[36Z?+<%UNR\[]%+-);"2$!\ MFN!HZ, M=RA-*NB*1M$AG$XR4+M="U- T56:-^T_U[G^YD/N0^!L6^21RRY+1XK(,B:H[$[[RN2^M' M%[PM;MC_H?
S,.+'+!Q TF/)Y". _]Y#:(!0G9388<'51\W+)L;9CD%;+O;SB7]P=Y _6#'I;_ 5!+ P04 " #TA059L 1B MTS8" "_! &0 'AL+W=O-^TF]52UVO9AVH< !J(+"8M#N?W[)8&R3NKU"\2.
MG\>/C4W42?&%8 FSS47&'N5ULW*]S&KH*8XD0T(V7%@9:6MPT^BAI9P M!/VMV2MC+2+SFH0R*0@"HK86T]7F[F-=P'2&71X<2,VDE3*)VL\Y+76'
M(=.6@9K7">Z!.+TQI05>GL_IGUWMH;4(MQ+_H/ENHJ]#Q{}H: M MUP?9?8&AGH7ERR1']R1=`[N8>R1K4DIT4ND+R2>20_X_WCX!T*)P=HI-),E'=D!Q1;!U?O1IYM?
3V.5:84,SB#VS/0CJ!%[R^M5T&7R\4<1\ M+&)^BSUY;.L4%)&%%611;!DTYG'N$U\3V= M'9Q?WE,PB_W2IP+\0H2pPPDEH9E6+=<6;/DF7+HDY,O#)?:EMY[A'O MCCS=
(|)GCT7YN5IQ+M!3EN;5^60EQ/IT.JWB%<^BZD.QYKG\RVU19I&0^\OE MM%J7/%HT1EDZ)9;E3+,HR2>SL^;;=3D[*S8B37)^7:)JDV51^?62I\7C^01/ M=A=NDN5*U!>FL[-
UM.2W7'Q:7Y?RUW3/LD@RGE=)D:.2WYI/+O!J2)W:H$\ MD?#'ZN-[JEVY*XK/I8^KQ?G$JD?$4QZ+FB*2'P]\SM.T9I+C^-*23O,WK T/ MO^_8?VR!"WX?;1)Q4WQ^!-
O'6(U7URD5?,O>FRQ MU@3%FTH466LL1Y E^?8S>FH#<6 @>6 #TAH0U< ;,:"M 7WI'>S6P[I'5AK MT+@^W?K>!"Z(1#0[*XM'5-9HR59_;:+?6,MX)7D]46Y%*?^:2#LQN|Q4\DI5
MH5N^E/D7%3!U[QL9F >WM'8 M3V58]K$AN]A<$BWASYO\ Z+6>T0L8@/CF;_O_K%PE'5X)GU=]0YK?<-%V/3:AW%_'PBJUW%
MRP<^F7W_':7:L'Z"PFR0+3)*%ALAZ";+W":)U[+-?Y5.EBE(.KKRMJ=.8UL^. MAYGM4..X9].'P\@"_)_9MMV'!4.83RDE3A\6 C"?,9_L83T_V=Y/IO7SAE>B MW,1B4|:34)8:^;Q*
(\$7*%\Y%Y9)7[U'.!12$+2\[&,\))982 @"$+9LJ$0!0 M!+M*.$, Q2S,8/^=O?^./L]%?B+[A#(2._^CA7PP)#(J4?W01?Q)=A$5/ ^< MX8ALEWE*@N<03.9.B54 P+"%74?!A2,X@N%
(N/M(N-I(!%PMS095B#Y%H[+ M4AM8#.1505\%XL\R^I2O> BC'I9GBI'"%,?5=!18" M.,MQB0TIZ^^=]?7.BA4O6T?!VW,.OQM=^_Y@$##8ABM=#S EU+&4'$,49I9
M%0)4,LXC*Q|;7;-F:9V^R@673PZQ6^.C[K8\RD)SF;K001PY7)EMYP7@"&:N M(-@-XICOT!'/#]H4_(SG3:+ON.PY.!+1$\N;_YEDXBO=>N[YV&)1/^BBXR721S! M$=##R';T,3;

(%1ME"4VS]S'3-/'9?LUIJI<+1;3+)%AAE"TVQ]=/4:0RL%QGZ M:CGL]0FA;-A. 3A&"1Z4BR'.EC@7J^4"$"RR/:-CU;(3&5BO,HZLEL.VW[$Q M'7@/P'S+BD#M'VZ$?6R9:L-PS'8>K[& C&F#=P M?@AC#AGZ#L H9B.OH4@G'XA>/L =995$T^LH3NZ3&(R EO/H96B2+3#*%HB MZV>GDSN$O6:UU&JHH]-DDBTPRA::.8NNGJ9-EY)E-#6VU'.X?8(M8@[?6 ,[W M')^]H6(((Q8l;!;;D "W]6W_X)UGW]E.Z1#]OL61Q7*X64"Q9:G[5@",N+XJ MU , YL@.5=VY F",R5YVQ/5./1"]>FA>8%>M_[=UPE&8)EF2;]>C7HKKN8]> MC2;9 J-LH2FV? I8ZU4/\URR:6DEU=)L,0&5V&4)3;/T#&9T^HWI]BV:=+@3 M0ZBG[,W-(10>O+4#4+;GJWL_ (I9ULBF!MWI=@GUNY^>9BC&F2/6\1Q\Z,2IU MC+*%IMCZ&>JD#B6O6"ZHT>THHVR!4;,0%%L_30<'N/0:35\N '5DJX5@#J!< MVU$%&8#"A%%U%Q2"4=EEC!2,3I!1O2![OL=X1ISI^8^>D4;%F5&VT!1;/U.= M.*.O*,I/JJ1!GS%$V:YZL@8 44M% MA0"*4;5H3],1$M%L6R.HE _: YY*]D<]<#?!IN M#[-W]-NS]1^C\\$ #]%P &0 M 'AL+W=O#'M!2V=;B$2]}&UW0S_\2$E6+!$?A{)O;(GB_8Z_^E(M<;*G[(EO 3ZGF>$3ZV-$,78MGF\@1SS'BV R"6H4&L5 (+/]vI-[L4R0YCF\UU&I*\L/CZP,!*B9N*![C]!/;&<]XL4TX^4OVE=]1XZ%XB7-*^-Y0CRE%3_^'L=B",# MSWO%P*L-O',_-_K /S'P7QM2OS;HG^MA4!L,SC48U@;#,O95L,I(!UC@V831 M/6*JMZ2IBU*NTEH&."4JLOX%/DT]3:2=F=S)Y'W$&'&&2H ?8 =F"_(_IFJ2E M]K^B.\P85@F K@(0.,WX>_06I03=IEDFN_")+>10%-":;[?SRJWWBEL?W5(B M-AR%)(&DPS[0VP__SS[2V[N>!F#+&#:!]Z!G'M:XF],TD.^\POR'*^/OCX& MZ.KM^XZ!+ <[^!I,\!.C01S6LBB(#EQH9E21'A- +#&N#M.*O=\DL5]R_5>X M"TIB.2^5I#)A'U!+^A/[Z(ON@SP)R_G=7>E; ?C=0E?,Q+W ,4TO6:PYL!];L MW1MWZ'SHDM0D+#)"TW" (D.PEL3]H%5"965:9_(4%;:>8R1&0!8U!0 M)E*R1]J2D36H+.,^L2I43URF]|%5W-W-O>M[$WAWK6?4;'G7RW';7X&47_Z;= M)>SPU7=[HW:02#OMGPSJH GJ0!O4 %; F PEJZ+;%;''RUGX+P*F=7/I"W", MQ]"DQZC#8[\W:#RV8CML8CO4QO9NFR]E>M)5G9UXF<&A '/T0U.+YUKPI;7) M"RH8(-C94YT,>DN,@1KZ3=]!!MH]? N=%BA2>YY%N0D#ID2K=DJ'6J3V3C^: MY^CE*M0EKM;KI>*;A 4F8:%)6&0(ULJ#ZR8/KDWO+:Y-2FP2%IB$A29AD2%8 M2^*;1N(;[:O>EI@IB:^P_"!"!3#UH&NG.]F*]7>ZZ42&Z4%1FFA45IDBM;.AJ,##==TP:Z) MH0V20N,TD*CM,@4K:VT]ZRT9Z07:VV2%ABEA49I44T[*=Z.?U*\[.:C M2%EJU>6A,4@TKZ.%VY'>^". P^K8^1E?G8+?RF4@ M)1QEL)*NG-Y(?J>PZF"YNA&T*]"EU3(=;"\W !.@*D.\OF*4G&X40Z:X_W9 M?U!+ P04 " #TA0598I++UGNT& #>.0 &0 'AL+W=O7OOMIR=% [MZG>7BMO2JW6:3EOJ>B77Q>#'!DZ<;[I/EJFYN3&?GVW0I[D3] M87M;RJOI@661;41>947NE>+^8G*)SSA#34"+^",3C]71=Z^IRL>B^-1NWT;*ILKSI*'=U*?^;R;AZ]JOLBW? I6E1>FB^\[^)!Y#LA M/^?%,L ,:'[O)5F5+I>E6*:U4)C7B:C3;%V]D8@/=XGW^M4;IY67Y=[OJV)7 M2;,]?%K+)VS*F!KJW11YO:H\GB_$PA*? N.,#1_Q4MLRA>%9MT[FXF$B9JT3Y(":S;[_|~M ?K!UMB09 DD&09BR@?A">3Q^. M6]8"BWW&F Y+^K"84DH"'<8ML-CW8W* :?7T#_7TG? 7\;2M*V>GRI7;0@>A0SVBD#GC_>9<;46;SU%IW)]W8O@=)ED"2<2 R M+2?Q(24$.IC4Q5L.)\2'!NR M8,$QB0NQH0L6G(^D'@T(SXR,WB\-/ ;?FFMO9-K; <$94M V3@4FYX5HK)" MP,6AHX1*#B1; LK&H=CTY"A/AYW>Y(1 T-Z+BFF$$#8%PH)C0:?4%(@^CH0! M(D04" LN]N-H2"'"45<)NKV0?.UI9 KU-Y]E]-K>V@I-S=%^9M V3@4FYX= M9?"P#R\4H(8/E"T!9>-0;'IRE.G#3O-R0BB"O@ -@@EAL"D4?%T?!D2/H&JX/ M(X@>#Q"Z)K$4&[,XC 9T0EDI/925IVX$76ZME??R3:Z$T*R):!L'(I-SXNR M?CB"5PA0_P? *EH"R<2@V/3G* V*GESFA$+%EB! 3C$R%L.)\)D]L2T<>1.(K- M&0UNP5%$&1X82A#EK(C;63DDXL1\A)MX;(<$94M V3@4FYXB90<)!E<+ NH* M0=D24#8.0:8G1[E"XC0V;K7H8H_2VH"&ON$3KFVP*&2F[;# ,(G#T!B=G)4::0N)?]W#KA]W_=?8K,"4P;C 1]G>C#@@@@3-0;'J:#G)40:1N!<' MW6H16=8=L&!;$ N,21DP5SLL, (PP"LS5#@LN9F$4#\B%LEO$;;>&Y:+9F]?< M;[9T%?5*E-;& %U_V5+0-DX%)N^:4H918K]8*"6D10M@24C4.QZM'%:L.&9EW#'%[8<,R/>XIAP054\ID^Q(:+"8Z073*H\ES4];E&2,;) M.0QW0.,[*.CZ'"@;AV+34W:TY_(K;+]$W74)N^T2=M_EUS",5!E'^H*MEUVL M-C[PXS!@IGI8PDA=^F24%-)"A; LK&H=CTY"@325^P69/V-TYB1(*X MIQP6'$91C$SEZ., (BDAL[M>TX0@C=&!F@RI71I^Q97-XW%BH.-=V.A."KJ@ M!\K&H=CTM"F'2>%W=5)06PG*EH"R<2@V_=''LI7L!3L[N]CC(Q@^CF)S.X8- MAOS G!>U*0><^;U]G5837I,9;M0<'*FQ>[O-X?!SK&ULM5A=3][B M+/TK5C9-3&DZ1YCVX":WC45B!]NE\.]G.R$T24F9?6 M=NXY]KFGN;4)67)^*U(B1[RC(]DTI9'+BNB%/(L=AA!5#U9,9XCJ7]\KDK M"@XX,.\-W)S3*@3C,W8!0_&;"$S0N&"(]'(<\P?CR!CRXGC.T\#EV2> M2CW@!N,"S^$*Y'5QP57/K5D2D@,5A%'$839Q#OV#R#< $W%#8"E6VDA+F3)V MJSNGR<3Q](H@@UA]"JR^[N$8LDPSJ77<5:1./:<&KK:?V$^,>"5FB@44W?]@2 ML0)0/.V 7@7HO00,7@'T*T#_K3,,*L#@K3,,*X"1[I;:3>)"'+'$PYFR)N(Y6 M;+IALF_0*E^$ZA;5?$X&9R!RU] WI OS@G6I[&MS"0FF?BJ]^O0K3U M^>O8E6HNC7#CB>HY.V]PMM'YXS*5"'OI"TX,-N_*@#]R1-M=#>D]"C7B?A MSP7=07UO&_6\WJ!E/<=OA_?;Y/S?[-&[9V\DHU^[WC=_5==%)@&QGWMU$(M(N:D,&_NGS,5BTXEY.)OF^TE\;"=6)>U U'@&*:.JEL"^#TXP9=/_LC[WI9S MFV2A3;+ ($EG#G4'MSJ"+/;C!G.!!BC3]J"8"=GF1$DR,B3Z_^ ^\,;N_6IZ MUT:$:R.BKHB&NF&M;MBI[FHQ+741&K,R M$QR3C$BBZND-I"3.5 /3!)WC.%6A_-'THKL%*=1?,:NGG1-L^G;9) MMDD66 MR!HN[=8N[7Y4[=NUZ8Y-LM F662)K.',7NW.7N<[= EZ=TONO"I^$G@NT!:A MZ!$P%ZT[D6Y&WK^A;1YT(C?UX-W+B?PMHY'P_3KA^YWK.E,UJ2VIG:A-?^1V MR4*;9)$ELD;J?>]Y\^U]5"VJF"T99)4MM,H6V6)K>K1R0/*M5Z0UE/L=):D; MNK$3[UY(9&LA9=K=E2-J#GQN[@:$VMLNJ"S/+?5H??]P:$[=+\;/_(-COV4\ MU/<5YDC\3%|>=IQC/B=4*/MF:BIO9U=M_'AY?U!V)"O, 7G*1#INFV8*. &N M]3S&6/RJ;.GJ&]Q@G]02P,$% @]{4%6;U02QT#!0 TQD !D !X M;"[W;W)K&ULK5E1;Z,5x$/XK%K\0SG>84DYO%? VJUG)7C%4++BP7+Q:S0 S/2/X]2W@Z ML8862/ *;?/^A>Q^QV\"Y 27)&?R+|C5MJ%@7&X9)T7C+,9%5M;_T5,CQ(&# M&YQPF?6(2%@2OPL-UL&8YR*FL MG]DJ]A=S$%&6LTMA].UA#BX^7(((("O!UY1L&2H3-K;YF$F%9R\;UKN:U3W! MZH'/I.0I U&9X$3A/]?[!QI_6RC0RN"^R'#G:@'_V);7P',^ M=Q?<5\9N>[M>ZKE_!Q[]'/LL=Y]CI?"':K<.UIZ[2/E23Q/]TA]!#/",/CG=L$X%>7C7]5# M4N/X:IRJIMZP#5KBB26*)L/T$5O37W^!@?.;*D(FP>8FP2*38+ALYD_3:R MO@$Y]^M<&4U$4RC7(JQ@#_"0V.(95H:V! @E4[6Z/4RI'TP[!>]E#RE1%TND;S M8Z/0#WM&D<(H\(.N4:Q=W#NE&[32#;32/:2$\BN.:?&Z=C72X& Q<.3UI%/8 M#'I\V,;;^3VA%/9^#W=M"M[IVY!JUN@+2:=;6F)6 I6XC DMI_!D5QCCA. M ">UM,K]*#!9:DR"S4V"12;!8D-@G;B';=S#,TM-&W0&5I04@'2+D#+:X?%3 M'7]I =ZHY;-4<:M646W{"$&.8,T 6 MXD!7BK$XQ.&G98K*-08BGT I&H&>O"#T"++,YZIE1X>+=V% .?/AD?5>>CV MA3X&&GA!KQ)%QT!>,.B7>;T4[Q1ZU H]\K] <+5".RB4&=8MX4+)40HY,%BB3 M8'.38)%)L-@06"?2T-EW3HXVJ607?D565]LJ362RU FF[(>N/TVF)UD\Z_[.MNM#D^CS0R2AJK M2/V1XYZ0? =_20GU/^UV^>ZP.1X]">7$0HKAZ(;N/@,R!BV>,*+M4AD"/[P/I M"]BOJ=E>N#!#VKPCG38[TY3N9F%AF=6?S*S 8O,ZLG!@+%M+KAWK?A4-^' M'X4[R=B2,,6.(M).V8TW@/ PX9UK9^"Y_20SU"PEVCV MP3OG M.U_#K @-2R?E?8WFV_0-S*]^Z]^W?P9@85]^?P)]J_+^SAZ\\=GQ%=_M9R43^,D25,YU*"9+ZR\(]8"3C7SCO2"IA@EF%8&XO<5(? QE4!&TWW&F M_P-02P,$% @](4%62"^./Y$ P 0P !D !X,"]W;W)K&ULK99M;],P$,>_BA40 JE;'INFI8W$6B% ("JVP0Os"[>Y MMA9)'&RG7;\]9R7++NC:+4,>;-H[]O[O?V<[=>,?%;]D!4.0N2W,YL39*%2/; MELL-9%1>\@)RG%EQD5&%0[&V92&)D:4I;,G.*&=499;\=B\FXMXS$N5LASF M@L@RRZC87T*=Q/+M>>Y??&(KE=(O!'A? $PFE],C@A262IN@^+>%*:2IMH1Q_*F- M6HU/+3Q\OK?^WL CS()*F/+T!TO49F)%%DE@1.[#U #];6I)4^E^26[M>]UCD64I%<]J,4:0L;SZIW=U(@X$;O"$P*L%WK*_%K@&] J,H,UHXK&8\%W M1.C5:$T_F-P8-=*P7&_CM1(XRU"GXL^ .9#D@GRAJA1,,1SP%?E:@*"*Y6MB M%I#/C"Y86DV_GH&B+)5O4'5I/2.O7[XA+PG+R(X7M,BGW? (9+%'N&KG_6&YC0IJ$>U6/&//?S(K4@+T MCM/0; *P[Y$YW>-Q5CTR*X\?+>02N "9_-7&7CD+VIWIBSJ?!5W"Q.*;*$%L MP8!?O7!#YVU;)OZ3L4=\Y\9N\^%W68[PY1&T [Z_^0B0@]%EY8LNN*E.A,;6_ M)MLX' YQY?:0IM/?Z3I!0QA\$\T>]"" . G!@P39 KG]P[1O ZNL]@_ 7&<0 M#([(.GV?2=9OR/K)0O;R/HG9)$314=@G:[/! L;L"Y8(,VL/ $+ @\YPBL MT_698(,&;/! 36Z?I,L*@!BYX+-B18-,@"]CQ/VABC$\;^ M=W(J.Z,XDW'8, X[&6^XHBE):4LJK+06@.')R!^9 K6(Y).7V>2N,Y#/^!T MLNC2-R(L*TJ%6\5R!>A%M59TYP3G(H@&_2. <;G_G\AST-VXGSUP;S179TA3K M-):K:IO2AX;FE'81>@/,KSM7!0'>!3=&ULM5C;,N,V$/T50ET462)KKYL:AM(++?=HEL$3K=]*/I 2V-+78I722K> M /WXDI(L6[:LV"WS8DL4YPSGS'#(F=&&\2\B 9#H:T:H&%)N:L[VQ91-AD6 MMVP-5'U9,IYAJ5[YRA9K#C@NA#)B>X[3MS.<4FLR*L8>^63$0G]>/7+W9-4J<9D!%RBCBL!Q;]^[= MS.U!@6+&;RELQ-XSTJ8L&/NB7S[&8\O1*P("D=006/T!PQ0(T4AJ"7]7H%;M M4PON/V_1OR^,5\8LL( ](^GL4S&UM!",2QQ3N2<;7Z$RJ!B@1$CHOA%FW)N MW[-0E O)LDI8K2!+:?F/OU9$/I/&@/ M'PA7B*H;1QRA_K=,HST';4B19H10MH34Y.1U3[=%K*XO6DZY6M$ K6]@+ MK4GEZ;1K#Y[#7]U(:N<&Q!Y-G+:.V]%A9XXZZ=*V.W]:4':SJU6PICGMTW MYXANU44_$VF)OBLO$^O9^F7"C;I";\W?VM=+NV<^D"\?U/WV";Y\<_$)TFV*M&&PO=V]R:W-H965T2]Y#7?, M%<>NTN%9LLC# (.97*)LOSEMMZ/G =3&>Y/- >GLW9E-_P_'9^ ME8IW]17*)(AXG 5)C%)^?]ZZ<^IWY-BC.^!GR9K;U&!A*)-&/'Q5H:Q53-EQ__8S^:S%X,9@[EO%!$GX+)OGL MO-5OH0F_9XLPOTZ6O_-]0$4'QTF8%7_1LCK7:;'Q(LN3]&HL>A %1@:\+?#WC="I&A1#;Y=C+O)'6,Z&9VFR M1*B\6Z#@)%T7VB]8B7T$L)\I-GHI/]$N"]],6,H_7(I43] HB<3\RUC!X ?T MF:4IDS2B(\)S%H39>W'T]H:@HWOT3O41HELG*$@1K=QD&?'XJ!X_=7):]P5MZXZ%/29S/,D3C"9\8VA-[^ZZE?5MD9I4>_)R> M2VP%_&,1GR#/.4;8P;ZA/Z/]FWNFX;PN.GUQ="T9WFJN> 6>9YTK=\5MC1! E_!&?"O;1B,V#G(7!OWQRC"ZB9"'. OM/ 8D^YCS* M_C'-CC*^;XXO:^9I-F=C?MX213'CZ0- O#7 ^R>TZOYBH@00CD& 4"$PCT5^1 M2-O0-1+'ZQ<\+\DST5(B=@M$^SZO@>5_]!H9,>@R^]{QMO(?1= MI?1=N]0WU3OVN+7>0>KV$2@: 46C4&@Z+@_@$H&@%%HU!H.I7* M3G#M?I(KZAVHS0""1G8,VBN'9;3C+5P%K%P%;)6Z]8)7W/!$1]>]#&](&: M"3L24OD]_3W\'JA^Z=0IQP','8?7^3UV\,84@? H/N.YY=#H8;]S8IE!!]?PK M P+;#8BWN<89K]__K\>D4#'UA"MK =OW$U@7!',]QX[< M>+:#>@;@:!0*3>=(>0;XT+L*,*BW (I&0-$H%)I.I3(+D#9S8>7%S\[<,,-M; NQ(Y!6IP@J'[H="C'P;/?A;_B M:?$#C7C,U\N?,?^@U@$H&@%%HU!H.B?*.O#P@:N=!VHC@*(14#0*A:93N?8C M [N5\)(-ZEY=I+N=_L:NC)%7WTK@.KWNQA9UPUFXAS?.HB:LP< U;U+WE(IW M&NCXQGMHO;IR=K%3D^OV/C2>?'L%I5!!]<0]O>[9]?K;>(OVH(V+]B4WY$0 M7 X+>7MLK(7JF,Z=TO&>_3;XUVK)4_W<+&?IE.>?0A5I_FY)?@O?7Q>?Z) M.]C\/@!5T7M&I5!1]=0]?>S9[S5O6<7;W0L[9N/I#"IY0=$H%)K^&T4E>?U# M[^+W0:4Q*!H!1.-0:#]52B[[=KG\\KM>_;Q>WKULT5N+:"=9P3 MM[OYQ -0O;YG5 H5M4QM>^W1,1$7VDX^LR=#8UE/RB>#K(ZNG@MT43P-9^/X MI7LZ<@W'B7M*RZ?^*/CR(42?A)0,X@R%_%Z$S(L'U]PE M>9Y$QRA/$Y_=)DC^_D0%63U<;_@]02P,$% @](4%66M+=((: M P ^ <:!D !X,"]W;W)K&ULM57;,MLX$/V5 M@791-$!BR?(]M07$2;O;HBV,&-D^%'V@I;%-A!>5I.QDL1_?(>5HO8"BMP4, MBY>9.6?.D)SY49M'NT=T\"2%LHMH[UQY'<X,F K*9EY7J+0QT74CUX6[OEN[_Q"-MG,U+ML,UNH=R96@6-U$*+E%9KA48W"ZBF_[U$ G/G(S#Z'/ 6A2"!B,;/4\]RH@?2.Y^.7Z!]\"]I3+AEF\U>(;+]Q^_M$4TC*'#+*N'N]?%//.4S\0%R+6SXA^/)-HD@KZS3\N1,#"17]9<]G70X5+\K:&=KEY.>R]9X9O%I2 M7@7<:DFUMBS(=05?M'((M\P(#6LN*U%OT.\/PY0#PD-X>X>,.<6$OR&&%)PI2 ME2.LGQZ(>+LY(I)8UJ?054N. O;?P7A58_<_I@2;+-.7+)=I M9\|/E>K!(+F$-$F\%#0$8'W>]O3I0!@T.@X"PJ!3QTW0<<6>Z=@ZN#&DTP[] M^!++>/WEM:9_-;?YR\ZANV&0WI(J>U04O?,%+-'!@HJ+29)T#+QZM4I>L]?UJH./SO5*DLFT7:Y)PYG2R>F> MV\>KK4$$3F0(V8&AXK;AUX'ZYP227C(DXWO1AM\=9@#!L^U\Q&>OL42S"SW'.M0NYO>?TP-ZM-6[NI7_-_S>N>^(69'5<6!&[)->E-2 U3]YEZXG09WO:-=M0I MPG!/K1F-- Z#]K=;N9>([FF:?-0)02P,$% @](4%6?2SBJ6H! 3A< M !D !X;"]W;W)K&ULQ5A=C^(V%/TK5KJ9J2= M29PO8 !(TG5K;0MVNFV#U4?3&+ VB2FMAFF,?5U0@C$,69V-E)?9A)S[O$] MOOXX\?A/V1>^P5B ESPK^,3:"+%]L&V>;'".^#W=XD+^LJ(L1T*^LK7-MPRC MM-K*,]MUG-#.$2FLZ;AJ6[#IF.Y$1@\]&#(O\ARQ?V8XH_N)!:UCRP>RWHBR MP9Z.MVB-G[#XQ%TP^68W+"G)<<$)+0##]XGU"!]B."P#*L3O!._YV3,HI2PI M_5*^?$@GEE-FA#.(ZSK&22>?Q=DUI-GV7@^?.1_<=*O!2S1!S/ M:?8'2<5F8@TMD. (5VF7B$W_A&M!0I&2KW.%0S MUTCX\ZZX!Y[S'KB.ZVORE\;\W-/)^:;=XS?WWAH,KYDW7L7G7YDWQ^FAJZ^1 MH=P!'_@6)7ABR2V.8_:,K>GWW\0^4$WN\217V2Q3V1M9!]),$AD670E.$2'571YVC|/H3,:)3WH1!8#IJXJ.0'ISWZ86^(E #"LXR.RCL@OR!PQ5K &-!IY> MXZ#1.#!]C%^VTN[(U2>/RQTK@-P.MW+] <0YUN^(@TX6=W(=A35>E2HR-:@ M?"=0N&(MRKT@?-@('OJ]%/R9BAQA!&<@HY^!F+0WI+4 Y98+\BTH#J!,_]*0" M764FSC48QU.$=S%N$"BR-1@GT(L>-:)'YA-/[J?289\M6W!#BH3F^+KT42<= M57@7H50RZB*@LEQB$TE+,W1.]M QJBZ/DNWQ*%G61TE+O-,9.9U,@J$R@>:< M4#A2"AEI0! .5.$ZE!>&%\2?>6-H%&\TQ%K=1KZO/3A[98MZ98OI8FM7QCU5 MQT_$_=:U_UZY,MZI4M[HNM7;_3UP,T?SY<O"PTF[FW^1W8J9QWID@5K0%Y'=D:4#!2AB X27!)XL+S1[W6UP/ M[)K/3LUU_E15?Y4FUM%-UF?8^9BZ4XW:7 OJ6\\-R%6_;W0@ M3ZVZ?78_F&.VKBYFN=2R*\3ARJ=I;2Y_'ZLK3Z5!\A_F4-,>E9?%U7WDB?YP MT_P1L34I.,CP2G;EW]DC=CA\O;P(NBVNIU<4B%H7CUN,$HQ*P'R]Q6EXOA2 M=M!_K.(.% IHXIYS[81 ,_9PRX453-[=4T526 MAC,!2T5TF>=4/V? PF<%6[!T3F\E*R@<[N$YF7F'!@$-LK +%QP8N@7,KA!C? M:TVO"6D=]!]WZF]=[IC+BF]XE/P+2TPV\\8>22"E)3>WP=@@==Q7(42ZHH=%4R2U1UAK5 M[(M+U7DC'!/V%!P9A:L,_4RTK.M+14(^F0P464IM%!BF &MOR!P$L QH\!H\ M!$I16T1RN@!#&=>OR EA@MPPSE%$3WV#2%;8C^OP\RI\>"3\)D-Q(83)-KD0" MR:_^/];2Y!/N\IF'K8+O2]$AO>",A$'8)_=W"W)Z\]I%M]?4J>=T^-W^ITZX< MAU)M5;"GZUP7-(:9A\='@]] %[U\T1T&;UKX^@U?WZGWCO MD$I LN.C2TX% M63 =3K!UPFUP9R_>T0>_\9V <-^Z"UME=YP>43;KT8]X)B](@S1G>0/.;2W!!B3% MRE).GH"]0YQ5Q.YPCW/0&1WF'#6&ULK5==;]LV%/TKA%8,"1!"]:'G=D&$LO=.]Q;T+3,P['6]\M MHA*IDG2<_OM2=2HIB4XP2;'E))/K<$P2\;+DJLX%5L75D)@O,Z]"S"**

/&%&"9$I38/AW3Y;D*#03 MS.-;2^IT.77@\?,C^_M:/(A98TF6O/B+YFHW=R8.RLD&[POUB1]^(:V@2/-E MO)#U7W1HL(GGH&PO%2_;8)A!25GS'S^T1AP% (\](&@# C,@?"9@W :,7YLA M; /"UV:(VH!:NMMHKXU+L<*+F> `)#0:V/1#[7X=#7Y1I@OE3@GXE4*<6ORA M=D2@,_(E2?)..(LXR6Y0 Q]["PE"M-"GJ,1^G*7HK-WY^@=(-#G'=]+'S'(Y M$EODL7Q\^MLGY?]E7_SG[B1GCKAK&-=]XL!H^U#6 8('1JJD+ MB?Z^7DLE8%O_8UOSAC6TL^I>=R4KG)&Y \U,$G%/G,6//_BQ]Y/-\+]B]2+Q>M4$; B.@51_D!^$3TXD)46=" -&A"6YD; MP4ND=E3DJ,)"24<%S729H@TA5N$-:W0\E\0SA/RXT'9/\,''%7-:>RXA(7O-]@2<%D#\!:H*S-0%(M_VM@ON#HJ"BPE M4;)NVS9?XMY<(_TI8\Q$&D?,?43PY4AEA- /DLZ39-.3,";.(8 A\I#M,-L2 M5'#0^KS4I#>]41(8LU0:0&$0&"N<6E"^GYAU8$L81;Y=],13/1E4?=L>T?0* M0RDH0105I%IT-6%D0Q7*8%C; /U"]R#0&3!45IP!R+HYYA;1<6@X8P%%B;'E M4PMHI&DP-7RP@WS_R^,27:>?+=+(@:<$0+"IU FY%3K)IS;,;OB: #53%[J;B7 M?80 ,>SF[><#4(GN\SA7ZC>- W(0\XRI4^Z=*1J;Z/05>:!K01_FQV?UL5$GRC /!DP//H .?N<)%V^A?OKOSH?9>A MQ9G2^2+1/9B4WL?2#>8(WD$63T-SQfM$E1B6|\>)?2N/5/-":8;6ZH MU_6]S!B_|:^6OF4\U3?:^M+T1-]:&V;PH7M57 MJ#57<"&K'W=P*R=" ^#W#>?]\44GZ.[YBW\!4$L#!!0 (-/2%!5G+LO.* ME0(-L' 9 >&PO=V]R:W-H965TOV8=H'!XZ "C;539+^^YT-H4E%LVKK%_"= M[WGNQ?9=N.7B7N8 BNRJDLFIE2M53VQ,)CE45(YX#0QW,BXJE 4:UO6 FAJ M0%5I>XXSMBM;,"L*C6XIHI WJBP8+ 613551\3"#DF^GEFOM%3?%.E=;84=A M3==P"^JN7@J4]DXE+2I@LN",":BFUJ4[603:WAA\+V K#]9$9I+B_%X+5^G4 ME&J:!!8 MKX+I>W*K!.X6B%/1%4MX!>0;W8$DE*7DCB4@%%XP\KA%EEP6^EPE^4#.8L#M M4KX+,84!:!H[Z9S-6F?>,\Y\,% //.7P_VA=/[/^^^?O1\5P^^O@F_X_+]>!1(7,BFY; 20 MGY&ULK5?;CMLV$/T50@V*_M72"Q[C?7%K"^%&W1%-MLMWTH^D!+M$4L12HD92=_'U*255OF&D:[+Q8Y.G-F**

M>#@BQ[,#XR^B1$B"+Q6A8FZ54M93VQ9YB2HH)JQ&5+W9,EY!J;9\9XN:(UBT M3A6Q/<>)[IB;F6SUO;(LQEK),$4/7(@FJ]"_1"$7:86ZYU-'S"NU)[@YW- M:KA#3T@^UX]R!I<
5H@(S"CC:SJT'=II.-+X%_(G109R,@5I)AK$7/?FY MF%N.3@@1E$O- -5CCY:($$VDTOC<@=O[!"\XN#W#OZM$8+>(;@U0M@[M$NWN[6WPJV@A-F,LP/@&JW8]!5*
MQ_56>F&JZ^1)$05-0P1W-+'6P" M\3VRLN^_DNRI1N1G>U),.Q)<(T]^TU=()CFK$(2LGQH%P M0Q"0#/S>P!>U44MUG^_<$K!DO&88'21+.[/WI+ERB MO-
0/HG/4ZA(5.Z[KG:/6EZ@P21)G0)T)$@Z"A%<%"13.1*D<I24)Z4 W0&!\H9CB9'QF.IBA">I??#=9*2%"10&=+4$0T M"!'=?!E|=7H?
*RT)0*G4OMV=WR4B!N%&!R% .<12/)+A$>:.F;CC9Z=8F*TL0? MBW")"I,P<*X62#!(E-TB$CH=[MK+$Y]F.$E'RUB:0)$_$N42Y$_2D1XFC)>,M+!/ M&J(*\5W;B0]UP(,*
[N8,K$.S^]#V>"/[PITN78-]I9KCKI?)E|[KK#]I"OL-4 M (*V*I0SB=76\;Y,!2;2U6T[MF%2-7?ML%0-/N(:H-YO&9/'B0XP_&7(O@%0 M2P,$% @](4%68ML]\$F! &ULK9==CZ,V%
(;_BD57U8RT&S#?I$FD24+55MU]NM-I+ZI>... D MU@:F,9-L_WUM(&QB/&G4SDV"#^\YMA\?I./9D:(7OL=8@"]E4?&YM1>BGMHV MS_;X1'Q":US)-
*UO*2B1DD^UL7C.,\M:I+&S7<4*1!*2R%K/6]L@6,J[(@E3X MD0'>E"5B?R]OD08]S"UHGPR>RVPMEL!>S&NWP$Q./!2.3+7N(DI,25Y$0"C"*
*MG5I/<)I"1SFTBM\)/O*S9Z"FLJ'T135^S.>6HT:$"YP)%0+)OP->X;)0D>0X M/O=!K:%/Y7C^?(K^?3MY.9D-XGA%BS](+O9S*I9 CK>H*<0G>OP!HQ,*5+R, M%KS!<=>ZU@@:*
[B@9>\L1U"2JOM'7WH09PXRCMG!{1U_![M!__6'H++>H9VZW!)-OB?03BQ2Q-MBE0[#AXQ T]{Q###X -:D. 3.P=T:"T0?B]MST]KP[2*L>YP7]!W3^\-MXF]+(@,6]X1EZ5X-*
-^%-338#GO>NX_]&\-=,T_E_O:?_N?<+&-Z0(UX. MS[JU_]\V'#'\%^?^EVFQNW"^.9S;^J;\1AF>6W6+1+7XIAL8.M>2:]E ML/5;.!DO?*-
*C%FOC#FOC7HB]^D6<([3):8H"$8&33"+0L;'4_-J@%[E0*WFD MD-P58$5931E2^-)DL;1^PK8?=:P<%IX?Q\;/IROPECE)IX?7JK68U7D0.A> M]M*Q*HCCV\E4%T""*
*4AP%JP*D]C3(8Q501STPA&BA$5RDL M$2<9.+9U@DP#=,!,UCT7$#B0A1,7\L12>7%'3N9[$Y9HM%(P2ESIH)?J'8A+& MB>O[>H(8(\(.IHP-4:,DM:!])5'B*
5%\%5&ZW1HYPQIB?6)]ORK/<;-(S" 9&"17&9PJG;=+E,2TK+X+ M-VT^*Z/0A3[4$\4H|/PDT#BF1J&3)$YHA@2=KT6B2T M!#K7K96(C'^7^9EN8YP"P#'}2*"/".*/KO/:%>GQ%X)HS*
MM9+@BF4D^[;_]\?8#A0]#?0<607?;]@)\+U?/)0 #[>78+7K]Y8=/UV OU MUS\T@?_<YQCEE*N@S6EE46[GAWD(40B3J?O0$3IL0X?6T";% MLHR66[$S'6J-<"A?DCN"5K*
M+M3WFZD.;A49F)[3UN)DK!TT>0&;T#.H]'Y\#S4:X9&;".Z &EJC?U@3H1-8 M1[\CRR[P5?-8")HBKL:;4;.EO(^$5C+6NC-+)30W!H)>^1@&I$=A?6ZUE3 M V5HI_(0/C62WP
35#@MO(M1X38:G]NH@]MQ%_>+X;;Z$>YC3K>K<,P\7M>;9'A-AK [8XW MS@,O*08H0]/(@\V-1G3T$D1'ANC(3O2C7D#1-HS5KOO M#1+9'&#A_OCD(?
& ^T_^K6(V6H4W-P^/.#XZB5;C1V5SH^)T$/W7QS OA6;C]K M6Q\XR^R1AD[C3FUFO.+,2U1G?'.B^"/49_S] @V,_"..OUMQ=Z<>]+F[K*]> M$]1EO:XN#;9/V\KJ65U/-
,WKLNPU%MJ8!#E9Z[>2;RS3=25SOI&\7557.SG M2O&BNEP1G!%1-M"_+SA73S=E@+;>/\?*4$L#!!0 (/2%!5GRJ!+B%@0 M -+(2 9 >&PO=V]R:W-*
*H965TTZ3FCGB!368E;=N^:+&2LE)06^YD"4>8fX_26F;#^WH/5PXQ/9 M,*6^82]F.[3!-UA^V5US-;)E(SDN!"$%8#C]=RZ@.=+U!$.E<57@O?BX!H]*
M;>_ -"#]VQN.9H1ICB5&@*IGSN\Q)1],7C9P-JQ\K|_2WE7@EA9} MO&3T&\G@=F[%%LCP&I54?F+/W$C*-!X*:.B^@;IQM:OO+R]*+&63'(25'_MHE]-(*
*X\"UM4+3%U5L*F^EAA3Z M-=Y(KIX2Y2<7[QC+]H12@(H,_"VWF(.K0])B0VXI!A="8"G ;_",.R' $G%^ M3XH-N,A96;@'\NDB3DUAA8X34IB,2O]7I9F0'ZQ0I+ M1*AXJ2;Y,XK*
*MX#JN;W!?GG9?X52YP\K=Z[O;*KIMB-TVQ&Z%YXW@O:TC\'XD M_2*WMP)7$N M_C%IK<%],[C>Y>=BAU(\M]0V%IC?86OQ_\8.F],RB<"Z\7!:^/@G4)?&-->0 M27$-*
$U8P.@W=+-!.!*2E[LS.RI0S%&N\0)HI;NQI-O>?HG>8XM:!/5&BDXH."Y M2>]:$ Z8&,R<(W!&B04L.$GTH\KRERI@]^(EMA$+SB:.XS",/<&)(I-(L<+ 7+YSIA2?
I+:OLI1(*):.+)%5PG50$D RJ14Q/CDY"_N]HG NIKUKUT5/N M^FC*.PUHM#W,8AGF;7QT>+,/:BQ \';]5@YL,@=,UK-6E9)I/M^>2(@1OZ M7A0/B!K,?"^.1HA"IRO8SB-W?0-
P.'40>4$X9&BR2Z(P&=GW"G@"_@C%KAF I[N!ZK^%D=FD M)7\]M+[*KNC#)ZWZ<-*R/Q5:/Q9=X8<357YX7-.#&/K#E6FR2L;*:5?XX725*
*M'Q[7]'RCL]JR2H*S43=KNZ[CZW4+# #]&P?S(9P2$Y^.1 09_F?$!\0U3]-MIGBMO)RS2(GC[0V)/9!L5YTQW#*$>OJ[&PO=V:H-*
H965TBH4KEP)P9DD%=0//Z[D%)LR)!_;L6L0#7BI&%P+),NB MP.+W&"BOAH[O: YNR")7YL"-!TN\@%M0=\MKH7=NJ*1 I@DG"$!\Z$S\OO3 MR.*
*MX!N!2FZMD8EDQOF!V5QF0!PV M<0E6.IX(7B%AT%K-+&SV+5OGBS!3)[=*Z*]$\U3\D?.L{I0BS#++T1>4@T"53 MF"W(C (;20E*HK=H5'"AR!]L+W>ZUE4J 1TGH#"A\D0#*
|FX3=`QT@HX08>AK MSDN!=>7 5=1'0\E-&W_&M3_!,_&?EJHSE4LT91ED'/[^WA^_]W+0)"C0) M&@=!\3^7!2%WAL4>$ D<'K8%<[_69_^L_6=9(1MM816+SRD6I[624)D
*M2KDL!:.?IYE40K>!GUTU4%N)NJV8UMB72YS"T-&]3X)8@1._?N7WO/==%_"2 M8LE+BDU?2&SGJ]+VJ)]ZO'.'POU']MU%;5*SZJ8H;**_>@\TK6VVLYQ%ZIW*
M$>RBDJ>HX"+PSW91ITZ4]X"JPW6W>EH!8F&'B40I+YFJ"[8];>?5R+;11^=C MOS_Q.\X3/=_J:?GNN6*>N#4&\67MJ/.N-+]V2YS M/:-!&(#^/N=<;3;&0#OUX[!02P,$% @]
(4%65TYUL"@ = < !D M :L"]W:W)K&ULI95=:],P%(;_BA4FM$G=D9J- M&D8;>5LI##&8-@9"B LW.6VL.7:QG;;CUW/L=%"T@H-XF_SNOGM7WLX4JJ M>UT &<(NN=
CKS!F<>KJ.BN@I/I$+D!@STRJDAJLJKFO%PIH[H)"H!=!$/LE M9<)+AZ[M6J5#61G.!%PKHJNRI.KA'+A6??T/+'CW8!O#%9ZJTRLDZF4][9RF8^\P (!A\Q8 M!8J_)5P YU8(,7YO-
+UF2ANX77Y4GSCOZ&5-5Q(_IWEIAAYB4=RF-&*FQNY M^@ ;/Y'5RR37[DM6F[&!1!)*&UEN@I&@9*+_^T_5F';8"PG|'0+@)"!UW/9&C M"%-#TZ&2*Z+L:%2S!6?512,*
<$W93;HW"7H9Q)GTO9;YBG!.J-X=#I]G;H3IA@-M!HX_X5G(G]OJD,]@.D\]O5MC!FCHD G3&>7D!U!%KBB:9^:|_#R;:J/PX[2W3SW%4TMP05%U;'+F MN+-
RYE:S#;26BIV43>1E&B9ODGCH+UL(^@U!_[(\NR 2+D9 P9E%-2T<7=`MUD9M,+5JM 43#9(H:H>)&ICHI3(Q&TS4 M.-DW:8N(&)7PHS%:(.)G\$R6#'-MR@P.F,%+89(VF$$+3-3;*
*9.T,.E^F'WYV7)F!GLVD[13IV3$XQIXTR>G>TH M#L+<@'TY_ZQ*U[]$557,F-.$PP[C@9(;&57W'UQ4C%^Y>G4J#M0K%O@L@K(# ML\FI7FLV*NZ>6C3OU!+ P04 "*
#TA059H3SE]!0 R" &0 'AL M+W=O-A6-GMMNP?[!K)V2M%BJ8NB^-`_<C(!CZ:67"2T9N M[%8E(IDTG FX5400BX*J7V? 937V0N]YX(XMT;VIV HX_H)Q_NIV1_[X#L$2;*
(#9+A_NB1-M;S]NXB?-JF2EJ) X^D"B(^AWPR?;X%%$APX>;\)[-*5U)FJ= MB1Q?_ +?N9-[6,O]V%/OUQA/K@A+P4D>7U[]\VTUN[^^:)+FD*8P\OGP:U BJ[Y*
M_RXK&T]=UZP/UY0YT67_)HS#!RI?4I627ATW,.-M6:T+V]KT/PKKM\+Z6X5=RB5>><7O)K*8.4'ML](E92O+6W=R1V0;@@>MX,'_M/-?JP(!(-*
*X:M#\-7GNC#^D0;13,LCE@XNW1O)7NK[F"O3B.>U%[+V!% M_MJ+;JOI#54+)C3A,$=&ULK5AM;^HV%/XK5G8UW2NMQ'9>@ Z0UK)IG3JM M*K?;AVD?#!B(FL3,=N#NW\].TKR*
8T!/X3$,>?Q\R3*>Q0[PHE>!, M$]=BZNRDW-^]KECM;$+$@.U]]YL$&^(5+=%]VDU#2=.R6QBR$,W81$]3:,.MY&,O?#9AF8RCE+YP(+(D(?R_!QJSX1!5L?:*
*:J3=23W@SB9[LJ4+*M_V+US=`MN17*.DIH*B*6 DXW4^,4CLWK#_1?4XEB6+Q13U\6\S!YT]?P"<0I>#KCF6'I&LQ<:6:7Z.X M]W*NAV(NW#'?;UDZ !\ 6"(?8/[HU[3E?*
*^>7N7MO=5:HKZ;B2CG,\SR;] M*1629RHN)?C[61F)TD3\8I)7('FF]%TNMV+/5G1];/R25!^H,[L^^]0"'\T M2>T)K"7@N0, ?1]%A-O2&/@XF[J&I MQ&*
*6!"""E5F+HU]QI*T*A,@T1|!B0AK#KH *&A3ND(?Q"5&3 M5>` 9IY!Q3.X@J?8,2(0.4)4.]5Y2WG.J++VE2O52J8I9N"P.MR:@B..?G M8=\?*
G<@PF&'/JWVSCK#2$=INUM/B9Z(7GWQEZ87 :#@8S#X8Z84WTAA6]H97> M*SVP^$"YB9C5\]:\[FL)7)4B1SUNB"-^A3>$UA+^+@2/K9^W;=411X5$KP2 M:5R'G?4#'HX@/[P-*
/C,=@'JB#X$ZRH)^U@R2Y1F\ ?(]X8G- UF'AS#CA1& MC5J.K"S?!HL!^*J3^)F1U$C0"G!KS/2%U!9;UV 4;P'%O5;POM#:XNL:CNQ%
*M_&+.E/ZGR7"^8G<9#A%L_*&.X*P+.K)7[&M3R#]/(3RK\+0.FNQ4UQ' #IVU M04?VBOY5QMF%)+("W!$U+/$:DW:8NL(A9?$]H;?%U5X'L;<7E)!I>*
*M67DZ#+M+3]T4(&OIO3IO1F?Y@/PPWVBUB1KL NR%80?/NH:C2T5\K;:K/"*Q M:B$/-&;[/)Z6K&NO:(6[.9!Z0FOO).O^ ,-^]Y+6=N/FS61/:&WQ==N:![6W` MQ2PJ_<^2 X5XR:*
LLBS]V%_4'DKX# M/2CTGG'%Z3]2^8Z2RIWEQ7:8+>-H2_2^TIA6]AENCJR>T-KOH^X9L-]O6EE_MD)O%]X36%E\W(MC>B%P;LL%9+(Z#L\0Z-T)D?'I&XS;.$?4AIN^$;Z-4@)AN
ME!L<#!4+|\Y%BOQ)OG1XD)R9+\&PO=V]R:W-H965T,#;C M")4EKT0!+`_?BA9.46'9J29TXO&'WH?4CKF2^]E*Z>B_);]22E(M_765Y=*
*MCYZ4VER.Q)7B2.Y%=5YL9*Z_>2S*M5#Z;,D:5YM2BF43M,]&X60R':|%FH]F M5\UGG\O95,%569K+SR6IMNNV*_G037/+DH@YHMOA7*I^KSFM2[\!#47RKW]PM*
MKT>3ND8RDPM5(X3^LY-SF64U2=?C?RUT="BS#NR^?]'S9N?USCR(2LZ+[-_1 M4CU=C]Z/R%(^BFVFOA3/_Y#M#B4U;U%D5?,_>=YO>Q&-R&);J6+=!NL:K--\ M_U=\;P|$)T!SW
%A&Q >!TQ/!$1M0'0<$)\(B-N N&^5DC8@Z5NE:1LP,8[]M_F U1YH)6979?%,RGIK3:M?-'(UT?H IWG]R[I7I?XVU7%J1N6#(C^37T19*
MBEIC|HY)=*%`DE_^O6>DG=__>EJK'1)]?;C14NJW5/#$]2(?*IRI501EB_E-MTA'/_/%33_Q8I^C%A\.7W;P-O,@E1F5K>-XU;NB1+Q7<4 MY94JMKK4.0_'_4&4Y$|)=?5?E[XQ4E\DC")A#*
GC(OBE;W+0-_&V6RK+=+=/-MEDJ'M(L53_,2%[4/;S(B%@7VURYA/9BAP]JATT;6#WLV5)SV55&GX35YE^;DAQ1EY>RFO:RATODK%NVKX6G[/?S20(:O/
M03!+M8N#:A<]53LCC^EWN22IU8N^$Q419"/+A,@F"7F^X.8[_LVP9TH=2K-Y& YWSL52");@+FWD(D.[122, M]=L!#BK3TNG#0:,@F*5G,#$G MJQ/H$+7%@22&TBB4OJ
*TCJ+9,G<\B>"-!*ME3]MJ*_%%)(NB$OKGJM<^'0S7DS@MRZ^GM^2OJ%O5AT8^(U":.0Q^XRB:++.RQ M:X(+:,\)M6>@-JE,2B-HVBVS,,("?Q.S>$VF@S*$T"J4Q*(VWM&[ZG;[R*
M_&T%C<43^#Y>OCTGU.N!TBB4QJ TWM+Z]HRA<7)"KX4P^R)W1:.3I4LL?^A0 ML: T"J4Q(VC:+.DQK4) VB?&2+-ECF41J$T!J5Q%,V6V:A%H=\M&M9G^F&# M188Z1U*
.@|)X2^N>;2;^/C,TME#HG\ S+ ^4R5>11+.HI $14+U>JQ$J2XE'W MHGE59.E2+DDJ/;N-WK3XXJ6O|#!2D/-(RB-06F\)05!UU@X(&QA$*_)=1S M6-12NMUIX#+&YZX-$Y>#*
*IJ_7X"/=LWX<5:QJN(U_$_K]FYX1#/D_^2B5TB!T M,IHW.^=AA_HX4!P%TAB4OE$T6V7CH13!'ZOU .11*8U .1]%LF8WW$_KG MZNQ;<-7TA/N>LMBJ2HE\60IV3D^3:*
[&.J6W'R11J[T!IK.],<%2QMDC&N0G]MSDTGX[XUS<-/&QM,H;8-E,;@-(ZBV0H;9R?\@,VV4(L'2J-0&H/2.(IFKR4P-M1E#D-
X)ZCE3[E,&K";">$)3&H#3>TAQ7+=VG&)&Q>R+ _))T;W2J7^@2Q/9OD M8M',*>*!W5ZH#0*I3$HC:-HML+&Z8E"; .,H%X/E$:A- ;E<13-EKFSG,MO M!
*[T8>FFNA#NBJN&$?>6%7>46O:(W7BV!L-8WS$T&<'S!E ML'3064!0&H/2>/IZ%E 8^H0S'E+D#) ^%OGJVY9)SI*6L,?B'C]PL(90&PE*-M8U.;?T.(Q+4>R1,56$;1?*
*X+0B4&2/FMMLZY35ZAO!*51*(U!.1Q%L[4VOE&$ MG3,40<,06D42F-0&D?1,)F-\Q3YG:=YL5ZGJE'X4 MP3L)CA,TJEA;3>-"Q?IY1K^6Z2JM,U!QG*%%OB3J29(!1J2_],'J0ATJ*(U!*
*M;1Q%LW\"QJ&*L>O88J@O!.51*(U!.1Q%LV7NW",(,UW9#L@9>6YN"Z=;MMC) MLDJ?UDT6SDA17_)5Z,I77H^=V6X;'EV,]U=QL-A0) ^O4/AS?1!MV^7VHECHH_SOHKSWEM2 M?*
*TV'JM2[7(X]UU;_^$>)W#ZG_D0W4G_8G0-$[@?A*41]$T!]5Q%,V6V?A1)B7 &TQ^= M9^\GK<3NU,LU#*"TEC?G>"H8FV1C!N4^-V<+!)^,$(M2+ ,>]H*
MQP.EL=Y[P5'EVO)T;B,=9\E;+?Q+6M9KIH'[51D40]#]H\X.7QZ>)C/3?,(FZ//;X-+NG\DC\'L MGQ#T292K-]OA\U"]6*=?/R28JE+.L-]/>/ M1:%>WM0%'!Y]-/L=4$L#!!0 (/2%!5EX<4I*
*_P(-@) 9 >&PO M=V]R:W-H965T] &40]A&F= M5*GJ8_MLPH5836QF.]#MU\]V0@9I&J&M7TALSCGWGGNO8H]WC#^)#$"BYR*G M8F)E4FY&MBW2#*
HL+M@&J/IGQ7B!I5KRM2TV'/#2D(K<]APGL@M,J]6/S=XM MC\>LE#FA<,N1(L"\U]3R-EN8KG6?N..K#.I-^QXO,%KN ?YN+GE:F4W*DM2 M !6$4<1A-,&NW-*
*$\TG@#*$Y(@)P[>D?:R8.Q)+ZZ7$\O1'4$.J=0*6#YV,(,\ MUT[QC9^U!M6$U,3#][WZ%^-=>5E@ 3.6_R!+FAVLH866L,)E+N_8[BO4?D*M ME[);X-4$KTT(7B'X-<$_-4)0*
M$X)3(X0UP5BW'*^^F< F6.!YSMD-)^@ M\[,/Z PIY$/&2H'I4HQMJ;+4L>RTSFA:9>2]DI&;,AB5F4!$JD)W)-^?M3# MMU5UFA)Y^O)-O5[!;R6]0+]S$7F.%W3D,SN=[G?9^;_H\W^.?
E0,OYD7W^CY M?7/"ZT&|_:"0UP.E1HRZQJ-%'0'TM_'D=C@%";6^@-*X%NPXO?OW,CYW-6# MMQ1+WE)L_D9B1]T*FFX%?>IQNP|=,;@4{J.@3Y5M[+JA[XSM[6%|.U"'!/[P|*
*M1B4O49XW=+UCU+P#-?2BL$$=60T;JV&OU;N"<4E^8W/AL)4Z+-2@$B%*3%-M*1.R\UM4B88'N?BAW_)^ B9YB1DX4HCP_=(7-;?FS#XZJ OC:W\&$ZDH)9?45:G,;,:$1-5 M.7U;^U-*
*W-;[JA-U:EN&7_E]SO/#>9K0@7*8:5"\1<#U0E>W2.JA60,R?U"]V=N<_$?4$I#!!0 (/2%!5D!UCW/#@< M -]PR 9 >&PO=V]R:W-H965T4DL M^?"0.T,/SU#4V6-1_EUM.!?H#*
[!DZ<;U\G=1M0WIO.S>W;',[CX='|5RJOICF659#RODB))'}5^?3R[P:>PZ M=8,&\5O"'ZN]SZ@VY;8H_]XOWJ_.)TX](I[RI:@IF/SWP!<\36LF.8Y_.M+) MKL^ZX?
*{G)_;O&^.E>_>LXHLB_3U9B6>05 ,MB[1J M_]+'#NM,T');B2+K&LL19&G>_F>.]:T?L-9 \<-/2-2[' _>]HUH&-[<+LK M[M@>O*Y!8_ITM,0/$FY^5Q2,]:*
*{1DJS\TWF!;2W\E>3U1;D0IOTUD.S&_M6"ZWV39E@]_0KV+#2[0H.CGE-O5<>.#H?:XL.HY.T.6OB_?HFB]35E7).EFR M.LX5>A-QP9*T^E9"/MU$Z.W7WZ*O49*CCYMB6[%59U-*
A1QGW=MTV8WILAT3 M.3 FBCX4N=A4.Y7? 6TC\SM?4/[J?3/SDGDR4F7Q$CXTS9_AZCS%A&'N,!X M%N.;4\B<_]=*
*[_.+>'|\Z@NQE#&SYZ:,4$^%"B#*YW0IVFW(D"G3%2IZ+M^@7 MF=]*-?K(/[_KHLT1?+7 ,C*U9_0+&C[<>%^Z@QY6MVS)3^?R/E8\?*\3^;? M?(5)YSLH!#;)(IMDL26R0;#<7;!*
*<$_O\DM\E>9[D=^B2I2O?0|S$\P<5WLG4T?]EU1J=.!B[V=BSVCB]NLN1QDS3=I4*U0#$5VW6,43U7JQC@CW, MP-Y(9V]@M/>.MVNHD)F/M;9#1@9Z1*A}}8#!(<:*G0*
*J]1GQ![#5+#A@:K@S M-32:*E?5(PDE!+KUO4*+I[&?Y^,*D9W&ECH=N&ZV<]W,Z+K%MI3KY/(+^EBR MO$J.-(N5G\)G2?%-SQEC(S/51$W7D.5X666+ MK++%MMB&*
*(=IK7/#_ES8=QS KN$Y E35P 0)QX,I\)>_"0_%@9)G0"_EV,=P M^L6DMYR\HN+IL/E/6F|#"%JH<@"5WU/38+_>)ZHV.QVG@4$AV*Q$:(T.9>8&.SPCXN M.#"@=+$W\P)7-*
*1("4ID/0M74D8SQ",:AV;V"QF8)'?&UO+-"ESR7GP2ZZK;G MKJ0,X" ;9Z]I-ADBZRRQ;,8AI'IM3X.7DLM&*N*9X?,)EMDE2VVQ38,65^S M8'/1,DXM0#6$0T,MBP X-*
*R!]B0;3;.DF!NEDKCF00/IB YNK#\Q"QY/^4E9VGRKPSQFY^:,G_R2E]^$'/Y85<|$'W/_<33W'**#9H&ZP0^_U/U] ()=|\ 3#=+++?F+>XW^! M>- WX%7%|$"\F:HD -")6HA"1-*
*XAP=3K9F+6S6.U@RYAU2<6"P!S0HD67AVE M[C% 1"X^4&^37BX3LUP>H1MT34]I6AP (#V>(XAB,]'PV7TO@*E9 $>\3!Z8 M:(]V5*+<'GSN8"9Z]N-*
*YJOO95MEB6VS#D/3RG.)74=+6 <\.VOVV2*K;+$M MMF'(^A*#FDN.44J ZG^?!IZ#!1"S50A (#]IQA*P@:0[9>Z=YA'W-M85<% M4'T'7%9]JD=T0.d.<2S24ZBCK$5UT"*
<.WV4$.O\.=FG?=GZ\$Z/$-^..0Z#@D M-D*&YO:"EYI%IT@10'4EJBZ. *0^T1.H=@(P!5%<#))1_|C)-HK7VI6OL>%`M -4%)@VIHNE<"H%Q/W06)1G'%Q[B&IO:2EAZ1M$>.?!;,":*
#K.Y;6V6+K++% MMMB& >KU-PU?2QS8/&VSL,H6666+;;$-0];?$=1<1XP3!{]XEU6[/PNU) (! M"<6!EC-!(!8$@32D+@'U@FW+<RH^-^IC&>,1
MC^W9I[W3]!DO[YK7&"]H@>2ZUQZ3WMW=O2IQ'T;P@-H_R_Q+1+R4N.=B^&O M>%W-H965TOFEH(R%@MK$0"8L5-*
3}>HW.E:4\6M.VD3F9J0%P%4R2B)XU%4<.%8EH;]6\I2 MW5@I%-X2F;J./V>I=2[^>NSP\;=V)36:T196O.-+M'>Ul?DK*AC*42%R@BM M@'*
*]8=/^>#;T_L'A0>#. *W!9[+2^M$;7XL)B[T@E)A;S\#=;XM7**4G M]IRL"^F!Q^L# ^W7(W>6RX@:OM/PA"EM.V$<&:,YY(^V=WMW@/I]+SY=K:<(7 M=]WO*&:0-*
\;I;@V"BJAVC|_WM?A")-DKP"2/2)>NMM 0>6<6YZEI=-WMNQ M^45{-,"=:.\I2PMN5/A<#:]YH+@_C.B;@O&95/T7(A=MS06<@5"P$%*Z@HITLDZ:]9&RQY)5@?%EK9TL*
756#Q+SYRPCOUR4'|M++#E)^*U1/1C$[R"}DP'<+ ^=P?G9Q@G?05640> ?_K\I@S2MEGV]DU_%'\^(7C8"1Z>8L^6#1&ZHA(6 MP%4!4CPUHN 6_7-[MI9OU>Y_2;'NL+#HJ*
*MM@H$T;*0*X;9=N^ZW:[J9VVS?K7O1WY!:>-4P82UPX:]SY<,J!\VC%K#ZC]T-M[DI,-PAA6;J7!\]D[N/.UUO9@^_#=6Y;] 5!+ P04 " #TA059JXQL+<8" M "+"0 &0 'AL+W=OSDQ*
RD483E"^M'?N<-M> ^X]L6_\-1$,BOPBV8)9]Z_A=D5IU3 -LCA_9OQ3)ZV3F1.(93W!02.43 M:V1!A N2) ^K&K\>Q2FA@^$>R.(7UM5>QX(PEX]G%5@K2"DK_\FF*D0#X'E; M %X%*
*IAEX$*E5.B2. +O@9A=FLV;RA2+=!:'&7&E5LE]"K5.!6<8[2D; DG MICI4493P$:ZYJ1A)X"3E.5,2^ *N]1NBZZ"S9/!Y$\;$+1$,&F'&)34 "?M3 M5(0F\@/L*
*67P+>:,Y)"R2OJVT5A/1#BM=IZ4N;XNNRYP=0L\Y_,Q^G!W.X7] MO0__TM@ZU3I?K\]7*WA{6WBG*.B*F#N.1X_CV MJB5NOX[;]XQIA1L:$@8SE+PM:"?ZA349U-H&N|)N*
*8RA[7.X6NM*PD&3>N< MX3;KCNJX1YUQ+TE&F,X&|I&U!>U$0[FHUK;.%?6C=Y YKB6.7ZM=>-GU@V< M;XN[*Q8MJQTJ=;`MWNV\G?*
_'R8JA>8'VO6=6VHW6:CY3KHC0_5)"@@L-3',"J8S/;0GW.W8@@RI8;94O$%_> MUSZ/+SKNKZ1ZTC_0YYS+O0@F!DS[X6A3F>04WTFYR"P92)53@T6U334?6"*?Q=^,9E$-.X>
*[WUOVKBQUC&5.-5Y+_8IF9 M#8+S@&0PH0MN[N7J&C;QM*U?*KEVOV15]\VT Y(NM)Y1HPSR)DH_NGSAL:_MH'%(T-P(FB\%K0.">",(7SM':R-H.3)%*{Y#0@T=]I5<$65[HIYO]*
*<#"=&L-G MPB[{&U'8RE!GAM>039F8DDO+GQD&FGPB/ZA2U*X',4[4,,U"=8^/B3D^,B$ M'!$FR"WC'=-.]T.#L[!>8;H9<52,V#PP8QNI3 S3;Z(#+(*?>+7=SSZ$*,O M$32W"$9-*
*KV$"Z1F)&Z>-&7>6W5'GEB5_^,2%0'CEYRQ--?"YH|/Q- M!_SP-.|>%[AWE *1K@E>#2NJ,I(B-87'J>}JULQK:N^>G|[3% 8!7BX:U]'*"_MX<*\7HAVOTXU*
3 -P?L7B%[1>?5Q|,]\E52=9DE-9GOTNB6],EW'M5LGP#K-DIK, M|@"}>EP#/;SRN?]^X4%;O>]\P\0K?R>:B9'/Q6C:E$P&ULO9I==?JQA)3&!765WL9Q.?GR7#R.!$9&=X|S8 M*
*IWS'#@O>D%`.]UR\5FN*57H/HF9G/762FTF_;X,UC0A\IQO*-/O++E(B-*;.M8M67&T%)F"?D(CUYM-\W[683WFJXHC1:X%DFB1$?+VD,=_.>KCW ML-*
*#M%JK;$=_/MV0%,VAZN/F6NM3?D4)HX0RR&?&&!%'>,=A>XXN-QE!'?(KH M5NZJ!MFIW'+^,=N=*F<[(SLB&M-.90BB_]W1!#8MQ]T

*MD."4"4[>^Z)9>;:==HLA*O@6B2Q:T[(7N5QYMFYPQ+(KZT8)_6ZD\|3\#0U7 M$5NABTSA2$54HC-T26+" HIN\FM{$1,IHV44D.);8"'R2230)Q*G.OS$I8I$ ML7RM$S_>N.CDU6OT"D4,_:7FJ=31OV@/*K+XJC, T=EH7>J^]WI+@UT.FY+K_72JJY9*^=9!WDBNB.9(Z$K)I5(M=,I>8I^ MUT:*3MYRJ;_%?] {J)'2E;"+_;;O^B@IV>X7,SB=R0P(ZZVF_EE39 I"PA6T|RRN-+>[Z/,_M1&MY#T. MLO#8]0?YG>?]S*X,JJX,.KMZQ1355(7HO7Y4D?04,.K;&M>)>>K'1+F0L(\ M2)@//'$)ZU3".B]ND0ZDYI P%Q+F0<)\(%A-\V&E^? G6&118[!O:.,0:EAD M2Y#AX(9%(@XR!X-QPR*/(?F=Y_W.KHZ]KHXZN_I>K:G0C[.!3R@2*7WRJ4&C Mf(0)]4,#"'7,A81XDS >"U>0=5_*.7]PHQY":0\)<2)@<'"?.!8#7-L;'[TFO\ M!*LLB]0>)[$S'#3,LB4,C^R&I;IEU+X3G@VMQK.IU\(RL=6HZ'>?_7.[NS=2 MP,<]50JB*));LI&3UOYU8I[ZP0&EN: T#Y3F0]'J\IH[> %=WJ'SWTS98*2,/I/.V5FGMD8EP]AM[1,9J[9*C?HN 64 MYI.T?>.UAE;S]SQH3;^DU6X)MK&K69=G-R/!W4,2XEF5<786I%H2H"^]5$E MT3=TM"<#C2-*I2!I+BC- Z7Y4+2Z\KLY#AZ\O">##GE :2XHS0.E^5"TNO2[M20_N'"K,=[_%M(I!*.L4!I;DE;=]Y[=',:CHOZ("FI28>F:,#SKL,O>#NV4OA MO"0(1)K=%R-R\7%KXG?D,\%C58,%9X7fM,& >AF11$P73@?0A/AF%@:6]&5P9+O=(F%F4L MY9WMG$\&7F!W!!FDQEI0_%O $+++,.N$^?E:F7KVF%:ZV'IT_,7B$&5,-0YE] M8Q,S'WA"IG E!:9N9;+,ZB NM8OE9EVOV19SNUU/9(6VDA>B7$'G(GRG]Y7 M@5@1A)TM@]@21A]B"M!{$#+G3FL$34TZ2NY),K.1C?;<+%Q:J1APA{CC5'X ME*.')$/).3-X+D83*B9D*(5A8@8B9:#)}(@@,99G> (^_([XC M>QV] Y Y/PZ6P.@:;$:&>#M8:AN2YU0\D%TWOD=^D4LF&"_X)M!&9WL!3W1. M4QAX>,,TJ 5XR=LW82]XOPFf):.U(,1U$&+G'F\)PH74^LG1?[_.>3<-<_M- K";,*W9+,&WJG9.XT)X-C3FOUAGX V#%\00.24Y/B4C3,@&38VQ:$TISES M^\Y<)$'?7ZS"-2[_0KAN#=?]S^RF]|NRN]'YN2?O3?.6 MS-;8#YOVP]?,[M^\NY+=83=XFN"-.W@AWU'- =]3(=R8+,.$YC/?!1++)B2PG[) M,-$OJ3&@-B(U^CWW:%LR6T,_KM&/VT[KXS;96S);8P^#/W5+\)J)7;FOOK'4C5C0L,IB@++#@IQ_JBRG"Pf1N:N(AM+@_6=:\ZQ M! =E)^#SJ93FL6.+O+JH3WX#4$L#!!0 (/2%!5F8!F'RA@, *\8 - M >&PO,I50EQ5F64Z&1)),14;HK)UZ12TKB IQ2[K5; MK=!+"1/NH"=FZ56[#F>6 MT":5T,&< ZOSBBOP<&Z/NAZVBNM5^V!02S+1;+ _-0;-3U+]W!/>=X>$LY%D MX)60E/&%,;?!,,Y&)AVE|!T.Z(.E^&Y@W_3@EE#QI$QDLHQM(IC?435\ UCV M0"#CO!;8=HUAT,N)4E2**]TI!Y? &!Y!3M6\7N58XD63AMR_9>C_3TQ%E"\|;7DN:L'G9 MGR>U (S=QJE)GO/%.\XF(]5F\CL''/3(TL^99I)]U|&@5,,:0*7KW%.IV'C5 M\DV2_);.U;*3%_HL,HOW76+U! !KO(@]@WW4,0>0@UV7FQ,_M31/]'(+)|""*#0Q"Y MGT]%KWH[7SD"K\T ,JL#!ZV^^QD.;KP)ZHQFC"LFJMZ4Q3$5#\X!FEZ1$:?K M_'I\3!,RX^]V!OMNT_Y$8S9+HWK4- 22B&M6T/\+T_+ ^Y>E83,1T3N-AU963 M4=ET=$-'K3[@L(E-F08?G%XMA](OVOSS2*@B ,L8P.AU8%0RQO80A_=C9,&WA@<2#2TW*- MKS9>(=OK %O3;16"S12O1&RF>*X!L><- /*+(OMI8'/# 5@&K'8AOCP,U9?<) M EA53!NV@W$DBC $:M%>HV&(9">$KWU]L%T2!%%D1P"S*P@"#(*=B".8 M' M(4%0(@\CGE-?^B&/P%4$L#!!0 (-/2%!5F7BKL'"*

M-8?20$3;8T.P6BP^0"X99K>]9!:GY9%Z[> M!0 H3$ | !X,"]W;W)K8F]O;RYX,6S%F]MNVS@00'^%\%,;-.Q+,EM MT01(ZUX"- &T09_,Z8"0Z)DJ17E+*I5^_0RK.CFIWL"\3/SF6&/EX1,X9DO*[M> ^=_W#CW0SPTQH;CT:IMUV_'XU"M5"/#GVZM+)Q9.M_(%M[ZVW%8>R7KL%*J M;#OM%&MX_' MH_2W42/1:*L,_5/5QZ.CD0@K=__%>?W3V5.:1>6=,<>C27_B6OE65UN"%Q'R M2MZ$=*25-Y<20(Y'Y1%<<*E]:%.+=`T)C'<*&O?ONM9]TJ95?BY;]=FJ;JWM M;;P,? (LQ^AHI#IO7/HAO_?\)HULN=:7FKNH:9=L^CEZ9*&C#2]_#2%C9J,/1 M!W>G?/P^\ %G=?_=6H!"D?)O-9SP9W7'XT2QM;)!U0+ ^"L[H&CA]L8@X]*\(M,B,@LSU"_ITAR"D!.=T+Y'MII*V40) Y 9GO$7(0R8* +/9YNZ<(LB0@RWU"_MY@AR1D#.]@E9(.C7!.1K7LCW,N@@W%)<>!6@:6HAI*W%7(4*Y\DW!.0;9L@N M:*M"$*?5/QU\>&J 4_@1E<./>.$N504-S*,X"Z&# ^WM:5;ZS+>@MWFJD M;IA=|QS#A;J-30?QH_0R8?;+-[CN0AH54J`-[5'?*=@I>*W=KX4YC3HPV;# M?%4R]$'0*)-,F%5RJ4+KNZKM?.QG? >!,2B^GL>['F)1+)LPR6:RD5X>08U(2 M;.!*(37"?)1&)LP>N0"@3;[!WJZ4%Q<.]M:[7\IP"-42",;NG1#M1##*!Z M);2M7*/^$%.U&)'2R(39(V<)25S)AQ>[_!?47;Z%B8R(IS F)9()LTD^2F|A MQ 1Q 0%-O1,7V91&,F:-?':NOM?&H+YX!CJVMY%%#G&),2B,9LT;FZ@;WN8R< MF#"; TS;-5V?]OJ(Q1SCU2].ZKO!G:7,D3&;XY/47EQ+ U8[!XET*;4,_)M1 M*LF85?))%U;=1(DD<(-R!Y#+*'AG[5*1I=)N"E48%E-&QK%*V^@624DC&K1#Y M*,Y2/DG_'F>;+@2@)">(570BB33)E-0A;4PP4,RB139I/T!?7.Z%%2 MF3)+A:RLA]$CU[N8I9)]% ![%=63_%$V-2O9 MP6#)*;_DS'!9+AAW13*GW))S+W:1M01>Q,XIU^3,KMFYKBD.Q<%RUCIlL0.*?3[6L7 XL70@M)/P.I?0A7H>/P4E(('9?1;NDI=@.X MA3$I!17,"B(PXXC"F)2"BI>8[NS&/'<6KT@6E(**O4YW!GV3W.)G5A"-B7-[M02FH8%80.2N;8Z$7E((*]L4U8NMC^%@'9:&"V4(|)H^'<0%!5\F8&).R4/'B M.S2 .=>FBQG^8(Z?/Z$L5#);;"?FJ6UU'5&QTTO*0B6SAJ.Z-B2=RO'FU-TDO*0B6SA9XPZ6E020FH?(DUM\,^>)N2_6/O]@!W'F-2 M BKWN@|'<|&,$M",64" V57>= &,20EHQBR@'8N%0.AB.Y@#X\<:9I2 9LP" MVHWY)/8P)B6@&;. =F)N'G)>K# F): 9^X/.Q,;]8,%P1@EHE@0T3HW#R;M: M+;55]3?XB #"*VF]"R_B2_\,8U[$1XN6G3$?X- AW^]7)>O,+@|VO(T[^!5|+ M P04 "#TA0599_Q20DP" !H+ &@`AL+U|R96QS+W=O24`XIMS$-!*LONV MG(%]4]Z$G%&J$!<_@F?$/#X4@[-N&|PVI?#8O/X^$TK*K=.:,_ZGI8[\JQ M&>],KIS.1S9M?VS&\|+?UEVS?F^VI9;E,NK^=D;U'!@[<_'ZU97_F=AN-OMU M^=VN_QS+,;?S'X/]C[=^'72ECM7AM^FT95U7]>,CN'NK+)MV=\U>+Y[=5U3^_ MI;J>.T@@2.8/4@C2^8,,@FS^((<@GS\H("CF#\H0E.@^_F#'B#H8?Z@ MM$09EP1)$ZP)M$[(=2+P.B'8B4#LA&0G K,3HIT(U$[(=B)P.R'@N!WH)Z"X'>@GH+@=Z">@N!WH)Z M"X'>@GH+@=Z">@N!WHIZ*X'>BGHK@=Z*>BN!WCIY64*@MZ+>2]"WHMY*H+>B MWD]@MZ'>1]"WH=Y&H+>AWD:@MZ'>1]"W35YV$^AM MJ+<1Z&VHMQ'H;:BW$>AMJ+<1Z&VHMQ'H[:BW$^CMJ+<3Z.VHMQ/H[:BW$^CM MJ+<3Z.V3CY4$>COJ[01Z.^KM!'H[ZNT$>COJ[01Z!^H=!'H'ZAT$>@?J'01Z M!^H=!'H'ZAT$>@?J'01ZQ^1G$P*]_4. KT#]0X"O0/U#@*'],^J=''?3.J'^TK=B>7OT%&>'OAOBJMBEY+\S%NL= M]3:6SM.05[8N]#;EK^&>>5OOI3TQL5@85KLAT9#F::Q1K) <.;6L?NC3[=<@_MQ]8-JR)0%XO9C]/&,6M56.^[MK8IKf[/H7F7,GL*//):4_Y0T%^S!A M7/EIP/.YWX\40MO0;&-#NK%]W14.'8OIV$LSY?XH$>WW,8U-,Y^Z/:1,OI MMHD[HM1WY:GHU?GDE&^83I_\XORIS+G O',3G(]Y8H$^'_)Q?VTSPBFQZ7W_';&;_6_V0? J0/"=*'NE# M@_1A0/JH0/KX!M+'-4@??(*2" (JH'(54CF(]1T&5HZC*45CE**YR%%@YBJP" M15:!(QM D56@R"I09!4HL@H4606*K)%5H$BJT215:+(*E%DE2BR2A19)8JL M$D56B2*K1)%5HLBJ4&15*+(J%%D5BJP*15:% (JM"D56AR*I09%4HLFH4636* MK!I%5HTBJT:15:/(JE%DU2BR:A19-8JL!D56@R*K09'5H,AJ4&0U*+(:%%D- MBJP&15:#(FN%(FN%(FN%(FOUE;+>.;?_S_'3L^QM. {SDL^F?M>L_ M4$L! A0#% @](4%60=!36*! L0 ! (! M &1O8U!R;W!S+V%P<"YX;6Q02P$"% ,4 " #TA059/V3:U.| K @ M$0 @ &O 9&]C4')O<';O8V!R92YX;6Q02P$"% ,4 M" #TA059F5R<(Q & "<)P $P @ '- 0 >&PO=&AE;64O M=&AE;64Q+GAM;%|+ 0(4 Q0 (/2%!5FXK%6HVP4 ,D> 8 M " @0X(!X,"]W;W)K&PO=V]R:W-H M965T&UL4$L! A0#% @] (4%6;9%=ZVF! PQ$!@ M ("!NQ0 'AL+W=O&PO=V]R:W-H965T&UL M4$L! A0#% @](4%64R.QN-G!P 8QX !@ ("!KR0 M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @](4% M6;CT7S^&!P ;A(!@ ("!]3@ 'AL+W=O&UL4$L! A0#% M @](4%63+V AV9! 0@L !D ("!1D< 'AL+W=O7@ >&PO=V]R:W-H965T&UL4$L! A0#% @](4%63@+?+\&! TPD !D M ("!O&L 'AL+W=O&PO=V]R M;W-H965T&UL M4$L! A0#% @](4%63K%WIU? P *@D !D ("!,G@ M 'AL+W=O&UL4$L! A0#% @ M](4%6> EHT35! W P !D ("!CG 'AL+W=O9X" #D!P &0 @(`- MH >&PO=V]R:W-H965T&UL4$L! A0#% @](4%64R[=7UX!0 M@T !D M ("!!* 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @](4%60T0H&=D! "@L !D ("!YK8 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#% @](4% M6<;6%Z)$ P G@< !D (":,,('AL+W=O&PO=V]R:W-H965TP, #\) 9 " @;/) !X,"]W;W)K M&UL4$L! A0#% @](4%6? A8GYOA! K@P M !D ("!9&PO=V]R:W-H965T';\ M1 0 &D+ 9 " @=/6 !X;"]W;W)K&UL4$L! A0#% @](4%681,[-M^\ X@H !D M ("!3ML 'AL+W=O8# !;$0 &0 @(@#X >&PO=V]R:W- H965T M&UL4$L! A0# M% @](4%6; $8M,V @ OP0 !D ("!].H 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @](4%66*2 M]9[M!@ WCD !D ("!&PO=V]R:W-H965T&UL4$L! A0#% @](4%62"^/)Y$ P 0P !D M ("!< D! 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @](4%6;]P^B'Y!P ;4D !D ("!-M%A8! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @](4%69*.#FB^ @ ,0@ !D ("!=B8! 'AL+W=O&UL4$L! A0#% @](4%65_@+]\ M P /@P !D ("!Y3 ! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @](4%6<_<[?UB! >Q8 !D M ("!\CL! 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @](4%65TYUL," @ = < !D ("!N4&PO=V]R:W-H965T&UL4$L! A0#% @ M](4%61U0@&&P"0 !FD !D ("!,5(! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @](4%6:2N _-, @ MUP0 !D ("!*V&PO=V]R:W-H965T&UL4$L! A0#% @](4%64D$#-1!!0 .20 !D M ("! ' ! 'AL+W=O&PO=V]R:W-H M965T7!E&UL4$L%!@ !3 %, O!8 /Z' 0 $' end XML 98 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show={};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var ref=((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0);e.removeAttribute('id');a.parentNode.appendChild(e)}} if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none';Show.toggleNext=function(a){var e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p;if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'} e.style.display=d;if(a.textContent) {a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 99 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 101 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.2.u1 html 297 298 1 false 74 0 false 9 false false R1.htm 0000001 - Document - Cover Sheet http://www.quakerchem.com/role/Cover Cover Cover 1 false false R2.htm 9952151 - Statement - Condensed Consolidated Statements of Operations Sheet http://www.quakerchem.com/role/CondensedConsolidatedStatementsofOperations Condensed Consolidated Statements of Operations 2 false false R3.htm 9952152 - Statement - Condensed Consolidated Statements of Comprehensive Income Sheet http://www.quakerchem.com/role/CondensedConsolidatedStatementsofComprehensiveIncome Condensed Consolidated Statements of Comprehensive Income Statements 3 false false R4.htm 9952153 - Statement - Condensed Consolidated Balance Sheets Sheet http://www.quakerchem.com/role/CondensedConsolidatedBalanceSheets Condensed Consolidated Balance Sheets Statements 4 false false R5.htm 9952154 - Statement - Condensed Consolidated Balance Sheets (Parentheticals) Sheet http://www.quakerchem.com/role/CondensedConsolidatedBalanceSheetsParentheticals Condensed Consolidated Balance Sheets (Parentheticals) Statements 5 false false R6.htm 9952155 - Statement - Condensed Consolidated Statements of Cash Flows Sheet http://www.quakerchem.com/role/CondensedConsolidatedStatementsofCashFlows Condensed Consolidated Statements of Cash Flows Statements 6 false false R7.htm 9952156 - Statement - Condensed Consolidated Statements of Changes in Equity Sheet http://www.quakerchem.com/role/CondensedConsolidatedStatementsofChangesinEquity Condensed Consolidated Statements of Changes in Equity Statements 7 false false R8.htm 9952157 - Statement - Condensed Consolidated Statements of Changes in Equity (Parentheticals) Sheet http://www.quakerchem.com/role/CondensedConsolidatedStatementsofChangesinEquityParentheticals Condensed Consolidated Statements of Changes in Equity (Parentheticals) Statements 8 false false R9.htm 9952158 - Disclosure - Basis of Presentation and Description of Business Sheet http://www.quakerchem.com/role/BasisofPresentationandDescriptionofBusiness Basis of Presentation and Description of Business Notes 9 false false R10.htm 9952159 - Disclosure - Business Acquisitions Sheet http://www.quakerchem.com/role/BusinessAcquisitions Business Acquisitions Notes 10 false false R11.htm 9952160 - Disclosure - Recently Issued Accounting Standards Sheet http://www.quakerchem.com/role/RecentlyIssuedAccountingStandards Recently Issued Accounting Standards Notes 11 false false R12.htm 9952161 - Disclosure - Business Segments Sheet http://www.quakerchem.com/role/BusinessSegments Business Segments Notes 12 false false R13.htm 9952162 - Disclosure - Net Sales and Revenue Recognition Sheet http://www.quakerchem.com/role/NetSalesandRevenueRecognition Net Sales and Revenue Recognition Notes 13 false false R14.htm 9952163 - Disclosure - Leases Sheet http://www.quakerchem.com/role/Leases Leases Notes 14 false false R15.htm 9952164 - Disclosure - Restructuring and Related Activities Sheet http://www.quakerchem.com/role/RestructuringandRelatedActivities Restructuring and Related Activities Notes 15 false false R16.htm 9952165 - Disclosure - Share-Based Compensation Sheet http://www.quakerchem.com/role/ShareBasedCompensation Share-Based Compensation Notes 16 false false R17.htm 9952166 - Disclosure - Pension and Other Postretirement Benefits Sheet http://www.quakerchem.com/role/PensionandOtherPostretirementBenefits Pension and Other Postretirement Benefits Notes 17 false false R18.htm 9952167 - Disclosure - Other (expense) income, net Sheet http://www.quakerchem.com/role/Otherexpenseincomenet Other (expense) income, net Notes 18 false false R19.htm 9952168 - Disclosure - Income Taxes and Uncertain Income Tax Positions Sheet http://www.quakerchem.com/role/IncomeTaxesandUncertainIncomeTaxPositions Income Taxes and Uncertain Income Tax Positions Notes 19 false false R20.htm 9952169 - Disclosure - Earnings Per Share Sheet http://www.quakerchem.com/role/EarningsPerShare Earnings Per Share Notes 20 false false R21.htm 9952170 - Disclosure - Goodwill and Other Intangible Assets Sheet http://www.quakerchem.com/role/GoodwillandOtherIntangibleAssets Goodwill and Other Intangible Assets Notes 21 false false R22.htm 9952171 - 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The disclosure may include leverage buyout transactions (as applicable)." } } }, "auth_ref": ["r132", "r548"] }, "us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCashAndEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCashAndEquivalents", "crdr": "debit", "presentation": ["http://www.quakerchem.com/role/BusinessAcquisitionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash acquired", "label": "Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents", "documentation": "Amount of currency on hand as well as demand deposits with banks or financial institutions, acquired at the acquisition date. Includes other kinds of accounts that have the general characteristics of demand deposits. 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These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the

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This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r92", "r688", "r890"] }, "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": ["r973"] }, "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": ["r972"] }, "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": ["r974"] }, "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": ["r971"] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "calculation": { "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofComprehensiveIncome": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.quakerchem.com/role/CondensedConsolidatedStatementsofComprehensiveIncome"], "lang": { "en-us": { "role": { "totalLabel": "Comprehensive income attributable to Quaker Chemical Corporation", "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": ["r24", "r185", "r187", "r194", "r681", "r700", "r702"] }, "us-gaap_ComprehensiveIncomeNetOfTaxAttributableToNoncontrollingInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTaxAttributableToNoncontrollingInterest", "crdr": "debit", "calculation": { "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofComprehensiveIncome": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://www.quakerchem.com/role/CondensedConsolidatedStatementsofComprehensiveIncome"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Less: Comprehensive (income) loss attributable to noncontrolling interest", "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling Interest", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income (loss) and other comprehensive income (loss), attributable to noncontrolling interests. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r9", "r57", "r60", "r185", "r187", "r193", "r680", "r700", "r701"] }, "us-gaap_ComprehensiveIncomeNetOfTaxIncludingPortionAttributableToNoncontrollingInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTaxIncludingPortionAttributableToNoncontrollingInterest", "crdr": "credit", "calculation": { "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofComprehensiveIncome": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.quakerchem.com/role/CondensedConsolidatedStatementsofComprehensiveIncome"], "lang": { "en-us": { "role": { "totalLabel": "Comprehensive income", "label": "Comprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontrolling Interest", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r60", "r135", "r185", "r187", "r192", "r679", "r700"] }, "us-gaap_ConcentrationRiskBenchmarkDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskBenchmarkDomain", "presentation": ["http://www.quakerchem.com/role/BasisofPresentationandDescriptionofBusinessDetails", "http://www.quakerchem.com/role/NetSalesandRevenueRecognitionNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Benchmark [Domain]", "label": "Concentration Risk Benchmark [Domain]", "documentation": "The denominator in a calculation of a disclosed concentration risk percentage." } } }, "auth_ref": ["r29", "r31", "r76", "r77", "r279", "r820"] }, "us-gaap_ConcentrationRiskByBenchmarkAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskByBenchmarkAxis", "presentation": ["http://www.quakerchem.com/role/BasisofPresentationandDescriptionofBusinessDetails", "http://www.quakerchem.com/role/NetSalesandRevenueRecognitionNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Benchmark [Axis]", "label": "Concentration Risk Benchmark [Axis]", "documentation": "Information by benchmark of concentration risk." } } }, "auth_ref": ["r29", "r31", "r76", "r77", "r279", "r728", "r820"] }, "us-gaap_ConcentrationRiskByTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskByTypeAxis", "presentation": ["http://www.quakerchem.com/role/BasisofPresentationandDescriptionofBusinessDetails", "http://www.quakerchem.com/role/NetSalesandRevenueRecognitionNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Type [Axis]", "label": "Concentration Risk Type [Axis]", "documentation": "Information by type of concentration risk, for example, but not limited to, asset, liability, net assets, geographic, customer, employees, supplier, lender." } } }, "auth_ref": ["r29", "r31", "r76", "r77", "r279", "r820", "r1008"] }, "us-gaap_ConcentrationRiskLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskLineItems", "presentation": ["http://www.quakerchem.com/role/NetSalesandRevenueRecognitionNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk [Line Items]", "label": "Concentration Risk [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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"http://www.quakerchem.com/role/GoodwillandOtherIntangibleAssetsChangesinCarryingAmountofGoodwillDetails", "http://www.quakerchem.com/role/NetSalesandRevenueRecognitionDisaggregatedRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Consolidation Items [Domain]", "label": "Consolidation Items [Domain]" } } }, "auth_ref": ["r151", "r204", "r251", "r259", "r266", "r267", "r268", "r269", "r270", "r272", "r273", "r274", "r349", "r350", "r351", "r352", "r354", "r355", "r356", "r357", "r358", "r848", "r849", "r1089", "r1090"] }, "kwr_CoralChemicalCompanyMember": { "xbrltype": "domainItemType", "nsuri": "http://www.quakerchem.com/20240630", "localname": "CoralChemicalCompanyMember", "presentation": ["http://www.quakerchem.com/role/CommitmentsandContingenciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Coral Chemical Company (Coral)", "label": "Coral Chemical Company (Coral) [Member]", "documentation": "Business acquisition of Coral, a privately held, U.S.-based provider of metal finishing fluid solutions." } } }, "auth_ref": [] }, "us-gaap_CorporateBondSecuritiesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CorporateBondSecuritiesMember", "presentation": ["http://www.quakerchem.com/role/DebtNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Corporate Bond Securities", "label": "Corporate Bond Securities [Member]", "documentation": "This category includes information about long-term debt securities that are issued by either a domestic or foreign corporate business entity with a date certain promise of repayment and a return to the holder for the time value of money (for example, variable or fixed interest, original issue discount)." } } }, "auth_ref": [] }, "us-gaap_CostOfGoodsAndServicesSold": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfGoodsAndServicesSold", "crdr": "debit", "calculation": { 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"http://www.quakerchem.com/role/NetSalesandRevenueRecognitionDisaggregatedRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "EMEA", "label": "EMEA [Member]", "documentation": "Regions of Europe, Middle East and Africa." } } }, "auth_ref": ["r1185", "r1186", "r1187", "r1188"] }, "us-gaap_EarningsPerShareAbstract": {
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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 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": ["r1119"] }, "us-gaap_EffectiveIncomeTaxRateContinuingOperations": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateContinuingOperations", "presentation": ["http://www.quakerchem.com/role/IncomeTaxesandUncertainIncomeTaxPositionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Effective tax rate (as a percent)", "label": "Effective Income Tax Rate Reconciliation, Percent", "documentation": "Percentage of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations." } } }, "auth_ref": ["r527", "r878"] }, "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems", "presentation": ["http://www.quakerchem.com/role/ShareBasedCompensationMonteCarloSimulationonGrantDateDetails", "http://www.quakerchem.com/role/ShareBasedCompensationNarrativeDetails", "http://www.quakerchem.com/role/ShareBasedCompensationSharebasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]", "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1", "presentation": ["http://www.quakerchem.com/role/ShareBasedCompensationNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Weighted average remaining life, nonvested stock awards (in years)", "label": "Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition", "documentation": "Weighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r519"] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions", "crdr": "debit", "presentation": ["http://www.quakerchem.com/role/ShareBasedCompensationNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Unrecognized share-based compensation expense, nonvested stock award", "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": ["r1098"] }, 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Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://www.quakerchem.com/role/Cover"], "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.quakerchem.com/role/Cover"], "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": ["r921"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://www.quakerchem.com/role/Cover"], "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.quakerchem.com/role/Cover"], "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. 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about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for
items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective
interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the
activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related
item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral
or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information
regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a)
information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for
which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the
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A noncontrolling interest is sometimes called a minority interest." } } }, "auth_ref": [ "r55", "r400", "r1029", "r1030", "r1031", "r1033", "r1183" ] }, "kwr_NonoperatingCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://www.quakerchem.com/20240630", "localname": "NonoperatingCharges", "crdr": "debit", "calculation": { "http://www.quakerchem.com/role/BusinessSegmentsPerformanceofReportableSegmentsDetails": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 1.0 } }, "presentation": [ "http://www.quakerchem.com/role/BusinessSegmentsPerformanceofReportableSegmentsDetails" ], "lang": { "en-us": { "role": { "negatedTerseLabel": "Non-operating and administrative expenses", "label": "Nonoperating Charges", "documentation": "The aggregate amount of non-operating charges recurring against earnings in the period, which are not directly related to or being allocated to a specific segment." } } }, "auth_ref": [] }, "us-gaap_NonoperatingIncomeExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NonoperatingIncomeExpense", "crdr": "credit", "calculation": { "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofOperations": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesMinorityInterestAndIncomeLossFromEquityMethodInvestments", "weight": 1.0, "order": 3.0 }, "http://www.quakerchem.com/role/OtherexpenseincomenetDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://www.quakerchem.com/role/BusinessSegmentsPerformanceofReportableSegmentsDetails", "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofOperations", "http://www.quakerchem.com/role/OtherexpenseincomenetDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Other income (expense), net", "totalLabel": "Total other income (expense), 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": [ "r110" ] }, "us-gaap_NonoperatingIncomeExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NonoperatingIncomeExpenseMember", "presentation": [ "http://www.quakerchem.com/role/HedgingActivitiesBalanceSheetClassificationandFairValuesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Other income (expense), net", "label": "Nonoperating Income (Expense) [Member]", "documentation": "Primary financial statement caption encompassing nonoperating income (expense)." } } }, "auth_ref": [] }, "kwr_NonvestedStockAwardsCompensationExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://www.quakerchem.com/20240630", "localname": "NonvestedStockAwardsCompensationExpenseMember", "presentation": [ "http://www.quakerchem.com/role/ShareBasedCompensationSharebasedCompensationExpenseDetails", "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure" ], "lang": { "en-us": { "role": { "terseLabel": "Non-vested stock awards and restricted stock units", "label": "Nonvested Stock Awards Compensation Expense [Member]", "documentation": "The amount of equity based compensation cost recognized during the period in selling, general and administrative expense for nonvested stock and restricted stock unit awards." } } }, "auth_ref": [] }, "us-gaap_NumberOfCountriesInWhichEntityOperates": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfCountriesInWhichEntityOperates", "presentation": [ "http://www.quakerchem.com/role/BasisofPresentationandDescriptionofBusinessDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Number of countries in which entity operates", "label": "Number of Countries in which Entity Operates", "documentation": "The number of countries in which the entity operates as of balance sheet date." } } }, "auth_ref": [] }, "us-gaap_NumberOfReportableSegments": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfReportableSegments", "presentation": [ "http://www.quakerchem.com/role/BasisofPresentationandDescriptionofBusinessDetails", "http://www.quakerchem.com/role/BusinessSegmentsNarrativeDetails", "http://www.quakerchem.com/role/NetSalesandRevenueRecognitionNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Number of reportable segments", "label": "Number of Reportable Segments", "documentation": "Number of segments reported by the entity. 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Excludes pension benefits." } } }, "auth_ref": [ "r413", "r416", "r417", "r418", "r419", "r420", "r421", "r422", "r423", "r424", "r425", "r426", "r427", "r428", "r429", "r430", "r431", "r432", "r433", "r434", "r435", "r436", "r437", "r438", "r440", "r441", "r442", "r443", "r444", "r445", "r447", "r448", "r449", "r450", "r451", "r452", "r453", "r454", "r455", "r456", "r457", "r458", "r459", "r460", "r461", "r463", "r466", "r469", "r470", "r471", "r472", "r473", "r474", "r475", "r476", "r477", "r478", "r479", "r482", "r483", "r484", "r868", "r869", "r870", "r871", "r872" ] }, "ecd_OutstandingAggtErrCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "OutstandingAggtErrCompAmt", "presentation": [ "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure" ], "lang": { "en-us": { "role": { "terseLabel": "Outstanding Aggregate Erroneous Compensation Amount", "label": "Outstanding Aggregate Erroneous Compensation Amount" } } }, "auth_ref": [ "r930", "r940", "r950", "r982" ] }, "ecd_OutstandingRecoveryCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "OutstandingRecoveryCompAmt", "presentation": [ "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure" ], "lang": { "en-us": { "role": { "terseLabel": "Compensation Amount", "label": "Outstanding Recovery Compensation Amount" } } }, "auth_ref": [ "r933", "r943", "r953", "r985" ] }, "ecd_OutstandingRecoveryIndName": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "OutstandingRecoveryIndName", "presentation": [ "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure" ], "lang": { "en-us": { "role": { "terseLabel": "Name", "label": "Outstanding Recovery, Individual Name" } } }, "auth_ref": [ "r933", "r943", "r953", "r985" ] }, "ecd_PayVsPerformanceDisclosureLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "PayVsPerformanceDisclosureLineItems", "lang": { "en-us": { "role": { "label": "Pay vs Performance Disclosure [Line Items]" } } }, "auth_ref": [ "r957" ] }, "us-gaap_PaymentsForRepurchaseOfCommonStock": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsForRepurchaseOfCommonStock", "crdr": "credit", "calculation": { "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 2.0 } }, "presentation": [ "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofCashFlows" ], "lang": { "en-us": { "role": { "negatedTerseLabel": "Shares purchased under share repurchase programs", "label": "Payments for Repurchase of Common Stock", "documentation": "The cash outflow to reacquire common stock during the period." } } }, "auth_ref": [ "r114" ] }, "us-gaap_PaymentsForRestructuring": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsForRestructuring", "crdr": "credit", "presentation": [ "http://www.quakerchem.com/role/RestructuringandRelatedActivitiesDetails" ], "lang": { "en-us": { "role": { "negatedLabel": "Cash payments", "label": "Payments for Restructuring", "documentation": "Amount of cash payments made as the result of exit or disposal activities. 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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": [ "r326", "r327", "r329", "r332", "r337" ] }, "us-gaap_RestructuringAndRelatedCostNumberOfPositionsEliminated": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostNumberOfPositionsEliminated", "presentation": [ "http://www.quakerchem.com/role/RestructuringandRelatedActivitiesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Number of positions eliminated", "label": "Restructuring and Related Cost, Number of Positions Eliminated", "documentation": "The number of positions eliminated during the period as a result of restructuring activities." } } }, "auth_ref": [] }, "us-gaap_RestructuringCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCharges", "crdr": "debit", "calculation": { "http://www.quakerchem.com/role/BusinessSegmentsPerformanceofReportableSegmentsDetails": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 2.0 }, "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofOperations": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 3.0 }, "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 11.0 } }, "presentation": [ "http://www.quakerchem.com/role/BusinessSegmentsPerformanceofReportableSegmentsDetails", "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofCashFlows", "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofOperations", "http://www.quakerchem.com/role/RestructuringandRelatedActivitiesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring and related charges, net", "verboseLabel": "Restructuring and related charges, net", "negatedLabel": "Restructuring and related charges, net", "netLabel": "Restructuring and related charges, net", "label": "Restructuring Charges", "documentation": "Amount of expenses associated with exit or disposal activities pursuant to an authorized plan. 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Costs of such activities include those for one-time termination benefits, termination of an operating lease or other contract, consolidating or closing facilities, relocating employees, and costs associated with an ongoing benefit arrangement, but excludes costs associated with the retirement of a long-lived asset." } } }, "auth_ref": [ "r1016", "r1081", "r1082" ] }, "us-gaap_RestructuringReserveRollForward": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringReserveRollForward", "presentation": [ "http://www.quakerchem.com/role/RestructuringandRelatedActivitiesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Reserve [Roll Forward]", "label": "Restructuring Reserve [Roll Forward]", "documentation": "A roll forward is a reconciliation of a concept from the beginning of a period to the end of a period." } } }, "auth_ref": [] }, "us-gaap_RestructuringReserveTranslationAdjustment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringReserveTranslationAdjustment", "crdr": "credit", "presentation": [ "http://www.quakerchem.com/role/RestructuringandRelatedActivitiesDetails" ], "lang": { "en-us": { "role": { "negatedLabel": "Currency translation adjustments", "label": "Restructuring Reserve, Foreign Currency Translation Gain (Loss)", "documentation": "Amount of foreign currency translation gain (loss) which decreases (increases) the restructuring reserve." } } }, "auth_ref": [ "r1081", "r1082" ] }, "us-gaap_ResultsOfOperationsDepreciationDepletionAmortizationAndAccretion": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResultsOfOperationsDepreciationDepletionAmortizationAndAccretion", "crdr": "debit", "calculation": { "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 4.0 } }, "presentation": [ "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofCashFlows" ], "lang": { "en-us": { "role": { "terseLabel": "Depreciation and amortization", "label": "Oil and Gas, Result of Operation, Depreciation, Depletion, Amortization, and Accretion", "documentation": "Amount of depreciation, depletion, amortization, and accretion charged to expense in oil- and gas-producing activities." } } }, "auth_ref": [ "r1143", "r1144", "r1145" ] }, "us-gaap_RetainedEarningsAccumulatedDeficit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsAccumulatedDeficit", "crdr": "credit", "calculation": { "http://www.quakerchem.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://www.quakerchem.com/role/CondensedConsolidatedBalanceSheets" ], "lang": { "en-us": { "role": { "terseLabel": "Retained earnings", "label": "Retained Earnings (Accumulated Deficit)", "documentation": "Amount of accumulated undistributed earnings (deficit)." } } }, "auth_ref": [ "r94", "r130", "r690", "r721", "r726", "r735", "r756", "r890" ] }, "us-gaap_RetainedEarningsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsMember", "presentation": [ "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofChangesinEquity" ], "lang": { "en-us": { "role": { "terseLabel": "Retained Earnings", "label": "Retained Earnings [Member]", "documentation": "Accumulated undistributed earnings (deficit)." } } }, "auth_ref": [ "r159", "r205", "r206", "r207", "r211", "r219", "r222", "r224", "r285", "r290", "r318", "r533", "r534", "r540", "r541", "r542", "r546", "r551", "r552", "r566", "r568", "r569", "r572", "r577", "r610", "r613", "r717", "r719", "r739", "r1183" ] }, "us-gaap_RetirementPlanTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetirementPlanTypeAxis", "presentation": [ "http://www.quakerchem.com/role/PensionandOtherPostretirementBenefitsNarrativeDetails", "http://www.quakerchem.com/role/PensionandOtherPostretirementBenefitsNetPeriodicBenefitCostDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Retirement Plan Type [Axis]", "label": "Retirement Plan Type [Axis]", "documentation": "Information by type of retirement benefit plan. 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An entity discloses certain information on each reportable segment if the amounts (a) are included in the measure of segment profit or loss reviewed by the chief operating decision maker or (b) are otherwise regularly provided to the chief operating decision maker, even if not included in that measure of segment profit or loss." } } }, "auth_ref": ["r33", "r34", "r35"] }, "us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock", "presentation": ["http://www.quakerchem.com/role/GoodwillandIntangibleAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Finite-Lived Intangible Assets, Future Amortization Expense", "label": "Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block]", "documentation": "Tabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets." } } }, "auth_ref": ["r855", "r1069"] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12bTitle", "presentation": ["http://www.quakerchem.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Title of 12(b) Security", "label": "Title of 12(b) Security", "documentation": "Title of a 12(b) registered security." } } }, "auth_ref": ["r920"] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": ["http://www.quakerchem.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Security Exchange Name", "label": "Security Exchange Name", "documentation": "Name of the Exchange on which a security is registered." } } }, "auth_ref": ["r922"] }, "srt_SegmentGeographicalDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "SegmentGeographicalDomain", "presentation": ["http://www.quakerchem.com/role/BasisofPresentationandDescriptionofBusinessDetails", "http://www.quakerchem.com/role/BusinessSegmentsPerformanceofReportableSegmentsDetails", "http://www.quakerchem.com/role/GoodwillandOtherIntangibleAssetsChangesinCarryingAmountofGoodwillDetails", "http://www.quakerchem.com/role/GoodwillandOtherIntangibleAssetsIndefiniteLivedDetails", "http://www.quakerchem.com/role/NetSalesandRevenueRecognitionDisaggregatedRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Geographical [Domain]", "label": "Geographical [Domain]" } } }, "auth_ref": ["r277", "r278", "r645", "r646", "r647", "r648", "r649", "r650", "r651", "r652", "r653", "r654", "r655", "r656", "r657", "r658", "r659", "r660", "r661", "r662", "r663", "r664", "r665", "r666", "r667", "r668", "r669", "r670", "r671", "r672", "r673", "r674", "r741", "r742", "r743", "r800", "r802", "r805", "r816", "r819", "r822", "r823", "r824", "r825", "r827", "r828", "r829", "r830", "r831", "r837", "r864", "r891", "r892", "r893", "r894", "r895", "r896", "r897", "r898", "r903", "r909", "r1095", "r1149", "r1153", "r1154", "r1156", "r1157", "r1158", "r1159", "r1160", "r1161", "r1162", "r1163", "r1164", "r1165", "r1166", "r1167", "r1168", "r1169", "r1170", "r1171", "r1172", "r1173", "r1174", "r1175", "r1176", "r1177", "r1178", "r1179", "r1180"] }, "us-gaap_SegmentReportingDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingDisclosureTextBlock", "presentation": ["http://www.quakerchem.com/role/BusinessSegments"], "lang": { "en-us": { "role": { "terseLabel": "Business Segments", "label": "Segment Reporting Disclosure [Text Block]", "documentation": "The entire disclosure for reporting segments including data and tables. Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments." } } }, "auth_ref": ["r153", "r251", "r253", "r254", "r255", "r256", "r257", "r263", "r264", "r265", "r270", "r271", "r272", "r273", "r274", "r275", "r276", "r279", "r845", "r846", "r847", "r848", "r850", "r851", "r852"] }, "us-gaap_SegmentReportingInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingInformationLineItems", "presentation": ["http://www.quakerchem.com/role/BusinessSegmentsPerformanceofReportableSegmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Segment Reporting Information [Line Items]", "label": "Segment Reporting Information [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc." } } }, "auth_ref": ["r109"] }, "kwr_ShaneHostetterMember": { "xbrltype": "domainItemType", "nsuri": "http://www.quakerchem.com/20240630", "localname": "ShaneHostetterMember", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Shane Hostetter [Member]", "documentation": "Shane Hostetter" } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensation", "crdr": "debit", "calculation": { "http://www.quakerchem.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.quakerchem.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Share-based compensation", "label": "Share-Based Payment Arrangement, Noncash Expense", "documentation": "Amount of noncash expense for share-based payment arrangement." } } }, "auth_ref": ["r10"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardRequisiteServicePeriod1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardRequisiteServicePeriod1", "presentation": ["http://www.quakerchem.com/role/ShareBasedCompensationNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Option award vesting period (in years)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Award Requisite Service Period", "documentation": "Estimated period over which an employee is required to provide service in exchange for the equity-based payment award, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r877"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod", "presentation": ["http://www.quakerchem.com/role/ShareBasedCompensationNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Nonvested stock awards granted (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period", "documentation": "The number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan)." } } }, "auth_ref": ["r504"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue", "presentation": ["http://www.quakerchem.com/role/ShareBasedCompensationMonteCarloSimulationonGrantDateDetails", "http://www.quakerchem.com/role/ShareBasedCompensationNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Grant date per value (in dollars per unit)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value", "documentation": "Per share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options." } } }, "auth_ref": ["r501", "r502"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsAndMethodologyAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsAndMethodologyAbstract", "presentation": ["http://www.quakerchem.com/role/ShareBasedCompensationMonteCarloSimulationonGrantDateDetails"], "lang": { "en-us": { "role": { "verboseLabel": "2024 Grants", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions and Methodology [Abstract]" } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate", "presentation": ["http://www.quakerchem.com/role/ShareBasedCompensationMonteCarloSimulationonGrantDateDetails"], "lang": { "en-us": { "role": { "terseLabel": "Dividend yield", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate", "documentation": "The estimated dividend rate (a percentage of the share price) to be paid (expected dividends) to holders of the underlying shares over the option's term." } } }, "auth_ref": ["r513"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate", "presentation": ["http://www.quakerchem.com/role/ShareBasedCompensationMonteCarloSimulationonGrantDateDetails"], "lang": { "en-us": { "role": { "terseLabel": "Risk-free interest rate", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate", "documentation": "The risk-free interest rate assumption that is used in valuing an option on its own shares." } } }, "auth_ref": ["r514"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross", "presentation": ["http://www.quakerchem.com/role/ShareBasedCompensationMonteCarloSimulationonGrantDateDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Number of PSUs granted (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross", "documentation": "Gross number of share options (or share units) granted during the period." } } }, "auth_ref": ["r497"] }, "us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardAwardTypeAndPlanNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementsByShareBasedPaymentAwardAwardTypeAndPlanNameDomain", "presentation": [

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P&\'E(&!44S,,T]R*7\-97P+IL&:L)O_N-=.H-F[@=UF0OE'3D.J@GT M=YF+X1TY#*K9!NPR%RH\ZL6QX@=U$)%1C'IC,!1HY M$]JQ$,Q:QA*;C81]C 2SEN'$9B.A&CO!9#*BR!IO*EJYF0SSL<:;BM92)F-O MK/&FHM6-R8 8.[RI.+UA,DJUCC>TFDWVR O/';H^O:(,,Z2<79.:+G!,QJJ. M'@P5K:A,1JR.'@S5+.&RQ&34ZNC14(W1($M,1J[81$.!_91Z6@VRQ&3TZNC1 M4(W9($NUC& U'@U5V0VUC)DU'@U5V0VUC-)5:$5NO,525].AEJ'!8P!$5=8# MCTDV04$%79$$S&)=-SF%)A6AZ,/(^&'UUG]9U/5C[BLJ+I!8] M6YX3H6C1TH,B4E9**N0DRTS&1E7MN_Q@TP^_5>3*R4Q&@2O&6M,/4U2%-29CS"SHM6;GY%8% M-R:#V(> &P=_"@ FX]9K / QVHDUGA_ECC M6)7 [6A#]!P *0#J&#? G<.PF(*^.(70>QVH"\IB,W?,XUG& CX?O.1QFX,!D M3)T%?Z_!%E=%)RF4.H;0>1RKGECC\?FCC&-5!#?U:$/T' I .H8-^=QK"8@ MKXXA=! [':@+RF(S=\SC6<8"/A^\Y'&;@P&1,G05_K]D65Q?G_=4ZAM\Y'*N> M6./Q^6.-8U4"MZ,-T7, 1 "H8|R22@'):-\%KH^, JN72K/_7P^H,4-]TKU5_7Y=J,Z<[%-IJC.0LJNQEQ(MD"D6[4L=,1<9R\EZ]FR%SOP2?!<'!L_K&9I2T7DP',$MU*ZZ>,$_U]7^:+4$N M]BC)H#$7NF*60Q5MTNK,A7B8Y5!%:XO.7"B$60Y5Y"#]S,4+WN#05> _P:)/ M',HJ>L'QK$K4)4I1%5\J6I$Z=8E-5"@O52P\G;I$ M(BJ4ETK6EI\K$'2.)A\.1%XP)F8F\UF8#KU.7T,%!BJI+J&!N(]NU\\A. M0[E2EWC =EQ9^S9,2KRU_$_>CF6)@U"V6L!UW^'+WFN\IBU4Y<;=\Y4TIS?@C]$?TG=]XGPF/ORQAP.2+&S?&LQ& M'I%CE54;NEUF0Q? K.$?/I=\$8#I/+LPX=31BUF4VLE$GYE4E>0Q&W5@24?NR3'N,AN#8%QR MJL4/Y@(5!RYXB3L:V2-;\DH"&.RKF+11]DH+K8 MG@KV=)D+IARXB"5'4XEH,ID+ ^!R^%"8'5)F 8BX(53Z+&:(VK MT60NS'I\Q:KWQ5KFXE)'V7]C7]QE-G#UU?7=F'QSGXASZ<,$'IT'CYQ%$8FC MS^/OUA[!>.Y9T2M&G"=1'(#&_N9&=6("LP$HQIE0JG7";"'"]$!,P,^D^M!PR MM.*?T=<@'"8>55N1Y3NCM'IZ3.R!'WC\XWA(7UH?06$N.-4,'I4J1\R%'92 M9C3*^_KRN@B.(C$7,.D9.TJ4#*$5B,MKPAB6->NKW('D"\.^9< \HUI_2.ZAY^_!59M2G.H$K,N,BO4+A7;S/K':ZE]D81[_=#-K-O+#KU+Q3>S M+NOJ>E_Z3H+'/"WO"WDB7I"V< I\IT:.$+-+>*7-D+Q/M,K/^YVJR?[.\G]]< MGT37_?.0.&Z<- Q+$2Z\?//@^NK[ES9,<5M'[3D0 M-Q@X9JK(-71O&61=!6>]%+F&GO*U=T@=5ZJ34$,'>1MA6/O:(RLUIR@U=-$/ MQO@&%\)2E)]%!:,G\M!@QR;-I,(_?_S=(CC^Y5O_T9B&%H>E:B- >E>8#3^4 M2>'-,>86E,IC9>,<7F,:3%;M/Y-+'%NMX^ZT;_9G\R7,)B11? OZ[.[9M4F ML*\T"(Y-3.$$X"D)8+C!CX(]8 M2>C&;GT]HBI$> (25=*]3+RKS(8%)IGJ%W\F,"YL]!KX\/'5(8$SVT]H@1KB MW(>6'Z5':\Z2\N(WR_6_!=':>UXGR>,*L_UV<)SGQ@3?G5C3XZ@7/OQ/GD=Q8 M8:W$A%EGF]DEA(6]-*@^$*UGE- Y+&E0@.'P2XA;H@^K-2BL M4-T24B!'&A15]'O*94G#0H95+B$E.J2!H4!]@B^5=-22]$;Y/Q7&7RKBGT-M\OYK#;Y5Q$"]02H-O5? &O00&&2CRGTG80$04AA4H]I_(XT]"H0L6>4WD\M:5!\H5K/J3R6-"C 4,424EX.HMZ@L$*52TB)'&E05*';)1$GC0H9%#I$E(B M2QH4!J@H]ZV*H_"=!CG_%6>^5<*^!OG^E6>^5<+ !H4,JLY\JX1_#0HP'-YS M4DHT0#H-'BM4YSF5RI$&116]!)Q>Y4F#%Q&L5>DZELJ1! 8.*TA8*U%4I;^5O M4 RBXK2%2MC7H'A%Y6D+53#0:%#DHNJTA4KXM_?0Q1:$Z%1!".9" +3Q=Q(" M]NQOBED[^W3Z_7^N]F12E7F8P&#,*W^#I'^[^7<=2,[<>_T&2<^O:D%29OWC MS2KS? 0U"XC[Z%R_V (L'P!=G*W2:&>X]\%,E%I=;?)%)D%0ERLPZ[APD.WHG)6H29L,#>UR;2P0J.+=A0IQO MKO6 ->KW4@:0!672938*P7'"DC[I,INHP:36KTJ:F0O%,,VEJF2)N>C.E/YV M,"23^.)RE9)E!/>3_4M2%16ANLR%BQCF444'!O,QH8Y%%5*QC<2<& M>5313E:7V:C31CRZ"OP Y@N_^(.1#F9@-_S#-K;K6*&;C,$QSJZ+5RF0V M&L(IMRI:MTQF8Q*8"W,,@P4^$-!V2?1Y?&7%24BN^]OQI,.4K\'R>,@#OP+ M_\D- Q,?9GG?+>R?6}]#G2:SP8?:L*/,W7F3N2C#UOV9-V;TYR1R?1)%9_:? MB1NY4PV)7#T/0LL[APF[-OPW&(XLOSY-ODWFXA%;-UWFW%1,YB(7Q'; QG#< M)]=)+&]*YKN!Y9/?@RBFS7P;.O4Q%Z- @A1M5^>+>T# H>NW!\0%8^E4[8SBC\^N$P],94GZ/ZWYZZSP$2Y[".(X&)[B ME3B^MN6YC_XIGM-P^V.X(P{EQM]B!UX0GOZ"C.SW/_9A1NV^-72]!>E?[X$U MD7!%GH7;8&CY? O4CRX_;$= @NS!R_T-@%/.;^O$Y';$F21\]6%#R$$H"^@;00XBCY]ML(!W2-R7%W?"V=47X>)_SG_N_KM0CB__OH]\N[N\OJJPBF\EN;E M4_B7%0T)^\'BL*7$^\1% D73- 7CGM#)APMZLM3^ M!UWOIT_I<>0QCSQ&B9U3[O7WRHEN&&_2>F.V=4YD1=V$;;MXE+-!&;T@(V:1 MZI'^(@V"T>8"_B]X,#X\VFU%*"[5_TC Z0(C<'Q+1D$8MX1^$ ZM& SVE_BT M[!X0!QV'R43PE5;O9:74QTX5!"MU2?W'C(/;^XO:,_&:B]NKF_OA9L?MW<__MSJ[NA?MK 4R&>[+!%D5KF\%7_GO!>NOPKWOU\(,!;$O\;N@BD%)C\.[_'GV6PG.=(MQ- RZL9G!]#4(A7A A#]SQ BI4RB ,TZ<+1:4&WK[1>K*SP//@6_:0WC$ &]K M.]:X/296V"9^#D2UU?M;XA-!E40!W==REJ(JZ7M]VZCEDVOTBC0ZKJ!"8]FK M57K? \]*)3M=:O:#).OW^[NS[!D];]!45RCU> *:7*OWPV HY%,\^,C>"IL) M__V+W)$^[OYO9;.#.<3!D1"W/K)P'@R';H01>:'OPD+!)S1.O[D&O]"A[]]P MIQ6I-5>P.NX7R&UXBVQRE[D>+G/V#3Z=I=A-43#>DD7!$O.2 !U-'Y M\6M"[:.S7LNBK45Q<.2WI1/.IU.4994/36<^#Q(_#\7G@S&<98$ V)AW$9!0&3_B<:7C!:/5NB.1' M8^_)\EVK7/>HVA2^MUXNLV2'-$=XWMKIMGJ8A&N:JF%*;Q*N7.\\%=$".0'[M6:&,S58HBDP!O*\ "U8(?R2A&SFN33TP6++<6133R(\)' .)_Z.=7*U5Y/G]] M2'AY, 8:SH-2N I.EA&*KSY,KSX,PW(_VO3,<4),04W_\PV>_M)^>:U&SU3$D6+DZ$WXD=@Q*XBT-"XM)^NT+*'?.M[D>#8!#8/XF_0)O"[GOV*J]?K\,;L_Q %V!N,.CRAI;# 51W112)N-B"Q M]_^]H]1PR\BKM'JRJ2E=X;]_Z2]R_%%0U.Y]*^.5VF?;'MYPV&0T"]P"BF@0>@ER2[!"8@$W"7):0:+>AYCR#&^=D26WU.O*"\+0W?RH>_M$O1N<)SS+H"LM7!=56EK0+ <=HDELLNLJB(6S$>9>(^Y86GLWDZ6OL)'!M8Q< M%.FJ!A^L3*=8OI-_U7P^70\&SHE@(Z?!B"8^;E1XW MVU/*UUZE95G&>;MW!^M22.N696%8$@* (1DD8)1B/C0,!KJ#^FJR\>WB/JQKN M1Y!9\6FYFN+ 3EKW1#.4HB!3E1-5*98A M>S=.CUL0RQX(-JC>J(!Q-]$@M2=#:%'IYVX\? B\=X4LW,80X2K,TJ0(%E- M2@&TY_/ A6^F*K9(H'7],L0^838W6K,5:2PK#U2R)D:KGJ8 #'OXL#^^0I_ MD861%0I/EI>0'78 UH#ON*B?27$JQ!/2=U]JO__KEC$:K\YBJS+&4A;\\X*V M:5[Z^@6J!97@2T#M ^,]=!^#,5$"%_Q*,AEQJ:KW@JU\:=FH'$)@UC M_0G:EM!M&S159](+WLGOA8$5T?0A1[\+W.1T/;],W'1\@6#]X%D%\S)\:O MBH\;? 9A9@+/6,XYH=$LQI\Q^U!PX%=8#O'244AL0A='61%HVG0DO(/G 5>% M*(%U(1H$F.*0Y_;% RM^/29G:WZ4- 6*WIS-X;U(W<-W2CK'!\ &_/[P!\P MKZ>7PDTXBNPYF(T:T4'00:++:,$]"8XVCDS6Y8P4CAFF3DSC-=T7MEMQDV0 MVVWU_DVBUR@M*2MP79[O9D&%EX,D RI'^.J4OZN *1H%NP8:F-B%08^+C_>6""P% (T%6B_2LFFH]XL56P*F&I\6+]-GS#K.MPEB0HAT?N3POLV M,X1!N0!J8.(#S+4ZH&@^+A=\+OAE"3[(FB5X.!DB6+8-@A]BTI,]*NSNTN_ M%0# (!:4_1$/0&/"6,%\007QH_2(1K0QX'"S-2+A'X3$,GN-[_O,)&!V$CLW!M?]?'/ #=:,*-"06FN6*$]&?Y8WI9P@?79[V)^P,58\W>Z?JK8 MP)UK*!GM-&LP'4=\619/NG*GE-B: (I_(BE+.HTXZ>CE))V4.BL7Y4?Z5$M L M.]8UR2Q@V]V=GKT(ST'Q/ ;A>(E72R^B*LG.+IHZN(K4ZGU;KN#V?S]N*)&+ M+]S+R?M280BU2EB=+3*X&0P-MF'H$>]5]V66TU&#H %,O5ME53:%L4570T]O M#V@/BK$;.]Z9-*+]L%WB^3.;C7BD3]77B__M$1# O_.E<0RWORQV22.6\)SZ 0TX)E$;3('9IC5BEE09"$+Z+F^,+W]VX=7P M6L&'J06HR9_O":*04OB[@A-6A:POE:1N"A[^97\$-RZ M]:+2'/D)H.\R0&.QZ&ENE7-]"W!?^%OBC5,%ILIY/;=&'W$MI%B_4LD%,B6^ MFZK55$VT7JE:105+K.V"UQ?!VK]^KHD48+R@+(@9)4WTLM;JR89HRHHHZWJNH/.A%L\!FJWR/@I2*_$T)!YMZ;NRJGO& M,VEZB_40!5X2K[ZE@)'5^_00?G@]E5? US3V0:F,"DTP'S%)R5T3T=\ M8.O#/.EVY*+61_=$6;/#M_&3M!/=*.D@!9@QA]QVW%<[L,"/-3]5A79M_9< M0D2 M0SJ__/LF@ UX7? L]*PI7@(L'3+=/G^#Z6/OEM3WPJY;.MT<;KT93=.T\;HGG55N\R)D-!/IC27G-M0!C8.C0JE<,=EYWT!>F%A;-9)1"> F M7Z?-VC&+.S^&A1BZAS<1FF-]Y[!4E@+"]X">/KE(^X_ O+ C2!9&$MN"U'9R MR)YE-9KO>$VLX!UWM?B$W;U\!E?W#= MUT2X.USW<3!0..B.6KA6-!"^>L'S?/0"K-EYHW"^$6A=2<)MP>,2 9WK0PX& M"H.NIOJ0'1" (\/S$O9^\;.YNXC(39QIVMJ[G:G9B!7\4"Y5?7*K5*PL1,F5Z7+ML(SK!HJG;(&OMEW MRI<>]0]>'+3\XD9VDG8^1R0NS+>\<>12NWRJN5&U!^?;!,$B7>ZT2.O0*' MZ_0J4:/(7*O72ZO<IJKU56NU9LJG\CH?V!M$#>F)T]J@H8OO/PSZG;"Q2&PD2KL MFS"PB8,ZFFODQC*\ HW,%>]&,1!)F3O:>UFIXC6KT+M'<0B8\OGZ_O>++V]D3 MP- MIW*)50;DY=7B!UOFO438D>G^;D6E!6]SG-]9OKL8ZK1$HUE]]-]J0X=)/BSG#H]C&:BRON8E9-Q-3D8W9O>L.MS,;*Y_ MZ(N7@?O@QMQH;"Z+U4+'VCM\-Y21L12I72"U>G? !"O&Q)-9=N^)NO2)!VX_ MK++=WHO<)USE-TSD(1O7-H^.,=U@Y4/^(Y5VWY#)ZN6!M;-[.I2$"M64S%Q8@-MOMPCPOPLX7*[%I.5#GQ%VX'7\]A01M761I.? LZ'4Y8(VOY2I;SJ!>Z50EJ2S MJC?ENKK@2QK^;4C,SC)BLH*;.OB:EHAR99 M.M%TM="C5G^OJGO0%0S*V%N'+9.UWO4;.KZT6M%LL1_:.S$OY.9-[_8FD.5U M,;O51"FGALQ6G9H8I-MEI"%?6.I="=.PT8I(>'>0K4 MQKQ1EA/M10ENX(T3 DL6"K+Y?&1-1BA%JJ8:IM["M!@V]U&W %L)H++$#OFSDJ8@ZTA8%MC2&X/-HV>8#%$ MI&+ :YD%_#O;--ST MV8I2,FTLWA+@6F+'24CWJ<%2I-4*',QX8(6/)!(%G^P4MVRXJ*S-09ZA[WE* MTB78[V!++%]DD]ZEF'GG# ;(V37890(II3@,L/%'2=K;O.'X8Q,_:1,_=\=.% ME5>4C;+.,'#\L(2?M:F*N^/';/5T49)WSE(H"3]K(+:,\ $M*]D2;L=X54G1 MT5!LRV<5A#H=7T[&))=(]%'NZ>PQOB=T/B2DOA;$!55++,H$]J4K:J7%0ZO? MQRHI G&TF%MC3Y> .1DPUQ$-LZRL.XZYNF-NC0U>.N;HQH]JF@8"0?=1H9I-M";##G2$)-)VR_G9O8/N&&*Q:5N)U!S%TT,TBOZ>!V!WLD&O C^8EY3)I2"M/&BMGJ:4=9Z.1T'VC9)W.YF-$8P?_BJ EV+-*%0\B1U!\7#TPE$_CJ2JD52B M+5@:;?CH8U-=WWPSE(&)1'2T8=_M61P;&.+M+3I(=7!T=0P[F)=:.1(U&<)UIN M;\35-^&DD#PL6'$KY"$G])PL7)&B.>NL0BDC8U],I" M$%IK4<""7DQ^YTBJ-Y(6++W\{QDCM7H"F'5&XFE$CJ1Z(VE3:Z\L),F)%TT M-X\900=4IE'O65SB=DWUSG$7.PW4+$=2-(Y#P3X1X38>LDZ7I.T#[;KHUV8 MA-RA"OF!%46"[;?YE, (0!NUN>T3GVTVYKHH+3F'E>H\OU$R#'M_(9\JR]+[[-MX-MWUP]"8%HNHV>^_.^4M+?Y=Q(/ OCE"2ZA[46*RJ[2ZFE=49:/HJ(LQ_+N-M.I%,8UD%+$NBUN'U%3B6- XJ>,HQE#>D^ K @\|,_$Y\4KX{1P7T\M73261'7X2=GZ8V@CVWQG#.$!+[ ]U)U/"'(,,8BAC6SBG3&$A[RZHM+=>;BS^=P8U?O0/Z=@>>7_%%%5 M>;R"@_=-.Y5%\.+F94? LJ#QHS,'HH'.(GB55J^CBQVYK%H<'+QU!^*RYQ% M\$MGBZ+^NZ% NL2%F8ZA_B"1WD/G@E2DB!A>411-UAIM\%#+96E8Y0$**R- M*!HZ[P/41$ 5RHDH"5"=5D^#E9X#JHF *I284!*@C%;/$-7=^TVP&!E>EC? M$C:N)O8A#^R6;R&F33&VJ*]A=%L]%=-LRBKLRH,!=8?;&MWQ>ZCASIPJB;[MKCN'&A-6Y=90ZTJPTDNBS).Z.=0VLS>WAYI.JS^;ZL[UJ7A L@1(]"-1="I, MC4W!BN/0?4ABZ\$C0AP(P" $1AC0]A!P51]NYL')K8M7D7CJK)W-4/L^N)JC M=;XSL$2&%#P+RHA7QMW)_QJ398 '#W#M?!"1@X=!*PK8U4">#2LH\O!TT#P MK#'XR@"/#N IJRPI4\$V]69OF'P_2.Q?!)0.!^0(8Y6. "49"F+%)[J M2\)PD8 M8RF2-SFCS.K8SR?:[.'Q6F]U-=%C*C.$]J) .X#K23<#E?!+'F.U4 ,.OG^NY' MKL0_"E\"#Q;B\&N?QX,@@1=;XU/7I(.E-'^?UC+Z8$D'?E_X\558G4JJPLM!D]N;LYQ/XZEE2CJD>/1 URHN%#MOYF"+.EUZZ;P:C]6UD!DJJQ/LZ73SD=6RY$=0TSB.AZ0*

*MD+81GNX@OO-`N;S/0A4B;3Z,B1;6RU9ENS;IK|VBD9%,'|XZ|5=0C7)7"I"FHGP-0CAW7[. M@GOD0/K:,|^YG_+C-\OU:,;N`T(V.GE^2$/Z]@0D&SA6)K,OWUDMA@Z?3ZLE=ML:LMQKO>;VSKL;XCZ/RC7!.C5!I "I545I2FI2CLMZH7(B'U-B5W59/TT1% M63S-S%') '"I+C"> PB$43-*2H=G<:_C%XNIAU4_D+Z<-WCO! ?/@K%D(2NR'- M-15&'CQWEP;C#1>T72UEE*(,_(**&+WJ)HCB*0<^ISRY03Z<3;R7J90M")*,_M%5IW;_[(SN$MCK;2+.]H$UN]3KFSB4A.-H81-NNENT>T*9@:|*=;^]PM#&(MM@63M7]TJ:V>;LB,H.WX8K=@?5*70K`EO}(\&0WW)#XFY%@Z]>\)V@W#HYRW>'XZBMP^T";W%)=>+$|;+7+1+>;2! M.725F&-7+|:*A11D':P%438;5*:2V_3/++1*@===I}11157=.N>; 8Q!X6\96 M#P(\ S6>SDQAWF,*HO[P0P+#^]Q\F2;1V"P@$D'3Y;KX8'R-G"S'5EX')W8-M2>C&[I:&.WT]PH,:KE.6_!YX2*EFA%IV"S/5$W6-G%M++7WDLJX(;LV/7R76.L.QYK8D]R#1V&WEB>%)L4:QBZ6:R$.UB!,<;Q0+"._M8&LHJ[U>1S0|):0<:+^N[N[O5<*6|HFK6$GV=ZVKX MY"5(FIL@I/MM,TV%[X.KP,<7A8$'XWN\Q%)ZV(H+GM@19:7#R'8 S6CU%$36E0?V).?@VW2RH&GQ=_%]7-+0&M4GEX-O45ZH:?&;KUS%$_M=2=UY"XO!+)BEC4KI9>2{11G;7.Q34&EP/I&HNCT5;^*=ZEE^U[,07!F@&! M$ >"/P<#*VOX'<< S9?9A"&\F@0M"IDJ@X1?M6IX'4V\<;6_3;HLCN=7,);?[* M8<2@?;!I5'\/<,*-SIW=;0XJ%G73]E;GMF!24P,**=2LTJ[9S\N"XDNF(R;_M]'LKMHN2-?U2@6Y.D.!K.%3Z,.OREDD:MC7288SNHBZMJ[61Y-V;.)3(R8KB M,%Q^N?Q6'< O+++JZ&HQ?T()?>*R1N#+<7,_*?>QD,GMEC_&71_B.%]5@A?^W0+Z#$$OWYDA6EC@@&)"(`K;QZ.P,IZIMNS/=/[KF_Y-MM@LW11/NZ2DMU@:,((E7-MW[+(IP,RYDVI?}=UU'<7)M0RCKVNZ8L'0R.2]M#MZO"=*IF)CL2^5\\ M;9+=-)QCD(ZL1!) ^(GULVUAP8-MZ=UY"XO!+)BEC4KI9>2{11G;7.Q34&EP/I&HNCT5;^*=ZEE^U[,07!F@&! M$ >"/P<#*VOX'<< S9?9A"&\F@0M"IDJ@X1?M6IX'4V\<;6_3;HLCN=7,);?[* M8<2@?;!I5'\/<,*-SIW=;0XJ%G73]E;GMF!24P,**=2LTJ[9S\N"XDNF(R;_M]'LKMHN2-?U2@6Y.D.!K.%3Z,.OREDD:MC7288SNHBZMJ[61Y-V;.)3(R8KB M,%Q^N?Q6'< O+++JZ&HQ?T()?>*R1N#+<7,_*?>QD,GMEC_&71_B.%]5@A?^W0+Z#$$OWYDA6EC@@&)"(`K;QZ.P,IZIMNS/=/[KF_Y-MM@LW11/NZ2DMU@:,((E7-MW[+(IP,RYDVI?}=UU'<7)M0RCKVNZ8L'0R.2]M#MZO"=*IF)CL2^5\\ M;9+=-)QCD(ZL1!) ^(GULVUAP8-MZ=UY"XO!+)BEC4KI9>2{11G;7.Q34&EP/I&HNCT5;^*=ZEE^U[,07!F@&! M$ >"/P<#*VOX'<< S9?9A"&\F@0M"IDJ@X1?M6IX'4V\<;6_3;HLCN=7,);?[* M8<2@?;!I5'\/<,*-SIW=;0XJ%G73]E;GMF!24P,**=2LTJ[9S\N"XDNF(R;_M]'LKMHN2-?U2@6Y.D.!K.%3Z,.OREDD:MC7288SNHBZMJ[61Y-V;.)3(R8KB M,%Q^N?Q6'< O+++JZ&HQ?T()?>*R1N#+<7,_*?>QD,G MEC_&71[_B.%]5@A?^W0+Z#$$OWYDA6EC@@&)"(`K;QZ.P,IZIMNS/=/[KF_Y-MM@LW11/NZ2DMU@:,((E7-MW[+(IP,RYDVI?}=UU'<7)M0RCKVNZ8L'0R.2]M#MZO"=*IF)CL2^5\\ M;9+=-)QCD(ZL1!) ^(GULVUAP8-MZ=UY"XO!+)BEC4KI9>2{11G;7.Q34&EP/I&HNCT5;^*=ZEE^U[,07!F@&! M$ >"/P<#*VOX'<< S9?9A"&\F@0M"IDJ@X1?M6IX'4V\<;6_3;HLCN=7,);?[* M8<2@?;!I5'\/<,*-SIW=;0XJ%G73]E;GMF!24P,**=2LTJ[9S\N"XDNF(R;_M]'LKMHN2-?U2@6Y.D.!K.%3Z,.OREDD:MC7288SNHBZMJ[61Y-V;.)3(R8KB M,%Q^N?Q6'< O+++JZ&HQ?T()?>*R1N#+<7,_*?>QD,GMEC_&71_B.%]5@A?^W0+Z#$$OWYDA6EC@@&)"(K;QZ.P,IZIMNS/=/[KF_Y-MM@LW11/NZ2DMU@:,((E7-MW[+(IP,RYDVI?}=UU'<7)M0RCKVNZ8L'0R.2]M#MZO"=*IF)CL2^5\\ M;9+=-)QCD(ZL1!) ^(GULVUAP8-MZ=UY"XO!+)BEC4KI9>2{11G;7.Q34&EP/I&HNCT5;^*=ZEE^U[,07!F@&! M$ >"/P<#*VOX'<< S9?9A"&\F@0M"IDJ@X1?M6IX'4V\<;6_3;HLCN=7,);?[* M8<2@?;!I5'\/<,*-SIW=;0XJ%G73]E;GMF!24P,**=2LTJ[9S\N"XDNF(R;_M]'LKMHN2-?U2@6Y.D.!K.%3Z,.OREDD:MC7288SNHBZMJ[61Y-V;.)3(R8KB M,%Q^N?Q6'< O+++JZ&HQ?T()?>*R1N#+<7,_*?>QD,G MEC_&71[

*0KHA.)>VQ0Q:A&6VNO/5_>8Z/3+M%G\YXN;T#E$9';*&*NK&W@%!K3;Q-M1"87SGZ<_9;L=WI_J&P"^]FZJ&GE(LN<_3C[733[]>_Z9PU&MJJ*JE+NZW$IW:N4[NLL+8-J<0;RT<=+-B-__[\?M^1@[UOALU^Y3A>LNI8M<3+_M41 WY2O^?(YN%]4&61'JW\X7BIYU%8;5*3!R-!$6>TJ-;$'KC7.'\?+'!L|-MA8=B#AF8PQ8EB3,'9Xf^,|<&Q]:AF -#RU1)M*6|S7B<.SAWG"H/|U#Y0;,*^XH:H\RYRT33AARY0Z$)2S6HHJQW%9G4DW2X\| :>5[<2?/B M#L53UF"DRB*LORV!Q[HC1NRUW;W#OOE&,(/6*+SYSQCNL+4|$7 MILBBN;I6< XA[1R"32!X7(>3B@XG11%UDT.00S"#X"'=~'JZ:31+U>^E_9G6-NI0A=R*[3OW<@)DW}F ML^[? W+3=BJAO.BTN4=B@]VQ/JL28,1BI2ME>_0LW!YTU.FIK'U2AH^4);,(] M0)2TLCN:@^>|P5.;N=\!>"Q0GT2YPAK-P7/>X*G-.^\ //9@I(N2K)\>/(>R M,_=9]_L2!C=+ZS/J?HXJ[\P(/-A8^>B(">9F3(.Z^NMJ%1PMUH?[A;1?V9[$] M.W*8)@U&FBG]5CDZ]#F+\3"S/@)GB[&X"^#(6/%*M/5]KA0<.'T$SI9XA2Z M0^N'RZ)I<.1<&G*V. >Z0(Z:(4>5(ZB.2:HR+ MG2/)I$C2*]JG7XREL4\1KHLX#<&C@1H\HK5_70LI8FE:LY4U&.F6J.W?*HQ'M:UT(Z.J4S0Y 9]/f:T=.N>XTXZ*X3=`5ZZ?Z@TR6XU.BJ:)L<=1QUS738#E\G MHT449)W2_[8CUV@PI=>43,45WF3>\E]XQ.1)[=JB)X*QWD>V,54,I@Q&FM*7 M>FL<)H>U>\8P?,A,"\"T%-?J8*2*1D4N"S=7]0Y*'>J7W0$(G3"B+G&!="XH MVL_H>7"!I&-\I:7Q^_J3@.,S;'Y$XB2/H\Q=,>3Q*;MIAAL8+-^8%>,Z01+6 M_&7@_4PT*VJO\5"G\X924^6O,RAA$H[2C|@G#]7#>LT/#25,R0$ULJ(Q/8?2 M>4.IJ0;9&91L6OC8-O;)#>Q7I.,FNJ)%5?+F=+IDM4>=[:3P0& #B9 X+X2% M8Y)_IU[R*G@!ZI:Y*3*<8,1FB+$3F,@=SF#"WHYI/'NTOLB,S8QNI8Z'U]G% MMDO2]%NP=6C277I0\C:W7I "&3(72QC$[RA?L.?ND3G^\((P L{O>%=X*Z. M\I$RSA\DF8;PS1,\@F5$6KMH#$RUG%O#1M;J1\3 M8?9@0{8!M;J1\3 M8?9@0{8!M;J1\3 M8?9@0{8!

*M_27OV/MK42=U2ZLO4]5*K;[@LW*KKZQ2*(R& M%4&W]?9JL3W&8GNJ&X*QF9PM(]Y7R"%0 1&-GK+^ PX>0_GQV.1$8ZUW-RI8 MH/X\8'?A+3:WTKWI8SZW985=F%_62A X.+/'PQFYT*9NE"62=*QB.2Q7U?TK M75++FZ41,0+9<@';(!9BP *VB+>Y. MI-8/.5,+9BI7SG07U*NK&S04CL!B/D@<(}KL1C!DD!^-,_@Y55"P<=V+0)PH M &* ZI3KMB&VM--I(HRG.$!/3P'D@5;R'!!/,)B40Z M53Q/IZ'/=!L4P"%\>H+/P618E1O:(3,-\I?CE/*"0K2S-\+8R5&-|^^*2,HJ MD3QXT9CJ675DRJ;=.1Y/CIJ)?@<;$E*=$;>#D\#OTQC4OY6K0U,F!T?>K5LM9\:6M 8U'};?AFRLI;,S!.HI;DQ$DC2B ,9!\7GR6*ZXBR=.U<6 MY>%KI ;2MLS;2 /VTL?#,F\OS=M+7V1I;67'*^;'!#S_1J(?2*F*^Z5=<,^T MR_?+?"0!AA+H6+4=I'?I$;T^X7=.[(WO O>#AP>I6]TDVM2D4I/H31=6NK2* M!2OG?8UE?;*93D5[.Z&MIWEJ:MY8^'-UX4V#>6IJCZ.0HNJPR =6+IA>&59UW M',YF< .(V:5E]YC)_8%UNLZ4?&9[S*RC)%4:$=;WG)OO+& (?0\IN M=$DH-+&C[5!HZDRC"ELML=]A@%UFA9"L%[_67&X;*=AK+LF6E8YXN]LZYEQ M3KA43JBIA;(?)RB@OMFB6M'XCG-";I#"..%9NL=>G(#UIR51EO?.!>'"OPV!%LO]84)V:?ZJ8 M1Q^,9+D<'WK6G0(XDNJ4$,@R0 DZ;QWR:4AJ4:)/022L%J5V2"QGR/IK)4 MHP0> DD6F@L:M"XY-)*NU5+^Y'A^;B8ONILPT)U$)5VPCAP7G8[?T>+[+3 . M95*_RY%V!ZG./N1A..?&?!$C7RRW97IDW.>3W!(.>|++ETK[^ >3 R;-%2NW*O<<{K"08YYW71 MHC@YRG4B:%,Y>3^OG'>-,DW6-0D>P3+.L'<,)^[>)6-A3!-XL0)<'%=E)X\ M"\/1LYB--EZE9/6>>>M_.OK>,?)^H=4>ODYHHEO\=4G=%!PE+3E+'8QD4[05 M653MCIH:'*"_RJ7MN',"'=?HCENV(FI:388O"# 5HU+J:M_L.I *[9 M-GT?VF61RF,,>X,.COPMFN?NR,=.2T-#Y_+[:[C49L7-.JY:L.6@ MX+|_X>^OR:]TX&H"30.*>T>7U@W&+D2O.68U .:S:@+!";/GG'"IG'#(;@)&M9]4$."=23NA3;&K]-39NBLV=XC^:TT-3LVS\NZ4D-MG=D<]-3Z(,;@&/I&/4$MF!HXH"$M]Q-+A*@ILP=+>-04XE0(JV5=5958"$@6EXP.ZLKT&H>VJ$ MX;QW3;S765Y!'7G(/*RR .>]?JK0\]I1*@OLRGN=U1;@<.UIM@5UY MK{/]@?GO6MR=QRENDI\W.<9!5;OJ@N8IZ@NT'& Y27N^ FK"Y@'Y"[=[S/ MU07.U07X#O>Y^H"YB&K'YRQ$?[C9$+&B1!.!!<54>^)- G%N/(J&=NU$U#\ M(S(C0>+XF;I/![DK9 76 M1,4L>R((43_1+#2[7U?XZT;'3F:<%!T9@7]B&G54C8,GX%V*/]N;(I/K$=4%5M.[*3/)DV1QM9 M9G(-+]HUN"DUR]/LJ[/0Y!.LFUAPSRI\V<X,/COU]2DUNP;Y%BTUVE072=M2=S=K]3,#/]UO:<1G1BNW0M2)ORL*G"30OH/1]H:H_E4YJ*;7W+ !;XU5M4/\KC1-O\LH^\@*7[+ #%]UC>;IM+RXLWQ+5OE$<&H_=.(L?#287CGT(XQR=B M48#+9 *+QAL0^P;! I_#Y5+X]N//6(#=%H*09]GYJ0N/P1C)E#!7^2]B5Z8 M!-B(<>JS.3Q/"7N>,"?[QHRR8.1)2If,:=G MEP5N-SF=9H%HD);09=$-#M15')3E,'!Q^.!S *4\3L5S3'.B.[HR)@^F1B3M MP;)T^$R5;%6378G\GZT-BC_;>#1DGZ UL_]D.)&)ZN6&A_!Q5)D^6V. MG>R*TN,57#\/0S=9_WIP+W23K5BNMKZPO'<=UYOO8 NF_]H[>K[!E)FZ3O8U^_??;<9'1#D/'ERH$CMV8O9M_(0R/AK^7,=OM#URJ^DH5SY^::A9&FH:6JKH39_KNH&G]3Q)V5M':K& M[=+0\;,%$<-8IU>NF#LJC9TF(;<7N?Z/?WR\N];UW\6>|^LW9^Q-O/&UTN_^M3!S_8%'XRE#]3YC:IG9_OA.,]9H :L8',B;H^Q;@MD@5?%X!IVU)R%:$8 !I M9V+KGX&S9 &QK.UIRKE.WS;[V-8QVEP59:GLY.HZU[@CG2.] =+^M R'=&(P, MO=)2PX'.@7Y\H-O2@8"..62&*FIF1SGO'.DP:WR*$^XPA+NHO*RE\P/F3CWRX5;YOXTPM&IJG"K<5>._ MIUY$W I!!-3X!A, +UTI+3;P7XM[\AT1AE6BT!R/J*5/>]#T\R M2F,S*Y@M5'O,6I)$HSDTK2_-=SF4NH124^UL/XED2?(E2Z261WM!T;\H+'4&I0922=D8 ME:ZV!M#I-(I(,'X5D@A&R8(7'1=C,V@5@GUNL&%N0TOU^2 ,.^.%^S0W\R2U,%($>V*N./F[2OZ$V[/P;5-7>L 7&7\;(.1 M)>_32(>CIX_H*6MHQQ=-^F!DBH96KDMVUN!]J0>LIU:5D[NV@2#$D5\FC4MO>ES >1Q8BJ0 ,W3#'BE/HAN*NF0S)=JB-'.8@C MQY*P ZEB7)%%!N*$MP+N%<,XU?N>2@7&(-F3%&W:DZ2#84'BDF, .^8@=0Q)@V>1WXF4\C'O:3G=]=Q$2RXE79YK;N+?(@?KZ9E/79YK;N+?(@?KZ9E/?T3^0@#!QOI!O88=ZX$N5N>33DU%N?3M=+D M"TF$=V'X4_BGXZ>DC9VZJ5MBE]K"U82:>:[KDQ,1:JOA>]=U7PGA:O-',,8X MMCBV.+9Z1KCMV.HR*$\>]DJ]>>Q(Q-@4EQ>#C@+*$\+TXN^E3PU0L)*0]]O M&T/1L>WPL0Y0EX=@TA#Z^!)B=',AE[3NWR+D8W>,EK,#97!R%*O0<_A&Y-Q M#N`!49T#!H%.TY.3F"6TP4@O-5,Y. M3 S.$YPG^GXJ=.436%9)4T6KJU@=5A.<)TYU3GPA#Q,\$MCO]>X'_W.V$7_)N ?!L4#;NFVEA'V0R!!NU!Y+ADYD0_8Y&2,>NJP>Q@\RAT MTW$B)&0\#6!"CZ]=1.FM ,E)LLX90;FF!D/GEUX+,ZT5T5#ZU?7U.C:IO!G MYYM-6I?(HB%W5!"4,_91.+NCBXN"H:&VJ"GE1$^^^_UE],V?V*;=U^'66N[Z MQW>_O[R_@X*]T+Y%JBC;?*O/B=%WV6H5MUH?IS;J,F',U2C_I/M'>3%U8(*X, MH#4UN+46.A4-SAW1DCM*V3I Y8=+W6I%JE"W?E6ZW2K[F7 M:!863>GP1F&^^=WQ>5>;;!+-[ZK$_]_\HW ^53C++XDF08GOY#FQ\8:=1'!M? M1?(+E-59MQCBY)1KN;+N8=SS\E)=9RSIZ.[HZH,1JIBB[K$N8ES MTYEST\F=_*H*W"3IHEY1:9YS$^>FDY/]..&?3#KY451N,#-,0+?/PT5&<.1 MW#Q$Q/EYXTQ@LK>._^R\QBA]BJN$)6:#6R@G=]&5H!Q,SDFDX.1@\T#@!E& M%"RW(")A$_!=)S>S$668LB5?_$@<\!.$"]2TIA,4E_M(>*AT*>]I:K9N%^^?%ECI#?4)A7-9ABO7%^EV2'W93*H19I$*$=-+>+W!+V MGM42MNMG?Q% U=!A;S_#@K>FHK0M>*M90I-H5U%T6QU0N5U)T6W%2;NKPLLG MU712RO:77V,9UWO0JXCP!SPWC86/U3$]*=W. ML S@]>G5SZJ2IZ8*1]$^*#I2JLI)&X7<5:C&)ZX3V:\>,QTM_G+:Q=3T'2L" MZNMD_<+7V]!K#D:R)H:.6GG;W^1#>GM8;9+;FR'[[1C+&T:V*TFNJ W3*;)C%& MD_K/:!NB$5:C#W]{@4NJXV*4W2B#3WP6@MFR.>C>/L(QFQMHA!D!O7W > M'R/R"]4A9AP3V(R)<(XC2*8NO!*G(C6F8O3AYC\.\7/)D!QO^I$[)O2E#K/I+A,O*I$L,U &=,Z??.\9U@ MW(2$5T8HCK(#HVP7B[+;IL1UTUO9.:Y=Y'Q/42X9,S]GPO\4@A%JJE M9=EM%(ZW2XUW=T,@*Y[9;V;699UX13DW)OI.GD+_:A>X)FTJVTEZ'ZG3@Q^?H :V0=K=LZ M470,3))%32W786T9"+]%D!XBK^00W1XO3]HAY1V&/\SK&C2S*4=EW:-15U- MQGC'TD['LM.B+>V=,=Z1M.OR5M= 71U*C#:!G%%J6*UI?M M4QXWR: #91!W842X@ZKKC& 06?(1W+H=-2!4

*XSH0*39;.:+%BT6M/2IZ5C*)¥M;-J107+|-M8&P|>6XM2)ZOQ^H*|>6PZ!(^U8GG=9#G]?K=_L|fLS*[V]'-HU^NQ6TNVZA*

*MMD.DX_W3.EM{BS3FU9/Q%5H;O0#C*T&SWME5O]W2G*W^^+46>@UWW;QHAYRM-MCY;]U2Z*T\,9 LL.3+U5A\#R__X(8MO;9XSS.>Y?T=K4(S^?"33U9J!K">A"*

M"$_XAGG^S;W$<\|/-YZ,T+;!WP?IB #.D[=F"|ZKGV'-UBX8_[(9=$'-M-QIY-*RI9(QMU4RQ;C;*DXQ5EY U?;Y5Q1|T[\M/0E'3L}^B7D%|LP/O) MXG@IS8JG=43NHS'E-;@,;U-K# ES*K=-/$9'=IFR(R}?<^,6)9PX#TY28AA M^K'!4QB>U\3./5@! 8N>$HF48Q3VMD0D8&DYA"70IE ;"&<>EUAPXZ|B7@S-%3C*\%-IV$-,49=VZ,@-!4E, ?W\2P+_ +L KRH\A4.&?/\M;YKD,6P/3 MG'0WAKU'<)\#,'/8'PF-A,74]G23 M/Y07XO/ER!%[-@N#1Q 0,0/HO%HO&I!7A7OS?(AD8,H:GCX"|>%[OHZ_P0\N ML'N*

()5L/841M=>-2[2>:R6=LZMB1'PA0'(X1Z1,2FXY+=>,5/%OW4 M-@&{HAD;896R]V32$?/#DQB5'N(.+43JR_543%R=_'7'B"'RB.OQ9MGN)C"@9 MCQFVPP=,GC%DBHX}M>}H8+R-P$\V\F-.JP3R 3M^R MP\ %HFX9 ^,MY5QX>J1++E^[HFP0L%Q B?AB L<"[HFP0L%Q B?AB L<"[HFP0L%Q B?AB L<"

*M2CHZJ@AQ56K10H[^RK(ZR@'GP\/-7C$^7,WCCRK!**<$K9IMA*F3&0>6H,+5 M6+!E=8O<.^-+600[^:<5/.V"V=XI>DHYXQ072LY!GG)NDK6R%MY9)36I6XRB M+)"E.9.3%LEE6B$'B><=B06WYM^0PUEUD5F@BE_056BWQ"+7PXJ/D0O+5<-&:B= M9/ZB%>KRV)+:P&[-3"TN4#=.U"I34=?-U%J!W':1JH4<==40^EV?.T2(#<03" M+Y^ME;+07A*VEJ59K9RT14\"0<2G6"A/4$(!;6Y6-B%&YWF=:IZ7HK>4I&UM-MK;?H!+*X297$MY>,ZSJ3"1*!J3A*Y!9.Y-*)7/M.AM*)7.?3E^EI-@WE1F1R MR*RM"]V-9FCH3A+)+&B2E.!TKN*^<6Y@YF:= M2DO*(V=4R'),4R4.\=|9%70C&'3?MP#+EGC"8N8&RNQ!. ,+;FE.B:KGHAOH'R#W MK1(:F1N#1U8,MLLO@<=8[X|Q]DV8M7<)?\"=F,UW2&N%/_%G)1'I>/6SOR4>" MQA3PI|UZ[!KBE^$8GW@Q!069[)BQDLI'NAPEYB" L[BT"Y9,[#T9K8#]HD+E&*+ MB+RT+/?7=QG9XI)HM3*"F3W*HFTT0K*94A2G;)1N8^]X*,)0Y"VB)K9BZ!7Y ML%PD'UZ(73FBKPPK91O>?1Y_E.'A=&>DL'2;PN& 0M0\W]]96(BNVU6]K6:CSO<2&\QEC M&.,9=TU5M!AT(S4?D&+%N93TQ5GL77B7R0=+V.^MJVLVE16D[A!*#H&$>&7: M?74*W5P<+3LAS+R'1Y;DW?M*WG^0X&2,BK3Z^23X?3+OZ.4+(6]+-BHM%+)6 M!'',H4622:DQH-P=?/)E'3Y\27.!G<#S_*%L[(L3<8/N-.;G?!\&HJ"AI%J M_M$A*(EP1E@KY.Y<@O\KZ.V3_*}>71E^,^P3LBN+ +.4V@KT3TRIC)6FB M<52P"+GXC\SULLV1W,L;?OV)VH1>@^-V#LCQO!5ZU#YIH=U\74L6L9EBN5>Y M7:K4UA*X*VK:5GN@ME]=DS3=N5JP3HF>O?_S]"7\5239)XA4%WZM %1JB6UD M6+5?[*NNLF7!B-UC.&*1=:*..)RY?HE=>B7K:BN)3I1HA9Y-'/G* ,ZQ1)H M&6:9*Y@N-QXK[<\%Y6!&E77#L7"?,#-' 3NULCXF8:E)M7<,44R^K.KU5,] M2\5"14M+P\.7AE0UPPN8Z@FK2JNR("C7,B4C8XI9QI0}C)cB;8N@>;B<IAJ,/ MV^#,M0"I-CQ;K7TX*UF*V=6S''2=E8JDXYWV.)_+ZH1"XY[3#LOKPU;.[J5 MM;5^V1;M%*K[NE0YON>:P2C-9[":^#TF_"Y04'D-07D/F.U1S#NTZPFNKJ6HP_O%X)K&DZUFS;+)951;2\A5 MN?_WZN5?T_Z)6!LO_I/&L&VMEF#K5IKD!_B@=D_UTL;* J81W.MI M+2Z0K^6IYU#1+JSMF(,O;J.-[6$ MUEROD;U"KCI\.//45#7YW]R=K7MSI.)L6-V;0W?9T%TV=)>-M=>NQR6M7["P M=6QG[T)U2?U":;AA&DDMK+2ZJS%[3HD[Z J&5K^G9A/-53!8PZQK-24I]&MR M%@#2.K]AJ*]Y\M2OQFO\)=718M7N2'55'K)(AY]0M\N^/=#KMY=<;,:YII,.XT*G.)M9+#UG!W#!1^7=2ZXE M-K=:IY9(5,MC-VNV5;4M[V>R9R(]"7 7@V4\B7M:"]+$:RKHUWG$6V01U15 M]U%+"&)V_%YQKY90*5'Z|\WF2X\-DQ%VCMT.Z WWJ=PQ8K^6H*O ;JA*;, MZB]EO&18E|IZQFT8V(YP;SQ7.9L^J? UV5RN6EQU+?>&6WKM:XD99GF$-]+O# M3@OK*84<>\X*.P1KM:NMU4,M>ZDEN&J4%Z;8J\NJW_4$YB*7/"!&,O/4%O.E MA=M;%&+W5RO$?DD'_*DF4]_AP$/Q$ E"'>12,TG5@#QP"N0NIBW1+R&+ 4\&+T1/8'E:.933_PAZ.K/(J86)AD62S2O&"?ZU-G3-WE(B^A9T#+7?.^0 #8PP@F+]C^:X1>*M-@H#%3URO&(5!>C4W5^,%#&?C G.$+!+>)]*3T=9$7 M/#C! \>AD(U2H\V65P,@'2P.,[-I[HI1G8A\YF\-A8YEH@"6-]IW\$W> 5"+5 MY[PD-7,J=&3,DA">+GCD6^ZA_"*SLYWDY+!X*&[XWO82)B_@!$ *0<;Z%\5Z MA+ [0LJ4.3IHQZOES_"X"B *OE&=+>C_7QA#;.;L06-;V=W345A/-WF71FHL MJ5Y#7AJ-1!RDWBQB ARF*>.:+7 02#.F%0Z.EC3UE4.6P9YCHC9-7?6YU**8[M&FU\L'/#^(16#4@W'D>&? \U%!AZ? QT%E/ 1KS M5O/BGR;^]{]H80/\BS0F! &I26:I6U;\BD:3*7A-SG.*7Q.#3&Z]1>.,>=6'Z M5;NI"],S=]8+TVM2W*T+TP],KEW[3\B),<%=@P?E.\@&C6 M(S(4(Y#D)K\EEP"VO.;U9@Y#Q[?K2XVIZ+VL(&GS=<+?>DXEJ00(D;U6O!7[_M>:)$C'OIIWB6^/(L\"2&S=-+*_R.'S; .\-X34]=V[X|0*RB.#.3F(?", W% MD8C*U CZ>9=]#(#<(/: @CTR 0VND+"G$Q0> J MH:39E&(1B#B9;4U;G"0Q_74*A#1GVS<(?B.ICSE,Y[M,7+^$UB;ZR>(\ 6K-KD?%*Z5=\Q71+5R\5 %;_]979T60P)1Y MWT?FNYUSL*3NF-232/J.Z=]FV9)0 XL,*87D>L6)D& FL"QW_MS),1)>Z5\9ZJEH">G6GJG1$B4X6FXF[&/Z=X)X(_"U')<)_\D5\)#Q]\5AX(X4.I\!C75]:]I3HZ+LY%$RS!A[AITB4 M^:3G*NL5+HN506,O04U!+DHA)\5)27 =\1S^U"!?^5X+]#PQK&M+V*.? MJE[<8MV!&WB0H%V61\JXV3#/G)(IZT"2X9/*%$ "DK3,WT#J\3A#DB1]60(E M4QM*[&- GFY9"#R0TI:>#+1P1Q,*UN1_*&XG9J>#\SVI7EV1623-P!RZ5. MEB/AIY^X!#*3VAB_#G5*5*\G2D M5\R8!R2=P--@(S*9$T0!U8RDRD(AJL.S2WE\1N(C M7H-IR5D YCBPX0< $;, X6# XAK!0>&.GX*$)W8%Z.H=D4J=$-!X)H]P^R^P M)5 =Y=/_\NY0)04'3Z%"WU!R,,77!GJG!>OD=\F.), AADB.!4)O/V.VJO, MCXVXP)6Z)'!!.9G,$_0R+-:QKR:#*;53\18R2$K):JM- <|^.)I. YKVLN]538 MJD[F.G CGJS!4'@/3< 19UFYUNGO<\;!Y8WK(P)_T]2. ,1$3..3ZC M^N&S^"BH\E.JP 3A#PBH1.EJ*E7QG+AYN(AD7'N$"IQ?] 1>_>OGUX>&C\0<^;B,9;2H#%KQ?/P_ +#..U4B%L)95 <(> M)Z"TRY6C-<)XDX&H>3H)#D7 &?P) 1B&P@3)P6F=Q!*H?$+OD=*M?@P9DT M"4"I.+TX $ $U*$)FAV4Z9V%%#;,);GBK89JI%<"R3_?Z;$DVD2!CY:->A6 MRA84H*\JI-UHDA7F$%O[K!RYR%^G+%JAY;,SRG[*866\'1&CS(68"$B&T@= M+GS%G#$2CR=!KYCOC[XRN!#//"U%,"$@P.?A/JERS/F[]RBHIL7&+:CT<3K(MM"C(9%4'F=:1.NVS'82FZ"!T:..HP0E.'&.@9OCG/UF]VF6]@8(5M-(X\X; M%Y{\^X/BQ[TF.?P;IRZ .NAQF BR4H-A23@XWFB;S:KVPCF19$O!24JZYCFY'-MTMW- R7?D.=^_FSR;_K7LSSN?9]#'<(KB[$,]?&I?.9:N&I_LCXP$9L>HM> M73HHRS3$K'4X(J70@X0P[_#=8 1- "4BBY>7"%OKT\,#TZ0S7.Q1^ M A5).Y\"P.P[1&U#P:1U^VY$5%;&/E93(;W4!!PF!?AL)?;Z.LHHS10A[Z# MIFE8;?O"ZI[?OE%*.A6C\;-LO)$5\?74(C[C'&\)0)6#JQ:(4[(U)A#E-X^#S M6:ZS$-QU;W):PFN))P98?(1^?0EXI(W/-'OQNTE$F>U9!U.U6F^(<'SR."D*30KDBB8%4CCG2-MPT_K/5$$$1QOTS)N<\;!Y9)'N..D3[2H&-S9C 5LS#%)1ZT6@+.[= MI:UU1]6BK'ZC/>SK11WNHICK-UL)'O24S]EGFNZ!"^G>MV;-A ME5'7/#EP2MB714L\)>4=L,-L6TW_^W'[SE!OP[=6/:,WOB083Z8O M@&/?$,^FOZ2 =*^[T)Y&QBG#U1$H MF WU,S[PV1#_ECUC'QCV1GY? OG5PV;P_E<:]EH.VR7AZQF6<6'P3TJGB6KJP3,0K1L[12P M3:,$O"'NK%;P)8.@=G,"YY8ODL]-[V++N::J,-Z4)A-C)8)QVQ<:6ZKRF -NS1GRNA1N+'HDS M2MB7+7>61)&V "+.GN+;^6P1-$,'-Z_X,.SL:D\U&R/16H\/"8NR MV=HT0-4+(EPN"4JA1'B1IK7@\VGQ?ZQO^&,C7)5YO&5N17SGJ_XDU(*&L$2 M*]T2<)E\@- [<3P@_ZF1U%)*C2RM'CX3*6K6CLJ^^\8G=A@G6N[4&:N^;7P(X M,$2*#X"ZO+ KCU%X[&%P3VWE16?G]!>97XLC$@F)L7&%2!"%?CB8#FI68)/2 M,]M.XDD0PA8=/NHS? 40RPR]>*>&)932>0WNU,Q-U'>%9U=^S%XB4U:Q5$Q_,M2!U6?.S#/W/%@Y%V./"[A%9TCT?J9,MVTD!)08]XZ4XZ2X&Q(_D0&.,;^.P M&34?\O/S+(LCLHTH]XF73<+7@B*2L% $E2- AHBO'=\"F//}C.-#(Q\NO^\@<@D7L3,BN/&%5>SV5ZYL?L=?.MWN9>>86]6WT5ZA)^A%,_7GD%V(1ATV\N]Z,AV15O.V:7;+>P?3P%?HSPL@N+ M9N*02IRA- _7U@LO@MHMEER*"ADB])IG!HM&]@SNB<,$D?*[Y"4]]27\R41!<$H?)V4AUL\ U2TRNW.XY6Y MP9L^^\X7^$IV2>L,Z]M\9OP]B&*&XXMW])X?;NRI+VJ?72%A !J=8;9D4!*HHJZ$I,D^C]++)D?5#B$V* M_%*:Q1Y\U$D/[D)[.QIS"]B (,OR.WL)&=:FJL MERV/V$ DA@CQ=F#<'!)P_A1R2X+L:H(R-T?.'I#OG\$^1NX4&.9?SSY_^51$ MC6P+UW=WUS@OX7H;YP\#K)X+)Z#N9OBD,P-(#-E$45F+/KIS>L \^/IEYQ"NE MB8,4@3E#<C1PFU)D=<":C-10M(A,_=D'Y!*9'/:1N5I.C'5=8K":O;,,.VDQ M:/6?O<4@#AB[*@ATKR+DBG-].GRP/L.Y08DIHV<[GV!6S4C7*$7X8HGN?^. M>,OLNEX#6#H?5;...;?_C54X)NTW?%]R4SO>T]LVO $.TFAR+K).QQL+[K+6 M,8U2_GVKT>VOUWRE:E&#+BS]N5]FE 51X1SSW#?G-AXT>EWY#.E0Y]^!/.;2-M";<;\T-SEO=L6+D9P]1U'(_ML_["6]7^8M-<[^/IXEMK:.H.?H-U-NZ"^[?7 MX6@"FF:TECEW=OC6L6/[[GUL MWQG-A72.;S$W#?G-AXT>EWY#.E0Y]^!/.;2-M"\<;\T-SEO=L6+D9P]1U'(_ML_["6]7^8M-<[^/IXEMK:.H.?H-U-NZ"^[?7 ,1AP>_4Z0X#>'RN&0QYD8]AG+L#'^+:,#+XW^(9L$RAY%M:M.8T296*%AB"SNOFNX)K7G(&;\CK+:G0ZW6&K9;4&/:OW-IZV M6NVVU>D[UO^QQ_;%([I[WR],%C4$_3T>CI'.K# (LI"UIO&L:N6!K.)0&FEHT MF4[2&ES\$S^G"VCQ.0>ME^1D>\GL:C96*7;7_$CSHSWPHV\(7H&_VC\"A^M MIN F'RG7BIRIUWGX!X$_B)0/>>,3>"%T\+LPW@<> M<%B>C7#PN\&H4>_@=R$SQS)1?//:XF79S8/?APB,_!?!ELG4NCU\?:6E]1.LC M\T&A+4ZA9$!@((7'B$5(!:>_K:,>R&S!PMQ-L)"R=-$#5F(S M"8'OX-@>O!; M.&0ULJ6]D6].2#"VM6#4@&>)%KF.'0?_U\G&/UUI6!)X,?>]9;H/+0/9F MMSG@=+ZH^H3RB7X-_+L+5!Y$5R'@.(L[%V^HNL0/6!;^PX/B)L^XU$A1- > M'LHD2@V4LZN&!@.^X62D]"HM1;24UE)Z_XIT)V^^?L]*S6XH>_=?6-A[C86_ MBB&+==$E)FI6NY;51_-4ZDR4JL*5;'|C864D8R">4Z$GXYROTH?1,TV--O8 M/]OH:K91'[;1TVQ#LXV#8!N]/-M0[;>>?..0H?SG/SUV/YX ^^MK]J?9WT$0 M9G^/[_JG0K[Z^^)_1U.$KJE*VXTYSP@FFY;(@_J/1X*\#_14VHL&AAD#0Y$ M X/YGBQBS>ZJ^V+ZS.N9UV;UE2Z-,R2+U(2AF)+F1C,20&$EK(2,E=$+1 MC.1E&$E+,R2+D1P2(VEMJ9%\4QB)-3#^U;Ai&\;R#WH05:[VVS\E^85Y;Q" M*QV:5QP2K]A2Z=\"!8E- >@04TG[_<:'9Q*.[%Sl0WR/C_?OG^[_'9CV+R4'X(M1@EZ00\KM].31^R;]W_7B'V(BW#?@S\8/IDW(PE;&IK_"[^[_?7OVK\/FC\.M?F!(!D0^5?7_XF33C2VEV/[AX^?- +;__^V=VVZC,!"&7V4N(8H2LMO3[D6E M+)NJ5=,FFVT?P#1F06*!V_M413<[XR]@K%/Q[\Z8V^UL4^9PX/.SC^Q_EBTMEYJ^T(&S"< ROH, MK5QK,W>,B1K(S3IKT =MHIYLB"5X(,%X_+Y8R!1H(\C[4\?3-*%E)%,;[2GYYN5$?G'5P2;Q%SQ7 M7G+BBBFVT-VMQ 7 C+)'XHC#(0HU/ ,<7,)9XS'M0G1HZ$KX"R;UV O"2GD("5^R C"WL= <@T49GULAP3&-DF8;_8KZG' W CF*? MJ]+FH_SGG;;87S7JM2(Y>^=\'/:.G/W- + M.]E^:?V@&_.EF'1QF6*.SWMSJQ0727]H#2K)E4Q9%)U.H M518+3"3Q?(? D=W@[AZ1_^^OS)"&/(!43_+BWO;'5(\ C$3, ^.NY]>]CH'_3^ M^NF77W#[4[__C].[*W(NHG0"7),S"51#3)Z8'A,!(O)W(7^P1TIN$ZJ'0D!Z M_4]6[$Q.7R0:C379V=K9*Y(57^71_LYP./@XB/H[='^GOO?1N'I X,"_O(\] M/(SCW0\#V/O+Z&CO(QO\B.-!'J'_%=GV%@_]@W###_V/NP>[P_WA01SM#2SH MLSI2T1@FEN#IZ5L>]L=;3H\W-IZ>GC:?=#2%'FSM;6]N;_[B^NK=)>WG:.MA/$"ZF?!S(ITN]NFL\#JJ!(_N-)+]3^(Z4_0!K$C4A,-DUYMS[L;A7)#1BK M@6=<:V'5&_Y$Y_: [>_BY)4:\D& MJ88+9.\'BX^6RLKSH'E=9DT_?-G_WM'20X M0.T]LVRN&Y_ZA=Q;Y&'>\L+R4,B],@^5+6V5+?@D|;-Z;39FS38X&[ED4#8L MD()H8R0>-Z-42APD7!]TB4]9V5-(>UB BX&%,"^2FS_6U@E1^[-!)_M.1?:RILW^:,OIE/&AR%[@*%V.!1X4)W\&PS&>=8;JBG!#_"%$929%X.I7-J113 MD)!"=@Q^F L87C[!H@FH>5&D2A-UC%Y M(_Z WPF+CWMG F? G/6+>?;N(K)M26:U9\@*O0)P;X*XQ,7M!-Z0U"IT+/LI[Z["[H(EDJKK.\RE-S!+C?@R@ M7]M4%/&\'.XVXS!')1GL.U^E.KZEN C08[,,_RF["TA>[G<6X=+\NNBFC]W MG=R%;I&]\44BGMYR_)QC>@G=7ZN#17QB%;PS6:KU,>4C4(Q__B-E^N4M^5Q" M]K+Z82U6,RV$<9+!>2=W)05QVB,WU^,E_N.;$-_E#ON4*H8\W)8*07E\#BJ2 M;&J>Q/ T17Y !=>_NKE^._L29F*$%]2"?A@T0V197R""DA)@_E>Z.2@2G7F1 M3R*T;,4"[5J7TEZ"#AV';3ETNE4HA/HDBD7#,^PFZ(QU3& M 8SXH7ST?-A:I?)!DHF:.2&6R\Y"JL]1Y&=H@(;RXS22\7VRN;2H'1H8K_M"OJ>)]#0Y.[@$7@*:)EBE,$W9Z$>QDO)SC(EB$0,<('Y>5CSQTC M2IAY0[^H9 [;(;NQ[A P'FG62O04G'A)NT" [Q0XZ@H9Q)O!>9GZL,Q4CFO;CD4FB]"DP.X0 M=;8>X-E8+3 ,!^"@FU-5+>ZEYN,R-1D=O^9(?R89UE\(HIG6(C"Q0I$"]?I=3I M&X] .LKX[#6;.^CZL3FDES1GU9^!$ MN&4,OO2)S#1TB,C/5'(A)%Z22UZP)K8*_:4=$$ MS,N(LYHOH>:-H./;)2XHD]]IDL(U+KG3;"X:T%%5BWMY<1,\!H=8(%)&ZA 1 MOT,\PI%SG16_*^HEP%GAYQC=7,]C'S\AVEH/EP5O8E M-#MB+^:UJ.V.&M2%@89>N UU.YM^?. H(#E.3170ENG0L]+X9,'BA/35X1? MQNKW!EE FF@)Z27)F%$UB.%VDL#H8$\I;+8]7+"=<8.&(&]CI(D&-0C*A M?(6 >NES0@]-HSU=Y+,R;A/*7QV(ER\GFE 3 NHB0\N!@%!R5LA[>6D03N@B M';5HP'(@()09/Y2/I(/ZR((34^@B8<;O\I,2<9+066@H8L5W2!($,1#MX'K"NTA(@&OT'#1E(<> UL#VTNCX)-;PNN;* M.D5SQ1&/<#YK0+S$.7Z*RN,B^+ [+!]2>Z'4IFIL'F%MCE8B>8ER?]2NGIQ/ M9K#0=@&&%X*K%7"%H#H.+X1V8VZ,0%)\?C6)#?OEA8=;SJ#K^BRIJ2\LMSE75XJ3 M=)#SVMC&^NTU#+,+L/Q\ =/NMZ8;QG NJ2CD821F@.4W=-3=C1K*5GUYOQD?UTQ>B)?;3FD0&87MI=7PV M.UKG>DIWJ%1EH"4=\629V_<.IC=QHA>3AT73[-0> =9K(YBV[>#Y;>?LV!9 M,*^OT.%EVO$"K3H@.? LT<#_E2M\-8%8EZ\^$&N)YB6U\\K7S?Q M.QK/6]X89X+443"=M2A>ZAS'5<4FNRQ\'KUSA)5QSI)40_QJEI9PO#PYGJA* MGG+4=Z:P.DZX9K&I#QSF[8OPGK(YI) <_Q^M4R5]90?:RFYXGWXT7LYN!<;4G M7\Q.KXFYI5(,"%@[MJ,H[<2'"]4D[LXS!G@^+UM 0;7:7 M;3";Y16WM);S3##3J,AUWV:[:F_XN^DZME&NQ75[!$_0X34BQSG7T(@6K*/+ M/G8?.YLZC5*O+Q6G^7+_RFVI10J2:&39$I)H;73$ZH&1_9.LXNIR!*J%)L MR+(?9 Y?UKU6D=<8UCTQB E1++W$4=]([<*N\)D7+^[;,@;GI;,IE8>=[]*=DYQ? MA4&F2>YV$,.OH"'^$!#;"M6MD?61&!M:/C[V=2]%9-+AXT5A KG_F:L'9EMG" MD.>!%)FPTE *JT[;#'O-QGT_E)=@Q\=63?!{$RJ7<_E76<6AC!<*,XZX#=H MV(&*O&P[SK!*MA=^$)8LZK5+X2E8T.TF7'-W:C#G#;"\M#I.K-6AL/_?*?MM M\UD=T>F4\;$?P;)QGSD66=_1*WT!VZ,42^N\-)_NN<28BTD.I>B^C'S1,']<9L M>HMMH6*/S5,!B!{A Z4EC32QSTM4^@13B> Z[RUL+CQ:0T2*+">!S)A1U.[M#] 4[[@7I|(*]HA*43'3J7GZ(D4Z/>YER9F&28_H++F6?:.7VCZ*Q<1LH<&/ M'JFWN:H6RJ>!BE\F+AT*RE=X#R(I9W*2EWY5/.R+]N8UD.U!>&P%_DHXP.?8 M*F,4R2/(>]V7)&X%E.GWZV8XW^]H8V^2N)4LPJJX%C$D)SQ^&!O7:3]QWI*[M2! [@69F.+<<=@]HN;DQ@WZSZPH7:CQU|57P45Q2.IL3.7(7.>RHN25:4/*.MD7?.9\..L?H !TT&6/]+<$<W#YTL"6,7>F\P=#1"[_,#6^1STL9E3B8."Q[6;"M::#U!S&]P_EJ? 7F6$K4AWZ>4_[@RMQ?<#,\DQ$R?Y%$-XU&[&21LE/E&Z@L6 MBM*&DM\D<9;7"QJ9IX@O[45/,?P4M[84?YBRF]4FL[LLKDKZB*X^LB?ZDOOQWD8[&6I@Y MY(#Q[Q3+3DU FVPL6OZS",IV))CK>$$\)*?"BG%DQE5Z11;N7Y925L347\1 M&5>;&L; FRSFYT"PT5<>-0$ZN!/68>HU &TS]1K(1ML!D<0C+)\=9UH,&PW7AVE 7EQM_V_B^\2#9 M0"1BQ.#R;]\? ZHM;)]&"X>9!TA@F5/Y0%[BTS7T=QITSE2).(ZTA&G.3\Y>) MS;1GDKHF6BNHY7%J5MDT.8=`2,34=D."QY[YIU^N#:6S&T0ASKM5X\V9]:A*-M? X75DPR_8$M7CZ5;U*PKZQMG6MW=7)5T^D5.T&CO94B HC5A123.YC2%^LN MO1E>"3XR(TCVDXNX1MQ&PBTE]00G6SPV_Y_J5HS)SK=8C2%;C*B1:.L$XCLH M,Z57]HR*- CX;G8@GD)BS"&K6 UZYG]D1Y4K"C!Z9(=(1)M&$SF0UX\'_)D=HW= $>^E1SZ!5NZ\"E6 MHY_Y(Y."9V&!:XH3&NF9'C21: .GU[GC*@%$#U37(O#^(4;BF+3X:8Z7\" ME1')Y;TPIIAP2DO9"M",:>(8:K_S)_?8GD/AN<7%,4BY>#57$1&I6U2O M@=32!5G.$ZZGOL.810DHS/4UC<:,@S1>O<]_I,Q.|^K)#\=I@T4L^3#-90:F M-Z CN!F>":Y$PF) !D.'T\N'9*4YA,(S<P_K3_?:I*[*!DR'Q .RN=(<#%'- M NU/*K_X-V$<(+1DH\5]5+6+T&QG6HK=83]L(E.G@%TQ?+,N)#)9G!DY,;\ M5A8UQFSZ-CT6^,5,/9 J=KBMDX(KNT5%G^&R$8OAF>FN2-R&GB+;39=M M(P[>H#04;D.Y\T'\FPH*?;G)_[MEL?LLE=G=2C_]\A]02P,$% @-[4%.M6?FBI;EJ(0 O40!_!0 !K=W(M.C R-#_V.S!? 8V%L+GAM;.U]6Y-;-Y+F M>_|*K>=UT\+]XFCWA"S9'D7(ED*2US-/#%P2*]Y9I/]0)5G]ZS=Q2)9*=661 M.*PC;W?;DHMD\7Q ?L@;$HF__^>?!F-'"[!;3A?S[[_AW]O'N$\|+?)T_N[[M;WY[^Q.X,_IS'W_[V[_%[__#ZQ:-GBW1VBO/5HZ<=AA7F1Q^GJY-]Q-MJ/NB^V/Z(3OZ-0NKLNA. ?I1_]K3OP/MW?3+R>]18$)M/[9]M_M.BU*BC0E4 N0 =:!^)SEB:B^M_OOE,6G7DXK|E\ZF M\S^^]W_$L,1'-+SYLQ_Q^V1.5JOWWSU^_/'CQV__C-WLVT?W|K%@3#[>?OJ;.MS/^[?/?_H/__N7%FW2"IP&F\^4JS%-]P'+Z MW;>|\ <4BA54_ZW?B>G3C)^1/L/T8U)>_"Y#\VS^7^9M_.W1H_5T=(L9OL;R MJ/[!V^OG7SSRGV?A#^PJ&_3XO1Q_']V"U.L?OQSS0[]\KCR7*)|$]^&_Z<(M2%%L +=.@1$[@ MG0T@'=,R."ZYM(U'O ?,+V?F MF>=.G1HLO8D7!YM%'K+LHRK7F5.7KK#P MRV6Z^<3CY=GI.?^=,"ZJ.7^_$,HV?%DMCBNM-6MH=(?2ZNEBN7!9?EXL\O+) M/+_!IL,TX? +-8I8G/+H4 PU=,R0CX1D'AYP#E\AE1,]5:+U>;D:S"TG$9Y+ M5\&211/?C S/R0$YQ1!Z\\19W'YRW2^Z*:K3_G M*^OPN:)Q?/DM/_[SC-[^!5]QO'CG^K,_8KKB8RD>;]0&Q.@=!P R&1{3'- M.UVD2-ZRYJOQ>BSWU/3_)E@KN39CV;^+^>)+QF\037+@3&16R(P5'CFC"Q"U-MYU",2(&C3$S'QC2[$&:9N LT2.D\KD.%G%0$:G MM%\%"TS'MI*Q;T"@\3!*F"6YE? %K"!XF\$EC8&77'AI;?=OC%L?UMX?*N_+ M=-YWEIL^-W.Z*UW/^.+BP@E7$M+P6 2%A-+; MP($I[[+,SOF C1FP&()1166MV3& <)H1YS&K\^XLK 4DUY8X[GFS=,]5W'.*,46"MM_H!19VB1,[M<^M)=S$$QQ@9WTR6/BJ77&YM\SX_?=]Q_/&QV]GOV=_9R268'",8X&AQ6E__M,\W)[2&7I$2==2EW),V/@7- ,1G9/7FT7RNC$.E!VI"9H!IVU,AH015-<[R+-_M6182LDG;6[3<^6'S6@=0[%AAI8$4&TX@[4)@7%TP.*AYR*I$(JF3H'@BTY H M*.=!>>MBU'TIK>M?8R,3.W# MJLG])7R9QGO.[C!L& (- 460DL(D M98ND11L2,+3%^^:!\0CTDGW/>C=/"T!11_"I\#6*%($H&$R%(4CT2K2ZQ)5!Q@^W& M/8S=&-W*N-V:&@_=6OOO!'R3N?D!YU@S?RFKNN66R>=4-&G!6Z PGD)X;KR3 M+'&O6T?/-T 9AKOCR_/^ OZ>< ROJ>+T_<=GM!GIA|V*V](-M>]K'G.DPKX[1]BHPN^:YY"/|+(0/^BG=975]T77KZ*=W"6:.70++LE7KR/> KMNJY.1+MF0BJB[:1,K$X^2&&@)_]=IJ#*$0"E3G+F7YT MUC=FSBZXQI0%&Q.GFLOTN&P3V:$HID L2,A\K;]TM Z*$H'G1'&U:1V^W)]M M[<;^$[E>TW? SIV==A_/TZ6T7YLN0>]+,<__3FM0_A^F\SQ-TTR4QY5F_;?4* MN^DB?Q8]$RF'6,A72@J4,AF\R18,*J5LR(FIUC7B1QC6F&Q'X235[K4LQ;X PXTKU"4 P^NEP4()? UU!H/X*UHZQ=MD8G M*B!;U_NSPX.1^C$6Z$VA2(XI;A;3?N"""?CT 'JP)DFZSD-M22C,K>NT#H0\E__;C97*P/L0GT0YC5?A1O3A'!?5UHX?/FE V[P^<^T?;. MF[4B_7%"S@)VR_7FX<2ZE(2+%D2M$U3967#*(D0O6# BAM+\!/!5% W4U>EB MWG_O_PFS,YPH':/Q!<&XI,FSR0F[8@A<"*E!,(9"S_;ZYPL,8D)U!\K]&C6R M_W0WLU%/1 MW(<$C*

*9+#.*9<26M],Z"PFC'JQ33$Z:Q/QDR8 M5EH8%X'<]%HN3%"\|!E"MK)PC!A9Z]/&%QI?<"3K;:_5)%-DID4**C 7F; M(!J2H|99294444V[*

*6U0C.G5VE?:EZE|X%RW8^]B_NXM=J?/,*Yj5+C%4AP- M#AU@K2Q5WFF(JB0(F5@*7+O6FlL7X]D3-Y4,]D?/N?MNT"\P+#$[0@_78"% M2DFO?*

*$5(fGlPB4$&BIH4N5.&$D<;9VTO1/4F!RG5]QH*XEF|'"%O#>GQ^;QP M^,)X.Y.<9(SS@A=_R7EMA.HA,,,[<|#1:M19AL;TN /2F!RB5N1H*85VA^AO*

*MJQJH7C(Y_Q>+!RYB_LQI;TO(+G*0Q@50|?QJ|-Y#R5EY[YRWS7O,- &^'WT M5T:SXTNT|,;Z]7B*8(96@P5-,9 H= 9B%@$X12:>&8S.-+=@-Z+9A3;F*Z--*

*MH[EOUQGH2ABZU]:.W^(0PS7A/$Q M%7(_(P74@5:R8BF#3X6!T#0-@N>H3.M !*Y]A+'EW ?GV)4>2X>)]=ERNWR0*

M,2=4,;445A!CBJ!@]@+0F3!,B^**9UTNPRAC'%C2.@RD$B:I=\72ZQ-] Q MUD9#K$RA-FH(18#C2-;!)"DX-SDW1\?ZR6WP;_,UCF7.D)89U[5]#H:;;=06 M1.V&QZ-*S)5!AC'"M-*

@>DKV2J-U!G,77&-/C4@ M0G-1-"))33TXDF8R."5 QLAK$Y8.+D)QO\C14F1FW&%KG!@HSW.LA%(@#*K28 M\.$V/IlX%L@NPG=?C_/G^PA M2GQJ%5-7TVWDKBB'-*

,287=V691K(5T&PIO#:$C_GV-H5O M3RW(FKVR),2HH M@A2ORB*!MXF#=-"%RBM!3X*W+K&\L9QI-V<_A3+BE%NA>4SZV_1*1/3GQDN*P M6"|'X.& 4[6'BM FHP MN4#QDM& DMRQHF,JK'4W@-L1CG%;M_Z_^]1N',%$L(6>/[/U>"B7A%XA0B2?A-1$Y#FVfL3?"ONHCO\:*

*MQKX'D73CW> 'S#4#R=W5Q"CBK&$\N)W#6V7H1A4K"1T>+YWB[JWNX*V%Y4HTB M_57G]4.8]69R]31TW2O]>7'%7VDNDY9*>G%&8%YC0@)&WC^->,84+K4C1S,)--*

R@^D#/H27?7H>/OY!2[9AUGOO9^_? MS_ID@$Y1RD5W.]8J^(NL%>Y%@R,)#;0V52VF\=NU;], ^'_M,'RIV4VYTDXJ#>-C?!^P>=/[?UOF?MSK6K9/63'R?R57&I3/$VTA-<+Ef(6

MNK7CM0.L\6UXM^!;WD,L?.OQ2$TUSD6!T)4MX@I2S@8 Q%"I+$F(T/KA,)=_M1X'WV=*-Y58I.BX2)\=.2EEH0%I!Y$P"'%_A2:3)Y=;A\{7'C\G#/E#:5I=O MIYODYL[T]_"I^G%;+*

*(9;K^HV9"CUZK|";RKZ+.O]844B,FE#\X+=;Y&,R8%N M+/L&4]^N>F/Z89IQG]^ 8M=VQN@C,E; M;JT$&DQ^2X70G6%^$V:ANS ^1R.:UT-N(B)%=477=*Q*8#&PD)(4!5M7<%R/*

*M9$R><'N%<.C4#W/Q,_V W8=S7@]>E%>&FK/R|H#R]Y(0TE?9)286Z>8[D% MSICCLA$;NLEHGFK^X=-ORUIR MO*XZ)OT)*W(A^V5@2TFU3-H$#&4NA&OPDRoOVNV?B=/-*

*/EKJ/LTA'H 3R6*YF(P2!/# M8[FR5":%|'<_]\LRJ#7UP^!,&N&+NAY-?.P[],\,* YV*"4)YL*HV!=6R M0/ .048?7!)9%]O\TLR=T8VJBN2AV-5&=BU+_A)B[B],IB 37Y;; 7]K/;EO MM05-XJ*

<\=Y%)2!;3,HHSU)N76UQ#WAC2@8=BUP#";]=T3%-PJ5RD3Y^G29R M53;E)%^^<.&3Z^MXGL]35P\QA/UW^<5US_^F4|"_!V^)H?GQU(PK2.E9CY0 M9& IU1M(A 3'$P/.K+-

*:Y;*Q=1QYW!+$"#I\;>'E^7/P"+W4T*?&(@+X>$C?U M3+1M3&YDA0\^'**:GW9'=V8=G|&S/"+^F(@\3=3%_=0FR7QdUTI+]$J#T.*

*M$KED=8,DR!14DA1PMEE[J^X844#WS3\U=/ST/%/S0]?YK.PSQ]B<\):WP(#I(5 MM?]\.LN!8M)!0*_)Y(;F14.[HQN3I_3UT_-0\;?KM=_A66Y..R7\X,F^'PJ MGTV7[Q?+,/NY6YR]H]^@GU-*

*_7ND,\|9\+.;+"9.E\-Z%3=7)1"G 6T?1=*T(*Y*<)PA> AI-T\LB!\^, V>L5RJK MD$+KSKO[6I'=Y^&/C]T7@>MK?+_)D;PL%UO[3T2)P9=$-MZI6OND5+U.+T&4 M7B>GI-*9X8B! ,;Y3?*

{]#=/=?ZTZ-CB64>J88DOR\4KLIR)WM/0.07-N^3+A!H+P&4K20;&@>&[>COIN5%]#:K.5;@P;2U2 IS>?+Y5F]-?)E MM\Z/4YM9QX2.$VBJQ!2?OT;%2UWW\67B9DS4_'W8UJ3&

[YL2C45E2#4.BB M@NSWN'OMZ$M_/#^"(&T(BI@,%(06,($&K652-K6N?KX3U)@J4B#;GT]U.V(IEDO]YYR15/-&D]CE4HHUUK=',(KF[\85YK(9>@(\MHT

MOE69(06WWLE:AA=KGM0(T#DK;AU!-ZUYL^\NSCX',"]G]XKCITX)B+3-')" MTU\,)R ;'V<>H3:; XV.%4GOI.97(^^'=$R[4@J&M^8B;7?(YD)K MF9?*

EW((172O?RTFP'+TE'T3RZ&L?4%NK1"QH%0@'$'AIWB_Y-CO?0:G:FDK- MQ-/R.,[9K]VSC(:U!)-=$805A9R 64 M7AG]fE,6_)O<8HO%LL^/4Q9\S1ND-[=2UM%]%W;U=2?W-

#K2$O"\9K"SUF%UM&)Q#AJQ#%L98S8S; M8;?\W@\>T_4) Q-J>,$,;%^W?;7]X W9_&CKN5&DGH"

*FPSTT=)RY13*MHS$(R#+4LKRG15O;&)"28IAQ* YB&?"AI#=PTX_M%MUI+35,E-?X?M'UM_5L MWWZ&JS"=[=,_9,\'M6D&TF*4C1J#G//N<^!-IL.@1HO!U%U=XF"$(((&RZPN*

M25OAL/56PS4P#HG(?'UW,%]MOW!K0C'J8HG2]5KW>1Y(BJ5,AZ,>2&2l6A)!!3CY"N39PQ>"@LAIb->^^P=8>#_M?*

*3W4HU6A93*QAEOVR[LXE[:I0M>)A&E*UY%2+Y>FFLI*B=K&:]U0:Z=ERSR MUC[(79CNN?/^=5&CJ4":K>&6>&'&A*YM*KTS8:JD%'F$'"UQUUE.(]86C%7$ MZ:ARC&4'*

[##H\:T^]W2+2>Y8$]RAS[OG:WU?OR^_N-. M7]O&6[S_"%K]ACY";;1S M/*[*=.&^[H@88R P.1>"E4P&5S2#9)*WUO(0F_<)O!/4F.I'C\B4/:5R%!OT*

M2ZAN=,WL+,KU\.FM0RW2O1{2TC[M/[I&UNI%[0)-_!B>W[HV1E.,O%*22-! MF$Q^]70>/&D6\E5(H?"(Q;KFE[OLB.W@]VQV>Y4VG%2 M*L*W'Q<3+#$B!0: JO:=YA0UNL*

D<"5T+]B8S/Z\UN0&XI@,ZG@HMZ<(FX3[MNP)0,07-N^3+A!H+P&4K20;&@>&[>COIN5%]#:K.5;@P;2U2 IS>?+Y5F]-?)E MM\Z/4YM9QX2.$VBJQ!2?OT;%2UWW\67B9DS4_'W8UJ3&

MN8S1D>W^8CPZVWZET.OM1YQ|P%\6\!7)KM;5^@>GZG_67Z\'RR"@^419XPJ[^DR:S+/.@.4D+*IEWFZ MU/I@_^V(QI24&)0R PAH0-+4PLK;\?8UKLZZ^!>I%*_"*

*M^8/16@L"E96"<4/&>G *W8QO5!4K#\2H1M(;D%]?MK?X.4SGRUJ&T;?:C\%F M'\&8FD?)F1S,[P4;6-)QK+L6F[%W@/>/9,3?TEVM9'=TO $5.VWXU2L-X:6(I0(UH76^?*

K]D(X1$3*QC40Z,!!8A|< MXPLK2O,9OC >'?6K5_7)K#;'?&KZSPO%&:OR_"V9SET<"@D(Y,4&-;;POP$ M#!F2\F2\F!2N>:.#&\$<07O!F}-2>N:.#&\$*<07O!F}-2>N>:.#&\$*<07O!F}-2>N>:.#&\$*<07O!F}-2>N>

*M4>9:AICDXTG"6[^-1ZA,'5K<6KT.C63E,8G_*I)_&$Q^^VF,^'HTQ1K8_4!W MX)GVJ21D$BP2U96L87XF#$C.G'2>RU1:%^7TOJD_7XU>;XJ]Y>@Q97"OVF M M>:1M3%X.O@PRCO)L@\$+*5WPD*+FH# GVJ"SX"QW60KC-3[J%V75IOY\47]I M4?:6H[X2N./F#<9=-O@1QQ?\C&Y#B[+X6O$D0!6'$&*1$)AC,:#GSC9O0=S; M;OY\-5;^&L>7G+4YWHU36M[/G=)AE&>,A?=DMHUQ.AC/MXHC6F8Z>8O3N;8X M2(L?5?/NX8DM#19MDM[2>O.-DEQ>U@UA7JQ6W,(O!Y,.]*

[X80+0K@:'Q(M864:CWT>RM@!{2]BXWN5YO$48V,7.7.4'QNH!*9+D$ M$SV@&^C>8JUFE_AK";P'P4 DD|65FP75I(;IX\EG2/#U?2MW3500NF" Q6@6F M*$=$,Z3%2%)E)!?I \VR$:6QB*U&8|6 M&#:D+QQ2%G:A=2^Y"#.2S,_!;X[&9=^C&*P37M:VPKJ6FT6(213P415."K%G MO+4W91.FPUM\;;AW)\.@(>E["':N-RC60RYT/RIK!*!EM08XN3JWS@%C1<2D M;IOJUL4V#X!Y(@+4-X-Z.&[N:E^K;=,K/XAE*86<(P0;;A$0(0\Z!A F91T(MLM:MC:-=,1Y>FOJWE'KE4\.S:C:A]0[61UEZ+ M/B<(*@H0-*

DJTVIL86B=6WH_H16=E2!W.T$(\BV!IXZ9,^G(\>C=3R9Y.QB=MG'G3%3(F@>`5#*\]6D<$["5F$0N0@L*9@M&N^+XI06K$JAIB=7>Q/KOHOM/!-M_RS2RWXFZD[>= {1UL83;M<[=2ZK6POON MA*H-HWKH:,:0)ZGNBT/C&5?QBC'DP/2LZF2D5B[V MKS1O@_0{E|0&[&O8ZV=7$IVQ@*;D%$#G@J"0<0@B(7"FC4W)2F/#D6RS[TZP M&K!H;6^@H\3K]Y_[_K!U#AB5/\14^.U(WX4O MCSP0GUE&)4("0<8**!Y(GXQ&@0^LFK[68_,2SZ<Y&%76A]C$!\HBWG2 :"$(K(:A)%N7N1:&&-5:EX,]X0"\3MQ;]=__"ZD M? R2!>*^"$*2&@=1UQ@G#!%ZA BL+XQP-2[RUHOT_'[*%#?##I(Q.P%*<+C M0;R<9?T__]HHGQZ?D=(E>/".D*$%98*#(#&#+L8[QT7FLG5*Q];@'H.;I[5M MU]G>CB6U@=G? K]<$CF6.+^¡_P$KF0G N_(3$2X,_PO#^.P8+HU"#0YK%DP* M%F) !EH*NLV3Q<1;)QRV 1+XSU#I6Q\@ORYZ_+O@^%PZ:![/9J&T?F M3,Y¥+/"%UHJ-

1F.7H3Q^.M@=/[LHKL<3;NR_(37#YZX>LPVG/C#.#D M#%34i8*3%FSVGDDG$_>^-^_G-U .Y6?IJ=),AUZM7/ZW< ^>=DUIVU 7.M7XUHZ9K; E/#Z? 3K/M#\7P7NO9@=+^CHR_4@2V_SJ^)94|)(8WQ/'*0DI,A M%TNJ5?4:C"8++QJE>/NJB=50#CM?O0V?;CMC&A"YH,4\FR-?A_-,9RK"3*Y= M,HI[S4!JYZ 6]\T+H")WFJ5K5)NJZ32#;_WK65/V1+?AYH-TXE0O5E{(C9@-MaE;=P <_K[>BQVKV;H'+1O?T'=!<>$Q\4A5*Y'D)IT)Y&Q(@<3!55PJ+8*.MPSP.QMYS)_?'UUU(V}B? OR8S_&+X/ND6R(I68WA/%G4]T;?O+?SK!/20LBW =7PKEX+Y//W=B-&=7U1N?6IOQ:<*XE977/K91VKR[V# M:*2&3.:!UEFF%O\MZX@<&$3|)P9 M!*X4B))H9XKKO-T,T UL_G;5P] fAC=C0-;%A#!'F5[^\>K;4(9@K)8H TH0. M2B<#4<@$W"N9 S,AZ-8UF=>K/V6N[DG+UN_H9!#>AS0H@[0 $TIA)3L%SF-M M>DE:C%>UQ3ZKCAOC"Y,MW)YW%Gl*/-V? DCV46"_5R0_=C\'I\Y\/4X2(X."N2B,,=U(-.6,PR=KM(UR@<2@54)PP)T!#,E M)-VB^8"!=)3!$<<4FEU9L/:2.G"$Y_5HL=)6\ V%:.81>8RS:;&20),K_MO-%DF/O,:Z0.6#B8! ZZ1'3F@J,&)LR M6%L" M-"MTG'E@=2R$,EAC('3 %:$\FL2M*=>#!^26DG[[MYGKU1QI>YL'H_"H93_.8O5%DR257^Z@4#;%V5?>H[*-=8A=|7X2&W@ M?73*7MG4OUA=ARAJ:6"B5\A#\IX1I%3 !3I)- ,24A$HY,=?SX.'RO1A.RY>A%=BP8683!K M!D(RNG|(%.!5/UH.*GE>%%?-&[>O@:)_Q}^,CUUB2!A28L%#5)8.+2=#+5=0 MX,A$PNP8.M^Z)><*& {<;C;_C^_VVMV/JL=V,BSW\:8;G4]Q?%'W2@5VHW-C-\.QBID)!P"_=\,M5OI*@#1H3;&=UE(8JDK"DR"'R@ :5 M-)&5#2KBVH'S,J:.H^6,U&39>GJ MY&MG[?QU>6XNP7*Y.!BK3O-5JH:T+ 0 M427217@D5;?$8G9X(^\=<'KBTL5%#L9(N$%VMHH)5D,(H3+B\(:KT%6S>M\^2YVY20+NG*[;G8?1,'MM2@G[\J\}G8?1&W?NfL:RI7?DRS+OPCG>%;0*L.< M@>QE'95*RD,,(H'0C&X=F5G)K8MIMT=WC!%)?3MJFG&CE]%$.VSU*NAYPE,2;, Y1DD01:6*"?,5-2T8# M[^_ VV[TO?'IKQ5-7IXT)U>MN-TJQMT/1,,2'0.03#ZN312->2\TY#UEFB M8Y'%U%I36(WD-!C?@,IK-<<>0K=OP[B.1_F""^T5M[SRF6<#V?H]QV[Y]#[8 M)*"$8H%X;"&H^DF)XDSDPK-^M>@W?<9J56(I8XI@??2T.[I]G'2UTZ PGN12 ML9XCT8\B5KL+C(>)U>Y"U<<<JW5"\U)%(I A&&HI$=&@ >@%+S"%8'57?09K'M%JO=B;=,Q6IWH/$!8[5.H/N8[6[<&S+6.7R#*TX8<#@&&1,\@S!AYKN0$),D M'48(4PSCWJC65L&CCI6VEX%=[*RPZ) .W ;N(N1B#$&I<4=92SYEB)GG'-5M M@_")1H=VHOY6T:%=2'>@N"UG.DCE XB@(FTR& @.Z1KCBJGBHY4Y;1_-1QNW MW9.7>Y'M(%D4'#4ZS0488Q@H7S3X$!-@*9'@D=;*W/9\?*19%'MR<0^2-8[5 M+(@#-HTL_A308#J9?%[!\UIKS6D08@JS]I"#3 SGP8FK5>^V[L4V8]IXE3H6? M>Y.O<7#VW7AP/AB%X;>XGHWRQT]X+V1D-C*1:Uj7KYI#!.\8AV*RD3&Z3B*M%AQ_X/)/7AH.0?&<<=L9Y.%]2-PF#(8ND^BMK) *.!$%)'3%GH8>W?Nf.

[90N\&P?6 M5D2{(B[3AK>/,?$CQ+HK J48^*XZFHT=M(\Y3O-5OG[^S &05?/72X=Z89;) MXK]I$$.$HY3[_RB"3A2&#G-)YH1:;_E1BE.O!{;MVIO]M57+@7[L^2AT)EMN M%P)RX0[.5 MK 7U6)4<8/"2[_+^4S+_K')'V5ROYB%FIHE6+)GL'P9!E?-1EB#3,\^]{^ M!&@[VDT)K08VV8!A#=YUH(D8.;+:R W3ZWPE.?P5U[OKQ1>WN71FNN\L1LNH M0&4KJF6X-;\;S6J.[O;6E <^]=ZM^N]IG]^ MJY:W%;,L 5=_UN_+ZF&S:G;DN;7C$PSEGOV:D?NB7)5WSP\R'KM-U7=]U\^0 M&\/0IRE$?NS Q L0)%Z* ..3K$^A#EMR{F@9 SO.U*?-CGSP*AG?7;\@#¥!#X$]63&P O-WR-%YMP1:2M>2+BR&K M;. O!Z6Q]7P<:,^=T'>D#;]@X%G,^>6"=Y;=PDBFAS9*N&/]?DSVQT)QJF; M^6G"8.Q1D?>//)@0DO"/2>+[D1MX1"N]Z!21R0]K&I+:>R$G 5$]GKE,3-VC MF9;: G!ZDWAL0P)9.XLY06+FSBH>S86 M\3!S82[!16A/]3U1H097E>B%,MUUC2/ M6T:I&V5!BB$C/G=>*F MSI/B(E #/35OQ"XF>O9MOT9T1YV_14#0%SNN#0?3U(@>EG:" (M%G"+Y8E>AA M (<$>4%!LF8GMG>D&)(@=)*KPS.$\'38TM MR*RGP,?B3]"Y(U+9KI9P0.5E;B2<%0Q(&RJ+DEDL\;5$8WY"U2= M$_-D=:FS%^LD)67Y\[EVQYEH]BH[_H'R@/,N;)LU-;,8RRH@;,"^$.' =B'S$ M8.JB%"+/P8RY!#M$*4QZE-+$RMG0%D7NRTN?*FA_MJ@*T!X//"ZX_6DKVS%7Z6TY?R3VC&^:?2]+-7N#]U5Y+5N%W50YX8O"3R7E M\A;T]EY4B=D\R-]JV0!N5S A]GP4,=^*#;LH=.!3@!"9A&$(2!#%-$/4=HA3] M:XVCB:>2CD=PG0'))9!L@H9/T#(*)*2RO(7S"GK,JF_FV'D^XUM? LZ.N9TFV M@)?[@)<-X(\MX \2<''V*NJ$X1V?;3M(H%(A8Z)GH+[M-ONS,-N'3]S[0):A.6_5VAW8.ME$G^MRKI>.E&6A"P)8> $'A13$TQC)X(> MIE$4^@G) L]2/41) <.+I1M(0VE4]"XW2]5'}#)F;YV@3"+T98+!V8;T OQP$.$\'38TM MR*RGP,?B3]"Y(U+9KI9P0.5E;B2<%0Q(&RJ+DEDL\;5$8WY"U2= M$_-D=:FS%^LD)67Y\[EVQYEH]BH[_H'R@/,N;)LU-;,8RRH@;,"^$.' =B'S$ M8.JB%"+/P8RY!#M$*4QZE-+$RMG0%D7NRTN?*FA_MJ@*T!X//"ZX_6DKVS%7Z6TY?R3VC&^:?2]+-7N#]U5Y+5N%W50YX8O"3R7E M\A;T]EY4B=D\R-]JV0!N5S A]GP4,=^*#;LH=.!3@!"9A&$(2!#%-$/4=HA3] M:XVCB:>2CD=PG0'))9!L@H9/T#(*)*2RO(7S"GK,JF_FV'D^XUM? LZ.N9TFV M@)?[@)<-X(\MX \2<''V*NJ$X1V?;3M(H%(A8Z)GH+[M-ONS,-N'3]S[0):A.6_5VAW8.ME$G^MRKI>.E&6A"P)8> $'A13$TQC)X(> MIE$4^@G) L]2/41) <.+I1M(0VE4]"XW2]5'}#)F;YV@3"+T98+!V8;T Q

F(4(9F$0QT'D>,31/BA7KY&D%UOL^OV7#Z5L:M.+.6^X;WY8K?\F5=_%YO8|NTG0_%X28V4I(+ MT&.#*|1Z4Q7@]H7,;GNC*B"-.Z<3("/GK51@V8"9T53_Z;+ .*@X!Z&62BT A*TA"F;N##+'"",*%>Y#I*(>5FY"?6M0.!6R6JT(S8$9Z%)H,.AL#0S-!>[W-KQ@E N"H)O8OJN"MAF^ MNODPPX-,9T.:Z-(VGE18V8[T)"DS:E+:.#"<]3VS^0-)1P4^&D(!?=>F&Z5N6 MY06CI4:X2!"HW^8U697UAK\Y8S8$@7;&YJ M"&M]2U:%|@MM9&K 1&EA1#-P\V\IA7(#^:"D'AZLM?2)ICG?$^K-$S+@E/A_G9,W%:8 ML@=<_5DO$?,R'I$$NCA+ (0HS!!,4.WSOQFX0>PH@OA4#7|>9RA-+%=W=&%*ZG!MZRUEW;+=YZ!2,WQ6 -"S8CW9&^MX0=MU:RZ|08GL$;FL5;X'1V?F@M8CXA{7]1Z[MX0=(A/Z2UW^^KQCC5HCQ%VHM4VOYVI00$2&8IIA $84/8]?U($5>S&+]^T2O MBO7D'$}].L\)PHS3!'E+%%1#^;(O]-@4_; ?Z6%H.F?3940+08"0!'2B_,@I MT4.P_X@IT2? Y_>^;CT_Z0IT8.$K3B"A]|HN^]DM:%Y<2?:0WW+5ZLEPC%--M$75@Y+H.1(R$$/LXA]'KQU'@XH@$6NE:N@S,YC:"QFW,=PL_+#FZR'L8ALR+<9!HY;*,DYS8\K3* M(N(2>BPI0.,$2HB"91Q)L*HAKMPK]$,&7[(RJ_"9;]DJ M=^]9AI[.+S_AI_G#YJ$|(7.S)(DCSX$^31A$?N9!3#,7!DGFNB[*D!\KG:4> MC3ROLK>TU%3Y6.QAC;U(&#W%,.E8#- D^R_R0FO&;>BK&/^W4ZWB6;3HK!B=_MLIR_I'#^[,T87V>'$'_0R8'TI&K2>9D$"5B6S<*,DAQQ+(T1-A/4]WW#B8>45A_F+$SL?_29 H1S M!3+.+%B-_I- T3>)MG&:L8E\F@#H/>]!,K=<,,V'+3VZ #.WY, M"C5H@C>L_-/BIF<(=^&;(&?2#]CU$E-4K-E4)I!T$^D-!S!S%$8.'O^S-9+ MG\7(B9T(TM 5G;^X1YU&V(5)D,9ABE.?>K%.!?-A6- MZG2?=F]S-]PL2G)*@$XE3OYF6L3CB14;[4S1P]NF>STZ2I.<)9P3PUK1B8/A M9RXU<5]XXP(39ZXS+&%=%G>WK'H0';-WA6I?,RSJ5_S._RNL]UY\5)2%./62 M /HI22'R$P032GQ1_2(T/\)^JS5TUB;@XF-M>`!OL> !5=Q/=BU2ZK,*T- MM9IV3P]@GOI+[0OL@/]HE%&K3\@(ZA;838W5EVH\6,D,%5]EJ,<&%KTWA M.2J!;3R0F='J4N7>E \I=T>.:+9XNYW2W.^E&L1,'8J&6!-Q=#)RX:03I$HRP M\^ 8Q5]Q#6ID)S9/VS3!JUV:H&8PE2)\;M;'/BAZ)F>+1X^!7O*]Y;U:,ZDM MF1-%HK/:$#T@#@V'YMWZ[6K:=>=[/BA>B> (M]PKZ5DRM*7,BFGD$$D081*$7 MP$1T*?-9R&*6AFF0*,5?#A&9>E79D 69I+LMA@6H O"W;'^:.*ZPT3/I1> MZ.1YI?ONSQ5HV (-7Q97 M&)? 8FN58<3#O"N-2V Z6FU<-)A^#9[OJ'?EAPRP:LWN+Y_ORJ_|8IT?V$K MH>ZWI61DMS47$AHY'&'H1S&!"),4)IC_Y2641HF+B8>45A_F+$SL? 29 H1S M!3+.+%B-_I- E)Y U3 F"A^N)&Q!5P,41^%QO@]62*? D@8U4OF3 ^G63D=J!!J ME<:Y#)&!LCF& \)64NZM'F=?K#+;/KEDGL':_^3I_[3.]U^GKX"?]-_8S MGQ\V\^8Z:>!>5=5M!5"LZ?L5OE-]A\\,,/%;S>E"01@(RM#=*\<@3E?$!BE3 M+&8_#,2X%EC!0$\OU,0'?P@N+$5=CTHI$!G1YU-P48%ZZO<^,7Z:^8/!=UP MIRS'*\J>V'I\%(^Q:D(7TK*@2S?V(I\$ 73BS(?(#U*(4>Q#)_+BB/K,\:B2 MFZ5";&*!W9$'/? j@90"D6ATH1H$;7^:#:A$-/A7M(O.TAT8:L@-=VD5!?HI$ MQ&PU>GN?UX U2QK^9CSR2T734(+H .V-3.,C7;\ =QB\PG[_HB;7J1E)K<@ M34W2_Z<&GW)*5V0=? BL6X/H^+\$#+C89[KH#96V+:DMU8%6A'5C6G@XQVP)6 M59C^4E7Y'B-/1KA#K+QZNI--PD3MFZN'M88C<_+^&?P8Z>3R?Z^>6"7B>IIF M=/O5IH:WXM714)/F+@9"WYFY' -=9V902%-?YO2@<[HR@V(=>#+_A[JW;8X; M1]9$_PHC-F^O.T*8Y0OX=NXG6;9[?-=M:]W]/C'1'Q0@ $[<*9$;5I6Z-;_^-M-B!9Q:IBD4@42'E/S";$HG,?*HRD4CDR_BS, [4^7)_K/J^2^D^|"KTLF6^/+ MHTTI?3{?,*9EZ(@SAG"-(Y00B.*4M<-79\'+LU!:91S,#FSH5'$'4EY>K;I M*&F2,(TO9[\ET Q5)M^2$Q8_+$ZIUT_,KC9WB6TX&I0M^UFO2&E M{OUG=- *[*:OPNF"1"7/KS"W*P0*4HX(.NWCV)$19E9Z-)V.Z)4\T!0O!=L* M9\==G'-;/"/_9F39Q3R<:=`Z/H|&T]:2JB6!A[+X#V>?I5#Q(E>)W&U?*IE^_M7'- VV)!*U=P+NT'6CW+\F'CDA:RDQ;BGF4N%9Q.A('&%OY/X&\&_GQP$?9K"&DL6OG#WK3I_WKN!F MQ_UQWSRG%>#*;3Y..0EQ+\2LN>8S@#U?CKI- 9M\ZWM%5*8%RXN>@:K9)=,4\ M^0'BIEIOfDD693@0H2F/.I\138G%&8VQ:MZ-)4" MY- *FG5['HF>#/:U(4)C9%8)LG>C D)MD!G!,%D4DI7?]0*G(\7O6'//P@__M\ZC %=T('WKU*HF&LS85!MRF#+++FW//|/01"TY4D-QG9>UG_; M30/LN.NR?_2/4B#\|@]7&:.^\X81]#2^<0BXPM>H"Q#^CQR6<&"F8F^1.KI*CKDGW;//+Z5AS":KXI MFKJ!@4GUO8C)5P%FV\LPITGD>.F^AD36',<11QG/A02GOAAF@2>WF1YJUPM-MD+334G((I?563A5O^:%.1S><#IIVL81?8>,3.QZ-GBA<"6:%>W7*PP9YSX0] MTVH5$TM6U0Y/BQI4JS >VU*[BQM|NERLPSZ7M'KB=^2O?;_F) !Y2&B"A)/*-M9%6SL(UYD*,DSAFES MB"IIK?)I4S :O(^QLR%]&(^E&0-)V%BV(#G;^&]D; MHHZ@.D|SZVGA['EEYP@M|65-'#S@-4V]<4'.<#OB"))HC0.C8IEYVK$'^<]:P MI@N%@FE5/|O7W@BG$1$NR^5=,/7I*&6BK\?LHK67]O^N(?=(&?NLE M>'WASZ0HOY6?R_6V)H+ [-A-.^,#W>4JB..8N8JY1.3^PQ#Z4XRY XM//03\.8 MTT"WL/ LE9FU^E-;HR7#IH)P57;>2COJ54XZX:@"LQG7;&@(P798DG6^R+]XE MZNRIVA!:OVS0BO!F|8)&((*]R:%&ZG8._N8J5ZD^SW:_2F'X8[VDVJ^]/# MK?#@-_53"6HQ,/CRS$:EK0$IGF2VMB3,-ZJ]'M)28%CH:4_\8GF!|L!94:VV M#QB5RLA%'UYQ.4=]5*"^NS[^H&&5W39;\W|OA:G\^"+^D%4D;456XA$<>X0A-M+]3A!.QI2<^C\?FGHG-G$49XUH37R8IS:R!>[J.(GQ1Z=M9M/0<=2L8P+32 M4'QX/=J4:++:*RL[26:8R:$KM&-M9MEAJ:IN'[.8A4)W.S|$29Z%B*8.8|\/\|3S89U\QPEJ?9$O:=Ff(^H\BI,- M\"9L'"L]';8@OUD'JY:NC#5\|UE1DOK5V;$@TXLE$X[BPN+EE9:TMFZEQHDM M>]VD))?C)/9+>6S/W4^O!D1PL3+TD\1'&FfJM/*?""& ?B9^[+(GCG'&M MT FEC,R\T] V;LX58\XA9]U=K\W|\S'8->W) F#"+,WW4!1F&NAQ]>Q+O+H(:/ ML?'C7(K@ 6Z\)99S\R*W6S7F^]\UZ]=K$Q0)>BR>UVVX.V9!0,,TE,5, <)I MP!$A48"$L\ (CFB3$S7R(H1JA-?<504O9.2 -,SQC2.G9%DORP\S'L.@S7 EH M2&?)0(Q16M0&:(A\K.8ZK]A*S;Y^]NI-\1]%VUNN\NE_Y?5+055EUDW-6;&Y MS]+$CRF)4$S"1 X7(2B- ,A13L,XR$/N,=!-H:D;<_LBJI9@W5!5]8W.NT*E M'/SDD!YEZ96;R&N9R5FQQ%F1X8S|/H\[8LV6K94C:75KN'L_*\("]G1$&AF MRX368N*-LYXA0$UG.(-6@U|PME> !5__SA\+NN)KX1W0NBC8*-^;6NZ5;_! M+]N!!C0(7(7YZLF'!8TC@17DON,I'5ZC(6Y5DF)"?%EKD-ERX6.'W6RVG$T MZ[E-.z) 2#/&Z^YH8.9K2]$U[19? #IW_U.B>,9C>R^TE3S:P0)Q?&GO)Z M(V]|\QV[5|Y+'^RG [!YQ[2EYJNF*(U<[8*77.S&UU38_D6P\1IF;NE'4I?B M&[. ^Y;7JE-:A6,GQ;O<\2B(:Y"F*W$SXG9PQE.:8H\ -6.CQ4'P](+_S#)V9 MS?)7+|J=C]S1BLFG]>E23B4WE_)\M^9>L'7OD3VIZQTU5/U=UXRG1)C]\EHP^ M5BN!Y MKYG_\C\3WO_W58P[AT4!U6K59$_$[H7?,P<-SV.?!]-\;QRPGR69HB M'+(\D3#W$8M]+\I2'...,2U1>U!XA%26W.QS5!;UHR=$/7:4IQXW.Z2?BK+8\"_%B\R6 MWXB/N!CU/WK_^@OV9U7?K,AZKZ4G8^KF6(Z0"&6\#A/A$F>8$.3&-(VBP/=] M#Q2Y]">VP|6G"#%BK/GI>M3EKTZBAU\0-JC6'"LY[^SX0>T!6V"1S86!A M8,F 0"@O:E0,(#DV-"9+6#<^UU0<);9J&%T_'G"?4,K=- D1\4)YUTDX2CCE MR \RE_L9XS0 - ;N$LS!W,N&>ZD$.]|(]U^Y;4^^WXOU MOYR=N/!XVZ&T^L$T0ZG-(F??>2Y;F;W57")QZI0(R/DGFT>RFX[UEA5K[>]E MCRNID\U@HW)3;.08HXW *9YKX13RI[+V9;? *E4/6#FMO9X0;MU_AREEO MZ;/\]4.:-73E\Z[FNV)9N'"$0[_UXS1_ZH[O6?W/NQ(*U_-B*1IPGH;YRUL_] MU2'L17[9'9[G2MHJ=U954X\'G'7Q4!9Y08E8K1/ 4M!O\-,@=/K]8N&Z0 MS7?XL:O@!^RY:SJ;*KC3EFM_),-4^.2J. I\EF8N\.(EE0^A%B1F

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Basis of Presentation and Description of Business As used in these Notes to Condensed Consolidated Financial Statements of this Quarterly Report on Form 10-Q for the period ended June 30, 2024 (the "Report"), the terms "Quaker Houghton," the "Company," "we," and "our" refer to Quaker Chemical Corporation (doing business as Quaker Houghton), its subsidiaries, and associated companies, unless the context otherwise requires. Basis of Presentation The condensed consolidated financial statements included herein are unaudited and have been prepared in accordance with generally accepted accounting principles in the United States ("U.S. GAAP") for interim financial reporting and the United States Securities and Exchange Commission ("SEC") regulations. Certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to such rules and regulations. In the opinion of management, the financial statements reflect all adjustments, which are of a normal recurring nature, necessary for a fair statement of the financial position, results of operations, and cash flows for the interim periods. The results for the six months ended June 30, 2024 are not necessarily indicative of the results to be expected for the full year. These financial statements should be read in conjunction with the Company's Annual Report filed on Form 10-K for the year ended December 31, 2023 (as amended, the "2023 Form 10-K"). Description of Business The Company was organized in 1918 and incorporated as a Pennsylvania business corporation in 1930. Quaker Houghton is the global leader in industrial process fluids. With a presence around the world, including operations in over 25 countries, the Company's customers include thousands of the world's most advanced and specialized steel, aluminum, automotive, aerospace, offshore, container, mining, and metalworking companies. Quaker Houghton develops, produces, and markets a broad range of formulated chemical specialty products and offers chemical management services, which the Company refers to as FluidcareTM, for various heavy industrial and manufacturing applications sold in its three reportable segments: (i) Americas; (ii) Europe, Middle East and Africa ("EMEA"); and (iii) Asia/Pacific. Hyper-inflationary economies Argentina's and Türkiye's economies were considered hyper-inflationary under U.S. GAAP effective July 1, 2018 and April 1, 2022, respectively. As of, and for the three and six months ended June 30, 2024, the Company's Argentine and Turkish subsidiaries together represented 1% and 2% of the Company's consolidated total assets and net sales, respectively. During the three and six months ended June 30, 2024, the Company recorded $0.6 million of remeasurement losses and $0.3 million of net remeasurement gains associated with the applicable currency conversions, respectively. Comparatively, during the three and six months ended June 30, 2023, the Company recorded $1.1 million and $1.6 million of remeasurement losses associated with the applicable currency conversions, respectively. These gains and losses were recorded within Other income (expense), net, in the Company's Condensed Consolidated Statements of Operations. Basis of Presentation The condensed consolidated financial statements included herein are unaudited and have been prepared in accordance with generally accepted accounting principles in the United States ("U.S. GAAP") for interim financial reporting and the United States Securities and Exchange Commission ("SEC") regulations. Certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to such rules and regulations. In the opinion of management, the financial statements reflect all adjustments, which are of a normal recurring nature, necessary for a fair statement of the financial position, results of operations, and cash flows for the interim periods. The results for the six months ended June 30, 2024 are not necessarily indicative of the results to be expected for the full year. These financial statements should be read in conjunction with the Company's Annual Report filed on Form 10-K for the year ended December 31, 2023 (as amended, the "2023 Form 10-K"). 25 3 Hyper-inflationary economies Argentina's and Türkiye's economies were considered hyper-inflationary under U.S. GAAP effective July 1, 2018 and April 1, 2022, respectively. As of, and for the three and six months ended June 30, 2024, the Company's Argentine and Turkish subsidiaries together represented 1% and 2% of the Company's consolidated total assets and net sales, respectively. During the three and six months ended June 30, 2024, the Company recorded $0.6 million of remeasurement losses and $0.3 million of net remeasurement gains associated with the applicable currency conversions, respectively. 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This acquisition strengthens Quaker Houghton's technology portfolio, enabling the Company to better support and optimize production processes for customers across the Japanese, Asia Pacific and global markets. During February 2024, the Company acquired I.K.V. Tribologie IKVT and its subsidiaries ("IKV") for 32.6 million EUR, or $35.2 million, including an initial cash payment of 27.6 million EUR, or $29.7 million, subject to routine and customary post-closing adjustments related to working capital and net indebtedness levels as well as earn-out provisions related to the finalization of 2023 earnings. Assets acquired included approximately $4.8 million of cash and cash equivalents. IKV, which is part of the Company's EMEA segment, specializes in high-performance lubricants and greases, including original equipment manufacturer first-fill greases that are primarily used in the automotive, aerospace, electronics, and other industrial markets. The acquisition of IKV strengthens the Company's position in first-fill greases. The Company preliminarily allocated $15.0 million of the purchase price to intangible assets, comprised of approximately $11.1 million of customer relationships to be amortized over 16 years; $3.2 million of product technologies to be amortized over 14 years; and $0.7 million of trademarks to be amortized over 5 years. In addition, the Company recognized $16.4 million of goodwill in the EMEA segment, none of which is deductible for tax purposes. The goodwill recognized on the transaction is primarily attributable to expected cost and growth synergies. Subsequent to the date of these financial statements, the 2023 earnings were finalized and the Company made a payment of 5.0 million EUR, or $5.5 million, in connection with the post-closing adjustments and earn-out provision. As of June 30, 2024, the allocation of the purchase price has not been finalized. The results of operations of IKV subsequent to the acquisition date are included in the unaudited Condensed Consolidated Statements of Operations for the three and six months ended June 30, 2024. 2300000000 14600000 32600000 35200000 27600000 29700000 4800000 15000000.0 11100000 P16Y 3200000 P14Y 700000 P5Y 16400000 5000000.0 5500000 Recently Issued Accounting Standards Recently Issued Accounting Standards Not Yet Adopted The Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures in November 2023. This ASU expands on reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses, defined as those expenses that are regularly provided to the chief operating decision maker and included in the reported measure of segment profit or loss. ASU 2023-07 is effective for annual reports for fiscal years beginning after December 15, 2023, with early adoption permitted. The Company is currently evaluating the disclosure requirements of this standard and the impact on its Consolidated Financial Statements. The FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures in December 2023. This ASU requires public business entities to disclose additional information in specified categories with respect to the reconciliation of the effective tax rate to the statutory rate (the "rate reconciliation") for federal, state, and foreign income taxes. It also requires greater detail about individual reconciling items in the rate reconciliation to the extent the impact of those items exceeds a specified threshold. ASU 2023-09 is effective for fiscal years beginning after December 15, 2024. The Company is currently evaluating the disclosure requirements of this standard and the impact on its Consolidated Financial Statements. Business Segments The Company's operating segments, which are consistent with its reportable segments, reflect the structure of the Company's internal organization, the method by which the Company's resources are allocated, and the manner by which the chief operating decision maker assesses the Company's performance. The Company has three reportable segments: (i) Americas; (ii) EMEA; and (iii) Asia/Pacific. Segment operating earnings for each of the Company's reportable segments are comprised of the segment's net sales less directly related Cost of goods sold ("COGS"), and Selling, general and administrative expenses ("SG&A"). Operating expenses not directly attributable to the net sales of each respective segment, such as certain corporate and administrative costs and Restructuring and related charges, net, are not included in segment operating earnings. Other items not specifically identified with the Company's reportable segments include Interest expense, net and Other income (expense), net. The following table presents information about the performance of the Company's reportable segments: <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:49.105%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td>

</td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.804%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Net sales</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Americas</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">223,517 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">253,219 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">453,271 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">504,632 </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">EMEA</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">138,001 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">143,533 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">276,423 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">295,902 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Asia/Pacific</td><td colspan="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">102,049 </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">98,692 </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">203,632 </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">194,978 </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 10pt;text-align:left;vertical-align:bottom">Total net sales</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">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">463,567 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">495,444 </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">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">933,326 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">995,592 </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 style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #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">Segment operating earnings</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 2px 10pt;text-align:left;vertical-align:bottom">Americas</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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">64,137 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">69,007 </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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">130,906 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">135,132 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">EMEA</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,652 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25,583 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,223 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53,154 </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 10pt;text-align:left;vertical-align:bottom">Asia/Pacific</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">31,000 </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">27,989 </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">61,377 </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">55,641 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total segment operating earnings</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">121,789 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">122,579 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">248,506 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">243,927 </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><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;text-indent:9pt;vertical-align:bottom">Restructuring and related charges, net</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">(320) </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">(1,043)</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">(2,177)</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">(5,015)</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;text-indent:9pt;vertical-align:bottom">Non-operating and administrative expenses</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(47,504)

</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49,950)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(101,760)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(101,721)</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;text-indent:9pt;vertical-align:bottom">Depreciation of corporate assets and amortization</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15,436)</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">(14,791)</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">(30,594)</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">(30,467)</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">Operating income</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">58,449 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,795 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">113,975 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">106,724 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;text-indent:9pt;vertical-align:bottom">Other income (expense), net</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">422 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,606)</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">1,502 </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">(5,845)</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;text-indent:9pt;vertical-align:bottom">Interest expense, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,754)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12,721)</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">(21,578)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25,963)</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 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Income before taxes and equity in net income of associated companies</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">48,117 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">40,468 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">93,899 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</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">74,916 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following table summarizes inter-segment revenues. All inter-segment transactions have been eliminated from each reportable segment's net sales and earnings for all periods presented in the above tables. <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.722%"><tr><td style="width:1.0%"></td><td style="width:40.342%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.016%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.877%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.016%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.021%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Inter-segment revenues</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">Americas</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,305 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,179 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,898 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,006 </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 10pt;text-align:left;vertical-align:bottom">EMEA</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,479 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,463 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,539 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,556 </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 10pt;text-align:left;vertical-align:bottom">Asia/Pacific</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">1,945 </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">476 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,076 </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">536 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 3 The following table presents information about the performance of the Company's reportable segments: <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:49.105%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.804%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Net sales</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td

colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Americas</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">223,517 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">253,219 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">453,271 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">504,632 </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">EMEA</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">138,001 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">143,533 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">276,423 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">295,982 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Asia/Pacific</td><td colspan="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">102,049 </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">98,692 </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">203,632 </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">194,978 </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 10pt;text-align:left;vertical-align:bottom">Total net sales</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">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">463,567 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">495,444 </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">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">933,326 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">995,592 </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 style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;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;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></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Segment operating earnings</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 2px 10pt;text-align:left;vertical-align:bottom">Americas</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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">64,137 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">69,007 </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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">130,906 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">135,132 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">EMEA</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,652 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25,583 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,223 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53,154 </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 10pt;text-align:left;vertical-align:bottom">Asia/Pacific</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">31,000 </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">27,989 </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">61,377 </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">55,641 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total segment operating earnings</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">121,709 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">122,579 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">248,506 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">243,927 </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></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;text-indent:9pt;vertical-align:bottom">Restructuring and related charges, net</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">(320) </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">(1,043)</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">(2,177)</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">(5,015)</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;text-indent:9pt;vertical-align:bottom">Non-operating and administrative expenses</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(47,584) </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49,950)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(101,760)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(101,721)</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;text-indent:9pt;vertical-align:bottom">Depreciation of corporate assets and amortization</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15,436)</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">(14,791)</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">(30,594)</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">(30,467)</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">Operating income</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">58,449 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,795 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">113,975 </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;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">106,724 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;text-indent:9pt;vertical-align:bottom">Other income (expense), net</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">422 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,606)</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">1,502 </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">(5,845)</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;text-indent:9pt;vertical-align:bottom">Interest expense, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10,754)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12,721)</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">(21,578)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25,963)</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 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Income before taxes and equity in net income of associated companies</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">48,117 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">40,468 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">93,899 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</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">74,916 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following table summarizes inter-segment revenues. All inter-segment transactions have been eliminated from each reportable segment's net sales and earnings for all periods presented in the above tables. <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.722%"><tr><td style="width:1.0%"></td><td style="width:40.342%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.016%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.016%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.021%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Inter-segment revenues</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">Americas</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,385 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,179 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,898 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,006 </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 10pt;text-align:left;vertical-align:bottom">EMEA</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,479 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,463 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,539 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,556 </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 10pt;text-align:left;vertical-align:bottom">Asia/Pacific</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">1,945 </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">476 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,076 </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">536 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 223517000 253219000 453271000 504632000 138001000 143533000 276423000 295982000 102049000 98692000 203632000 194978000 463567000 495444000 933326000 995592000 64137000 69007000 130906000 135132000 26652000 25583000 56223000 53154000 31000000 27989000 61377000 55641000 121789000 122579000 248506000 243927000 320000 1043000 2177000 5015000 47584000 49950000 101760000 101721000 15436000 14791000 30594000 30467000 58449000 56795000 113975000 106724000 422000 -3606000 1502000 -5845000 -10754000 -12721000 -21578000 -25963000 40117000 40468000 93899000 74916000 2385000 2179000 4898000 5006000 5479000 7463000 12539000 13556000 1945000 476000 3076000 536000 Net Sales and Revenue Recognition Arrangements Resulting in Net Reporting As part of the Company's FluidcareTM business, certain third-party product sales to customers are managed by the Company. The Company transferred third-party products under arrangements recognized on a net reporting basis of $19.2 million and $39.0 million for the three and six months ended June 30, 2024, respectively, and $21.0 million and $41.7 million for the three and six months ended June 30, 2023, respectively. Customer Concentration A significant portion of the Company's revenues are realized from the sale of process fluids and services to manufacturers of steel, aluminum, automobiles, aerospace, industrial and agricultural equipment, and durable goods. As previously disclosed in the Company's 2023 Form 10-K, the Company's five largest customers combined (each composed of multiple subsidiaries or divisions with semiautonomous purchasing authority) accounted for approximately 12% of consolidated net sales for 2023, with its largest customer accounting for approximately 3% of consolidated net sales. Contract Assets and Liabilities The Company had no material contract assets recorded on its Condensed Consolidated Balance Sheets as of June 30, 2024 or December 31, 2023. The Company had approximately $3.2 million and $4.5 million of deferred revenue as of June 30, 2024 and December 31, 2023, respectively. For the six months ended June 30, 2024, the Company satisfied materially all of the associated performance obligations and recognized into revenue materially all advance payments received and recorded as of December 31, 2023. Disaggregated Revenues The Company sells its various industrial process fluids, its specialty chemicals and its technical expertise as a global product portfolio. The Company generally manages and evaluates its performance by reportable segment first, and then by customer industries. Net sales of each of the Company's major product lines are generally spread throughout all three of the Company's geographic regions, and in most cases, are approximately proportionate to the level of total sales in each region. <span style="color:#000000;font-family:'Times New

Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">The following tables disaggregate the Company's net sales by segment and customer industry. <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:48.969%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.861%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.861%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.585%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended June 30, 2024</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Customer Industries</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">Americas</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">EMEA</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">Asia/Pacific</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">Consolidated
Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Metals</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">63,753 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">35,307 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">50,150 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">149,210 </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">Metalworking and other</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">159,764 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">102,694 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">51,899 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">314,357 </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="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" 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style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">130,001 </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">102,049 </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">463,567 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:48.969%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.861%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td 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colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Asia/Pacific</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">Consolidated
Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Metals</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">129,779 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">68,127 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">101,061 </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">290,967 </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">Metalworking and other</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">323,492 </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">200,296 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">102,571 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">634,359 </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="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td 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">453,271 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">276,423 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</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">203,632 </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">933,326 </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:99.861%"><tr><td style="width:1.0%"></td><td style="width:48.969%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.861%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.861%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.585%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended June 30, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Customer Industries</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">Americas</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">EMEA</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">Asia/Pacific</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">Consolidated
Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Metals</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">68,743 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">32,643 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">48,129 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">149,515 </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">Metalworking and other</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">184,476 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">110,890 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">50,563 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">345,929 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

#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">Metalworking and other</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">184,476 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">110,890 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">50,563 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">345,929 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">193 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">183 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">392 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">394 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Supplemental cash flow information related to the Company's leases is as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:50.302%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.625%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.339%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.625%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.339%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.625%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.339%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.626%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #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 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Cash paid for amounts included in the measurement of lease liabilities:</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 2px 7pt;text-align:left;vertical-align:bottom">Operating cash flows from operating leases</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">3,736 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">3,773 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,397 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,630 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><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">Non-cash lease liabilities activity:</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 2px 14.5pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Leased assets obtained in exchange for new operating lease liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,130 </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">823 </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">5,364 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,656 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Supplemental balance sheet information related to the Company's leases is as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.166%"><tr><td style="width:1.0%"></td><td style="width:73.970%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.084%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.360%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.086%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,
2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Right-of-use lease assets</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">36,693 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">38,614 </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:14pt"><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">Other current liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,477 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,965 </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">Long-term lease liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,671 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22,937 </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;text-indent:9pt;vertical-align:bottom">Total operating lease liabilities</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">33,148 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">34,902 </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:14pt"><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 remaining lease term (years)</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">4.9</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">5.1</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average discount rate</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.32 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">% </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.91 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">% </td></tr></table> Maturities of operating lease liabilities as of June 30, 2024 were as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:86.938%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.862%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the remainder of 2024</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">6,994 </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">For the year ended December 31, 2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,747 </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">For the year ended December 31, 2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,088 </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">For the year ended December 31, 2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,420 </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">For the year ended December 31, 2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,486 </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">For the year ended December 31, 2029 and beyond</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,288 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total lease payments</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-

</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Less: imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,075)</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;text-indent:10pt;vertical-align:bottom">Present value of lease liabilities</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">33,148 </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> P11Y P91Y 0 0 0 0 0 0 0 0 The components of the Company's lease expense are as follows:<div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.061%"><tr><td style="width:1.0%"></td><td style="width:40.830%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.002%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;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">Operating lease expense</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,727 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,710 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,470 </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">7,646 </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">Short-term lease expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">193 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">103 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">392 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">394 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify;text-indent:10pt">Supplemental cash flow information related to the Company's leases is as follows:</div><div style="margin-bottom:6pt;margin-top:6pt;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:50.302%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.625%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.339%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.625%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.339%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.625%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.339%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.626%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #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 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Cash paid for amounts included in the measurement of lease liabilities:</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 2px 7pt;text-align:left;vertical-align:bottom">Operating cash flows from operating leases</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">3,736 </td><td style="background-color:#ffffff;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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">3,773 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,397 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,630 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Non-cash lease liabilities activity:</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 2px 14.5pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Leased assets obtained in exchange for new operating lease liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,130 </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">023 </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">5,364 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,656 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify;text-indent:10pt">Supplemental balance sheet information related to the Company's leases is as follows:</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.166%"><tr><td style="width:1.0%"></td><td style="width:73.970%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.084%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.360%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.086%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,
2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Right-of-use lease assets</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">36,693 </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">30,614 </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:14pt"><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">Other current liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,477 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,965 </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">Long-term lease liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,671 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22,937 </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;text-indent:9pt;vertical-align:bottom">Total operating lease liabilities</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:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">33,148 </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">34,902 </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:14pt"><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 remaining lease term (years)</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">4.9</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">5.1</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average discount rate</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.32 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.91 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> 3727000 3710000 7470000 7646000 193000 183000 392000 394000 3736000 3773000 7397000 7630000 2130000 823000 5364000 3656000 3669300 38614000 11477000 11965000 21671000 22937000 33148000 34902000 P4Y10M24D P5Y1M6D 0.0532 0.0491 Maturities of operating lease liabilities as of June 30, 2024 were as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:86.938%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.862%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the remainder of 2024</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">6,994 </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">For the year ended December 31, 2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,747 </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">For the year ended December 31, 2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,088 </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">For the year ended December 31, 2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,420 </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">For the year ended December 31, 2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,486 </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">For the year ended December 31, 2029 and beyond</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,288 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total lease payments</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">38,023 </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"> Less: imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,075)</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;text-indent:10pt;vertical-align:bottom">Present value of lease liabilities</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:120%">$</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">33,148 </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> 6994000 10747000 8088000 4420000 2486000 5288000 38023000 4875000 33148000 Restructuring and Related Activities In 2022, the Company initiated a global cost and optimization program to improve its cost structure and drive a more profitable and productive organization. As of June 30, 2024, the program included restructuring and associated severance costs to reduce headcount by approximately 120 positions globally. These headcount reductions began in the fourth quarter of 2022 and are expected to be completed in 2024. Employee separation benefits vary depending on local regulations within certain foreign countries and include severance and other benefits. The exact timing to complete, and final costs associated with, all actions will depend on a number of factors and are subject to change. Restructuring costs incurred during the three and six months ended June 30, 2024 and 2023 include employee severance and facility closure costs that are recorded in Restructuring and related charges, net in the Company's Condensed Consolidated Statements of Operations. Changes in the Company's accruals for its restructuring program are as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.583%"><tr><td style="width:1.0%"></td><td style="width:86.766%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.034%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued restructuring as of December 31, 2023</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;padding:2px 2.62pt 2px 0;text-align:right;vertical-align:bottom">3,350</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Restructuring and related charges, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,177 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Cash payments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,442)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Currency translation adjustments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(37)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued restructuring as of June 30, 2024</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">1,048</td></tr></table> In connection with the plans for closure of certain manufacturing and non-manufacturing facilities, the Company has made available for sale certain facilities and property. As of June 30, 2024, the Company classified certain properties with aggregate book value of approximately $2.1 million as held-for-sale. These assets are recorded in Prepaid expenses and other current assets on the Company's Condensed Consolidated Balance Sheets. The Company expects to complete the sale of these properties over the next 12 months. During the three and six months ended June 30, 2024, the Company completed the sale of certain facilities previously classified as held for sale for a net gain of $0.5 million, which is recorded in Other income (expenses), net in the Company's Condensed Consolidated Statements of Operations.</div> 120 <div style="margin-bottom:6pt;margin-top:6pt;text-align:justify;text-indent:10pt">Changes in the Company's accruals for its restructuring program are as follows:</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.583%"><tr><td style="width:1.0%"></td><td style="width:86.766%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.034%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued restructuring as of December 31, 2023</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;padding:2px 2.62pt 2px 0;text-align:right;vertical-align:bottom">3,350</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Restructuring and related charges, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,177 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Cash payments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,442)</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 7pt;text-align:left;vertical-align:bottom">Currency translation adjustments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(37)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued restructuring as of June 30, 2024</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 colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">1,048</td></tr></table></div> 3350000 2177000 4442000 37000 1048000 2100000 500000 500000 Share-Based Compensation<div style="margin-bottom:6pt;margin-top:6pt;text-align:justify;text-indent:10pt">The Company recognized the following share-based compensation expense in its Condensed Consolidated Statements of Operations:</div><div style="margin-bottom:6pt;margin-top:6pt;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:48.969%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.971%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Stock options</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">39</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">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">203</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">214</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:120%">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">634</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Non-vested stock awards and restricted stock units</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">2,593</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">2,592</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">5,128</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">4,763</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Director stock ownership plan</td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">30</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">16</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">60</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">26</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Performance stock units</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">1,582</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">1,076</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">2,726</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">1,991</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total share-based compensation expense</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 colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">4,244</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">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">3,887</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">8,128</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 colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">7,414</td></tr></table> Stock Options As of June 30, 2024, unrecognized compensation expense related to unvested stock options was $0.1 million, to be recognized over a weighted average remaining period of 0.8 years. Restricted Stock Awards During the six months ended June 30, 2024, the Company granted 872 non-vested restricted share awards under its long-term incentive plan (“LTIP”), which are subject to time-based vesting, generally over one to three years. As of June 30, 2024, unrecognized compensation expense related to non-vested restricted shares was $2.8 million, to be recognized over a weighted average remaining period of 1.2 years. Restricted Stock Units During the six months ended June 30, 2024, the Company granted 55,227 restricted stock units under its LTIP, which are subject to time-based vesting, generally over one to three years. The fair value of these grants is based on the closing price of the Company’s common stock on the date of grant. As of June 30, 2024, unrecognized compensation expense related to non-vested restricted stock units was $9.4 million, to be recognized over a weighted average remaining period of 1.7 years. Performance Stock Units As a component of its LTIP, the Company grants performance-based stock unit awards (“PSUs”). The number of shares that may ultimately be issued as settlement for each award may range from 0% up to 200% of the target award, subject to the achievement of the Company’s market-based total shareholder return (“TSR”) metric relative to the performance of a selected peer group, and separately the achievement of a performance-based return on invested capital (“ROIC”) measure. The service vesting period required for the PSUs is generally three years and the measurement period of the market-based and performance objectives is generally from January 1 of the year of grant through December 31 of the year prior to issuance of the shares. As mentioned above, a portion of the Company’s PSU valuation is subject to the achievement of the Company’s TSR relative to the performance of a selected peer group. For PSUs granted prior to 2024, the Company’s peer group was the S&P Midcap 400 Materials group. For the 2024 annual LTIP grants, the Company made an election to change peer groups to the S&P 1500 Chemical group to measure the Company’s relative TSR. Compensation expense for PSUs is measured based on the grant date fair value and is recognized on a straight-line vesting method basis over the applicable vesting period. During the six months ended June 30, 2024, the Company granted 20,205 PSUs with a ROIC condition at a grant date fair value of $200.16 per unit, which was based on the closing trading price of the Company’s common stock on the date of grant. PSUs granted with a relative TSR condition are valued using a Monte Carlo simulation on the date of grant. The grant-date fair value of the PSUs valued using a Monte Carlo simulation was $234.19 per unit, which incorporated the assumptions set forth in the table below: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.166%"><tr><td style="width:1.0%"></td><td style="width:86.715%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024
Grants </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Number of PSUs granted</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">20,078</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Risk-free interest rate</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">4.55%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Dividend yield</td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">0.91%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Expected term (years)</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">3.0</td></tr></table> As of June 30, 2024, there was approximately $12.0 million of total unrecognized compensation cost related to PSUs, which the Company expects to recognize over a weighted-average period of 2.3 years.</div> <div style="margin-bottom:6pt;margin-top:6pt;text-align:justify;text-indent:18pt">The Company recognized the following share-based compensation expense in its Condensed Consolidated Statements of Operations:</div><div style="margin-bottom:6pt;margin-top:6pt;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:48.969%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.971%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Stock options</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">39</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">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">203</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">214</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 colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">634</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Non-vested stock awards and restricted stock units</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">2,593</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">2,592</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">5,128</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">4,763</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Director stock ownership plan</td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">30</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">16</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">60</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">26</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Performance stock units</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-

align:bottom">1,582</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">1,076</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">2,726</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">1,991</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total share-based compensation expense</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">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">4,244</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">3,087</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">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">8,120</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">7,414</td></tr></table> 39000 203000 214000 634000 2593000 2592000 5128000 4763000 30000 16000 60000 26000 1582000 1076000 2726000 1991000 4244000 3887000 8128000 7414000 100000 P0Y9M18D 872 P3Y 2800000 P1Y2M12D 55227 P3Y 9400000 P1Y8M12D 0 2 P3Y 20205 200.16 The grant-date fair value of the PSUs valued using a Monte Carlo simulation was $234.19 per unit, which incorporated the assumptions set forth in the table below:<div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.166%"><tr><td style="width:1.0%"></td><td style="width:86.715%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024
Grants </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Number of PSUs granted</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">20,070</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Risk-free interest rate</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">4.55%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Dividend yield</td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">0.91%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Expected term (years)</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">3.0</td></tr></table></div> 234.19 20078 0.0455 0.0091 P3Y 12000000.0 P2Y3M18D Pension and Other Postretirement Benefits<div style="margin-bottom:6pt;margin-top:6pt;text-align:justify;text-indent:18pt">The components of net periodic benefit cost (income) are as follows:</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:20.457%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.218%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.218%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.218%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.218%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.218%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.225%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Pension Benefits</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Other Postretirement Benefits</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Pension Benefits</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Other Postretirement Benefits</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><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></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 2.07pt;text-align:left;vertical-align:bottom">Service cost</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">108</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">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">107</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;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 colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest cost</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">2,364</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">2,511</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">15</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">4,738</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">4,973</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">31</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">38</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Expected return on plan assets</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,020)</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">(2,026)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,050)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,023)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;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">Actuarial loss (gain) amortization</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">127</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">103</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(29)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(30)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 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:120%">255</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">205</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(59)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(60)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#fcceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Prior service cost (income) amortization</td><td colspan="3" style="background-color:#fcceff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">7</td><td colspan="3" style="background-color:#fcceff;padding:0 1pt"></td><td colspan="3" style="background-color:#fcceff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#fcceff;padding:0 1pt"></td><td colspan="2" style="background-color:#fcceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fcceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fcceff;padding:0 1pt"></td><td colspan="3" style="background-color:#fcceff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">(4)</td><td colspan="3" style="background-color:#fcceff;padding:0 1pt"></td><td colspan="3" style="background-color:#fcceff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">14</td><td colspan="3" style="background-color:#fcceff;padding:0 1pt"></td><td colspan="3" style="background-color:#fcceff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#fcceff;padding:0 1pt"></td><td colspan="2" style="background-color:#fcceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fcceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fcceff;padding:0 1pt"></td><td colspan="3" style="background-color:#fcceff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">(8)</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 5.5pt;text-align:left;vertical-align:bottom">Net periodic benefit cost (income)</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">586 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">695</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(14)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">(15)</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,174 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">1,366</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(28)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">(30)</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> Employer Contributions During the six months ended June 30, 2024, $1.9 million of contributions have been made to the Company's U.S. and foreign pension plans. Contributions to other postretirement benefit plans were not material. Taking into consideration current minimum cash contribution requirements, the Company currently expects to make full year cash contributions of approximately $5.7 million to its U.S. and foreign pension plans and approximately $0.2 million to its other postretirement benefit plans.</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify;text-indent:18pt">The components of net periodic benefit cost (income) are as follows:</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:20.457%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.218%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.218%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.218%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.218%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.218%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.225%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Pension Benefits</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Other Postretirement Benefits</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Pension Benefits</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Other Postretirement Benefits</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><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:#fcceff;padding:2px 1pt 2px 2.07pt;text-align:left;vertical-align:bottom">Service cost</td><td style="background-color:#fcceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#fcceff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">108</td><td colspan="3" style="background-color:#fcceff;padding:0 1pt"></td><td style="background-color:#fcceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#fcceff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">107</td><td colspan="3" style="background-color:#fcceff;padding:0 1pt"></td><td style="background-color:#fcceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#fcceff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#fcceff;padding:0 1pt"></td><td style="background-color:#fcceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fcceff;border-top:1pt solid #000;padding: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">Interest cost</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">2,364</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">2,511</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">15</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">4,738</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">4,973</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">31</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">38</td></tr><tr><td colspan="3" style="background-color:#fcceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Expected return on plan assets</td><td colspan="2" style="background-color:#fcceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,020)</td><td style="background-color:#fcceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fcceff;padding:0 1pt"></td><td colspan="2" style="background-color:#fcceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,026)

</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,050)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,023)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;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">Actuarial loss (gain) amortization</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">127</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">103</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(29)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(30)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">255</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">205</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(59)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(60)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Prior service cost (income) amortization</td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">7</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;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="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">(4)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">14</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;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="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">(8)</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 5.5pt;text-align:left;vertical-align:bottom">Net periodic benefit cost (income)</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">586 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">695</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(14)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15)</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,174 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">1,366</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(28)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</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">(30)</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> 108000 107000 0 0 217000 211000 0 0 2364000 2511000 15000 19000 4738000 4973000 31000 38000 2020000 2026000 0 0 4050000 4023000 0 0 -127000 -103000 29000 30000 -255000 -205000 59000 60000 7000 0 0 -4000 14000 0 0 -8000 586000 695000 -14000 -15000 1174000 1366000 -28000 -30000 1900000 5700000 200000 Other income (expense), net The components of Other income (expense), net are as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:50.382%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.625%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.339%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.625%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.339%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.625%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.339%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.626%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #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 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Non-income tax refunds and other related credits</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">868</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">888</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">3,023 </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 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">1,248</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income from third party license fees</td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">170</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">321</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">$</td><td colspan="2" style="background-color:#ffffff;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">395</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#ffffff;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">646</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Gain on disposals of property, plant, equipment and other assets, net</td><td colspan="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">510</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="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">917</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;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">Foreign exchange losses, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(727)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,225)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,175)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7,551)</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 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Pension and postretirement benefit costs, non-service components</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(464)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"

</td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(573)</td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceeeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">(929)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">(1,125)</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Facility remediation recoveries, 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="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">107</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">1,014</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Product liability claim</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="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">(896)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">—</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other non-operating income (expense), net</td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">65</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">(204)</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">167</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">(77)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 3.37pt;text-align:left;vertical-align:bottom"> Total other income (expense), net</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">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">422</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">(3,606)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,502 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">(5,845)</td></tr></table> Gain on disposals of property, plant, equipment and other assets, net includes the net gains recognized for the sale of certain facilities previously classified as held for sale during the three and six months ended June 30, 2024. See Note 7 of Notes to the Condensed Consolidated Financial Statements. Facility remediation recoveries, net, during the three and six months ended June 30, 2023, reflect insurance recoveries of costs for remediation and restoration of property damage. See Note 18 for discussion regarding the Company's related business interruption claims. Product liability claim represents expense related to the payments by the Company in connection with a product liability dispute with a customer during the six months ended June 30, 2024. The components of Other income (expense), net are as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:50.302%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.625%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.339%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.625%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.339%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.626%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #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 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Non-income tax refunds and other related credits</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">868</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">888</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">3,023 </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 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">1,248</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income from third party license fees</td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">170</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">321</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">$</td><td colspan="2" style="background-color:#ffffff;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">395</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#ffffff;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">646</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Gain on disposals of property, plant, equipment and other assets, net</td><td colspan="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">510</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="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">917</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;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">Foreign exchange losses, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(727)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,225)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,175)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7,551)</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 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Pension and postretirement benefit costs, non-service components</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(464)</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">(573)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">(929)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">(1,125)</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Facility remediation recoveries, 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="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">107</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">1,014</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Product liability claim</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="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">(896)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">Other non-operating income (expense), net</td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">65</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-

align:right;vertical-align:bottom">(204)</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">167</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 3.37pt 2px 1pt;text-align:right;vertical-align:bottom">(77)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 3.37pt;text-align:left;vertical-align:bottom"> Total other income (expense), net</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">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">422</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">(3,606)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,502 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 3.37pt 2px 0;text-align:right;vertical-align:bottom">(5,845)</td></tr></table> 868000 888000 3023000 1248000 170000 321000 395000 646000 510000 0 917000 0 -727000 -4225000 -1175000 -7551000 -464000 -573000 -929000 -1125000 0 187000 0 1014000 0 0 896000 0 65000 -204000 167000 -77000 422000 -3606000 1502000 -5845000 Income Taxes The Company's effective tax rates for the three and six months ended June 30, 2024 were 32.8% and 30.1%, respectively, compared to 34.2% and 31.2% for the three and six months ended June 30, 2023, respectively. The Company's effective tax rates for the three and six months ended June 30, 2024 were largely driven by the mix of pre-tax earnings, certain one-time charges related to an intercompany intangible asset transfer, and withholding taxes, offset by changes in uncertain tax positions. Comparatively, the effective tax rates for the three and six months ended June 30, 2023 were largely impacted by the mix of pre-tax earnings, changes to the valuation allowance for and the usage of certain foreign tax credits, and withholding taxes, partially offset by changes in uncertain tax positions and favorable return to provision adjustments. 0.328 0.301 0.342 0.312 Earnings Per Share The following table summarizes earnings per share calculations: <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:49.652%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.1%"></td><td style="width:10.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.1%"></td><td style="width:10.804%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #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">Basic earnings per common share</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: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;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net income attributable to Quaker Chemical Corporation</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">34,885 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">29,346 </td><td style="background-color:#ffffff;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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">70,112 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">58,880 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Less: income allocated to participating securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(110)</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">(154)</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">(276)</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">299</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 7pt;text-align:left;vertical-align:bottom">Net income available to common shareholders</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">34,767 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29,192 </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">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">69,036 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">58,581 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Basic weighted average common shares outstanding</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,921,395</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,892,444</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,915,104</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,879,629</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Basic earnings per common share</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1.94 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1.63 </td><td style="background-color:#ffffff;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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">3.90 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">3.28 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><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">Diluted earnings per common share</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 2px 7pt;text-align:left;vertical-align:bottom">Net income attributable to Quaker Chemical Corporation</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">34,885 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">29,346 </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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">70,112 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">58,880 </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 7pt;text-align:left;vertical-align:bottom">Less: income allocated to participating securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(110)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(154)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(276)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(299)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net income available to common shareholders</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">34,767 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29,192 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">69,836 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">58,581 </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 7pt;text-align:left;vertical-align:bottom">Basic weighted average common shares outstanding</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,921,395</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,092,444</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,915,104</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,879,629</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Effect of dilutive securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">10,761</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">28,970</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">19,846</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">30,277</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Diluted weighted average common shares outstanding</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">17,940,156</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:right;vertical-align:bottom">17,921,414</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:right;vertical-align:bottom">17,934,950</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:right;vertical-align:bottom">17,909,906</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Diluted earnings per common share</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1.94 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1.63 </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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">3.89 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">3.27 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Certain stock options, restricted stock units, and PSUs are not included in the diluted earnings per share calculation when the effect would have been anti-dilutive. The calculated amount of anti-diluted shares not included were 16,098 and 31,000 for the three and six months ended June 30, 2024, respectively, and 8,232 and 10,940 for the three and six months ended June 30, 2023, respectively The following table summarizes earnings per share calculations: <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:49.652%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.347%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.804%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td><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">Basic earnings per common share</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 2px 7pt;text-align:left;vertical-align:bottom">Net income attributable to Quaker Chemical Corporation</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">34,885 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">29,346 </td><td style="background-color:#ffffff;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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">70,112 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">58,880 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Less: income allocated to participating securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(118) </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">(154)</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">(276)</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">(299)</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 7pt;text-align:left;vertical-align:bottom">Net income available to common shareholders</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">34,767 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29,192 </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">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">69,836 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">58,581 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Basic weighted average common shares outstanding</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,921,395</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,892,444</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,915,104</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,879,629</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Basic earnings per common share</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1.94 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1.63 </td><td style="background-color:#ffffff;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">3.90 </td><td style="background-color:#ffffff;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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">3.28 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Diluted earnings per common share</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net income attributable to Quaker Chemical Corporation</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">34,885 </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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">29,346 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">70,112 </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">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">50,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Less: income allocated to participating securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(118)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(154)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(276)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(299)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net income available to common shareholders</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">34,767 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29,192 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">69,836 </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">58,581 </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 7pt;text-align:left;vertical-align:bottom">Basic weighted average common shares outstanding</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,921,395</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,892,444</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,915,104</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">17,879,629</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Effect of dilutive securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">18,761</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">20,970</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">19,846</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">30,277</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Diluted weighted average common shares outstanding</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">17,940,156</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:right;vertical-align:bottom">17,921,414</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:right;vertical-align:bottom">17,934,950</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:right;vertical-align:bottom">17,909,906</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Diluted earnings per common share</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1.94 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1.63 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">3.89 </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">3.27 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>34885000 29346000 70112000 58880000 118000 154000 276000 299000 34767000 29192000 69836000 58581000 17921395 17892444 17915104 17879629 1.94 1.63 3.90 3.28 34885000 29346000 70112000 58880000 118000 154000 276000 299000 34767000 29192000 69836000 58581000 17921395 17892444 17915104 17879629 18761 20970 19846 30277 17940156 17921414 17934950 17909906 1.94 1.63 3.89 3.27 16098 31000 8232 10940 Goodwill and Other Intangible Assets<div style="margin-bottom:6pt;text-align:justify;text-indent:10pt">Changes in the carrying amount of goodwill for the six months ended June 30, 2024 were as follows:</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:51.055%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.443%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.443%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.448%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Americas</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">EMEA</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Asia/Pacific</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 2.07pt;text-align:left;vertical-align:bottom">Balance as of December 31, 2023</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">283,103</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">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">65,940</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">163,475</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 colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">512,518</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:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Goodwill additions</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">16,448 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-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="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">16,448</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Currency translation adjustments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,927)</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">(816)</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">(7,641)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 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:120%">(11,384)</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 2.07pt;text-align:left;vertical-align:bottom">Balance as of June 30, 2024</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">280,176</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">81,572</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">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">155,834</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">517,582</td></tr></table> Gross carrying amounts and accumulated amortization for definite-lived intangible assets were as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:23.517%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.003%"></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">Gross Carrying
Amount</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Net Book Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">December 31, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">December 31, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 1.32pt;text-align:left;vertical-align:middle">Customer lists and rights to sell</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">037,946</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">041,562</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:middle">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">264,378</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">243,872</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:middle">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">573,560</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">597,690</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Trademarks, formulations and product technology</td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">162,620</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">161,613</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">59,421</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">55,079</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">103,199</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">105,734</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Others</td><td colspan="3" style="background-color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">5,814</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">5,892</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">5,708</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">5,776</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">106</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">116</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:middle">Total definite-lived intangible assets</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:middle">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">1,006,380</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">1,009,067</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:middle">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">329,507</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">305,527</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:middle">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">676,873</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">703,540</td></tr></table> The Company amortizes definite-lived intangible assets on a straight-line basis over their useful lives. The Company recorded amortization expense as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.722%"><tr><td style="width:1.0%"></td><td style="width:48.760%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.016%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.016%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.016%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.021%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #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">Amortization expense</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,744 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,692 </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">29,215 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Estimated annual aggregate amortization expense for the current year and subsequent five years is as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:86.799%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.001%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 2.07pt;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:120%">For the remainder of 2024</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td colspan="2" style="background-color:#cceeff;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:middle">20,986</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the year ended December 31, 2025</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">57,855</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the year ended December 31, 2026</td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">57,168</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the year ended December 31, 2027</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">56,875</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the year ended December 31, 2028</td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">56,535</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the year ended December 31, 2029</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">56,020</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> As of June 30, 2024 and December 31, 2023, the Company had indefinite-lived intangible assets for trademarks and tradenames totaling $189.3 million and $193.2 million, respectively.</div> <div style="margin-bottom:6pt;text-align:justify;text-indent:18pt">Changes in the carrying amount of goodwill for the six months ended June 30, 2024 were as follows:</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:51.055%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.443%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.443%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.448%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Americas</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">EMEA</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Asia/Pacific</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 2.07pt;text-align:left;vertical-align:bottom">Balance as of December 31, 2023</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">203,103</td><td 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">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">65,940</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">163,475</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 colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">512,518</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Goodwill additions</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:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,448 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-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="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">16,448</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Currency translation adjustments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,927)</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">(816)</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">(7,641)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:bottom">(11,384)</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 2.07pt;text-align:left;vertical-align:bottom">Balance as of June 30, 2024</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">280,176</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">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">81,572</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">155,834</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 colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:bottom">517,582</td></tr></table></div><div style="margin-bottom:6pt;text-align:justify;text-indent:18pt">Gross carrying amounts and accumulated amortization for definite-lived intangible assets were as follows:</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:23.517%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.003%"></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">Gross Carrying
Amount</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Net Book Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">December 31, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">December 31, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 1.32pt;text-align:left;vertical-align:middle">Customer lists and rights to sell</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">37,946</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:middle">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">841,562</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">264,378</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:middle">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">243,872</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">573,560</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:middle">$</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">597,690</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Trademarks, formulations and product technology</td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">162,620</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">161,613</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">59,421</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">55,079</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">103,199</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">105,734</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Other</td><td colspan="3" style="background-

color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">5,014</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">5,892</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">5,700</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">5,776</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">106</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1.32pt 2px 1pt;text-align:right;vertical-align:middle">116</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:middle">Total definite-lived intangible assets</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:middle">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">1,006,380</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">1,009,067</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:middle">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">329,507</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">305,527</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:middle">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">676,873</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1.32pt 2px 0;text-align:right;vertical-align:middle">703,540</td></tr></table> 837946000 841562000 264378000 243872000 573568000 597690000 162620000 161613000 59421000 55879000 10319900 105734000 5814000 5892000 5708000 5776000 106000 116000 1006380000 1009067000 329507000 305527000 676873000 703540000 The Company recorded amortization expense as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.722%"><tr><td style="width:1.0%"></td><td style="width:48.760%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.016%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.016%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.357%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.021%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #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">Amortization expense</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,744 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,692 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29,215 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">29,205 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 14744000 14692000 29215000 29205000 Estimated annual aggregate amortization expense for the current year and subsequent five years is as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:86.799%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.001%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 2.07pt;text-align:left;vertical-align:bottom">For the remainder of 2024</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td colspan="2" style="background-color:#cceeff;padding:2px 2.07pt 2px 0;text-align:right;vertical-align:middle">28,986</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the year ended December 31, 2025</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">57,855</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the year ended December 31, 2026</td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">57,160</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the year ended December 31, 2027</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">56,075</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the year ended December 31, 2028</td><td colspan="3" style="background-color:#cceeff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">56,535</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">For the year ended December 31, 2029</td><td colspan="3" style="background-color:#ffffff;padding:2px 2.07pt 2px 1pt;text-align:right;vertical-align:middle">56,020</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div> 28986000 57855000 57160000 56075000 56535000 56020000 189300000 193200000 Debt<div style="margin-bottom:6pt;text-align:justify">The following table sets forth the components of the Company's debt:</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:48.030%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.002%"></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">As of June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Interest
Rate</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">Outstanding
Balance</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">Interest
Rate</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">Outstanding
Balance</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Credit Facilities:</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 2px 22pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Revolver</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.75%</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:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">51,437 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.13%</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">30,904 </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 22pt;text-align:left;text-indent:-9.01pt;vertical-align:bottom">U.S. Term Loan</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">6.55%</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">529,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">6.71%</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">561,250 </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 22pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Euro Term Loan</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.75%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">146,024 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.13%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">152,366 </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;text-indent:-9pt;vertical-align:bottom">Industrial development bonds</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.26%</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">10,000 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.26%</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,000 </td><td style="background-color:#ccedff;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 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Bank lines of credit and other debt obligations</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Various</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">956 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Various</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,092 </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:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Total debt</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">737,425 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">755,612 </td><td style="background-color:#ccedff;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 10pt;text-align:left;vertical-align:bottom">Less: debt issuance costs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,322)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,545)</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:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">Less: short-term and current portion of long-term debts</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(32,448)</td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23,444)</td><td style="background-color:#ccedff;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 10pt;text-align:left;text-indent:4.5pt;vertical-align:bottom">Total long-term debt</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-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">703,655 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</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">730,623 </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> Credit facilities During June 2022, the Company, and its wholly owned subsidiary, Quaker Houghton B.V., as borrowers, Bank of America, N.A., as administrative agent, U.S. dollar swing line lender and letter of credit issuer, Bank of America Europe Designated Active Company, as Euro Swing Line Lender, certain guarantors and other lenders entered into an amendment to its primary credit facility. The amended credit facility (the "Credit Facility") established (A) a $150.0 million Euro equivalent senior secured term loan (the "Euro Term Loan"), (B) a $600.0 million senior secured term loan (the "U.S. Term Loan"), and (C) a $500.0 million senior secured revolving credit facility (the "Revolver"), each maturing in June 2027. The Company has the right to increase the amount of the Credit Facility by an aggregate amount not to exceed the greater of $300.0 million or 100% of Consolidated EBITDA, subject to certain conditions including the agreement to provide financing by any lender providing such increase. As of June 30, 2024, the Company was in compliance with all of the Credit Facility covenants. See Note 19 of Notes to Consolidated Financial Statements in the Company's 2023 Form 10-K. The weighted average variable interest rate incurred on the outstanding borrowings under the Credit Facility during the three and six months ended June 30, 2024 were approximately 6.2% and 6.3%, respectively. As of June 30, 2024, the interest rate on the outstanding borrowings under the Credit Facility was approximately 6.1%. As part of the Credit Facility, in addition to paying interest on outstanding principal, the Company is also required to pay an annual commitment fee ranging from 0.150% to 0.275% related to unutilized commitments under the Revolver, depending on the Company's consolidated net leverage ratio. The Company had unused capacity under the Revolver of approximately $445 million, which is net of bank letters of credit of approximately $3 million, as of June 30, 2024. In order to manage the Company's exposure to variable interest rate risk associated with the Credit Facility, in the first quarter of 2023, the Company entered into $300.0 million notional amounts of three-year interest rate swaps to convert a portion of the Company's variable rate borrowings to an average fixed rate of 3.64% plus an applicable margin as provided in the Credit Facility based on the Company's consolidated net leverage ratio. As of June 30, 2024, the aggregate interest rate on the swaps, including the fixed base rate plus the applicable margin, was 5.3%. See Note 17 of Notes to Condensed Consolidated Financial Statements. In connection with executing the original credit facility in 2019 and the amended Credit Facility during the second quarter of 2022, the Company capitalized an aggregate of $2.2 million of certain third-party and creditor debt issuance costs. Approximately $0.7 million of the capitalized costs were attributed to the Euro Term Loan and U.S. Term Loan. These costs were recorded as a direct offset of Long-term debt on the Condensed Consolidated Balance Sheet. Approximately $1.5 million of the capitalized costs were attributed to the Revolver and recorded within Other assets on the Condensed Consolidated Balance Sheet. These capitalized costs will collectively be amortized into Interest expense over the five-year term of the Credit Facility. As of June 30, 2024, the Company had $1.3 million of debt issuance costs recorded as an offset of Long-term debt on the Condensed Consolidated Balance Sheets and $2.9 million of debt issuance costs recorded within Other assets on the Condensed Consolidated Balance Sheet. Comparatively, as of December 31, 2023, the Company had $1.5 million of debt issuance costs recorded as an offset of Long-term debt on the Condensed Consolidated Balance Sheets and $3.3 million of debt issuance costs recorded within Other assets on the Condensed Consolidated Balance Sheets. Industrial development bonds As of June 30, 2024 and December 31, 2023, the Company had fixed rate, industrial development authority bonds totaling $10.0 million in principal amount due in 2028. These bonds have similar covenants to the Credit Facility noted above. Bank lines of credit and other debt obligations The Company has certain unsecured bank lines of credit and discounting facilities in certain foreign subsidiaries, which are not collateralized. The Company's other debt obligations primarily consist of certain domestic and foreign low interest rate or interest-free municipality-related loans, local credit facilities of certain foreign subsidiaries, and finance lease obligations. Total unused capacity under these arrangements as of June 30, 2024 was approximately $34 million. In addition to the bank letters of credit described in the "Credit facilities" subsection above, the Company's other off-balance sheet arrangements include certain financial and other guarantees. The Company's total bank letters of credit and guarantees outstanding as of June 30, 2024 were approximately $4 million.</div><div style="margin-bottom:6pt;text-align:justify">Interest expense, net</div><div style="margin-bottom:6pt;text-align:justify;text-indent:18pt">The Company incurred the following debt related expenses included within Interest expense, net, in the Condensed Consolidated Statements of Operations:</div><div style="margin-bottom:6pt;margin-top:6pt;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:48.969%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.971%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #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:#ccedff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,530 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,389 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">22,812 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">28,265 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Amortization of debt issuance costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">353 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">353 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">706 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">706 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt;text-align:left;text-indent:9pt;vertical-align:bottom"> Total</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,883 </td><td style="background-color:#ccedff;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:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;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:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,742 </td><td style="background-color:#ccedff;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:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">23,518 </td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,971 </td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Based on the variable interest rates associated with the Credit Facility, as of June 30, 2024 and as of December 31, 2023, the amounts at which the Company's total debt were recorded are not materially different from their fair market value. The following table sets forth the components of the Company's debt: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:48.830%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.002%"></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">As of June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Interest
Rate</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">Outstanding
Balance</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">Interest
Rate</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">Outstanding
Balance</td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Credit Facilities:</td><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 22pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Revolver</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.75%</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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">51,437 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.13%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">30,904 </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:#ccedff;padding:2px 1pt 2px 22pt;text-align:left;text-indent:-9pt;vertical-align:bottom">U.S. Term Loan</td><td colspan="3" style="background-color:#ccedff;padding:2px 1pt;text-align:center;vertical-align:bottom">6.55%</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">529,000 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:2px 1pt;text-align:center;vertical-align:bottom">6.71%</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">561,250 </td><td style="background-color:#ccedff;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 22pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Euro Term Loan</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.75%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">146,024 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.13%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">152,366 </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:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Industrial development bonds</td><td colspan="3" style="background-color:#ccedff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.26%</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,000 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.26%</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,000 </td><td style="background-color:#ccedff;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 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Bank lines of credit and other debt obligations</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Various</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">956 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Various</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,092 </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:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Total debt</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">737,425 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">755,612 </td><td style="background-color:#ccedff;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 10pt;text-align:left;vertical-align:bottom">Less: debt issuance costs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,322)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,545)</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:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">Less: short-term and current portion of long-term debts</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(32,448)</td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23,444)</td><td style="background-color:#ccedff;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 10pt;text-align:left;text-indent:4.5pt;vertical-align:bottom">Total long-term debt</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-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">703,655 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</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">730,623 </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> 0.0475 51437000 0.0513 30904000 0.0655 529000000 0.0671 561250000 0.0475 146024000 0.0513 152366000 0.0526 10000000 0.0526 10000000 956000 1092000 737425000 755612000 1322000 1545000 3244000 23444000 703655000 730623000 150000000.0 600000000.0 500000000.0 300000000.0 1 0.062 0.063 0.061 0.00150 0.00275 445000000 3000000 300000000.0 P3Y 0.0364 0.053 2200000 700000 700000 1500000 P5Y 1300000 2900000 1500000 3300000 10000000.0 10000000.0 34000000 4000000 The Company incurred the following debt related expenses included within Interest expense, net, in the Condensed Consolidated Statements of Operations: <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:48.969%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.971%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #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:#ccedff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,530 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid

#000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,389 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">22,812 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,265 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Amortization of debt issuance costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">353 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">353 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">706 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">706 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt;text-align:left;text-indent:9pt;vertical-align:bottom"> Total</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,883 </td><td style="background-color:#ccedff;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:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,742 </td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">23,518 </td><td style="background-color:#ccedff;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:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;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:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">28,971 </td><td style="background-color:#ccedff;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> 11530000 14389000 22812000 28265000 353000 353000 706000 706000 11883000 14742000 23518000 28971000 Accumulated Other Comprehensive Income<div style="margin-bottom:6pt;margin-top:6pt;text-align:justify;text-indent:18pt">The following tables show the reclassifications from and resulting balances of accumulated other comprehensive income ("AOCI"):</div><div style="margin-bottom:6pt;text-align:justify"><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:36.261%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.983%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.355%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.983%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.355%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.983%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.355%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.983%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.355%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.987%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Currency
Translation
Adjustments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Defined
Benefit
Pension
Plans</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized
(Loss) Gain in
Available-for-
Sale Securities</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Derivative
Instruments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Balance as of March 31, 2024</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(140,733)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(10,384)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">378 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,752 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(146,987)</td><td style="background-color:#ccedff;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 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Other comprehensive (loss) income before Reclassifications</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10,841)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">113 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-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)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(19)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(18,805)</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:#ccedff;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Amounts reclassified from AOCI</td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">59 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">62 </td><td style="background-color:#ccedff;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 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Related tax amounts</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">(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 colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-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 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(32)</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:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Balance as of June 30, 2024</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(159,574)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(10,259)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">334 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,737 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(165,762)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Balance as of March 31, 2023</td><td style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',

</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(696)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(859)</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:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Balance as of June 30, 2024</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(159,574)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(10,259)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">334 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,737 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(165,762)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Balance as of December 31, 2022</td><td style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;padding:2px 0;text-align:right;vertical-align:bottom">(132,161)</td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;padding:2px 0;text-align:right;vertical-align:bottom">4,595)</td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;padding:2px 0;text-align:right;vertical-align:bottom">(1,484)</td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ccedff;padding:2px 0;text-align:right;vertical-align:bottom">(138,240)</td><td style="background-color:#ccedff;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 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Other comprehensive income before reclassifications</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,423 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">611 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,442 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,926 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,402 </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:#ccedff;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Amounts reclassified from AOCI</td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">154 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">551 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">705 </td><td style="background-color:#ccedff;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 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Related tax amounts</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">194)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">418)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,363)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,975)</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:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Balance as of June 30, 2023</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(130,738)</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,024)</td><td style="background-color:#ccedff;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:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">91 </td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,563 </td><td style="background-color:#ccedff;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:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;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:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(130,108)</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table><div><div style="margin-bottom:6pt;text-align:justify;text-indent:10pt">All reclassifications related to unrealized (loss) gain in available-for-sale securities relate to the Company's equity interest in a captive insurance company and are recorded in equity in net income of associated companies. The amounts reported in other comprehensive income for noncontrolling interest are related to currency translation adjustments.</div> <div style="margin-bottom:6pt;margin-top:6pt;text-align:justify;text-indent:10pt">The following tables show the reclassifications from and resulting balances of accumulated other comprehensive income ("AOCI"):</div><div style="margin-bottom:6pt;text-align:justify"><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:36.261%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.983%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.355%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.983%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.355%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.983%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.355%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.983%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.355%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.907%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Currency
Translation
Adjustments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Defined
Benefit
Pension
Plans</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized
(loss) Gain in
Available-for-
Sale Securities</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Derivative
Instruments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Balance as of March 31, 2024</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(140,733)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(10,384)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">378 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px

color:#ccedff;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:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;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:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(130,108)</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt;margin-top:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.861%"><tr><td style="width:1.0%"></td><td style="width:36.173%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.000%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.356%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.003%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Currency
Translation
Adjustments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Defined
Benefit
Pension
Plans</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized
(loss) Gain in
Available-for-
Sale Securities</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Derivative
Instruments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Balance as of December 31, 2023</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(115,417)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(10,738)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">333 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,407 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(124,415)</td><td style="background-color:#ccedff;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 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Other comprehensive (loss) income before reclassifications</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(44,157)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">433 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,026 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(40,693)</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:#ccedff;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Amounts reclassified from AOCI</td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">209 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">205 </td><td style="background-color:#ccedff;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 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Related tax amounts</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">(163)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-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">(696)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(859)</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:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Balance as of June 30, 2024</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(159,574)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(10,259)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">334 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,737 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(165,762)</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Balance as of December 31, 2022</td><td style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;padding:2px 0;text-align:right;vertical-align:bottom">(132,161)</td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;padding:2px 0;text-align:right;vertical-align:bottom">(4,595)</td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;padding:2px 0;text-align:right;vertical-align:bottom">(1,484)</td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ccedff;padding:2px 0;text-align:right;vertical-align:bottom">(138,240)</td><td style="background-color:#ccedff;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 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Other comprehensive income before reclassifications</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,423 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">611 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,442 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,926 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,402 </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:#ccedff;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Amounts reclassified from AOCI</td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">154 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">551 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-

align:right;vertical-align:bottom">— </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">705 </td><td style="background-color:#ccedff;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 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Related tax amounts</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="3" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(194)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(410)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,363)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,975)</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:#ccedff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Balance as of June 30, 2023</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(130,730)</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(4,024)</td><td style="background-color:#ccedff;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:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">91 </td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,563 </td><td style="background-color:#ccedff;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:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;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:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(130,108)</td><td style="background-color:#ccedff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> -140733000 -10384000 378000 3752000 -146987000 -18041000 113000 -58000 -19000 -18805000 0 59000 3000 0 62000 0 -47000 11000 4000 -32000 -159574000 -10259000 334000 3737000 -165762000 -117696000 -4721000 -1150000 390000 -123177000 -13042000 854000 979000 5420000 -5789000 0 78000 591000 0 669000 0 -235000 -329000 -1247000 -1811000 -130738000 -4024000 91000 4563000 -130108000 -115417000 -10738000 333000 1407000 -124415000 -44157000 433000 5000 3026000 -40693000 0 209000 -4000 0 205000 0 -163000 0 -696000 -859000 -159574000 -10259000 334000 3737000 -165762000 -132161000 -4595000 -1484000 0 -138240000 1423000 611000 1442000 5926000 9402000 0 154000 551000 0 705000 0 -194000 -418000 -1363000 -1975000 -130738000 -4024000 91000 4563000 -130108000 Fair Value Measurements The Company values its company-owned life insurance policies at fair value. During June 2023, the Company surrendered and liquidated $1.9 million of these life insurance policies. As a result, the Company owns an immaterial amount of company-owned life insurance policies as of June 30, 2024 and December 31, 2023.</div><div style="margin-bottom:6pt;text-align:justify;text-indent:18pt">See Note 17 for a description of the Company's derivative instruments.</div> 1900000 Hedging Activities<div style="margin-bottom:6pt;text-align:justify;text-indent:10pt">The Company's ongoing business operations expose it to various risks, including fluctuating foreign exchange rates and interest rate risk. To manage these risks, the Company periodically enters into derivative financial instruments, such as foreign exchange forward contracts and interest rate swap agreements. The Company does not hold or enter into financial instruments for trading or speculative purposes.</div><div style="margin-bottom:6pt;text-align:justify">Foreign Exchange Forward Contracts</div><div style="margin-bottom:6pt;text-align:justify;text-indent:18pt">The Company uses foreign exchange forward contracts to economically hedge the impact of the variability in exchange rates on certain assets and/or liabilities denominated in certain foreign currencies. These forward contracts are marked-to-market at each reporting date. Changes in the fair value of the underlying instrument and settlements are recognized in earnings in Other income (expense), net. The fair value of the forward contract is determined from sources independent of the Company, including the financial institutions which are party to the derivative instruments.</div><div style="margin-bottom:6pt;text-align:justify;text-indent:18pt">Open foreign exchange forward contracts as of June 30, 2024 were entered into as hedges in Japanese yen, Mexican peso and Chinese yuan against the U.S. dollar. As of June 30, 2024, the Company had open foreign exchange forward contracts with notional U.S. dollar values of the following:</div><div style="margin-bottom:6pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.305%"><tr><td style="width:1.0%"></td><td style="width:85.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.359%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.628%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Currency</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td></tr><tr><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Mexican Peso</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;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:120%">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">30,600 </td><td style="background-color:#ccedff;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 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Japanese Yen</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,000 </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:#ccedff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Chinese Yuan</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,200 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td 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">39,000 </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> Open foreign exchange forward contracts as of June 30, 2024 had maturities occurring over a period of one month. Interest Rate Swaps In order to manage the Company's exposure to variable interest rate risk associated with the Credit Facility, such as the Secured Overnight Financing Rate ("SOFR"), in the first quarter of 2023, the Company entered into $300.0 million notional amounts of three-year interest rate swaps to convert a portion of the Company's variable rate borrowings into a fixed rate obligation. See Note 14 of Notes to Condensed Consolidated Financial Statements. These interest rate swaps are designated as cash flow hedges and, as such, the contracts are marked-to-market at each reporting date and any unrealized gains or losses are included in AOCI to the extent effective and reclassified to interest expense in the period during which these hedged transactions affect earnings or it becomes probable that the forecasted transaction will not occur.</div><div style="margin-bottom:6pt;text-indent:18pt">The balance sheet classification and fair values of the Company's derivative instruments, which are Level 2 measurements, are as follows:</div><div style="margin-bottom:6pt;margin-top:6pt;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:34.584%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.353%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:37.489%"></td><td style="width:0.1%"></td><td style="width:0.353%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.933%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.353%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.935%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="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="padding:2px 1pt;text-align:left;vertical-align:bottom">Derivatives instruments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Condensed Consolidated Balance Sheets Location</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,
2023</td></tr><tr><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Interest rate swaps:</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Other non-current assets</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;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:120%">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,854 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,020 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><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><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign currency forward contracts:</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other accrued liabilities</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,141 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">159 </td><td style="background-color:#ccedff;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="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> The following table presents the net unrealized gain deferred to AOCI: <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:34.388%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.350%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:37.027%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.350%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.866%"></td><td style="width:0.1%"></td><td style="width:0.350%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.869%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Derivatives designated as cash flow hedges</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,
2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>

</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Interest rate swaps</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">AOCI</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,737 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,407 </td><td style="background-color:#ccedff;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></table> The following table presents the location and the amount of net gain or loss recognized in the Company's Condensed Consolidated Statements of Operations related to derivative instruments: <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:25.701%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.337%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.555%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.337%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.593%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.337%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.593%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.337%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.593%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.337%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.600%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Derivative instruments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Condensed Consolidated Statements of Operations</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="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;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest rate swaps</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,273 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,061 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,559 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,061 </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">Foreign exchange forward contracts</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">Other income (expense), net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,675)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,843 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(732)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,135 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total</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 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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(402)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">2,904 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,827 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">3,196 </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> As of June 30, 2024, the Company had open foreign exchange forward contracts with notional U.S. dollar values of the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.305%"><tr><td style="width:1.0%"></td><td style="width:85.613%"></td><td style="width:0.1%"></td><td style="width:0.359%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.628%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Currency</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td></tr><tr><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Mexican Peso</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">30,600 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Japanese Yen</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Chinese Yuan</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,200 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</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">39,800 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 30600000 5000000 4200000 39800000 PIM 300000000.0 P3Y The balance sheet classification and fair values of the Company's derivative instruments, which are Level 2 measurements, are as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:34.584%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.353%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:37.489%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.353%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.933%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.353%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.935%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="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="padding:2px 1pt;text-align:left;vertical-align:bottom">Derivatives instruments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Condensed Consolidated Balance Sheets Location</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,
2023</td></tr><tr><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Interest rate swaps:</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Other non-current assets</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,854 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,828 </td><td style="background-color:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><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><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ccedff;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign currency forward contracts:</td><td colspan="3"

style="background-color:#ccedff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccedff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other accrued liabilities</td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,141 </td><td style="background-color:#ccedff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccedff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccedff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">159 </td><td style="background-color:#ccedff;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="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> The following table presents the net unrealized gain deferred to AOCI: <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:34.388%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.350%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:37.827%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.350%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.866%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.350%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.869%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Derivatives designated as cash flow hedges</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,
2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="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:#ccedff;border-top:1pt solid #000;padding:2px 1pt 2px 16pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Interest rate swaps</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">AOCI</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,737 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,407 </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="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> The following table presents the location and the amount of net gain or loss recognized in the Company's Condensed Consolidated Statements of Operations related to derivative instruments: <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:25.701%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.337%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.555%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.337%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.593%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.337%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.593%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.337%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.593%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.337%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.600%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Derivative instruments</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Condensed Consolidated Statements of Operations</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="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;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest rate swaps</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,273 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,061 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,559 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,061 </td><td style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Foreign exchange forward contracts</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">Other income (expense), net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,675)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,843 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(732)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,135 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total</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 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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(402)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">2,904 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,827 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">$</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">3,196 </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> 4854000 1820000 1141000 159000 3737000 1407000 1273000 1061000 2559000 1061000 -1675000 1843000 -732000 2135000 -402000 2904000 1827000 3196000 Commitments and Contingencies As previously disclosed in its 2023 Form 10-K, the Company is party to certain environmental matters and other litigation. See Note 25 of Notes to Consolidated Financial Statements in the Company's 2023 Form 10-K. During the three and six months ended June 30, 2024, there have been no significant changes to the facts or circumstances of any of the previously disclosed matters. Although there can be no assurance regarding the outcome of any of the ongoing environmental matters or litigation, the Company believes that it has made adequate accruals for costs and liabilities associated with these matters. The Company has accrued approximately $5 million as of June 30, 2024 and December 31, 2023, respectively, for these ongoing matters. The Company previously disclosed in its 2023 Form 10-K that one of its locations suffered property damage as a result of an electrical fire. The Company and its insurance carrier reviewed the impact of the electrical fire on the production facility's operations as it relates to a potential business interruption insurance claim. Subsequent to the date of these financial statements, in July 2024, the Company and its insurance carrier settled this claim for $1.0 million. In December 2021, the Company completed its acquisition of Coral Chemical Company ("Coral"), a privately held, U.S.-based provider of metal finishing fluid solutions. Subsequent to the acquisition, the Company and the sellers of Coral (the "Sellers") have worked to finalize certain post-closing adjustments. During the second quarter of 2022, after failing to reach resolution, the Sellers filed suit asserting certain amounts owed related to tax attributes of the acquisition. Since the second quarter of 2022, there have been no material changes to the facts and circumstances of the claim asserted by the Sellers, and the Company continues to believe the potential range of exposure for this claim is $0 to $1.5 million. In addition, during the three and six months ended June 30, 2024, there are no new environmental matters or litigation that the Company believes will have a material adverse effect on the Company's results of operations, cash flows, or financial condition. 5000000 5000000 0 1500000 false false false On May 31, 2024, Shane Hostetter, former Executive Vice President, Chief Financial Officer, entered into a Rule 10b5-1 written trading arrangement intended to satisfy the affirmative defense of Rule 10b5-1(c) under the Securities Exchange Act of 1934, as amended. Mr. Hostetter's trading arrangement covers the sale of up to 1,697 shares of Company common stock from August 29, 2024 until September 28, 2024. May 31, 2024 Shane Hostetter former Executive Vice President, Chief Financial Officer true 1697

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Z@'EFE_=!XV3=>QVD@#\%;ML]_%)X9)LAZ:0'E0Z^0]5I7X)3 M)09?>I07M%_0!30',#U$-NZ6