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vested238Á 312Á 312Á 312Á Share-based compensationÁ 38,563Á 38,563Á Stock issued under employee stock purchase plan69Á 2,683Á 2,683Á 2,683Á Repurchases of common stock(88)Á 5,601Á 5,601Á Cash dividends declared (\$0.75 per common share)Á 45,712Á 45,712Á Balance at October 5, 202459,731Á \$8Á 987,657Á \$(2,938,887)\$(43,514)\$4,592,416Á \$2,597,680Á Forty Weeks Ended October 7, 2023Common StockAdditionalPaid-in CapitalTreasury Stock, at CostAccumulated Other Comprehensive LossRetained EarningsTotalStockholdersÁ EquitySharesAmountBalance at December 31, 202259,264Á \$8Á 897,560Á \$(2,918,768)\$(44,695)\$4,665,087Á \$2,599,192Á Net incomeÁ 64,862Á 64,862Á Total other comprehensive income (loss)Á 2,330Á 2,330Á Restricted stock units and deferred stock units vested294Á 3,045Á 3,045Á Share-based compensationÁ 37,435Á 37,435Á Stock issued under employee stock purchase plan32Á 3,045Á 3,045Á Repurchases of common stock(108)Á 14,237Á 14,237Á Cash dividends declared (\$2.00 per common share)Á 120,631Á 120,631Á OtherÁ 1,000Á 1,000Á Balance at October 7, 202359,482Á \$8Á 937,040Á \$(2,933,005)\$(47,025)\$4,609,318Á \$2,566,336Á The accompanying notes to the condensed consolidated financial statements are an integral part of these statements.6Table of Contents Advance Auto Parts, Inc. and SubsidiariesCondensed Consolidated Statements of Cash Flows(in thousands) (Unaudited)Á Forty Weeks EndedOctober 5, 2024October 7, 2023Cash flows from operating activities:Á Net income\$78,989Á \$64,862Á Net income from discontinued operations56,413Á \$59,696Á Net income from continuing operations22,576Á 5,166Á Adjustments to reconcile net income to net cash used in operating activities:Depreciation and amortization217,197Á 206,658Á Share-based compensation33,810Á 33,777Á (Gain) Loss on sale and impairment of long-lived assets(14,273)1,886Á Provision for deferred income taxes24,289Á (27,811)Other, net,2,986Á 2,436Á Net change in:Receivables, net(60,383)161,629Inventories, net(152,229)(110,871)Accounts payable(25,225)(77,336)Accrued expenses30,794Á 171,117Á Other assets and liabilities, net1,477Á (71,707)Net cash provided by (used in) operating activities of continuing operations81,019Á (28,314)Net cash provided by operating activities of discontinued operations76,917Á 57,148Á Net cash provided by operating activities157,936Á 28,834Á Cash flows from investing activities:Á Purchases of property and equipment(129,714)(174,186)Proceeds from sales of property and equipment13,232Á 2,001Á Net cash used in investing activities of continuing operations(116,482)(172,185)Net cash used in investing activities of discontinued operations(7,988)(13,015)Net cash used in investing activities (124,470)(185,200)Cash flows from financing activities:Á Borrowings under credit facilitiesÁ 4,805,000Á Payments on credit facilitiesÁ (4,990,000)Borrowings on senior unsecured notesÁ 599,571Á Dividends paid(44,882)(194,322)Purchase of noncontrolling interest(9,101)Á Proceeds from the issuance of common stock2,995Á 3,045Á Repurchases of common stock(5,601)(14,237)Other, net(1,143)(5,010)Net cash (used in) provided by financing activities(57,732)204,047Á Effect of exchange rate changes on cash11,766Á (1,932)Net (decrease) increase in cash and cash equivalents(12,500)45,749Á Cash and cash equivalents, beginning of period503,471Á 270,805Á 7Table of Contents Á Forty Weeks EndedOctober 5, 2024October 7, 2023Cash and cash equivalents, end of period\$490,971Á \$316,554Á Non-cash transactions of continuing operations:Accrued purchases of property and equipment\$9,276Á \$9,434Á Transfers of property and equipment from (to) assets related to discontinued operations (to) continuing operations\$7,262Á \$(105)Summary of cash and cash equivalents:Cash and cash equivalents of continuing operations, end of period464,492Á 308,804Á Cash and cash equivalents of discontinued operations, end of period26,479Á 7,750Á Cash and cash equivalents, end of period\$490,971Á \$316,554Á The accompanying notes to the condensed consolidated financial statements are an integral part of these statements.8Table of ContentsAdvance Auto Parts, Inc. and SubsidiariesNotes to the Condensed Consolidated Financial Statements(Amounts presented in thousands, except per share data, unless otherwise stated)(Unaudited)1.Á Á Nature of Operations and Basis of PresentationDescription of BusinessAdvance Auto Parts, Inc. and subsidiaries is a leading automotive aftermarket parts provider in North America, serving both professional installers (Á professional) and Á do-it-yourself(Á DIY) customers. The accompanying condensed consolidated financial statements include the accounts of Advance Auto Parts, Inc., its wholly owned subsidiaries, Advance Stores Company, Incorporated (Á Advance Stores) and Neuse River Insurance Company, Inc., and their subsidiaries (collectively referred to as Á the Company). As discussed in Note 3. Á Discontinued Operations, Á on August 22, 2024, the Company entered into a definitive purchase agreement to sell its Worldpac, Inc. business (Á Worldpac), which reflects a strategic shift in its business. The sale was completed on November 1, 2024. As a result of the Company's entry into the purchase agreement, Worldpac is presented as discontinued operations beginning in the third quarter of 2024. The Company has reclassified the financial results of Worldpac to discontinued operations, net of tax, in the Condensed Consolidated Statements of Operations for all periods presented. The Company also reclassified the related assets and liabilities as assets and liabilities held for sale on the accompanying Condensed Consolidated Balance Sheets as of October 5, 2024 and December 30, 2023. Cash flows from the Company's discontinued operations are presented as such in the Condensed Consolidated Statements of Cash Flows for all periods presented. Refer to Note 15. Subsequent Events for additional information about the sale of Worldpac in November 2024. As of October 5, 2024, the Company operated a total of 4,781 stores primarily within the United States, with additional locations in Canada, Puerto Rico and the U.S. Virgin Islands. In addition, as of October 5, 2024, the Company served 1,125 independently owned Carquest branded stores across the same geographic locations served by the Company's stores in addition to Mexico and various Caribbean islands. The Company's stores operate primarily under the trade names Á Advance Auto Parts and Á Carquest. The Company has one reportable segment and three operating segments. The operating segments are aggregated primarily due to the economic and operational similarities of each operating segment as the stores and branches have similar characteristics, including the nature of the products and services offered, customer base and the methods used to distribute products and provide services to its customers. Worldpac was one of the Company's operating segments. As noted in Note 15. Subsequent Events, the sale of Worldpac was completed November 1, 2024, resulting in the Company having two operating segments, Á Advance Auto Parts/Carquest U.S. and Á Carquest Canada. Á Basis of PresentationThe accounting policies followed in the presentation of interim financial results are consistent with those followed on an annual basis. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America (Á GAAP), have been condensed or omitted based upon the Securities and Exchange Commission (Á SEC) interim reporting principles. These condensed consolidated financial statements should be read in conjunction with the financial statements and notes thereto included in the Company's Annual Report on Form 10-K for 2023 as filed with the SEC on March 12, 2024, and the amended Annual Report on Form 10-K/A filed with the SEC on May 30, 2024 (collectively the Á 2023 Form 10-K). The accompanying condensed consolidated financial statements reflect all normal recurring adjustments that are necessary to present fairly the results for the interim periods presented. The results of operations for the interim 1Table of ContentsAdvance Auto Parts, Inc. and SubsidiariesNotes to the Condensed Consolidated Financial Statements(Amounts presented in thousands, except per share data, unless otherwise stated)(Unaudited)periods are not necessarily indicative of the operating results to be expected for the full year. The Company's first quarter of the year contains sixteen weeks. The Company's remaining three quarters each consist of twelve weeks.Revision of Previously Issued Financial Statements for Correction of Immaterial ErrorsDuring the year ended December 30, 2023, the Company identified errors in its consolidated results impacting cost of sales, selling, general and administrative expenses (Á SG&A) and other income (expense), net, of \$62.9Á million, \$36.6Á million and \$1.7Á million incurred in prior years but not previously recognized. These charges primarily related to product costs and vendor credits. Management assessed the materiality of the errors, including the presentation on prior period consolidated financial statements, on a qualitative and quantitative basis in accordance with SEC Staff Accounting Bulletin No. 99, Materiality, codified in Accounting Standards Codification Topic 250, Accounting Changes and Error Corrections. The Company concluded that these errors and the related impacts did not result in a material misstatement of its previously issued consolidated financial statements as of and for the years ended December 31, 2022 and January 1, 2022 and its previously issued unaudited condensed consolidated interim financial statements as of and for the sixteen weeks ended April 22, 2023; the twelve and twenty-eight weeks ended July 15, 2023; and the twelve and forty weeks ended October 7, 2023. Correcting the cumulative effect of these errors in the fifty-two weeks ended December 30, 2023 would have had a significant effect on the results of operations for such period. The Company has corrected the relevant prior periods of its consolidated financial statements and related footnotes for these and other immaterial corrections for comparative purposes, as previously disclosed in Note 18. Immaterial Restatement of Prior Period Financial Statements of the Company's 2023 Form 10-K. The Company will also adjust previously reported financial information for such immaterial errors in future filings, as applicable. A summary of the corrections to the impacted financial statement line items from our previously issued financial statements are presented in Note 13. Immaterial Misstatement of Prior Period Financial Statements.2.Á Á Significant Accounting PoliciesRevenuesThe following table summarizes disaggregated revenue from contracts with customers by product group from continuing operations:Twelve Weeks EndedForty Weeks EndedOctober 5, 2024October 7, 2023October 5, 2024October 7, 2023Percentage of Sales:Parts and Batteries64Á %64Á %63Á %63Á %Accessories and Chemicals21Á 21Á 22Á 22Á Engine Maintenance14Á 14Á 14Á 14Á Other1Á 1Á 1Á 1Á Total100Á %100Á %100Á %100Á %2Table of ContentsAdvance Auto Parts, Inc. and SubsidiariesNotes to the Condensed Consolidated Financial Statements(Amounts presented in thousands, except per share data, unless otherwise stated)(Unaudited)Recently Issued Accounting Pronouncements - Not Yet Adopted Disclosure ImprovementsIn October 2023, the Financial Accounting Standards Board (Á FASB) issued Accounting Standards Update (Á ASU) 2023-06, Disclosure Improvements (Á ASU 2023-06), which defines when companies will be required to improve and clarify disclosure and presentation requirements. This ASU should be applied prospectively, and the effective date will be determined for each individual disclosure based on the effective date of the SEC's removal of the related disclosure. If the applicable requirements have not been removed by the SEC by June 30, 2027, this ASU will not become effective. Early adoption is prohibited. The Company is currently evaluating the impact of adopting ASU 2023-06 on the consolidated financial statements and related disclosures, and does not believe it will have a material impact on the consolidated financial statements.Improvements to Reportable Segment DisclosuresIn November 2023, the FASB issued ASU 2023-07, Improvements to Reportable Segment Disclosures (Á ASU 2023-07), which requires a company to disclose additional, more detailed information about a reportable segment's significant expenses, even if there is one reportable segment, and is intended to improve the disclosures about a public entity's reportable segments. The ASU is effective for fiscal years beginning after December 15, 2023, and for interim periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of the adoption of ASU 2023-07 and believes that the adoption will result in additional disclosures, but will not have any other impact on its consolidated financial statements and segment reporting.Income Tax Disclosure ImprovementsIn December 2023, the FASB issued ASU 2023-09, Income Taxes (Á ASU 2023-09), which requires a company to enhance its income tax disclosures. In each annual reporting period, the company should disclose the specific categories used in the rate reconciliation and additional information for reconciling items that meet a quantitative threshold, including disaggregation of taxes paid by jurisdiction. The related disclosures are effective for the fiscal year beginning after December 15, 2024. The Company is currently evaluating the impact of adopting ASU 2023-09 on our consolidated financial statements and related disclosures and believes that the adoption will result in additional disclosures, but will not have any other impact on its consolidated financial statements.Climate Disclosure Requirements In March 2024, the SEC issued its final climate disclosure rules, which require the disclosure of climate-related information in annual reports and registration statements. The rules require disclosure in the audited financial statements of certain effects of severe weather events and other natural conditions and greenhouse gas emissions above certain financial thresholds, as well as amounts related to carbon offsets and renewable energy credits or certificates, if material. Additionally, the rule established disclosure requirements regarding material climate-related risks, descriptions of board oversight and risk management activities, the material impacts of these risks on a registrant's strategy, business model and outlook and any material climate-related targets or goals. On April 4, 2024, the SEC determined to voluntarily stay the final rules pending certain legal challenges. Prior to the stay in the new rules, disclosures would have been effective for annual periods beginning January 1, 2025, except for the greenhouse gas emissions disclosure which would have been effective for annual periods beginning January 1, 2026. The Company is currently evaluating the impact of the new rules on the consolidated financial statements and related disclosures.3Table of ContentsAdvance Auto Parts, Inc. and SubsidiariesNotes to the Condensed Consolidated Financial Statements(Amounts presented in thousands, except per share data, unless otherwise stated)(Unaudited)Disaggregation of Income Statement ExpensesIn November 2024, the FASB issued ASU 2024-03, Income Statement-Reporting Comprehensive Income-Expense Disaggregation (Á ASU 2024-03), which requires public entities to disclose more detailed information about certain costs and expenses presented in the income statement, including inventory purchases, employee compensation, selling expenses and depreciation. ASU 2024-03 is effective for fiscal years beginning after December 15, 2026, and for interim periods beginning after December 15, 2027, with early adoption permitted. The Company is currently evaluating the impact of adopting ASU 2024-03 on the consolidated financial statements and related disclosures.3. Discontinued OperationsOn August 22, 2024, the Company entered into a definitive purchase agreement to sell

changing for \$1.5 billion, with customary purchase price adjustments for working capital and other items. The Company's sale of Worldpac was progress towards the changing landscape of the business with increased focus on the Advance blended-box model. The transaction closed on November 1, 2024. As a result, the Company has classified the results of operations and cash flows of Worldpac as discontinued operations in its Condensed Consolidated Statements of Operations and Condensed Consolidated Statements of Cash Flows for all periods presented. The related assets and liabilities associated with the discontinued operations are classified as held for sale in the Condensed Consolidated Balance Sheets. Additionally, beginning August 22, 2024, in accordance with ASC 360, Property, Plant and Equipment, the Company ceased recording depreciation and amortization for Worldpac's finite-lived intangible assets and operating lease right-of-use assets. In connection with the Worldpac divestiture, the Company agreed to provide letters of credit in the aggregate amount of up to \$200A million, issued under its unsecured revolving credit facility, for up to 12 months after closing of the transaction as credit support for Worldpac's new supply chain financing program, which letter of credit exposure will reduce to zero no later than 24 months after closing. Worldpac will remain a parts supplier for the Company following the close of the sale. Worldpac has entered into an agreement to supply, sell and deliver to the Company. Under this agreement, the Company intends to purchase at least \$145 million of Worldpac's products during the period beginning on January 1, 2024 and ending on December 31, 2024. If the purchase minimum is met, the agreement automatically renews for one-year terms up to three years. Historically, the Company has made sales to Worldpac but there is no obligation to continue to do so as part of the purchase agreement. Additionally, the Company and Worldpac entered into a Transition Services Agreement and Reverse Transition Services Agreement, pursuant to which the two entities will provide certain services to each other during the post-closing period. The minimum terms of the agreements are for twelve months, which may be extended by the Company and Worldpac for up to two three-month extension periods.

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The following table represents the major classes of assets and liabilities of discontinued operations classified as held for sale in the Condensed Consolidated Balance Sheets as of October 5, 2024 and December 30, 2023:

October 5, 2024	December 30, 2023
Cash	\$26,479A
Receivables, net	208,942A
Inventories	190,613A
Other current assets	987,687A
Property and equipment, net of accumulated depreciation	82,480A
Operating lease right-of-use assets	92,561A
Other intangible assets, net	243,763A
Goodwill	231,703A
Other noncurrent assets	163,408A
Total assets held for sale	174,180A
Liabilities included in discontinued operations	390,256A
Accounts payable	390,584A
Accrued expenses	1,272A
Other current liabilities	911A
Other noncurrent liabilities	1,272A
Total liabilities held for sale	2,095,412A

Carrying amounts of the major classes of liabilities included in discontinued operations as of October 5, 2024 are classified as current on the consolidated balance sheet as the Company expects to close within twelve months of the balance sheet date.

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The following table presents the major components of discontinued operations, net of income taxes, in the Company's Condensed Consolidated Statements of Operations:

Twelve Weeks Ended	Forty Weeks Ended
October 5, 2024	October 7, 2023
Net Sales	\$496,749A
Cost of sales	\$500,874A
Purchasing and warehousing costs	\$1,635,745A
Interest expense	\$1,628,068A
Other income (expense)	\$6,177A
Income before income taxes	\$137,779A
Income tax expense	\$135,088A
Income from discontinued operations	\$29,618A

Major classes of line items constituting income of discontinued operations before provision for income taxes:

October 5, 2024	October 7, 2023
Net Sales	\$496,749A
Cost of sales	\$500,874A
Purchasing and warehousing costs	\$1,635,745A
Interest expense	\$1,628,068A
Other income (expense)	\$6,177A
Income before income taxes	\$137,779A
Income tax expense	\$135,088A
Income from discontinued operations	\$29,618A

Income from discontinued operations related to major classes before provision for income taxes:

Twelve Weeks Ended	Forty Weeks Ended
October 5, 2024	October 7, 2023
Net income from discontinued operations	\$19,349A
Income tax expense	\$12,149A
Income from discontinued operations	\$7,199A

Net income from discontinued operations as of October 5, 2024 and 92.8% as of December 30, 2023. As a result, the Company recorded a reduction to cost of sales of \$34.7A million and \$51.3 million for the twelve weeks ended October 5, 2024 and October 7, 2023 to state inventories at LIFO. For the forty weeks ended October 5, 2024 and October 7, 2023, the Company recorded a reduction to cost of sales of \$69.1A million and \$106.5 million to state inventories at LIFO. Purchasing and warehousing costs included in inventories as of October 5, 2024 and December 30, 2023 were \$429.7A million and \$454.0 million. An actual valuation of inventory under the LIFO method is performed at the end of each fiscal year based on inventory levels and carrying costs at that time. Accordingly, interim LIFO calculations are based on the Company's estimates of expected inventory levels and costs at the end of the year. Inventory balances were as follows:

October 5, 2024	December 30, 2023
Inventories at first in, first out (FIFO)	\$4,076,359A
Adjustments to state inventories at LIFO	34,159A
Inventories at LIFO	\$4,042,200A

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5. A to A Intangible Assets  
The Company's definite-lived intangible assets include customer relationships and non-compete agreements. Amortization expense was \$2.6 million and \$2.9 million for the twelve weeks ended October 5, 2024 and October 7, 2023, and \$9.4A million and \$10.2A million for the forty weeks ended October 5, 2024 and October 7, 2023.

6. A to A Receivables, net  
Receivables, net, consisted of the following:

October 5, 2024	December 30, 2023
Trade	\$466,805A
Vendor	\$421,293A
Other	\$217,221A
Total receivables	\$1,095,319A
Less: allowance for credit losses	32,682A
Receivables, net	\$1,062,637A

7. A to A Long-term Debt and Fair Value of Financial Instruments  
Long-term debt consisted of the following:

October 5, 2024	December 30, 2023
Senior Unsecured Notes due March 9, 2026	\$298,369A
Senior Unsecured Notes due October 1, 2027	\$347,514A
Senior Unsecured Notes due March 9, 2028	\$298,466A
Senior Unsecured Notes due April 15, 2030	\$496,149A
Senior Unsecured Notes due March 15, 2032	\$346,213A
Total long-term debt	\$1,788,513A
Less: Current portion of long-term debt	\$1,643,832A
Long-term debt, excluding the current portion	\$1,144,681A

Fair value of long-term debt: \$1,643,832A

Fair Value of Financial Assets and Liabilities  
The fair value of the Company's senior unsecured notes was determined using Level 2 inputs based on quoted market prices. The carrying amounts of the Company's cash and cash equivalents, receivables, net, accounts payable and accrued expenses approximate their fair values due to the relatively short-term nature of these instruments.

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Bank Debt  
On February 26, 2024, the Company entered into Amendment No. 4 to the Company's unsecured revolving credit facility (2021 Credit Agreement) to enable certain addbacks to the definition of Consolidated Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA) contained therein for specific write-downs of inventory and vendor receivables. Amendment No. 4 also updated certain limitations on future incurrences of other indebtedness and liens, replacing the cap thereon of 10% of consolidated net tangible assets with \$400A million, and eliminated the \$250A million basket for accounts receivable securitization transactions. Amendment No. 4 made no other material changes to the terms of the 2021 Credit Agreement. See Note 15. Subsequent Events for changes to the Company's 2021 Credit Agreement as defined in Amendment No. 5. The 2021 Credit Agreement contains customary covenants restricting the ability of: (a) Advance Auto Parts, Inc. and its subsidiaries to, among other things, (i) create, incur or assume additional debt (only with respect to subsidiaries of Advance Auto Parts, Inc.), (ii) incur liens, (iii) guarantee obligations, and (iv) change the nature of their business; (b) Advance Auto Parts, Inc., Advance Stores and their subsidiaries to, among other things (i) enter into certain hedging arrangements, (ii) enter into restrictive agreements limiting their ability to incur liens on any of their property or assets, pay distributions, repay loans, or guarantee indebtedness of their subsidiaries; and (c) Advance Auto Parts, Inc., among other things, to change its holding company status. The Company is also required to comply with financial covenants with respect to a maximum leverage ratio and a minimum coverage ratio. The 2021 Credit Agreement also provides for customary events of default, including non-payment defaults, covenant defaults and cross-defaults of Advance's other material indebtedness. The Company was in compliance with the financial covenants with respect to the 2021 Credit Agreement as of October 5, 2024. See Note 15. Subsequent Events for changes to the Company's 2021 Credit Agreement as defined in Amendment No. 5.

As of October 5, 2024 and December 30, 2023, the Company had no outstanding borrowings, \$1.2 billion of borrowing availability and no letters of credit outstanding under the 2021 Credit Agreement. As of October 5, 2024 and December 30, 2023, the Company had \$90.8 million and \$91.2 million of bilateral letters of credit issued separately from the 2021 Credit Agreement, none of which were drawn upon. These bilateral letters of credit generally have a term of one year or less and primarily serve as collateral for the Company's self-insurance policies.

Senior Unsecured Notes  
The Company's 3.90% senior unsecured notes due April 15, 2030 (the Original Notes) were issued April 16, 2020, at 99.65% of the principal amount of \$500.0 million, and were not registered under the Securities Act of 1933, as amended (the Securities Act). The Original Notes bear interest, payable semi-annually in arrears on April 15 and October 15, at a rate of 3.90% per year. On July 28, 2020, the Company completed an exchange offer whereby the Original Notes in the aggregate principal amount of \$500.0A million were exchanged for a like principal amount (the Exchange Notes or 2030 Notes), and which have been registered under the Securities Act. The Original Notes were substantially identical to the Exchange Notes, except the Exchange Notes are registered under the Securities Act and are not subject to the transfer restrictions and certain registration rights agreement provisions applicable to the Original Notes. The Company's 1.75% senior unsecured notes due October 1, 2027 (the 2027 Notes) were issued September 29, 2020, at 99.67% of the principal amount of \$350.0A million. The 2027 Notes bear interest, payable semi-annually in arrears on April 1 and October 1, at a rate of 1.75% per year. In connection with the 2027 Notes offering, the Company incurred \$2.9 million of debt issuance costs.

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The Company's 3.50% senior unsecured notes due 2032 (the 2032 Notes) were issued March 4, 2022, at 99.61% of the principal amount of \$350.0A million. The 2032 Notes bear interest, payable semi-annually in arrears on March 15 and September 15, at a rate of 3.50% per year. In connection with the 2032 Notes offering, the Company incurred \$3.2 million of debt issuance costs. The Company's 5.90% senior unsecured notes due March 9, 2026 (the 2026 Notes) were issued March 9, 2023, at 99.94% of the principal amount of \$300.0A million. The 2026 Notes bear interest, payable semi-annually in arrears on March 9 and September 9, at a rate of 5.90% per year. In connection with the 2026 Notes offering, the Company incurred \$1.6 million of debt issuance costs. The Company's 5.95% senior unsecured notes due March 9, 2028 (the 2028 Notes) were issued March 9, 2023, at 99.92% of the principal amount of \$300.0A million. The 2028 Notes bear interest, payable semi-annually in arrears on March 9 and September 9, at a rate of 5.95% per year. In connection with the 2028 Notes offering, the Company incurred \$1.9 million of debt issuance costs. The Company may redeem some or all of the 2026 Notes and 2028 Notes (the Notes) at any time, or from time to time, prior to March 9, 2026 in the case of the 2026 Notes, or February 9, 2028 in the case of the 2028 Notes, at the redemption price described in the related indenture for the Notes (the Indenture). In the event of a change of control triggering event, as defined in the Indenture, the Company will be required to offer the repurchase of the Notes at a price equal to 101% of the principal amount thereof, plus accrued and unpaid interest to the repurchase date. Currently, the Notes are fully and unconditionally guaranteed, jointly and severally, on an unsubordinated unsecured basis by guarantor and subsidiary guarantees, as defined by the Indenture.

Debt Guarantees  
The Company is a guarantor of loans made by banks to various independently owned Carquest-branded stores that are customers of the Company. These loans totaled \$102.4 million and \$106.9 million as of October 5, 2024 and December 30, 2023 and are collateralized by security agreements on merchandise inventory and other assets of the borrowers. The approximate value of the inventory collateralized by these agreements was \$183.6 million and \$221.2 million as of October 5, 2024 and December 30, 2023. The Company believes that the likelihood of performance under these guarantees is remote.

8. A to A Leases  
Substantially all of the Company's leases are for facilities, vehicles and equipment. The initial term for facilities is typically five to ten years, with renewal options typically at five-year intervals, with the exercise of lease renewal options at the Company's sole discretion. The Company's vehicle and equipment lease terms are typically three to six years. The Company's lease agreements do not contain any material residual value guarantees or material restrictive covenants.

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Total lease cost is included in cost of sales and SG&A in the accompanying condensed consolidated statements of operations and is recorded net of immaterial sublease income. Total lease costs comprised of the following:

Twelve Weeks Ended	Forty Weeks Ended
October 5, 2024	October 7, 2023
Operating lease cost	\$33,888A
Variable lease cost	\$33,666A
Total lease cost	\$67,554A

Other information relating to the Company's lease liabilities was as follows:

Forty Weeks Ended	October 5, 2024	October 7, 2023
Cash paid for amounts included in the measurement of lease liabilities	\$155,210A	\$149,748A
Operating cash flows from		

operating leases\$400,551A \$386,668A Right-of-use assets obtained in exchange for lease obligations:Operating leases\$387,266A \$312,808A During first quarter of 2024, the Company entered into a sale-leaseback transaction where the Company sold a building and land and entered into a three-year lease of the property upon the sale. This transaction resulted in a gain of \$22.3 million and is included in selling, general and administrative expenses on the condensed consolidated statement of operations. 9. A A A Share Repurchase ProgramThe Company's Board of Directors had previously authorized \$2.7 billion to its share repurchase program. The share repurchase program permits the repurchase of the Company's common stock on the open market and in privately negotiated transactions from time to time. Amendment No. 5 to the Company's 2021 Credit Agreement generally prohibits open market share repurchases. During the twelve and forty weeks ended October 5, 2024 and October 7, 2023, the Company did not purchase any shares of the Company's common stock under the share repurchase program. The Company had \$947.3 million remaining under the share repurchase program as of October 5, 2024. 10. Table of Contents Advance Auto Parts, Inc. and Subsidiaries Notes to the Condensed Consolidated Financial Statements (Amounts presented in thousands, except per share data, unless otherwise stated) (Unaudited) 10. A A A Earnings per Share The computations of basic and diluted earnings per share were as follows: A Twelve Weeks Ended Forty Weeks Ended October 5, 2024 October 7, 2023 October 5, 2024 October 7, 2023 Numerator (Loss) income from continuing operations \$(25,363) \$(74,186) \$22,576 \$5,166 Income from discontinued operations 19,349 12,149 56,413 59,696 Net (loss) income applicable to common shares \$(6,014) \$(62,037) \$78,989 \$64,862 Denominator Basic weighted-average common shares 59,684 59,474 59,618 59,114 Dilutive impact of share-based awards 2184 1564 2604 1774 Diluted weighted-average common shares (1) 59,902 59,630 59,878 59,588 Basic (loss) earnings per common share from continuing operations \$(0.42) \$(1.25) \$0.38 \$0.09 Basic earnings per common share from discontinued operations 0.32 0.20 0.95 1.00 Basic (loss) earnings per common share \$(0.10) \$(1.05) \$1.33 \$1.09 Diluted (loss) earnings per common share from continuing operations \$(0.42) \$(1.24) \$0.38 \$0.09 Diluted earnings per common share from discontinued operations 0.32 0.20 0.94 1.00 Diluted (loss) earnings per common share \$(0.10) \$(1.04) \$1.32 \$1.09 (1) For the twelve weeks ended October 5, 2024 and October 7, 2023, 570 thousand and 515 thousand restricted stock units (RSUs) were excluded from the diluted calculation as their inclusion would have been anti-dilutive. For the forty weeks ended October 5, 2024 and October 7, 2023, 536 thousand and 299 thousand RSUs were excluded from the diluted calculation as their inclusion would have been anti-dilutive. 11. A A A Share-Based Compensation The Company grants time based RSUs, market based RSUs and options to purchase common stock to certain employees under the Company's 2023 Omnibus Incentive Compensation Plan. The general terms of the time-based and market-based RSUs and stock options are similar to awards previously granted by the Company. The Company records compensation expense for the grant date fair value of the option awards evenly over the vesting period. During the twelve and forty weeks ended October 5, 2024, the Company granted the following time-based and market-based RSUs: 11. 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During the twelve and forty weeks ended October 5, 2024, the Company granted the following stock options: Twelve Weeks Ended Forty Weeks Ended Number of awards \$195.4A Weighted-average fair value \$31.86A The fair value of each option was estimated on the date of grant by applying the Black-Scholes option-pricing valuation model. Twelve Weeks Ended Forty Weeks Ended Risk-free interest rate (1) \$4.1A -4.2A % Expected term (2) \$6 years Expected volatility (3) \$41.6A -42.6A % Expected dividend yield (4) \$1.4A -1.5A % (1) The risk-free interest rate is based on the yield in effect at grant for zero-coupon U.S. Treasury notes with maturities equivalent to the expected term of the stock options. (2) The expected term represents the period of time options granted are expected to be outstanding. As the Company does not have sufficient historical data, the Company utilized the simplified method provided by the SEC to calculate the expected term as the average of the contractual term and vesting period. (3) Expected volatility is the measure of the amount by which the stock price has fluctuated or is expected to fluctuate. The Company utilized historical trends and the implied volatility of the Company's publicly traded financial instruments in developing the volatility estimate for its stock options. (4) The expected dividend yield is calculated based on our expected quarterly dividend and the three month average stock price as of the grant date. The total income tax benefit related to share-based compensation expense for the twelve and forty weeks ended October 5, 2024 was \$2.4 million and \$8.4 million. As of October 5, 2024, there was \$85.4 million of unrecognized compensation expense related to all share-based awards that is expected to be recognized over a weighted-average period of 1.6 years. 12. Table of Contents Advance Auto Parts, Inc. and Subsidiaries Notes to the Condensed Consolidated Financial Statements (Amounts presented in thousands, except per share data, unless otherwise stated) (Unaudited) 12. Supplier Finance Programs The Company maintains supply chain financing agreements with third-party financial institutions to provide the Company's suppliers with enhanced receivables options. Through these agreements, the Company's suppliers, at their sole discretion, may elect to sell their receivables due from the Company to the third-party financial institution at terms negotiated between the supplier and the third-party financial institution. The Company does not provide any guarantees to any third party in connection with these financing arrangements. The Company's obligations to suppliers, including amounts due and scheduled payment terms, are not impacted, and no assets are pledged under the agreements. All outstanding amounts due to third-party financial institutions related to suppliers participating in such financing arrangements are recorded within accounts payable and represent obligations outstanding under these supplier finance programs for invoices that were confirmed as valid and owed to the third-party financial institutions in the Company's Condensed Consolidated Balance Sheets. As of October 5, 2024, and December 30, 2023, \$3.26 billion and \$3.36 billion of the Company's accounts payable were to suppliers participating in these financing arrangements. 13. Immaterial Restatement of Prior Period Financial Statements As discussed in Note 1. Basis of Presentation, the Company made corrections to the consolidated financial statements for periods ended December 31, 2022, January 1, 2022, and the quarterly periods of 2023. A summary of the corrections related to prior periods presented are as follows (tables may not foot or cross foot due to rounding): Condensed Consolidated Statement of Operations October 7, 2023 Twelve Weeks Ended As Previously Reported Adjustments As Corrected Discontinued Operations As Corrected, after Discontinued Operations Cost of sales \$1,732,420A \$16,379A \$1,748,799A \$348,161A \$1,400,638A Gross profit \$986,659A (16,379) 970,280A 152,713A 817,567A Selling, general and administrative expenses 1,030,355A 878A 1,031,233A 135,088A 896,145A Operating (loss) income (43,696) (17,257) (60,953) 17,625A (78,578) (Loss) Income before provision for income taxes (64,319) (17,257) (81,576) 16,824 (98,258) Provision for income taxes (15,686) (3,853) (19,539) 4,533A (24,072) Net (loss) income \$(48,633) \$(13,404) \$(62,037) \$12,149A \$(74,186) Basic (loss) earnings per share \$(0.82) \$(0.23) \$(1.05) \$0.20A \$(1.25) Diluted (loss) earnings per common share \$(0.82) \$(0.22) \$(1.04) \$0.20A \$(1.24) 13. 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Table of Contents Advance Auto Parts, Inc. and Subsidiaries Notes to the Condensed Consolidated Financial Statements (Amounts presented in thousands, except per share data, unless otherwise stated) (Unaudited) Condensed Consolidated Statement of Changes in Stockholders' Equity Twelve Weeks Ended October 7, 2023 Accumulated Other Comprehensive Loss Retained Earnings Total Stockholders' Equity Twelve Weeks Ended As Previously Reported Balance at July 15, 2023 \$(36,824) \$4,767,168A \$2,723,187A Net loss \$(48,633) (48,633) Total other comprehensive loss (10,775) \$(10,775) Balance at October 7, 2023 \$(47,599) \$4,690,424A \$2,646,868A Adjustments Balance at July 15, 2023 \$117A \$(80,650) \$(80,533) Net loss (1) \$(13,404) (13,404) Total other comprehensive income 457A \$(457) Balance at October 7, 2023 \$574A \$(81,106) \$(80,532) As Corrected Balance at July 15, 2023 \$(36,707) \$4,686,518A \$2,642,654A Net loss \$(62,037) (62,037) Total other comprehensive loss (10,318) \$(10,318) Balance at October 7, 2023 \$(47,025) \$4,609,318A \$2,566,336A (1) Adjustments to retained earnings does not foot due to the previous adjustments made in third quarter 2023. Condensed Consolidated Statement of Changes in Stockholders' Equity Forty Weeks Ended October 7, 2023 Accumulated Other Comprehensive Loss Retained Earnings Total Stockholders' Equity Forty Weeks Ended As Previously Reported Balance at December 31, 2022 \$(45,143) \$4,744,624A \$2,678,281A Net income \$90,245A \$90,245A Total other comprehensive loss (2,456) \$(2,456) Balance at October 7, 2023 \$(47,599) \$4,690,424A \$2,646,868A Adjustments Balance at December 31, 2022 \$448A \$(79,537) \$(79,089) Net loss (1) \$(25,383) (25,383) Total other comprehensive income 126A \$(126) Balance at October 7, 2023 \$574A \$(81,106) \$(80,532) As Corrected Balance at December 31, 2022 \$(44,695) \$4,665,087A \$2,599,192A Net income \$64,862A \$64,862A Total other comprehensive loss (2,330) \$(2,330) Balance at October 7, 2023 \$(47,025) \$4,609,318A \$2,566,336A (1) Adjustments to retained earnings does not foot due to the previous adjustments made in third quarter 2023. 15. Table of Contents Advance Auto Parts, Inc. and Subsidiaries Notes to the Condensed Consolidated Financial Statements (Amounts presented in thousands, except per share data, unless otherwise stated) (Unaudited) Condensed Consolidated Statement of Cash Flows Forty Weeks Ended October 7, 2023 As Previously Reported Adjustments As Corrected Discontinued Operations As Corrected, after Discontinued Operations Net income \$90,245A \$(25,383) \$64,862A \$59,696A \$5,166A Provision for deferred income taxes (33,059) 5,248A (27,811) \$(27,811) Other, net 1,499A 937A 2,436A \$(2,436) Net change in: Receivables, net (170,371) (9,519) (179,890) (18,261) (161,629) Inventories, net (41,025) 15,442A (25,583) 85,288A (110,871) Accounts payable (191,871) 28,500A (163,371) (86,035) (77,336) Accrued expenses 145,704A 21,521A 167,225A (3,892) 171,117A Other assets and liabilities, net (45,015) (38,316) (83,331) (11,624) (71,707) Net cash provided by (used in) operating activities 30,404A (1,570) 28,834A 57,148A (28,314) Other, net (1) (4,073) (937) (5,010) \$(5,010) Net cash provided by financing activities 204,984A (937) 204,047A Effect of exchange rate changes on cash (1,942) (1,932) Net increase (decrease) in cash and cash equivalents 48,246A (2,497) 45,749A Cash and cash equivalents, beginning of period 269,282A 1,523A 270,805A 50,670A 220,135A Cash and cash equivalents, end of period \$317,528A \$(974) \$316,554A \$7,750A \$308,804A (1) The summary of corrections table above inadvertently omitted disclosure for proceeds from the issuance of common stock as follows: \$3.0 million as previously reported, \$0 adjustments and \$3.0 million as corrected. 14. Contingencies On October 9, 2023, and October 27, 2023, two putative class actions on behalf of purchasers of the Company's securities who purchased or otherwise acquired their securities between November 16, 2022, and May 30, 2023, inclusive (the "Class Period"), were commenced against the Company and certain of the Company's former officers in the United States District Court for the Eastern District of North Carolina. The plaintiffs allege that the defendants made certain false and materially misleading statements during the alleged Class Period in violation of Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 promulgated thereunder. These cases were consolidated on February 9, 2024, and the court-appointed lead plaintiff filed a consolidated and amended complaint on April 22, 2024. The consolidated and amended complaint proposes a Class Period of November 16, 2022 to November 15, 2023, and alleges that defendants made false and misleading statements in connection with (a) the Company's 2023 guidance and (b) certain accounting issues previously disclosed by the Company. On June 21, 2024, defendants filed a motion to dismiss the consolidated and amended complaint. The Company strongly disputes the allegations and intends to defend the case vigorously. On January 17, 2024, February 20, 2024, and February 26, 2024, derivative shareholder complaints were commenced against the Company's directors and certain former officers alleging derivative liability for the allegations made in the securities class action complaints noted above. On April 9, 2024, the court consolidated these actions and appointed co-lead counsel. On June 10, 2024, the court issued a stay order on the consolidated derivative complaint pending resolution of the motion to dismiss for the underlying securities class action complaint. 16. Table of Contents Advance Auto Parts, Inc. and Subsidiaries Notes to the Condensed Consolidated Financial Statements (Amounts presented in thousands, except per share data, unless otherwise stated) (Unaudited) 15. Subsequent Events Sale

of Worldpac On November 1, 2024, the Company completed the sale of Worldpac for a cash consideration of \$1.5 billion, with customary adjustments for working capital and other items. The Company received net proceeds of approximately \$1.2 billion from the transaction after paying transaction fees and taxes. The Company intends to use net proceeds from the transaction for general corporate purposes, which may include the provision of additional working capital, funding internal operational improvement initiatives and repayment or refinancing of outstanding indebtedness. Credit Agreement Amendment No. 5 On November 13, 2024, the Company entered into Amendment No. 5 to the 2021 Credit Agreement. Amendment No. 5 (i) permits up to \$575 million of certain restructuring charges to be added back to Consolidated EBITDA (as defined therein), (ii) permits up to \$800 million of unrestricted cash to be netted out of debt in the calculation of the Leverage Ratio (as defined therein), and (iii) reduces the minimum Consolidated Coverage Ratio (as defined therein) to 1.50 to 1.00 through July 12, 2025 and 1.75 to 1.00 thereafter. Amendment No. 5 also reduced the unsecured revolving credit facility under the 2021 Credit Agreement from \$1.2 billion to \$1.0 billion and amended the pricing on the loans thereunder in connection with changes in the Company's credit ratings, as described below. The interest rates on outstanding amounts, if any, on the revolving facility under the 2021 Credit Agreement will be based, at the Company's option, on Term SOFR (as defined in the 2021 Credit Agreement), plus a margin, or an alternate base rate, plus a margin. The margins per annum for the revolving loan will vary from 0.795% to 1.525% for Term SOFR (with margins of 1.325% or greater applying when credit ratings are below BBB/Baa2) and from 0.00% to 0.525% for alternate base rate (with margins of 0.325% or greater applying when credit ratings are below BBB/Baa2) based on the assigned debt ratings of the Company. A facility fee will be charged on the total revolving facility commitment, payable quarterly in arrears, in an amount that will vary from 0.08% to 0.35% (with rates of 0.250% or greater applying when credit ratings are below BB+/Ba1) per annum based on the assigned debt ratings of the Company. Amendment No. 5 also updated certain covenants and other limitations on the Company, including (i) expanding the scope of the covenant restricting the ability to create, incur or assume additional debt to cover Advance Auto Parts, Inc., (ii) restricting the Company's rights to complete share repurchases and increase cash dividend amounts, (iii) requiring the Company to grant liens on deposit accounts, inventory and accounts receivables if credit ratings are downgraded below a minimum threshold, (iv) imposing an additional monthly minimum daily liquidity financial covenant of \$750 million, (v) providing for the maturity date under the 2021 Credit Agreement to automatically spring forward to the extent necessary for the 2021 Credit Agreement to mature at least 91 days prior to any scheduled maturity date under any of the Company's senior unsecured notes, (vi) prohibiting further extensions of the maturity date under the 2021 Credit Agreement beyond the existing maturity date, and (vii) eliminating certain baskets for additional indebtedness, liens, and asset sales. Restructuring Plan On November 13, 2024, the Company's Board of Directors approved a restructuring and asset optimization plan designed to improve the Company's profitability and growth potential and streamline its operations. This plan anticipates closure of approximately 500 stores, approximately 200 independent locations and four distribution centers by mid-2025, as well as headcount reductions. 17 Table of Contents Advance Auto Parts, Inc. and Subsidiaries Notes to the Condensed Consolidated Financial Statements (Amounts presented in thousands, except per share data, unless otherwise stated) (Unaudited) The costs that will be incurred as a result of the Company's plan include severance and employee benefit costs, voluntary termination benefits, and other exit costs that qualify as exit and disposal costs. Additionally, the Company expects to incur costs related to the closure of stores, independent locations and distribution centers, including asset-related charges, lease termination fees and other incremental costs to exit facilities. The Company currently estimates that it will incur approximately \$45 million of involuntary and voluntary severance costs and benefits, a range of approximately \$100 - \$250 million of net costs associated with lease terminations, a range of approximately \$130 - \$150 million of other closure-related costs, including closure costs for stores and distribution centers and related consultant fees, and a range of approximately \$75 - \$350 million of asset-related charges and other non-cash costs. 18 Table of Contents ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS The following discussion and analysis of financial condition and results of operations should be read in conjunction with the audited consolidated financial statements and notes included in the Company's Annual Report on Form 10-K for the year ended December 30, 2023 (filed with the SEC on March 12, 2024, and the amended Annual Report on Form 10-K/A filed with the SEC on May 30, 2024 (collectively the "2023 Form 10-K")), and the Company's condensed consolidated financial statements and the notes to those statements that appear elsewhere in this report. The results of operations for the interim periods are not necessarily indicative of the operating results to be expected for the full year. The Company's first quarter of the year contains sixteen weeks. The Company's remaining three quarters each consist of twelve weeks. Management Overview A high-level summary of the Company's financial results for continuing operations for the third quarter of 2024 includes: Net sales during the third quarter of 2024 were \$2.15 billion, a decrease of 3.2% compared with the third quarter of 2023. Comparable store sales declined 2.3%. Gross profit margin for the third quarter of 2024 was 42.3% of net sales, an increase of 541 basis points compared with the third quarter of 2023. Gross profit margin was positively impacted due to lapping the one-time impact in the change for inventory reserves in the prior year coupled with stabilizing product costs in the current year. This was offset by strategic pricing investments. Selling, general and administrative (SG&A) expenses for the third quarter of 2024 were 42.2% of net sales, an increase of 185 basis points compared with the third quarter of 2023. This increase was primarily due to wage investments in frontline team members, implementation of the Company's strategic plan and the expenses related to the remediation of the previously disclosed material weaknesses. This was partially offset by a reduction in marketing expenses. The Company generated diluted loss per share of \$0.42 during the third quarter of 2024, compared with diluted loss per share of \$1.24 for the comparable period of 2023. Business and Risks Update The Company continues to make progress on the various elements of its business plan, which is focused on improving the customer experience, margin expansion, and driving consistent execution for both professional and DIY customers. To achieve these improvements, the Company has undertaken planned strategic actions to help build a foundation for long-term success across the organization, which include: The completion of the sale of Worldpac for \$1.5 billion, with customary adjustments for working capital and other items. The transaction closed on November 1, 2024. Reducing costs to remain competitive while reinvesting in the frontline; Making organizational changes to position the Company for success; Completing an assessment of the productivity of all assets, including company-owned stores and Carquest Independents; and Consolidating the Company's supply chain. In addition, the Company has outlined a restructuring and asset optimization plan designed to improve the Company's profitability and growth potential and streamline its operations. The plan focuses on initiatives and actions in store operations, merchandising excellence and supply chain. As discussed in Note 3. Discontinued Operations, on August 22, 2024, the Company entered into a definitive purchase agreement to sell Worldpac, which subsequently closed on November 1, 2024. Unless otherwise noted, the discussion below relates to the Company's continuing operations. 19 Table of Contents Industry Update Operating within the automotive aftermarket industry, the Company is influenced by a number of general macroeconomic factors, many of which are similar to those affecting the overall retail industry, and include but are not limited to: Inflationary pressures, including logistics and labor; Global supply chain disruptions; Cost of fuel; Miles driven; Unemployment rates; Interest rates; Consumer confidence and purchasing power; Competition; Changes in new car sales; Economic and geopolitical uncertainty; Increased foreign currency exchange volatility; Stores Key factors in selecting sites and market locations in which the Company operates include population, demographics, traffic count, vehicle profile, competitive landscape, and the cost of real estate. During the forty weeks ended October 5, 2024, 24 stores were opened/converted and 29 were closed, resulting in a total of 4,781 stores as of the end of the third fiscal quarter compared with a total of 4,786 stores as of December 30, 2023. Results of Operations Twelve Weeks Ended Favorable/ (Unfavorable) Basis Points (\$ in millions) October 5, 2024 October 7, 2023 Net sales \$2,148.0 100.0% \$2,218.2 100.0% (70.2) Cost of sales 1,240.1 57.7% 1,400.6 63.1% 160.5 541 Gross profit 907.9 42.3% 817.6 36.9% 90.3 87 SG&A 907.5 42.2% 896.1 40.4% (11.4) (185) Operating income 0.4 0.1% (78.5) (3.5) 78.9 356 Interest expense (18.8) (0.9) (19.4) (0.9) 0.6 Other income (loss), net 2.4 0.1% (0.3) 2.7 13A Provision for income taxes 9.4 0.4% (24.1) (1.1) (33.5) (152) Net income \$ (25.4) (1.2)% \$ (74.2) (3.3)% \$ 48.7 2.1% 20 Table of Contents Forty Weeks Ended Favorable/ (Unfavorable) Basis Points (\$ in millions) October 5, 2024 October 7, 2023 Net sales \$7,098.3 100.0% \$7,194.7 100.0% (96.4) Cost of sales 4,036.9 56.9% 4,154.2 57.7% 117.3 (87) Gross profit 3,061.4 43.1% 3,040.5 42.3% 20.9 87 SG&A 2,954.7 41.6% 2,959.2 41.1% 4.5 (50) Operating income 106.7 1.5% 81.1 25.4% 37.6 Interest expense (62.1) (0.9) (69.9) (1.0) 7.8 10A Other income, net 12.8 0.2% 12.6 18A Provision for income taxes 34.8 0.5% 6.4 0.1% (28.4) (40) Net income \$ 22.6 0.3% \$ 5.2 0.1% \$ 17.4 25A Note: Table amounts may not foot due to rounding. Net Sales For the third quarter of 2024, net sales decreased 3.2% and comparable store sales declined 2.3% compared with the third quarter of 2023. Net sales were negatively impacted by volume decline coupled with strategic pricing investments, partially offset by favorable channel mix. Category growth was led by batteries and filters, partially offset by discretionary categories. Net sales for the forty weeks ended October 5, 2024, decreased 1.3% compared with the same period in 2023. Comparable store sales decreased 0.62% for the forty weeks ended October 5, 2024, compared with the forty weeks ended October 7, 2023. Category growth was led by batteries, filters and engine management, partially offset by discretionary categories. The Company calculates comparable store sales based on the change in store or branch sales starting once a location has been open for approximately one year and by including e-commerce sales and excluding sales fulfilled by distribution centers to independently owned Carquest locations. Acquired stores are included in the Company's comparable store sales one year after acquisition. The Company includes sales from relocated stores in comparable store sales from the original date of opening. Gross Profit Gross profit for the third quarter of 2024 was \$907.9 million, or 42.3% of net sales, compared with \$817.6 million, or 36.9% of net sales, for the third quarter of 2023. This increase was primarily due to lapping the one-time impact in the change for inventory reserves in the prior year coupled with stabilizing product costs. This was offset by strategic pricing investments. Gross profit for the forty weeks ended October 5, 2024 and October 7, 2023 was \$3.06 billion, or 43.1% of net sales, and \$3.04 billion, or 42.3% of net sales. This increase was primarily due to lapping the one-time impact in the change for inventory reserves in the prior year. Gross profit margin expansion was partially offset by lower sales and strategic pricing investments. Selling, General and Administrative Expenses SG&A expenses for the third quarter of 2024 were \$907.5 million, or 42.2% of net sales, compared with \$896.1 million, or 40.4% of net sales, for the third quarter of 2023. SG&A expenses for the forty weeks ended October 5, 2024 were \$2.95 billion, or 41.6% of Net sales, compared with \$2.96 billion, or 41.1% of Net sales, for the forty weeks ended October 7, 2023. The increase of SG&A as a percentage of net sales was due to wage investments in frontline team members, implementation of the Company's distribution optimization network and the remediation of the previously disclosed material weaknesses. This was partially offset by a reduction in marketing expenses. Provision for Income Taxes The Company's provision for income taxes for the third quarter of 2024 was an expense of \$9.4 million compared with October 7, 2023. The increase of SG&A as a percentage of net sales was due to wage investments in frontline team members, implementation of the Company's distribution optimization network and the remediation of the previously disclosed material weaknesses. This was partially offset by a reduction in marketing expenses. Provision for Income Taxes The Company's provision for income taxes for the third quarter of 2024 was an expense of \$9.4 million compared with October 7, 2023. The increase in tax expense for the third quarter of 2024 and the forty weeks ended October 5, 2024 was a result of higher income before taxes and \$10 million in tax expense related to a book to tax difference in the stock basis of Worldpac Canada as a result of the sale of Worldpac. The Company's effective tax rate was 60.6% and 55.2% for the forty weeks ended October 5, 2024 and October 7, 2023. The increase in the effective tax rate was due to the \$10 million charge incurred by the Company as a related to book to tax basis difference in the stock basis of Worldpac Canada as a result of the sale of Worldpac. Discontinued Operations On August 22, 2024, the Company entered into a definitive purchase agreement to sell its Worldpac business and on November 1, 2024, the Company completed the sale. As a result, the Company has classified the results and cash flows of the Worldpac business as discontinued operations in its Condensed Consolidated Statements of Operations and Condensed Consolidated Statements of Cash Flows for all periods presented. The related assets and liabilities associated with the discontinued operations are classified as held for sale, in the Condensed Consolidated Balance Sheets. See Note 3. Discontinued Operations in the Company's condensed consolidated financial statements included elsewhere in this report for additional information. Reconciliation of Non-GAAP Financial Measures Management's Discussion and Analysis of Financial Condition and Results of Operations includes certain financial measures not derived in accordance with accounting principles generally accepted in the United States of America (GAAP). Non-GAAP financial measures, including Adjusted Net Income, Adjusted EPS, Adjusted SG&A Margin, and Adjusted Operating Income, should not be used as a substitute for GAAP financial measures, or considered in isolation, for the purpose of analyzing our operating performance, financial position or cash flows. The company has presented these non-GAAP financial measures as the company believes that the presentation of the financial results that exclude (1) transformation expenses under the company's turnaround plan, (2) other significant costs and (3) nonrecurring tax expense are useful and indicative of the company's base operations because the expenses vary from period to period in terms of size, nature and significance. These measures assist in comparing the company's current operating results with past periods and with the operational performance of other companies in the industry. The disclosure of these measures allows investors to evaluate the company's performance using the same measures management uses in developing internal budgets and forecasts and in evaluating management's compensation. Included below is a description of the expenses the company has determined are not normal, recurring

cash operating expenses necessary to operate the Company's business and the rationale for why providing these measures is useful to investors as a supplement to the GAAP measures. Transformation Expenses are Costs incurred in connection with the company's turnaround plan and specific transformative activities related to asset optimization that the company does not view to be normal cash operating expenses. These expenses primarily include: Distribution network optimization Costs primarily relating to the conversion of the stores and DCs to market hubs, including temporary labor, team member severance, long-lived asset write off charges and incremental depreciation, as a result of accelerating depreciation of long-lived assets over a shorter useful life as a result of the optimization plans. Table of Contents Third-party professional services Costs relating to non-recurring services rendered by third-party vendors assisting with the turnaround initiatives. Other Expenses Costs incurred by the company that are not viewed as normal cash operating expenses and vary from period to period in terms of size, nature, and significance, including but not limited to executive turnover and incremental costs associated with remediating the company's previously-disclosed material weaknesses in internal control over financial reporting. Nonrecurring Tax Expense Income tax incurred by the company from the book to tax basis difference in the Worldpac Canada stock directly resulting from the sale of Worldpac. The following table includes a reconciliation of this information to the most comparable GAAP measures:

Twelve Weeks Ended	Forty Weeks Ended	October 5, 2024	October 7, 2023	Net (loss) income from continuing operations
(GAAP)\$ (25,363)	\$(74,186)	\$22,576	\$5,166	Selling, general and administrative adjustments: Transformation expenses: Distribution network optimization
8,909	13,943	13,943	505,301	320
Other charges: Executive turnover	874	3,799	1,561	5,360
Material weakness remediation	1,293	4,294	3,649	4,294
Other significant costs	(1),394	3,491	3,491	3,491
Provision for income taxes on adjustments	(2),406	(1),070	(6,986)	(1,527)
Nonrecurring tax expense	10,000	10,000	10,000	Adjusted net (loss) income (Non-GAAP)
\$(3,164)	\$(70,978)	\$53,535	\$9,748	Diluted (loss) earnings per share from continuing operations (GAAP)
\$(0.42)	\$(1.24)	\$0.38	\$0.09	Adjusted, net of tax
0.37	0.05	0.52	0.07	Adjusted EPS (Non-GAAP)
\$(0.05)	\$(1.19)	\$0.90	\$0.16	(1) During the twelve and forty weeks ended October 5, 2024, the Company recorded expense of \$2.4 million and \$3.5 million for costs incurred following a cybersecurity incident that occurred over these periods. (2) The income tax impact of non-GAAP adjustments is calculated using the estimated tax rate in effect for the respective non-GAAP adjustments. Liquidity and Capital Resources Overview The Company's primary cash requirements necessary to maintain the Company's current operations include payroll and benefits, inventory purchases, contractual obligations, capital expenditures, payment of income taxes, funding of initiatives and other operational priorities, including payment of interest on the Company's long-term debt. Historically, the Company has also used available funds to repay borrowings under the Company's credit facility, to periodically repurchase shares of the Company's common stock under the share repurchase program, to pay the Company's quarterly cash dividend and for acquisitions. The Company also anticipates using cash in connection with its restructuring and asset optimization plan, as more fully described in Note 15. Subsequent Events. The Company's future uses of cash may differ, including with respect to the weight the Company places on the preservation of cash and liquidity, degree of investment in the Company's business and other capital allocation priorities. Typically, the Company has funded its cash requirements primarily through cash generated from operations, supplemented by borrowings under the Company's credit facilities and note offerings as needed. On August 22, 2024, the Company entered into a definitive purchase agreement to sell its Worldpac business for \$1.5 billion, with customary adjustments for working capital and other items, as well as provision of letters of credit in an aggregate amount of up to \$200 million for up to 12 months following the closing of the transaction, which letter of credit exposure will reduce to zero no later than 24 months after the closing, to support supply chain financing for the buyer. The transaction closed on November 1, 2024. Net proceeds from the transaction after paying expenses and taxes was approximately \$1.2 billion. The Company intends to use net proceeds from the transaction for general corporate purposes, which may include the provision of additional working capital, funding internal operational improvement initiatives and repayment or refinancing of outstanding indebtedness. The Company believes funds generated from its expected results of operations, available cash and cash equivalents, net proceeds from the Worldpac sale and available borrowings under credit facilities and note offerings as needed will be sufficient to fund its obligations for the next year and beyond. The Company's supplier finance programs did not have a material impact on its liquidity or capital resources in the periods presented nor does the Company expect such arrangements to have a material impact on its liquidity for the foreseeable future. However, as further described below, a future decline in our credit ratings would be expected to result in a significant impact to bank participation in the Company's supplier finance programs. While the Company does not expect such an impact to have a material impact on our overall liquidity, the Company does expect that it would have a material impact on its capital resources and capital allocation. See Note 12. Supplier Finance Programs of the Company's condensed consolidated financial statements for further discussion. On November 13, 2024, the Company entered into Amendment No. 5 to the 2021 Credit Agreement. Amendment No. 5 (i) permits up to \$575 million of certain restructuring charges to be added back to Consolidated EBITDA (as defined therein), (ii) permits up to \$800 million of unrestricted cash to be netted out of debt in the calculation of the Leverage Ratio (as defined therein), and (iii) reduces the minimum Consolidated Coverage Ratio (as defined therein) to 1.50 to 1.00 through July 12, 2025 and 1.75 to 1.00 thereafter. Amendment No. 5 also reduced the unsecured revolving credit facility under the 2021 Credit Agreement from \$1.2 billion to \$1.0 billion, amended the pricing on the loans thereunder in connection with changes in the Company's credit ratings and imposed certain other restrictions as described more fully in Note 15. Subsequent Events. Share Repurchase Program The Company's share repurchase program permits the repurchase of the Company's common stock on the open market and in privately negotiated transactions from time to time. The Company's most recent amendment to the 2021 Credit Agreement generally prohibits open market share repurchases. During the third quarter and forty weeks ended October 5, 2024 and October 7, 2023, the Company did not purchase any shares of its common stock under the share repurchase program. The Company had \$947.3 million remaining under the share repurchase program as of October 5, 2024. Table of Contents Analysis of Cash Flows The following table summarizes the Company's cash flows from operating, investing and financing activities: Forty Weeks Ended (in thousands) October 5, 2024 October 7, 2023 Cash flows provided by (used in) operating activities \$81,019 \$ (28,314) Cash flows used in investing activities (116,482) (172,185) Cash flows (used in) provided by financing activities (57,732) 204,047 Effect of exchange rate changes on cash 11,766 (1,932) Net (decrease) increase in cash and cash equivalents \$(81,429) \$1,616 * Net (decrease) increase in cash and cash equivalents is presented on a continuing basis which varies from the Condensed Consolidated Statements of Cash Flows which is presented on a consolidated basis. Operating Activities For the forty weeks ended October 5, 2024, cash flows provided by operating activities increased by \$109.3 million to \$81.0 million compared with the same period of prior year. The net increase in cash flows provided by operating activities was primarily attributable to a decrease in net working capital compared with prior year. Investing Activities For the forty weeks ended October 5, 2024, cash flows used in investing activities decreased by \$55.7 million to \$116.5 million compared with the same period of prior year. The decrease in cash used in investing activities was attributable to lower capital spend due to fewer store openings and fewer IT projects partially offset by an increase in spend on distribution network optimizations. Financing Activities For the forty weeks ended October 5, 2024, cash flows used in financing activities was \$57.7 million, an increase of \$261.8 million compared with the same period of prior year. The increase in cash used in financing activities was due to the issuances of senior unsecured notes in the prior year. This was partially offset by a decrease in dividends paid in the current year compared with the prior year. The Company's Board of Directors has declared a cash dividend every quarter since 2006. Any payments of dividends in the future will be at the discretion of the Company's Board of Directors and will depend upon the Company's results of operations, cash flows, capital requirements and other factors deemed relevant by the Board of Directors. In addition, Amendment No. 5 to the 2021 Credit Agreement prevents the Company from increasing the amount of our cash dividends. Long-Term Debt With respect to all senior unsecured notes for which Advance Auto Parts, Inc. (Issuer) is an issuer or provides full and unconditional guarantee, Advance Stores, a wholly owned subsidiary of the Issuer, serves as the guarantor (Guarantor Subsidiary). The subsidiary guarantees related to the Issuer's senior unsecured notes are full and unconditional and joint and several, and there are no restrictions on the ability of the Issuer to obtain funds from its Guarantor Subsidiary. The Company's captive insurance subsidiary, an insignificant wholly owned subsidiary of the Issuer, does not serve as guarantor of its senior unsecured notes. For additional information, refer to Note 7. Long-term Debt and Fair Value of Financial Instruments of the Notes to the Condensed Consolidated Financial Statements included herein. Table of Contents As of October 5, 2024, the Company had a credit rating from S&P of BB+ and from Moody's Investor Service of Baa3. As of October 5, 2024, the outlooks by Standard & Poor's and Moody's on the Company's credit rating were stable and negative, respectively. The current pricing grid used to determine the Company's borrowing rate under the Credit Agreement is based on the Company's credit ratings. The Company anticipates that it may receive a future downgrade in its credit ratings dependent on the strength of its balance sheet and the success and timing of its efforts to improve business operations. If the Company's credit ratings decline, the interest rate on outstanding balances may increase and the Company's access to additional financing on favorable terms may be limited. The most recent amendment to the Company's 2021 Credit Agreement provides for securitization of amounts outstanding under the facility in the event that the Company's ratings decline to a certain level. In addition, declines could reduce the attractiveness of certain supplier finance programs whereby third-party institutions finance arrangements to the Company's vendors based on the Company's credit rating, which could result in increased working capital requirements. The Company expects that a future decline in its credit ratings would have a significant impact on bank participation in its supplier finance programs, resulting in increased working capital requirements. The Company believes that its sources of cash, together with its ability to generate cash through existing or new credit facilities and notes offerings as needed, will be sufficient to fund any increases in working capital requirements. ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK There have been no significant changes in the Company's exposure to market risk since December 30, 2023. Refer to Item 7A. Quantitative and Qualitative Disclosures about Market Risk in the Company's 2023 Form 10-K. ITEM 4. CONTROLS AND PROCEDURES Disclosure Controls and Procedures Disclosure controls and procedures (as that term is defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (the Exchange Act), are controls and other procedures that are designed to ensure that information required to be disclosed by us in our reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to management, including our principal executive officer and principal financial officer, as appropriate to allow timely decisions regarding required disclosure. Internal controls over financial reporting, no matter how well designed, have inherent limitations, including the possibility of human error and the override of controls. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to the reliability of financial reporting and financial statement preparation and presentation. Further, because of changes in conditions, the effectiveness of our internal controls may vary over time. Management evaluated, with the participation of our principal executive officer and principal financial officer, the effectiveness of our disclosure controls and procedures as of October 5, 2024. Based on this evaluation, our principal executive officer and our principal financial officer have concluded that, as of the end of the period covered by this report, our disclosure controls and procedures were not effective to accomplish their objectives at the reasonable assurance level solely due to the material weakness related to account reconciliations described below. Material Weaknesses in Internal Control over Financial Reporting A material weakness is a deficiency, or combination of deficiencies, in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement of the annual or interim financial statements will not be prevented or detected on a timely basis. Table of Contents Details on Accounting Resources Material Weakness In our Form 10-Q for the period ended April 22, 2023, management identified a material weakness in our internal control over financial reporting that existed due to turnover of key accounting positions during the first quarter of 2023. The Company was unable to attract, develop and retain sufficient resources to fulfill internal control responsibilities during the first quarter 2023. The Company has devoted significant time and resources to complete its remediation of the material weakness described above and has made significant progress towards the remediation during the third quarter of 2024. The following components of the remediation plan, among others, have been executed: Backfilled open roles and hired approximately 40 experienced personnel, an increase of 37% from the first quarter of 2024, (both permanent employees and contract labor) with the requisite accounting and internal controls knowledge and experience to sufficiently complement the existing global controllership organization; Completed the review of the organizational structure of the global controllership function by a third-party consultant and implemented recommended changes; Assessed our methodologies, policies, and procedures to ensure adequate design and effectiveness of processes supporting internal control over financial reporting; Assessed the specific training needs for newly hired and existing personnel and developed and delivered training programs designed to uphold our internal controls standards. Monthly trainings have been held with account reconciliation preparers and reviewers along with target trainings for individual control owners; and Following the departure of the Company's Chief Financial Officer during the third fiscal quarter of 2023, hired a new Chief Financial Officer who began employment with the Company on November 27, 2023. The Company considers that the actions

described above are comprehensive and have sufficiently strengthened the Company's internal control over financial reporting. The significant progress observed to date provides evidence that the remediation efforts are effective in improving the control environment. Based on management's evaluation of the Company's accounting resources and personnel used to fulfill internal control responsibilities over a sustained period of financial reporting, the Company has concluded that the material weakness over accounting resources has been fully remediated as of October 5, 2024. Details on Account Reconciliation Material Weakness In addition, as disclosed in our Form 10-Q for the period ended April 20, 2024, in connection with the preparation of the financial statements for the first quarter of 2024, management identified certain cash account reconciliations whereby a former employee in the Company's India-based shared services center circumvented a cash reconciliation controls policy and concealed unreconciled items. This individual did not follow the Company's policy to display all reconciling items in the reconciliation process. The company has taken appropriate remediation measures as previously disclosed including adding redundant or compensating controls, and has implemented a quality control function. Consistent with prior quarter, the Company is targeting completion of the account reconciliation material weaknesses in the second half of fiscal 2024. Management believes that the Condensed Consolidated Financial Statements and related financial information included in this Form 10-Q present fairly, in all material respects, our balance sheets, statements of operations, comprehensive income and cash flows as of and for the periods presented. Changes in Internal Control Over Financial Reporting Except for the changes described above, there has been no change in the Company's internal control over financial reporting during the third quarter ended October 5, 2024, that has materially affected or is reasonably likely to materially affect its internal control over financial reporting as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act.

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**PART II**

**OTHER INFORMATION**

**None**

**ITEM 1. LEGAL PROCEEDINGS**

On October 9, 2023, and October 27, 2023, two putative class actions on behalf of purchasers of the Company's securities who purchased or otherwise acquired their securities between November 16, 2022 and May 30, 2023, inclusive (the "Class Period"), were commenced against the Company and certain of the Company's former officers in the United States District Court for the Eastern District of North Carolina. The plaintiffs allege that the defendants made certain false and materially misleading statements during the alleged Class Period in violation of Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 promulgated thereunder. These cases were consolidated on February 9, 2024, and the court-appointed lead plaintiff filed a consolidated and amended complaint on April 22, 2024. The consolidated and amended complaint proposes a Class Period of November 16, 2022 to November 15, 2023 and alleges that defendants made false and misleading statements in connection with (a) the Company's 2023 guidance and (b) certain accounting issues previously disclosed by the Company. On June 21, 2024, defendants filed a motion to dismiss the consolidated and amended complaint. The Company strongly disputes the allegations and intends to defend the case vigorously. On January 17, 2024, February 20, 2024, and February 26, 2024, derivative shareholder complaints were commenced against the Company's directors and certain former officers alleging derivative liability for the allegations made in the securities class action complaints noted above. On April 9, 2024, the court consolidated these actions and appointed co-lead counsel. On June 10, 2024, the court issued a stay order on the consolidated derivative complaint pending resolution of the motion to dismiss for the underlying securities class action complaint.

**ITEM 1A. RISK FACTORS**

Restructuring our operations is a significant undertaking and introduces risk to the continuity and results of our operations. In November 2024, we announced a plan to restructure our operations to improve profitability and growth potential and streamline our operations. This plan is supplemental to other ongoing initiatives to simplify our business and improve profitable growth and entails, among other items, certain store and independent location closures as well as headcount reductions and organizational design changes to align our workforce to the expected needs of our business. We are also pursuing efficiencies in procurement, pricing and professional and outside services, in addition to operational efficiencies. These measures are subject to known and unknown risks and uncertainties, including whether we have targeted the appropriate areas for our cost-saving efforts and at the appropriate scale, our ability to successfully execute the restructuring plan and achieve the cost-savings anticipated while minimally disrupting our operations and whether, if required in the future, we will be able to appropriately target any additional areas for our cost-saving efforts. We expect to incur restructuring charges and undertake other exit-related activities as a result of such initiatives. For example, execution of our plan is expected to result in the termination of certain leases, leading to exits of certain properties over time and the incurrence of expenses, including but not limited to impairment charges and contingent obligations, which could be material. The terms, scope and timing of any additional changes to our lease obligations, as well as any other effects on our landlord relationships or reputation with other real estate owners, are uncertain. As a result of the restructuring plan, we expect to incur approximately \$300 - 500 million of cash charges, primarily as a result of closure sites and the reduction in force. Our expectations for charges to be incurred and cash to be expended in connection with the restructuring activities are based on a number of assumptions, and we may experience unanticipated consequences, such as higher than anticipated lease termination and facility closure costs, asset impairment or other unforeseen expenses related to the restructuring. Implementing any restructuring plan, including the one we have outlined, presents potential risks that may impair our ability to achieve or sustain anticipated cost reductions or operational improvements. These risks include the potential for management distraction from ongoing business activities, requirement of capital investment that could otherwise be used for the operation and growth of our existing business, inadequate support of important business functions due to staffing changes and other cost reduction efforts, delays or inability to achieve targeted efficiencies as a result of economic, competitive or other factors, failure to maintain adequate controls and procedures while executing our restructuring plans, disruptions to important business relationships, and damage to our reputation and brand. Additionally, as a result of restructuring initiatives, we may experience a loss of continuity and accumulated knowledge or increased employee attrition and difficulty attracting and retaining highly skilled employees, which may, among other things, slow the progress of our turnaround initiatives or impair our ability to maintain and enhance our internal controls and procedures. The implementation of our restructuring efforts, including the potential reduction of our facilities and workforce, may not improve our operational and cost structure or result in greater efficiency of our organization; and we may not be able to support sustainable profitable growth following our restructuring actions. Failure to achieve or sustain the expected cost reductions and other benefits related to these restructuring initiatives could have a material adverse effect on our results of operations, financial condition and cash flows.

Please refer to **Item 1A. Risk Factors** found in the 2023 Form 10-K filed for the year ended December 30, 2023 for risks that, if they were to occur, could materially adversely affect the Company's business, financial condition, results of operations, cash flows and future prospects, which could in turn materially affect the price of the Company's common stock.

**ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS**

The following table sets forth the information with respect to repurchases of the Company's common stock for the quarter ended October 5, 2024:

Total Number of Shares Purchased	(1) Average Price Paid per Share	(1) Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Maximum Dollar Value of Shares that May Yet Be Purchased Under the Plans or Programs (in thousands)								
July 14, 2024 to August 10, 2024	11A \$64.93A	A \$947,339A	August 11, 2024 to September 7, 2024	412A \$46.29A	A \$947,339A	September 8, 2024 to October 5, 2024	11,809A \$42.10A	A \$947,339A	Total	20,232A \$43.85A	(1) The aggregate cost of repurchasing shares in connection with the net settlement of shares issued as a result of the vesting of restricted stock units was \$0.9A million, or an average price of \$43.85 per share, during the third quarter of 2024.

**ITEM 5. OTHER INFORMATION**

During the third quarter of 2024, no Rule 10b5-1 or non-Rule 10b5-1 trading arrangements were adopted or terminated by the Company's officers or directors as each term is defined in Item 408 of Regulation S-K.

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**EXHIBIT INDEX**

Incorporated by Reference

Filed Exhibit

No. Exhibit Description

Form Exhibit Filing Date

Herewith

3.1 Fifth Amendment to Restated Certificate of Incorporation, effective August 9, 2024

10-Q-18/22/2024

3.2 Composite Restated Certificate of Incorporation of Advance Auto Parts, Inc., effective August 9, 2024

10-Q-18/22/2024

3.3 Amended and Restated Bylaws of Advance Auto Parts, Inc., effective August 8, 2023

10-Q-28/18/2020

1. Sale and Purchase Agreement, dated August 22, 2024, between Advance Auto Parts, Inc. and Wheels Bidco, Inc.

8-K-10/18/22/2024

2. Amendment effective September 13, 2024 to Employment Agreement effective October 2, 2022 between Advance Auto Parts, Inc. and Herman Word, Jr.

8-K-10/19/13/2024

3. Deferred Stock Unit Plan for Non-Employee Directors and Selected Executives (as amended and restated effective August 7, 2024)

X10.4 Form of Indemnification Agreement with Directors and Officers

X10.5 Amendment No. 5 to the Credit Agreement dated as of November 13, 2024

8-K-10/11/14/2024

2. List of the Issuer and its Guarantor Subsidiaries

10-Q-22/14/20/2024

3.1 Certification of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

A X31.2 Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

A X32.1 Certification of Chief Executive Officer and Chief Financial Officer Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

A X101.1 INS Inline XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document

X101.1 SCH Inline XBRL Taxonomy Extension Schema Document

X101.1 CAL Inline XBRL Taxonomy Extension Calculation Linkbase Document

X101.1 DEF Inline XBRL Taxonomy Extension Definition Linkbase Document

X101.1 LAB Inline XBRL Taxonomy Extension Labels Linkbase Document

X101.1 PRE Inline XBRL Taxonomy Extension Presentation Linkbase Document

X104.1 Cover Page Interactive Data File (Embedded within the Inline XBRL Documents and Included in Exhibit)

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**SIGNATURE**

Pursuant 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.

**ADVANCE AUTO PARTS, INC.**

Date: November 14, 2024

/s/ Ryan P. Grimsland

Ryan P. Grimsland

Executive Vice President, Chief Financial Officer

31 EX-10.3 2 aapex103deferredstockunit.htm

EX-10.3 Document

Exhibit 10.3 DEFERRED STOCK UNIT PLAN FOR NON-EMPLOYEE DIRECTORS AND SELECTED EXECUTIVES (As Amended and Restated Effective as of August 7 2024)

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Section 1.1 Purpose

It is the intention of Advance Auto Parts, Inc. (the "Company") to continue to maintain and provide for the administration of the Advance Auto Parts, Inc. Deferred Stock Unit Plan for Non-Employee Directors and Selected Executives (the "Plan") in accordance with the provisions of Section 409A of the Code, and in accordance with other provisions of law relating to non-qualified deferred compensation plans. The purpose of the Plan is to provide an additional mechanism to encourage stock ownership, as well as to provide a means to allow eligible

individuals to defer the receipt of compensation that would otherwise be currently payable to the individual. Section 1.2A Status of Plan. The Plan is maintained by the Company primarily for the purpose of providing deferred compensation to non-employee members of the Company's Board of Directors, and to members of a select group of management or highly compensated employees within the meaning of Title I of the Employee Retirement Income Security Act of 1974, as amended (ERISA). It is the intention of the Company that the Plan be unfunded for tax purposes and for purposes of Title I of ERISA. The Plan constitutes a mere promise by the Company to make deferred compensation payments in the future. As to such deferred compensation benefits, Participants under the Plan have the status of a general, unsecured creditors of the Company. The benefits provided under this Plan to Eligible Executives are in addition to those made available under the Advance Auto Parts, Inc. Deferred Compensation Plan. Section 1.3A Effective Date. The Plan is a continuation of the Plan that was originally adopted effective as of May 19, 2004. The Plan was amended and restated effective as of January 1, 2008 for the purpose of becoming compliant with final Code Section 409A regulations issued by the Internal Revenue Service, and thereafter further amended from time to time. The provisions of the Plan as herein restated will be effective as of August 7, 2024, except as may be specifically provided otherwise. Except as may be required by ERISA or the Code, the rights of any person whose status as a Participant has terminated will be determined pursuant to the Plan as in effect on the date such status terminated, unless a subsequently adopted provision of the Plan is made specifically applicable to such person. Section 1.4A Pre-2005 Deferrals. Deferrals made under the Plan for periods occurring on or before December 31, 2004 will be segregated and administered in accordance with the terms of this Plan as herein restated. iv Article 2 DEFINITIONS For the purposes of this Plan, the following words and phrases will have the meanings indicated, unless the context clearly indicates otherwise: Section 2.1A Administrative Committee. "Administrative Committee" means the committee that is responsible for the operation and administration of the Plan, as identified in Section 8.1(c). Section 2.2A Affiliated Company. "Affiliated Company" means the Company and each other corporation or enterprise, which as of a given date, is then a member of the same controlled group of corporations or the same group of trades or businesses under common control, determined in accordance with Sections 414(b) and (c) of the Code, as is the Company. Section 2.3A Aggregated Plans. "Aggregated Plans" means the Advance Auto Parts, Inc. Deferred Compensation Plan, and any other account balance form of deferred compensation plan allowing elective deferrals that is sponsored by an Affiliated Company, and which is required to be aggregated with this Plan pursuant to IRS Regulation § 1.409A-1(c)(2). Section 2.4A Base Salary. (a) The "Base Salary" of an Eligible Executive for a Plan Year means the base rate of cash compensation otherwise payable by an Employer to or for the benefit of the Eligible Executive for services rendered or labor performed while that Eligible Executive is a Participant in this Plan for such Plan Year, including the base pay that an Eligible Executive could have received in cash in lieu of: (i) Compensation deferrals elected to be made under this Plan or the Advance Auto Parts, Inc. Deferred Compensation Plan, or under any other non-qualified deferred compensation plan maintained by the Company or other Affiliated Company; and (ii) Contributions made by or on the Eligible Executive's behalf to any qualified retirement plan, or to any Code Section 125 cafeteria plan or other employee benefit plan maintained by the Company or other Affiliated Company. (b) Any compensation paid to an Eligible Executive after the last day of a Plan Year solely for services performed during the final payroll period (as described in Code Section 3401(b)) containing the last day of the Plan Year will be treated as compensation for services performed in the subsequent Plan Year. For example, if a payroll period begins on December 23 of Year 1 and ends on January 5 of Year 2, then the compensation for that payroll period will be treated as Year 2 compensation. Section 2.5A Beneficiary. "Beneficiary" means the person, persons or entity designated by the Participant or by the terms of the Plan to receive any benefits payable under the Plan pursuant to Article 7.1. Section 2.6A Board. Except as provided in Section 6.1, "Board" means the Board of Directors of the Company as constituted from time to time. Section 2.7A Board Service Period. "Board Service Period" means, with respect to a Director, the period beginning on the date of each annual meeting of the Board (or, in the case of a newly-elected Director, beginning on the first day of the Director's membership on the Board) and ending on the date immediately preceding the following annual meeting of the Board, or such other designated annual period of service as a member of the Board. Section 2.8A Bonus Compensation. "Bonus Compensation" for any Eligible Executive for any period means any Quarterly Bonus or Annual Bonus awarded to such Eligible Executive for services rendered or performance achieved for such period. Section 2.9A Code. "Code" will mean the Internal Revenue Code of 1986, as amended. References to any provision of the Code or regulation (including a proposed regulation) thereunder will include any successor provisions or regulations. Section 2.10 Company. "Company" means Advance Auto Parts, Inc., its successors, and any organization into which or with which Advance Auto Parts, Inc. may merge or consolidate or to which all or substantially all of its assets may be transferred. Section 2.11 Compensation Committee. "Compensation Committee" means the Compensation Committee of the Board, or any successor to such committee. Section 2.12 Deferral Account. "Deferral Account" means each DSU Account established and maintained on behalf of each Participant pursuant to Section 4.1 or 4.2. Section 2.13 Deferral Election Agreement. "Deferral Election Agreement" (sometimes referred to simply as a "Deferral Election") means the agreement governing an Eligible Executive's deferral of the receipt of Eligible Compensation as submitted by the Eligible Individual under the Plan in accordance with Section 3.3. Section 2.14 Deferral Period. "Deferral Period" means the period defined in Section 3.5. Section 2.15 Deferred Amount. "Deferred Amount" means the amount defined in Section 3.4. Section 2.16 Deferred Stock Unit or DSU. "Deferred Stock Unit" or "DSU" will mean a bookkeeping entry that represents the right to receive one Share at a future date. To the extent the Company pays a dividend, DSUs will include the right to receive Dividend Equivalents, which are credited in the form of additional DSUs. Section 2.17 Deferred Stock Unit Account or DSU Account. "Deferred Stock Unit Account" or "DSU Account" means an account in which Deferred Amounts are valued as if they were invested in Company stock. Section 2.18 Director. "Director" will mean a member of the Board. Section 2.19 Disabled. A Participant will be considered to be or have become "Disabled" for purposes of the Plan if, by reason of any medically determinable physical or mental impairment which can be expected to result in death or can be expected to last for a continuous period of not less than twelve months, the Participant: (a) Is unable to engage in any substantial gainful activity; or (b) Is receiving, and has received for a period of not less than three months, income replacement benefits under another accident and health plan covering employees of the Participant's Employer. A Participant will be deemed to be Disabled if the Participant has been determined to be disabled (i) by the Social Security Administration, or (ii) under a disability insurance program having a definition of disability that satisfies the standard prescribed above. Section 2.20 Dividend Equivalents. "Dividend Equivalents" will mean an amount equal to the regular cash dividends paid by the Company upon one Share. Section 2.21 Eligible Compensation. (a) The "Eligible Compensation" of any Eligible Executive for any period means the Base Salary and Bonus Compensation, if any, otherwise payable to the Eligible Executive for services performed or performances achieved during such period. (b) The "Eligible Compensation" of a Director for any period means the Retainer, or portion thereof, payable to the Director for services performed during such period. Section 2.22 Eligible Executive. "Eligible Executive" means an Employee of an Employer who with respect to the Plan Year at issue: (a) Holds a position with the Company, or an Affiliated Company, of a Senior Vice President, or a position senior to, or recognized as being equivalent to, a Senior Vice President; and (b) Satisfies any such other eligibility requirements as the Compensation Committee may establish from time to time. Section 2.23 Eligible Individual. "Eligible Individual" for a Plan Year means a Director or Eligible Executive who is eligible to participate in the Plan for that Plan Year. Section 2.24 Employee. "Employee" will mean any employee of the Company or any Affiliated Company. Section 2.25 Employer. "Employer" means each Affiliated Company having Employees who are eligible to participate in the Plan. If an Affiliated Company acquires a corporation or other trade or business, and if the acquired entity is thereupon maintained as a separate Employer or operating unit with respect to an Affiliated Company in general, then such entity will not be deemed to be an Employer with respect to the Plan, and the Employees employed by that entity will not be eligible to participate in the Plan, unless and until the Company directly, or acting through the Administrative Committee, affirmatively designates the acquired entity as an Employer. Section 2.26 ERISA. "ERISA" means the Employee Retirement Income Security Act of 1974, as amended. Section 2.27 Participant. "Participant" means a Director or an Eligible Executive who has elected to participate in the Plan by filing a Deferral Election Agreement as provided in Article 3. Each Director who is awarded Shares Grants will also be a Participant with respect to such awards. Section 2.28 Plan. "Plan" means this Deferred Stock Unit Plan for Non-Employee Directors and Selected Executives, as may be amended from time to time. Section 2.29 Plan Year. "Plan Year" means a 12-month period beginning January 1 and ending the following December 31. Section 2.30 Qualified Change in Control Event. "Qualified Change in Control Event" is a change in control of an Employer, as more fully prescribed in Article 6. Section 2.31 Quarterly Bonus. "Quarterly Bonus" means the amount awarded to an Eligible Executive for each quarterly performance period within a Plan Year pursuant to any approved incentive plan maintained by an Employer. Section 2.32 Retainer. "Retainer" means any retainers or other compensation payable to a Director for services performed for the Board Service Period, including, if applicable, any supplemental Board meeting fees, chair fees or committee meeting fees payable to the Director. Section 2.33 Retirement. "Retirement" or "Retires" means: (a) In the case of a Participant who is an Eligible Executive, the Participant's Separation from Service after both attaining age 55 and completing at least 10 continuous years of service with the Affiliated Companies; and (b) In the case of a Participant who is a Director, the Participant's Separation from Service. Section 2.34 Annual Bonus. "Annual Bonus" means the bonus awarded to an Eligible Executive for a calendar year performance period under an incentive plan maintained by an Employer. Section 2.35 Separation from Service. (a) A Director will incur a Separation from Service when the Director ceases to be a member of the Board; provided that (i) the cessation constitutes a good-faith and complete termination of the Director's service relationship with the Company, and (ii) it is not anticipated that the services of the Director will be renewed, either as a Director, or as an independent contractor or an Employee of the Company or another Affiliated Company. (b) Subject to the further provisions of this Section 2.37, a Participant who is an Eligible Executive will incur a Separation from Service for purposes of the Plan if the Eligible Executive dies, retires, or otherwise has a termination of employment as to all the Affiliated Companies. (c) An Eligible Executive's employment relationship with an Affiliated Company will be treated as continuing intact, and thus the Eligible Executive will not be deemed to have incurred a Separation from Service, while the Eligible Executive is on military leave, sick leave or other bona fide leave of absence if the period of such leave does not exceed six months, or if longer, so long as the Eligible Executive retains a right to reemployment with the Affiliated Company under an applicable statute or by contract. A leave of absence constitutes a bona fide leave of absence only if there is a reasonable expectation that the Eligible Executive will return to perform services for the Affiliated Company. If the period of leave exceeds six months and the Eligible Executive does not retain a right to reemployment under an applicable statute or by contract, the employment relationship is deemed to terminate on the first day immediately following such six-month period. (d) Whether a termination of employment has occurred is determined based on whether the facts and circumstances indicate that the Affiliated Company and the Eligible Executive reasonably anticipated that no further services would be performed after a certain date, or that the level of bona fide services the Eligible Executive would perform after such date (whether as an Employee or as an independent contractor) would permanently decrease to no more than 20 percent of the average level of bona fide services performed (whether as an Employee or an independent contractor) over the immediately preceding 36-month period (or the full period of services to the Affiliated Companies if the Eligible Executive has been providing services to the Affiliated Companies less than 36 months). An Eligible Executive is presumed to have incurred a Separation from Service where the level of bona fide services performed decreases to a level equal to 20 percent or less of the average level of services performed by the Eligible Executive during the immediately preceding 36-month period. An Eligible Executive will be presumed not to have incurred a Separation from Service where the level of bona fide services performed continues at a level that is 50 percent or more of the average level of service performed by the Eligible Executive during the immediately preceding 36-month period. No presumption applies to a decrease in the level of bona fide services performed to a level that is more than 20 percent, and less than 50 percent, of the average level of bona fide services performed during the immediately preceding 36-month period. Section 2.36 Share. "Share" will mean a share of common stock of the Company, par value \$.0001 per share. Section 2.37 Shares Grant. "Shares Grant" means the grant of Shares, if any, awarded by the Company to a Director as authorized by the Company's 2004 Long Term Incentive Plan ("2004 LTIP") or the 2014 Long-Term Incentive Plan ("2014 LTIP") or the 2023 Omnibus Incentive Plan ("2023 LTIP"). Section 2.38 Specified Employee. (a) Each Participant who is an Eligible Executive, or an Employee serving as a Director, will be deemed to be a Specified Employee for purposes of the Plan, and therefore will be subject to distribution restrictions prescribed under Section 5.6 of the Plan. (b) A Participant who is not an Eligible Executive, or an Employee serving as a Director, (i.e., an "Outside Director") is not a Specified Employee, and therefore is not a Specified Employee for purposes of the Plan. Section 2.39 Specified Time. "Specified Time" means a designated Deferral Period with respect to a DSU Account that based on a stated number of years, as prescribed in Section 3.5(b). Article 3 PARTICIPATION AND DEFERRAL ELECTIONS Section 3.1A Eligibility. (a) An individual who becomes a Director will be immediately eligible to become a Participant in the Plan. (b) An Employee will be eligible to participate in the Plan for a Plan Year if the Team Member (i) will be an Eligible Executive as of the first day of such Plan Year, and (ii) is employed by an Employer on November 30 of the preceding

Plan Year. (c) An individual who initially becomes employed by an Employer as an Eligible Executive during a Plan Year (including by reason of a transfer of employment from an Affiliated Company that is not an Employer with respect to the Plan), or a former Participant who is rehired by an Employer as an Eligible Executive during a Plan Year (whether or not within the same Plan Year as of a Separation of Service) will not be eligible to participate in the Plan until the following Plan Year, subject in all cases to the eligibility provisions of subsection (b) above. (d) An Eligible Executive who is transferred from an Employer to employment with an Affiliated Company that is not an Employer with respect to the Plan, or who while continuing in the employ of an Employer ceases to be an Eligible Executive (a "Transferred Participant"), will not be considered to have incurred a Separation from Service. The Transferred Participant will continue to be eligible to make deferrals under the Plan through the end of the Plan Year in which such transfer occurs, or for such additional period as may be permitted by the Compensation Committee. (e) Notwithstanding the foregoing, an individual is not eligible to participate in the Plan unless the individual is a citizen or permanent legal resident of the United States.

**Section 3.2 Duration of Participation.** Each Participant will remain a Participant under the Plan until the balance of all of the Participant's Deferral Accounts has been distributed to the Participant or the Participant's Beneficiary.

**Section 3.3 A Deferral Election Agreements.** (a) For each Board Service Period, each Director will be permitted to submit a Deferral Election Agreement with respect to the Retainers otherwise payable to the Director for services performed during the Board Service Period. (b) For each Plan Year, each Eligible Executive for that Plan Year will be permitted to submit separate Deferral Election Agreements pertaining to, respectively, the Base Salary and Bonus Compensation (if any) otherwise payable to the Eligible Executive for services performed or performance achieved during the Plan Year. The submission of a Deferral Election Agreement must be made in writing or otherwise in accordance with such policies and procedures established by the Administrative Committee and communicated to Eligible Individuals, which procedures may permit or require elections to be made by electronic media. Eligible Individuals who submit a Deferral Election Agreement will be provided written or electronic confirmation of the terms of each Deferral Election Agreement. (c) The Deferral Election Agreement with respect to each form of Eligible Compensation will include the elections and descriptions prescribed below. (i) The amount of the Participant's Eligible Compensation to be deferred for the Board Service Period or Plan Year, as applicable (i.e., the "Deferred Amount," as described more fully in Section 3.4); (ii) The designated payment event for such Deferred Amount, as described more fully in Section 3.5; (iii) The form in which the Deferred Amount is elected to be paid, as described more fully in Section 3.6; and (iv) In the case of a Director, the manner in which the Deferred Amount will be deemed to be invested, as described more fully in Section 3.7.

**Section 3.4 A Deferred Amount.** (a) The Deferral Election Agreement of a Participant for a Board Service Period or Plan Year, as applicable, will designate the amount of each form of the Eligible Compensation for the period that the Participant elects to have deferred under the Plan (the "Deferred Amount"). (b) The maximum amount of the deferral of Retainers that may be elected by a Director for a Board Service Period is 100% of his or her Retainers for such Board Service Period. (c) The maximum or minimum amount of deferral that may be elected by an Eligible Executive for a Plan Year with respect to each form of Eligible Compensation will be established by the Administrative Committee. The maximum or minimum amount may differ as to Eligible Executives or classes of Eligible Executives. (d) The aspect of a Deferral Election Agreement regarding the elected Deferred Amount will not apply to any pay period for which the amount of the Eligible Compensation remaining to be paid to the Participant (but for the deferral election), after making any other deductions or withholdings of income, would be less than the Deferred Amount prescribed in the Deferral Election Agreement.

**Section 3.5 A Designated Payment Event.** (a) A Participant's Deferral Election Agreement must designate the event that will give rise to the payment of the Deferred Amount. The period of the deferral through the date of the event giving rise to the payment of the Deferred Amount is sometimes referred to herein as the "Deferral Period." Subject to the terms of the Plan, including Section 5.6 (regarding the restriction on distributions to Specified Employees), a Participant may elect to have the Deferred Amount pertaining to services performed in any Board Service Period or Plan Year, as applicable, become payable upon either of the following alternative events: (i) The Participant's Retirement or other Separation from Service; or (ii) The last day of a future calendar year; provided, however, that such designated calendar year cannot be earlier than the second calendar year following the calendar year in which falls the first day of the Board Service Period or Plan Year, as applicable, to which the deferred compensation pertains (i.e., as of a "Specified Time"). For example, a Director may elect the designated payment event for a Deferral Account pertaining to the Board Service Period beginning as of the annual Board meeting held in May of Year 1 to be December 31 of Year 3, or the last day of any subsequent calendar year. (b) Notwithstanding the terms of a Deferral Election Agreement, a Participant's Retirement will be a designated payment event with respect to each of the Participant's Deferral Accounts. Accordingly, if such Retirement occurs prior to the occurrence of the Specified Time designated in any Deferral Election Agreement for any Deferral Account, then the Retirement will supplant the Specified Time election with respect to that Deferral Account.

**Section 3.6 A Form of Payment.** A Participant's Deferral Election Agreement will designate the form in which the Deferred Amount will be paid if such payments arise by reason of a designated payment event prescribed in Section 3.5 above. The permissive forms of payment are: (a) A lump sum; or (b) Substantially equal annual installments over a period (as the Participant will designate) of not less than two years and not more than 10 years.

**Section 3.7 A Forms of Investment.** (a) Deferred Amounts elected by Eligible Executives or Directors will be invested solely in Deferred Stock Units.

**Section 3.8 A Deferral Election Deadline.** (a) A Deferral Election pertaining to a Director's Retainers that may otherwise become payable to the Director for services performed to the Board during a Board Service Period must be filed on or before December 31 of the Plan Year immediately preceding the beginning of the Board Service Period for which it is effective (the "Statutory Deadline"), or as of such earlier submission date established by the Administrative Committee (such as by the end of the open enrollment period applicable to such Plan Year). (b) A Deferral Election pertaining to Base Salary or Bonus Compensation that may otherwise become payable to an Eligible Executive for services performed or performance achieved during a Plan Year, including in regard to the Annual Bonus or the fourth quarter Quarterly Bonus for a Plan Year that will be paid after the end of that Plan Year, must be submitted on or before December 31 of the Plan Year immediately preceding the Plan Year for which it is effective (the "Statutory Deadline"), or as of such earlier submission date established by the Administrative Committee (such as by the end of the open enrollment period applicable to such Plan Year). (c) Notwithstanding subsection (b) above, the Administrative Committee in its discretion may permit an Eligible Executive to submit the Deferral Election for the Annual Bonus pertaining to any Plan Year on or before June 30 falling within the applicable Plan Year (the "Statutory Deadline"), or as of such earlier submission date established by the Administrative Committee (such as by the end of the open enrollment period applicable to such Plan Year), subject to the following conditions: (i) The Annual Bonus for the Plan Year must be payable by reason of the Eligible Executive's satisfaction of organizational or individual performance criteria that is measured on the basis of a calendar year performance period or such other performance period of not less than 12 months; (ii) The Eligible Executive must have performed services for the Employer continuously during the period beginning on the later of the beginning of the performance period or the date the applicable performance criteria are established, and ending on the date the election is made; and (iii) The election must be made before the amount of the Annual Bonus becomes readily ascertainable.

**Section 3.9 A Director's Election for First Year of Eligibility.** Notwithstanding Section 3.8 above, the provisions of this Section 3.9 will apply with respect to a Director who initially becomes eligible to participate in the Plan. (a) The timing of the Director's initial Deferral Election will be governed by the rules prescribed below. (i) The initial Deferral Election must be made within 30 days after the date the Director first becomes eligible to participate in the Plan. Except as provided in paragraph (ii) below, the Director's initial Deferral Election, or the decision to not make an initial Deferral Election, will become irrevocable as of the expiration of such 30-day election period. (ii) In no event may the deadline for making an initial Deferral Election under this Plan with respect to any Director for any Plan Year be subsequent to the deadline imposed on that Director for making a Deferral Election for such Plan Year under any other Aggregated Plan. (b) A former Participant who has again become a Director will be treated as first becoming eligible to participate in the Plan, and thus will be subject to the special election rules of this Section 3.9, under either of the following circumstances: (i) The former Participant has been paid all amounts deferred under the Plan and all other Aggregated Plans, and the Participant ceased to be eligible to elect to continue to participate in the Plan or an Aggregated Plan on or before the date of the last such payment; or (ii) The former Participant was not eligible to participate in the Plan or an Aggregated Plan during the 24-month period ending on the date of again becoming eligible to participate in the Plan or an Aggregated Plan. (c) The compensation to which such initial Deferral Election will apply will be determined in accordance with the rules set forth below. (i) The Director's initial Deferral Election will apply only to the Retainer otherwise payable for services performed by the Director subsequent to the date the Deferral Election has become irrevocable pursuant to subsection (a) above. (ii) For purposes of paragraph (i) above, as with respect to a Deferral Election by an Eligible Executive pertaining to Bonus Compensation (i.e., the Quarterly Bonuses and Annual Bonus), if the initial Deferral Election is made after the beginning of the applicable Board Service Period, the Deferral Election will apply to the total amount of the Director's applicable Retainer for the Board Service Period multiplied by a fraction, the numerator of which is the number of days remaining in the performance period after the election has become irrevocable, and the denominator of which is the total number of days in the Board Service Period.

**Section 3.10 Irrevocability of Election.** (a) Once the applicable Statutory Deadline to make a Deferral Election for any form of Eligible Compensation with respect to any Board Service Period or Plan Year, as applicable, has passed, as prescribed in Section 3.8, or once the deadline for making an initial Deferral Election pursuant to Section 3.9 above has expired, the Deferral Election will generally become irrevocable. The consequences of such include the following: (i) The amount of the Eligible Compensation that the Participant elected to defer for the Board Service Period or Plan Year, as applicable, or the election not to defer any amount, cannot be canceled or modified; (ii) The form of payment for the Deferral Account to which the Deferred Election applies cannot be modified; and (iii) The designated date of payment for the Deferral Account to which the Deferred Election applies cannot be modified, except as provided in Section 5.8. (b) Notwithstanding subsection (a) above, the Deferral Election of a Participant who receives an Unforeseeable Emergency withdrawal from the Plan pursuant to Section 5.11 will be cancelled on a prospective basis. Such cancellation will continue in effect for the remainder of the Plan Year in which the withdrawal is made. The Participant, if otherwise so eligible, will be permitted to elect to make elective deferrals under the Plan for the subsequent Plan Year.

**Section 3.11 Default Rules.** If an Eligible Individual has timely made an effective, affirmative Deferral Election for a Plan Year, but the Deferral Election Agreement did not specify a form of distribution, or did not specify a Deferral Period, then the default rules prescribed below will apply. (a) If the Deferral Election Agreement did not specify a form of payment, then the default form of payment pertaining to the Deferral Election is a lump sum. (b) If the Deferral Election Agreement did not specify a Deferral Period, then the Deferral Period pertaining to the Deferral Election will be the expiration of two full calendar years following the Board Period Service or Plan Year, as applicable, to which the deferred compensation pertains. For example, the default Deferral Period pertaining to Year 1 compensation is the period ending on December 31 of Year 3.

**Section 3.12 Non-Elective LTIP Shares Grant Deferrals.** (a) Each Shares Grant awarded to a Director under the 2004 LTIP, the 2014 LTIP or the 2023 LTIP will be automatically deferred under the Plan on a non-elective basis, and will be credited to the Director's Deferral Account. (b) A Director who receives a Shares Grant for any Board Service Period will be deemed to have made the same election as to the timing and form of payment, manner of investment, and the Deferral Account to which the Shares Grant is credited as the election that was made (or which was deemed to have been made pursuant to Section 3.11 above) in connection with the deferral of the Director's Retainer for such Board Service Period. In the event the Director did not make (and is not deemed to have made) a Deferral Election for such Board Service Period, then the Director will be deemed to have elected to have the balance of the Deferral Account pertaining to such Shares Grant paid in a lump sum upon Retirement.

**Article 4 MAINTENANCE AND INVESTMENT OF ACCOUNTS**

**Section 4.1 A DSU Accounts.** (a) Separate DSU Accounts will be maintained for each Eligible Executive, and for each Director who elects to have all or a portion of the Director's Retainer invested in Deferred Stock Units. More than one DSU Account may be maintained for a Participant as necessary to reflect separate Deferral Election Agreements specifying different Deferral Periods or forms of payment. (b) A DSU Account will be credited with the number of DSUs calculated to the nearest thousandth of a DSU, determined by dividing the Deferred Amount on the date of deferral by the closing market price of the Company's common stock as reported on the Consolidated Tape of the New York Stock Exchange listed shares on such date of deferral. (c) To the extent the Company pays dividends, on each dividend payment date, a Participant's DSU Account will be credited with Dividend Equivalents in additional DSUs determined by multiplying the number of DSUs in the Participant's DSU Account on the related dividend record date by any per share cash dividends declared by the Company on its own common stock and dividing the

product by the closing market price of the Company's common stock as reported on the Consolidated Tape of the New York Stock Exchange listed shares on such dividend payment date. At the Compensation Committee's discretion, the DSU Accounts may also be credited with DSUs by multiplying the number of DSUs in a Participant's DSU Account by any stock dividends declared by the Company on its common stock, unless the DSU Accounts are adjusted pursuant to Section 4.3(d). The number of DSUs in a Participant's DSU Account will be adjusted, as the Board or Compensation Committee deems appropriate, to reflect stock dividends, stock splits, reclassifications, spinoffs, and other extraordinary distributions, as if those DSUs were actual Shares. (e) The Administrative Committee will submit to each Participant quarterly statements of his or her DSU Accounts, in such form as the Administrative Committee deems desirable, setting forth the balance to the credit of such Participant in his or her DSU Accounts as of the end of the most recently completed quarter. (f) Each DSU Account established under this Article 4 will be maintained for bookkeeping purposes only. Neither the Plan nor any of the DSU Accounts established under the Plan will hold any actual funds or assets. The DSU Accounts established hereunder will be used solely to determine the amounts to be paid hereunder, will not be or represent an equity security of the Company, will not be convertible into or otherwise entitle a Participant to acquire an equity security of the Company and will not carry any voting rights. Section 4.2. Status of Accounts. A Participant's Deferral Accounts will be utilized solely as a device for the measurement and determination of the amounts to be paid to the Participant pursuant to this Plan, and will not constitute or be treated as a trust fund of any kind. Section 4.3. Vesting. A Participant will be 100% vested in the balance of each of his or her Deferral Accounts at all times. Article 5 DISTRIBUTIONS. Section 5.1. Eligibility for Distributions. Except as otherwise provided herein, a distribution from a Participant's Deferral Account may be made only on account of one of the following events incurred by or with respect to the Participant: (a) The Participant's Separation from Service. In this regard, a distribution by reason of a Participant's Retirement will be permitted only if the Retirement constitutes a Separation from Service; (b) The Participant becoming Disabled; (c) The Participant's death; (d) A Specified Time, as prescribed under the Participant's Deferral Election Agreement; (e) An Unforeseeable Emergency, as prescribed in Section 5.11 below; or (f) The termination of the Plan, or portion of the Plan, prescribed in Section 9.2. Section 5.2. Retirement Distributions. Subject to Section 5.6 below, in either of the circumstances described below, upon a Participant's Retirement, the value of the Participant's Deferral Accounts will be then distributed to the Participant in installments or in a lump sum as designated in the applicable Deferral Election Agreement. (a) The Participant has elected to receive payment of a Deferral Account upon Retirement; or (b) The Deferral Period elected by the Participant for that Deferral Account was a Specified Time, but the Participant Retires before the end of that Specified Time. Section 5.3. Specified Time Distributions. Subject to Sections 5.6 and 5.8 below, if the Deferral Period elected by a Participant with respect to a DSU Account is a Specified Time, and the Participant did not Retire before the end of that Specified Time, then upon the end of that Specified Time, the value of the Deferral Account at issue will be distributed to the Participant in installments or in a lump sum as designated in the applicable Deferral Election Agreement. Section 5.4. Other Payment Events. Notwithstanding the provisions of any Deferral Election Agreement, if prior to Retirement a Participant dies, becomes Disabled but remains employed, or incurs a Separation from Service, the entire balance of all of the Participant's Deferral Accounts will be distributed to the Participant or the Participant's Beneficiary or Beneficiaries (as the case may be) in a lump sum payment. Section 5.5. Designated Payment Date. (a) The designated date as of which the value of a Participant's Deferral Account is to be distributed, or will commence being distributed, will be as prescribed below. (i) The designated payment date with respect to a Deferral Account to be distributed in a lump sum payment will be by the fifth business day of the month following the month in which occurs the event giving rise to the lump sum payment (or, if later, following the month in which occurs the final deferral with respect to the Deferral Election Agreement pertaining to the Deferral Account is withheld from the Participant's paycheck). (ii) In the case of distributions to be made to a Participant in the form of installment payments, the designated payment dates will be by the fifth business day of the month following the month in which occurs the event that gives rise to the payment, and each annual anniversary of that initial designated payment date. (iii) If a Participant dies prior to a payment event with respect to a Deferral Account, the entire balance of such Deferral Account will be paid to the Participant's Beneficiary or Beneficiaries in a lump sum payment. If a Participant who is receiving installment payments dies before all payments have been made, all remaining amounts will be paid to the Participant's Beneficiary or Beneficiaries in a lump sum payment. Such payment will be made within the period prescribed in Section 5.5(c)(ii) below. (iv) The designated payment date with respect to a withdrawal due to an Unforeseeable Emergency pursuant to Section 5.9 below will be by the fifth day of the month following the month in which occurs the date as of which the withdrawal request is approved by the Administrative Committee. (b) For purposes of the administrative provisions of this Plan, a payment will be treated as having been made upon the date specified under subsection (a) above if the payment is made: (i) On such date or a later date within the same calendar year; or (ii) If later, by the 15th day of the third calendar month following the date so specified. For clarity, the timing of distributions is intended to depend on the timing of the notification of separation, as well as the type of distribution elected: (a) If notification to separate occurs prior to the 15th of the month, distribution will occur by the fifth business day of the month following the month in which occurs the event giving rise to the payment; (b) If notification to separate occurs after the 15th of the month, distribution will occur by the fifth business day of the month that commences following a 30-day administrative window after the event giving rise to the payment. (c) Notwithstanding the foregoing, the rules below will apply: (i) If the calculation of the amount of the payment is not administratively practicable due to events beyond the control of the Participant (or the Participant's estate), the payment will be treated as made upon the specified date if the payment is made during the first calendar year in which the payment is administratively practicable. (ii) A payment to be made to a Beneficiary upon the date of the death of a Participant, or upon the death of a Beneficiary who has become entitled to payment due to the Participant's death, will be made during the period ending on December 31 of the first calendar year following the calendar year during which the death occurs. The Beneficiary may designate the year of payment. (iii) For purposes of administrative convenience, payment may be made to a Participant no earlier than 30 days before the designated payment date prescribed in subsection (a) above. (d) In no event will a Participant be permitted, directly or indirectly, to designate the taxable year of the distribution. (e) The amount to be distributed to a Participant or a Beneficiary will be determined on the basis of the value of the applicable Deferral Account as of the first business day of the month immediately preceding the designated payment date with respect to the distribution at issue. Section 5.6. Restriction on Distributions to Specified Employees. (a) Notwithstanding the provisions of Section 5.5 above, if a Participant becomes entitled to a distribution from the Plan by reason of Retirement or other Separation from Service, and if the Participant is a Specified Employee as of the date of such Retirement or other Separation from Service, then the amounts held in the Participant's Deferral Accounts will become payable as of the first day of the seventh month following the date of the Participant's Retirement or other Separation from Service (or, if earlier, as of the date of the Participant's death). (b) If the distributions to the Specified Employee are to be made in annual installments, the delay in payment prescribed in subsection (a)(ii) above will apply solely to the first installment payment. Each subsequent installment payment will be made as of the date such payment otherwise would have been made pursuant to Section 5.5. (c) The distribution restrictions prescribed in subsection (a)(ii) above will not apply to a payment to be made pursuant to Section 5.7(b)(i) or (ii) (regarding the payment of employment taxes and compensation deferred under the Plan or a certificate of divestiture compliance distributions), or Section 10.2(b) (regarding domestic relations orders). Section 5.7. No Acceleration of Scheduled Distributions. (a) Except as otherwise provided in the Plan, the time or schedule of any distribution of any portion of a Participant's Deferral Accounts will not be permitted to be accelerated, either at the election of the Participant or at the discretion of the Compensation Committee or the Administrative Committee. (b) Notwithstanding the foregoing, distributions may be made to or on behalf of a Participant prior to the otherwise applicable designated payment date in the following situations: (i) As may be necessary to comply with a certificate of divestiture (as defined in Code Section 1043(b)(2)); (ii) To pay FICA taxes on amounts deferred under the Plan, or income taxes on additional charges arising from the Employer's payment of FICA taxes or for amounts attributable to the pyramiding of wages and taxes; or (iii) If the Plan at any time fails to meet the requirements of Code Section 409A and the underlying regulations. In that event, however, the accelerated payment may not exceed the amount required to be included in the Participant's income as a result of the Plan's failure to comply with the Code Section 409A requirements. Section 5.8. Extension of Specified Time Deferral Period. Section 3.5(b) of the Plan permits a Participant to select a Deferral Period of a stated period of calendar years (i.e., a Specified Time Deferral Period). In this connection, a Participant will be permitted to extend a Specified Time Deferral Period with respect to a Deferral Account, subject to the conditions set forth below. (a) An election to extend the Specified Time Deferral Period with respect to any Deferral Account must be submitted under the Plan in accordance with the Administrative Committee's established procedures. (b) Any such election will not take effect under the Plan until 12 months after the date on which the election is properly submitted. (c) An election to extend a Specified Time Deferral Period must provide for the lengthening of the Specified Time Deferral Period for a period of not less than an additional five years. (d) Any election to extend a Specified Time Deferral Period must be made at least 12 months prior to the designated payment date (as prescribed in Section 5.5(a)) for the first scheduled payment from the applicable Deferral Account. A deferral extension election may be modified or revoked prior to such deadline date. If not modified or revoked, the election will generally become irrevocable as of such deadline date. (e) For purposes of this Section 5.8: (i) The entitlement to installment payments will be treated as the entitlement to a single payment; and (ii) The applicable designated payment date otherwise applicable to a Specified Time Deferral Period will be determined without regard to the restrictions on distributions to Specified Employees prescribed in Section 5.6. Section 5.9. Delay of Payments Under Certain Circumstances. Notwithstanding any provision of the Plan to the contrary, payment to a Participant will be delayed to a date after the designated payment date otherwise prescribed under Section 5.5 under any of the circumstances prescribed below. (a) A payment to a Participant will be delayed where the Compensation Committee reasonably anticipates that the Company's or other Affiliated Company's income tax deduction with respect to such payment otherwise would be limited or eliminated by application of Code Section 162(m); provided, however, that in such event, the payment will be made either at the earliest date at which the Compensation Committee reasonably anticipates that the deduction of the payment of the 16 amount will not be limited or eliminated by application of Code Section 162(m), or the calendar year in which the Participant Separates from Service. (b) A payment to a Participant will be delayed where the Compensation Committee reasonably anticipates that the making of the payment will violate federal securities laws or other applicable law; provided, however, that in such event, the payment to be made at the earliest date at which the Company or other Affiliated Company reasonably anticipates that the making of the payment will not cause such violation. For purposes of this subsection (c), the making of a payment that would cause inclusion in gross income or other application of any penalty provision or other provision of the Code is not treated as a violation of applicable law. (c) A payment to a Participant will be delayed upon such other events and conditions as may be prescribed in generally applicable guidance issued by the Internal Revenue Service. Section 5.10. Payment Medium. (a) All payments to a Participant (or to a Participant's Beneficiary) with respect to the Participant's DSU Accounts will be paid in Shares, unless the Compensation Committee in its discretion directs that such amounts be paid in cash. If Shares are not traded on The New York Stock Exchange on any day on which a payment of Shares is to be made under the Plan, then that payment will be made on the next day on which Shares are traded on the New York Stock Exchange. Shares paid from this Plan will be drawn from shareholder-approved stock incentive plans. (b) The value of any fractional Shares otherwise payable with respect to a Participant will be paid in cash. Such value will be determined as of the last business day of the month immediately preceding the date of the payment or final payment, as the case may be. Section 5.11. Unforeseeable Emergency Withdrawal. A Participant who incurs an Unforeseeable Emergency (as defined below) may submit a request to the Administrative Committee for a withdrawal equal to that portion (or all) of the Participant's Deferral Accounts as is then needed to alleviate the financial hardship resulting therefrom. Such withdrawals will be subject to the following provisions of this Section 5.11. (a) For purposes of this Section 5.11: (i) An Unforeseeable Emergency means a severe financial hardship to a Participant resulting from an illness or accident of the Participant, or of the spouse, a dependent (as defined in Code Section 152(a)) or a primary beneficiary (as defined below) of the Participant; the loss of the Participant's property due to casualty; or other similar extraordinary and unforeseeable circumstances arising as a result of events beyond the control of the Participant; and (ii) A primary beneficiary of a Participant is an individual who is named as a Beneficiary of the Participant under the Plan, and who has an unconditional right to all, or a portion of, the balance of the Participant's Deferral Account upon the death of the Participant. (b) The circumstances that will constitute an Unforeseeable Emergency will depend upon the facts of each case. Examples of circumstances that may qualify as an Unforeseeable Emergency (provided that the other conditions of this Section 5.11 are satisfied) are: (i) The imminent foreclosure of, or eviction from, the Participant's primary residence; (ii) The need to pay for medical expenses, including non-refundable deductibles or the cost of prescription drugs; and (iii) The need to pay for the funeral expenses of the spouse, or dependent or primary beneficiary of the Participant. (c) The purchase of a home and the payment of college tuition

are not Unforeseeable Emergencies for purposes of this Plan. (d) A withdrawal will not be permitted under this Section 5.11 to the extent that the hardship resulting from the Unforeseeable Emergency is, or may be, relieved: (i) Through the reimbursement or compensation by insurance or otherwise; (ii) By the liquidation of the Participant's assets, to the extent the liquidation of such assets would not itself cause severe financial hardship; or (iii) By the cessation of deferrals under the Plan. (e) The amount of any Unforeseeable Emergency withdrawal will be limited to that which the Administrative Committee determines is reasonably necessary to alleviate the hardship resulting from the occurrence of the Unforeseeable Emergency (which may include any amount necessary to pay any federal or state income taxes or penalties reasonably anticipated to result from the distribution). The determination of the amount reasonably necessary to satisfy the emergency need must take into account any additional compensation that is available to the Participant upon cancellation of the Participant's deferral election due to the Unforeseeable Emergency withdrawal that is effected pursuant to Section 3.10(b). However, such determination is not required to take into account any additional Unforeseeable Emergency withdrawal that is available under another nonqualified deferred compensation plan, but which has not actually been paid from that other plan. (f) After reviewing each Unforeseeable Emergency withdrawal request, the Administrative Committee will make a determination as to whether the circumstances satisfy the Unforeseeable Emergency standards prescribed above, and will thereupon notify the requesting Participant of the determination. If the request is approved, the Administrative Committee will process payment of the withdrawal. (g) The Administrative Committee may establish a policy and procedures regarding the order in which Unforeseeable Emergency withdrawals are to be charged against the particular Deferral Accounts of a Participant. Section 5.12 Withholding of Taxes. Notwithstanding any other provision of this Plan, an Employer has the right to cause the withholding from payments made hereunder, or to require a Participant to remit to the Employer, any amount required for the Employer to satisfy all federal, state or local tax withholding obligations pertaining to the Participant. 18 Section 5.13 USERRA Rights. Notwithstanding any provision of this Article 5 to the contrary, the Plan will permit a Participant to elect a change in the time or the form of payment as may be required to comply with the Uniformed Services Employment and Reemployment Rights Act ("USERRA"). 19 Article 6 PLAN TERMINATION PAYMENTS UPON QUALIFIED CHANGE IN CONTROL EVENT Section 6.1 A Termination of Plan Upon Change in Control. Notwithstanding any provision of the Plan to the contrary, upon the occurrence of a Qualified Change in Control Event involving the Company or other Relevant Employer (as defined in Section 6.6(a) below), the Board as constituted immediately prior to the event may in its discretion terminate the Plan, or the portion of the Plan pertaining to the Relevant Employer, and cause to be distributed to each affected Participant the entire balance of all of the Participant's Deferral Accounts. The termination by such Board must occur within the 30 days preceding, or within the 12-month period following, the Qualified Change in Control Event. Such Plan termination distributions will be permitted only if: (a) All substantially similar non-qualified deferred compensation programs maintained by the Company and all other Affiliated Companies are terminated upon such Qualified Change in Control Event; and (b) All compensation deferred and held under each such deferred compensation program is distributed to Participants within 12 months of the date of termination of the applicable program. Section 6.2 A Qualified Change in Control Event. For purposes of this Article 6, a "Qualified Change in Control Event" with respect to any Participant means any of the following events: (a) A Qualified change in the ownership of a corporation that is a Relevant Employer (as prescribed in Section 6.3); (b) A Qualified change in effective control of a corporation that is a Relevant Employer (as prescribed in Section 6.4); and (c) A Qualified Change in the ownership of a substantial portion of the assets of a corporation that is a Relevant Employer (as prescribed in Section 6.5). Section 6.3 A Change in the Ownership of a Corporation. (a) For purposes of this Article 6, a change in the ownership of a corporation occurs on the date that any one person, or more than one person acting as a group, acquires ownership of stock of the corporation that, together with stock held by such person or group, constitutes more than 50 percent of the total fair market value or total voting power of the stock of such corporation. If any one person, or more than one person acting as a group, is considered to own more than 50 percent of the total fair market value or total voting power of the stock of a corporation, the acquisition of additional stock by the same person or persons is not considered to cause a change in the ownership of the corporation (or to cause a change in the effective control of the corporation within the meaning of Section 6.4 below). (b) For purposes of this Section 6.3, an increase in the percentage of stock owned by any one person, or by persons acting as a group, as a result of a transaction in which the corporation acquires its stock in exchange for property will be treated as an acquisition of stock. 20 (c) In all regards, for purposes of this Section 6.3, a change in the ownership of a corporation will be deemed to have occurred only when there is a transfer of stock of a corporation (or issuance of stock of a corporation), and stock in such corporation remains outstanding after the transaction. Section 6.4 A Change in the Effective Control of a Corporation. (a) For purposes of this Article 6, a change in the effective control of a corporation occurs on the date that either: (i) A majority of members of the Company's Board is replaced during any 12-month period by directors whose appointment or election is not endorsed by a majority of the members of the Company's Board prior to the date of the appointment or election; or (ii) Any one person, or more than one person acting as a group acquires (or has acquired during the 12-month period ending on the date of the most recent acquisition by such person or persons) ownership of stock of the applicable corporation possessing 30 percent or more of the total voting power of the stock of such corporation. (b) A change in effective control of a corporation may also occur in any transaction in which either of the two corporations involved in the transaction incurs a change in control event described under Section 6.3 or 6.5. Section 6.5 A Change in the Ownership of Substantial Portion of Assets. (a) For purposes of this Article 6, a change in the ownership of a substantial portion of a corporation's assets occurs on the date that any one person, or more than one person acting as a group acquires (or has acquired during the 12-month period ending on the date of the most recent acquisition by such person or persons) assets from the corporation that have a total gross fair market value equal to or more than 40 percent of the total gross fair market value of all of the assets of the corporation immediately prior to such acquisition or acquisitions. For this purpose, gross fair market value means the value of the assets of the corporation, or the value of the assets being disposed of, determined without regard to any liabilities associated with such assets. (b) A transfer of assets by a corporation will not be treated as a change in the ownership of such assets, and such transfer will thus not constitute a Qualified Change in Control Event, if the assets are transferred to: (i) A shareholder of the corporation (immediately before the asset transfer) in exchange for or with respect to its stock; (ii) An entity, 50 percent or more of the total value or voting power of which is owned, directly or indirectly, by the corporation; (iii) A person, or more than one person acting as a group, that owns, directly or indirectly, 50 percent or more of the total value or voting power of all the outstanding stock of the corporation; or (iv) An entity, at least 50 percent of the total value or voting power of which is owned, directly or indirectly, by a person described in paragraph (iii). 21 (c) For purposes of subsection (b) above, a person's status is determined immediately after the transfer of the assets. Thus, for example, a transfer to a corporation in which the transferor corporation has no ownership interest before the transaction, but which is a majority-owned subsidiary of the transferor corporation after the transaction is not treated as a change in the ownership of the assets of the transferor corporation. Section 6.6 A Definitions and Operating Rules. The following definitions and operating rules will apply for purposes of this Article 6. (a) Relevant Employer. To constitute a Qualified Change in Control Event as to the particular Participant, the event must relate to one of the following corporate employers: (i) A The Company; (ii) A subsidiary corporate Employer for whom the Participant is performing services at the time of the Qualified Change in Control Event; or (iii) A subsidiary corporate Employer that is a majority shareholder of an Employer identified in paragraph (ii) above, or any corporate Employer in a chain of corporations in which each corporation is a majority shareholder of another corporation in the chain, ending in a corporation identified in paragraph (ii) above. For purposes of this paragraph (iii), a majority shareholder of a corporate Employer is a shareholder owning more than 50% of the total fair market value and total voting power of such Employer. (b) Persons Acting as a Group. Persons will not be considered to be acting as a group solely because they purchase or own stock of the same corporation at the same time, or as a result of the same public offering. However, persons will be considered to be acting as a group if they are owners of a corporation that enters into a merger, consolidation, purchase or acquisition of stock, or similar business transaction with the corporation. If a person, including an entity, owns stock in both corporations that enter into a merger, consolidation, purchase or acquisition of stock, or similar transaction, such shareholder is considered to be acting as a group with other shareholders in a corporation prior to the transaction giving rise to the change and not with respect to the ownership interest in the other corporation. (c) Ownership Attribution. The ownership attribution rules of Code Section 318(a) will apply to determine stock ownership. Stock underlying a vested option is considered owned by the individual who holds the vested option (and the stock underlying an unvested option is not considered owned by the individual who holds the unvested option). For purposes of the preceding sentence, however, if a vested option is exercisable for stock that is not substantially vested (as defined in IRS Regulation § 1.83-3(b) and (j)), the stock underlying the option is not treated as owned by the individual who holds the option. Section 6.7 A Special Rule for Certain Delayed Payments. Payment from a Participant's DSU Accounts that are calculated by reference to the value of Company stock will be treated as paid at a specified time or pursuant to a fixed schedule in conformity with the requirements of the Plan if such amounts are paid on the same schedule and under the same terms and conditions as payments to shareholders generally pursuant to a Qualified Change in Control Event described in Section 6.3 above (i.e., a change in the ownership of a corporation) or as payments to the Participant pursuant to a Qualified Change in Control Event described in Section 6.5 above (i.e., a change in the ownership of a substantial portion of a corporation's assets). Any amounts paid pursuant to such a schedule and such terms and conditions will not be treated as violating the initial or subsequent deferral election rules, to the extent that such amounts are paid not later than five years after the Qualified Change in Control Event. 23 Article 7 BENEFICIARY DESIGNATION Section 7.1 A Beneficiary Designation. Each Participant will have the right, at any time, to designate any person, persons or entity as his Beneficiary or Beneficiaries. A Beneficiary designation will be made, and may be amended, by the Participant by filing a written designation with the Administrative Committee, on such form and in accordance with such procedures as the Administrative Committee will establish from time to time. Section 7.2 A No Beneficiary Designation. If a Participant fails to designate a Beneficiary as provided above, or if all designated Beneficiaries predecease the Participant, then the Participant's Beneficiary will be the Participant's estate. 24 Article 8 ADMINISTRATION OF PLAN Section 8.1 A Named Fiduciaries. The persons identified in this Section 8.1 are named as fiduciaries under this Plan and will be the only named fiduciaries with respect to the Plan. (a) Advance Stores Company, Incorporated ("Advance Stores") serves as the Plan Sponsor, and is responsible for all fiduciary functions under the Plan except insofar as any such authority or responsibility is assigned by or pursuant to the Plan to another name fiduciary, or is delegated to another fiduciary pursuant to subsection (b) below. In that regard, Advance Stores is the "Administrator" of the Plan within the meaning of ERISA. The authority and responsibility reserved or assigned to Advance Stores will be exercised by an authorized officer or by the Compensation Committee. (b) The Compensation Committee has the authority and responsibility in regard to the design of the Plan, establishing the criteria for Employees who are to be designated as Eligible Executives for any Plan Year and as otherwise delegated herein. The Compensation Committee may delegate to a committee or to any officer of Advance Stores or any Affiliated Company any authority or responsibility reserved or assigned to it or to Advance Stores pursuant to the Plan. In the event of any such delegation, any references to the authority, right or power of Advance Stores or the Compensation Committee to act which are contained in any notice, disclosure or communication made with a view toward effectuating the purposes of the Plan will be construed to include authority for such actions by the committee or officer to whom the Compensation Committee has delegated its authority. Notwithstanding any other provision of the Plan, in the event that an action or direction of any person to whom authority reposed with Advance Stores or the Compensation Committee under the Plan has been delegated by the Compensation Committee conflicts with an action or direction of the Board of Directors, Advance Stores, or the Compensation Committee, then the authority of the Board of Directors, Advance Stores, or the Compensation Committee, as applicable, will supersede that of the delegate with respect to such action or direction. (c) An Administrative Committee has the responsibility and authority to control the operation and administration of the Plan in accordance with the terms of the Plan. (i) The members of the Administrative Committee will be the individuals serving in the roles of, respectively, the Executive Vice President of Human Resources and the Senior Vice President, Total Rewards for the Employers, and such other individuals who are appointed to the Administrative Committee by such Executive Vice President of Human Resources (or, in the event of a vacancy in such position, by the Senior Vice President, Total Rewards). (ii) The Administrative Committee may designate one of its members as a chairperson, and may retain and supervise outside providers, third party administrators, record keepers and professionals (including in-house professionals) to perform any or all of the duties delegated to it hereunder. 25 (d) The Administrative Committee will be responsible for the administration of this Plan and will have all powers necessary to administer this Plan, including discretionary authority to determine eligibility for benefits and to decide claims under the terms of this Plan, except to the extent that any such powers are vested in any other person administering this Plan by the Compensation Committee. The Administrative Committee may from time to time establish rules for the administration of this Plan, and it will have the exclusive right to interpret this Plan and to decide any matters arising in connection with the administration and operation of this Plan. All rules,

interpretations and decisions of the Administrative Committee will be conclusive and binding on the Company, the Employers, Participants and Beneficiaries.

(e) The Administrative Committee is expressly reposed with the discretionary authority and powers in regard to all facets of any claims for benefits made under the Plan. In turn, the Compensation Committee is expressly reposed with the discretionary authority and powers in regard to all facets of the review of a denied claim for benefits. Such authority and powers include, but are not limited to, the following:

(i) Construing and interpreting the terms of the Plan and of any documents pertaining to the Plan;

(ii) Construing and interpreting all laws and regulations as applicable to any claims for benefits made under the Plan;

(iii) Making any factual determinations, and applying such determinations to the terms of the Plan and issues arising under the Plan;

(iv) Otherwise deciding all questions regarding an individual's benefit entitlements under the Plan, and the manner and timing of any payments to be made to or with respect to any individual under the Plan.

(f) No member of the Board, Compensation Committee or Administrative Committee will be liable for any act or action hereunder, whether of omission or commission, by any other member or Employee or by any agent to whom duties in connection with the administration of this Plan have been delegated or for anything done or omitted to be done in connection with this Plan.

(g) The Company will, to the fullest extent permitted by law, indemnify each director, officer or Employee of the Company or any Affiliated Company (including the heirs, executors, administrators and other personal representatives of such person), each member of the Compensation Committee and Administrative Committee against expenses (including attorneys' fees), judgments, fines, amounts paid in settlement, actually and reasonably incurred by such person in connection with any threatened, pending or actual suit, action or proceeding (whether civil, criminal, administrative or investigative in nature or otherwise) in which such person may be involved by reason of the fact that he or she is or was serving this Plan in any capacity at the request of the Company or any other Affiliated Company, the Compensation Committee or the Administrative Committee.

(h) Any expense incurred by the Company, an Employer, the Compensation Committee or the Administrative Committee relative to the administration of this Plan will be paid by the Company or other Affiliated Company and/or may be deducted from the DSU Accounts of the Participants as determined by the Compensation Committee.

26 (i) Any member of the Compensation Committee or the Administrative Committee may also be a Participant, but no committee member will have power to take part in any discretionary decision or action affecting his own interest as a Participant under this Plan unless such decision or action is upon a matter which affects all other Participants similarly situated and confers no special right, benefit or privilege not simultaneously conferred upon all other such Participants.

Section 8.2 Claim Procedure.

(a) A Participant or Beneficiary makes a written request alleging a right to receive payments under this Plan or alleging a right to receive an adjustment in benefits being paid under this Plan, such actions will be treated as a claim for benefits. All claims for benefits under this Plan will be sent to the Administrative Committee.

(b) If the Administrative Committee determines that any individual who has claimed a right to receive benefits, or different benefits, under this Plan is not entitled to receive all or any part of the benefits claimed, the Administrative Committee will inform the claimant in writing of such determination and the reasons thereof in terms calculated to be understood by the claimant. The notice will be sent within 90 days of the claim unless the Administrative Committee determines that additional time, not exceeding 90 days, is needed and so notifies the Participant. The notice will make specific reference to the pertinent Plan provisions on which the denial is based, and will describe any additional material or information that is necessary. Such notice will, in addition, inform the claimant of the procedure that the claimant should follow to take advantage of the review procedures set forth below in the event the claimant desires to contest the denial of the claim, and the right of the claimant to bring a civil action under ERISA if the claim is denied upon further review. Upon request, and free of charge, the claimant will be provided with reasonable access to, and copies of, all documents, records and other information relevant to the claim for benefits.

(c) The claimant may within 90 days thereafter submit in writing to the Administrative Committee a notice that the claimant contests the denial of his or her claim and desires a further review of the denied claim. The request for review will be directed to the Compensation Committee, which will review the claim and authorize the claimant to review pertinent documents and submit issues and comments relating to the claim. The Compensation Committee will render a final decision with specific reasons thereof in writing and will transmit it to the claimant within 60 days of the written request for review, unless the Compensation Committee determines that additional time, not exceeding 60 days, is needed, and so notifies the Participant. If the claim is to be denied in whole or in part upon review, the written notice to the claimant will include the following:

(i) The specific reason or reasons for the denial;

(ii) Reference to the specific Plan provisions upon which the denial is based;

(iii) A statement that the claimant is entitled to receive, upon request, and free of charge, reasonable access to, and copies of, all documents, records and other information relevant to the claim appeal;

(iv) A statement of the claimant's right to file a civil lawsuit under ERISA.

27 (d) Notwithstanding subsection (c) above, if the Compensation Committee holds regularly scheduled meetings at least quarterly, the Compensation Committee will make a claim review determination no later than the date of the meeting of the committee that immediately follows the Plan's receipt of a request for review, unless the request for review is filed within 30 days preceding the date of such meeting. In such case, a claim review determination may be made by no later than the date of the second meeting following the Plan's receipt of the request for review. If special circumstances (such as the need to hold hearing) require a further extension of time for processing, a determination will be rendered not later than the third meeting of the committee following the Plan's receipt of the request for review. If such an extension of time for review is required because of special circumstances, the claimant will be provided with written notice of the extension, describing the special circumstances and the date as of which the claim review determination will be made, prior to the commencement of the extension. The claimant will be notified of the claim review determination as soon as possible, but not later than five days after the determination is made.

28 Article 9 AMENDMENT AND TERMINATION OF PLAN Section 9.1 Amendment. The Board or the Compensation Committee may at any time amend this Plan in whole or in part, provided, however, that no amendment will be effective to decrease the balance in, or otherwise alter the election made with respect to, any Deferral Account as accrued at the time of such amendment, nor will any amendment otherwise have a retroactive effect. In addition, any amendment that has the effect of changing the time or form of payment under the Plan with respect to any Participant will be subject to the provisions of Sections 5.7 and 5.8 (regarding the prohibition against the acceleration of payments and the restrictions on changes in the time or form of payments).

Section 9.2 Company's Right to Terminate. The Board or the Compensation Committee may at any time terminate the Plan with respect to future Deferral Election Agreements. However, the Plan cannot otherwise be terminated, and DSU Accounts thereupon distributed, except as provided below.

(a) The Plan may be terminated and distributions thereupon made upon a Qualified Change in Control Event, as prescribed in Section 6.1.

(b) The Plan may be terminated and distributions thereupon made within 12 months of the Company's corporate dissolution taxed under Code Section 331, or with the approval of a bankruptcy court pursuant to 11 USC § 503(b)(1)(A), provided that the amounts deferred under the Plan are distributed for inclusion in the gross income of the Participant in the latest of:

(v) The calendar year in which the Plan termination occurs;

(vi) The calendar year in which the deferred amount is no longer subject to a substantial risk of forfeiture;

(vii) The first calendar year in which the termination distribution is administratively practicable.

(c) The Plan may be terminated and distributions thereupon made if the conditions prescribed below are satisfied.

(i) Each other account balance deferred compensation plan maintained by the Company and any other Affiliated Company that also covers any Participant in this Plan is concurrently terminated;

(ii) No payments (other than payments that would be payable under the terms of the terminated programs if the terminations had not occurred) are made within 12 months of the termination of the programs;

(iii) All payments are made within 24 months of the termination of the applicable programs; and

(iv) During the three-year period following the termination of the Plan, neither the Company, nor any other Affiliated Company, adopts an account balance deferred compensation program covering any individual who was a Participant in the Plan upon its termination.

29 Article 10 MISCELLANEOUS Section 10.1 Unfunded Plan. This Plan is intended to be an unfunded plan. All payments pursuant to the Plan will be made from the general funds of the Employers and no special or separate fund will be established or other segregation of assets made to assure payment. No Participant or other person will have under any circumstances any interest in any particular property or assets of the Employers as a result of participating in the Plan. Notwithstanding the foregoing, the Employers may (but will not be obligated to) create one or more grantor trusts, the assets of which are subject to the claims of the Employers' creditors, to assist it in accumulating funds to pay its obligations under the Plan.

Section 10.2 Nonassignability.

(a) Except as specifically set forth in the Plan with respect to the designation of Beneficiaries, neither a Participant nor any other person will have any right to commute, sell, assign, transfer, pledge, anticipate, mortgage or otherwise encumber, transfer, hypothecate or convey in advance of actual receipt the amounts, if any, payable hereunder, or any part thereof, which are, and all rights to which are, expressly declared to be unassignable and non-transferable. No part of the amounts payable will, prior to actual payment, be subject to seizure or sequestration for the payment of any debts, judgments, alimony or separate maintenance owed by a Participant or any other person, nor be transferable by operation of law in the event of a Participant's or any other person's bankruptcy or insolvency.

(b) Notwithstanding the foregoing, the balance of a Participant's Deferral Accounts, or any portion thereof, will be distributed in accordance with the terms of any domestic relations order which the Administrative Committee determines to be a qualified domestic relations order (as defined in Section 414(p) of the Code).

Section 10.3 Validity and Severability. The invalidity or unenforceability of any provision of this Plan will not affect the validity or enforceability of any other provision of this Plan, which will remain in full force and effect, and any prohibition or unenforceability in any jurisdiction will not invalidate or render unenforceable such provision in any other jurisdiction.

Section 10.4 Governing Law. The validity, interpretation, construction and performance of this Plan will in all respects be governed by the laws of the Commonwealth of Virginia, without reference to principles of conflict of law, except to the extent preempted by federal law.

Section 10.5 Employment Status. This Plan does not constitute a contract of employment or impose on the Participant or any Employer any obligation for the Participant to remain an Employee of the Employer or change the status of the Participant's employment or the policies of the Employer and its affiliates regarding termination of employment. The establishment or existence of the Plan also does not constitute a contract of employment and will not confer upon any individual the right to be continued as a Director.

Section 10.6 No Stockholder Rights Conferred. Nothing contained in the Plan will confer upon any Participant or Beneficiary any rights of a stockholder of the Company, unless and until Shares are in fact issued or transferred to such Participant or Beneficiary in accordance with Article 5.

Section 10.7 Underlying Incentive Plans and Programs. Nothing in this Plan will prevent the Company or other Employer from modifying, amending or terminating the compensation or the incentive plans and programs pursuant to which cash awards are earned and which are deferred under this Plan.

Section 10.8 Funding and Financial Health Restrictions. In no event will any amounts attributable to any DSU Account be held in an offshore trust within the meaning of Code Section 409A(b)(1). In addition, the assets of any Affiliated Company will not be restricted to the payment of benefits under the Plan upon a change in the Affiliated Company's financial health within the meaning of Code Section 409A(b)(2).

31 Article 11 TYPE 1 AND TYPE 2 DSU SHARES Section 11.1 Overview. For each Board Service Period, the Company may grant to each Director one or both of two categories of Deferred Stock Units (DSUs). For purposes of this Article 11, these categories of DSUs are referred to as Type 1 DSUs and Type 2 DSUs, respectively. Except as may be required under the terms of a written agreement, the Company is not obligated to award Type 1 or Type 2 DSUs for any Board Service Period, and the number of DSUs awarded may increase or decrease for subsequent Board Service Periods. The Type 1 and Type 2 DSUs will be held under the Plan, and will be subject to the terms and provisions of the Plan except as otherwise specifically provided in this Article 11.

Section 11.2 Non-Elective Deferrals. Each Type 1 and Type 2 DSU grant that is awarded to a Director will be automatically deferred under the Plan on a non-elective basis, and will be credited to the Director's DSU Account.

Section 11.3 Vesting.

(a) The Type 1 and Type 2 DSUs that are granted to a Director for any Board Service Period (if any) will become fully vested on May 1 following the commencement of the Board Service Period, provided that the Director's service as a member of the Board does not end prior to that date.

(b) If a Director's service as a member of the Board ends prior to May 1 following the commencement of a Board Service Period, then the Type 1 and Type 2 DSU Shares granted to the Director for such Board Service Period (if any) will vest on the cessation of service date on a pro-rata basis. The pro-rata vesting will be based on a fraction: the numerator of which is the number of full or partial months of the Director's service on the Board prior to the cessation of such service (measured from the date of commencement of the Board Service Period), and the denominator of which is twelve.

(c) Notwithstanding subsection (b) above, a Director whose service as a member of the Board ends due to death or having become Disabled, or upon a Qualified Change in Control Event, will become fully vested upon such cessation of service.

Section 11.4 Timing and Form of Distributions. Distributions of amounts from a Director's DSU Account attributable to grants of Type 1 and Type 2 DSUs will be made as prescribed in this Section 11.4, unless the provisions of Article 5 provide for an earlier distribution date (such as in the event of the death or Disability of the Director).

(a) The value of a Director's DSU Accounts pertaining to grants of Type 1 DSUs will be distributed upon a Director's Retirement.

(b) The value of a Director's DSU Accounts pertaining to a grant of Type 2 DSUs for a Board Service Period will be distributed as of the three-year anniversary of the commencement of such Board Service Period.

(c) Notwithstanding subject (b) above, a Director may elect to

extend the distribution date of the Type 2 DSUs as prescribed in Section 5.8 of the Plan. All such distributions will be made in the form of a lump sum payment paid out in common Company shares. 32 APPENDIX The following provisions were applicable from January 1, 2021 to June 6, 2023 and shall continue to apply to amounts deferred in DSU Alternative Account during such period. Section 2. Definitions contained the following defined terms: Deferral Account. Deferral Account means each DSU Account or DSU Alternative Account established and maintained on behalf of each Participant pursuant to Section 4.1 or 4.2. DSU Alternative Account. DSU Alternative Account means an account in which Deferred Amounts are invested at a Participant's election in Hypothetical Investment Benchmarks in lieu of investments in Deferred Stock Units. Hypothetical Investment Benchmarks. Hypothetical Investment Benchmarks means investment benchmarks that are used to measure the earnings credited to a Participant's DSU Alternative Account. Section 3.7 Forms of Investment read as follows: (a) The Deferral Election Agreement for a Director will designate the form in which the Deferred Amount will be invested. The available forms of investments are: (i) A Deferred Stock Units in Company Stock; (ii) A selection of Hypothetical Investment Benchmarks established by the Administrative Committee; or (iii) A combination of Deferred Stock Units and Hypothetical Investment Benchmarks. (b) A Deferred Amounts elected by Eligible Executives will be invested solely in Deferred Stock Units. Section 3.11 Default Rules contained an additional clause (a) as follows: (a) If the Deferral Election Agreement for a Director did not specify the form of investment, the default form of investment will be Deferred Stock Units. A Section 4.2 entitle DSU Alternative Accounts provided as follows: DSU Alternative Accounts. Separate DSU Alternative Accounts will be maintained for each Director who elects to have all or a portion of the Director's Retainer invested in Hypothetical Investment Benchmarks. More than one DSU Alternative Account may be maintained for a Director as necessary to reflect various selected Hypothetical Investment Benchmarks, or separate Deferral Election Agreements specifying different Deferral Periods and/or forms of payment. Notwithstanding anything to the contrary herein, earnings and losses based on a Director's Hypothetical Investment Benchmarks elections will begin to accrue as of the date the Director's Deferred Amounts are credited to the Director's DSU Alternative Accounts. Section 5.10 Payment Medium contained an additional clause (a) as follows: All payments to a Participant (or to a Participant's Beneficiary) with respect to the Participant's DSU Alternative Accounts will be paid in cash. 33 Signature Page Follow Pursuant to the authority granted by the Compensation Committee of the Board of Directors of Advance Auto Parts, Inc., the undersigned hereby executes this Amendment and Restatement of the Advance Auto Parts, Inc. Deferred Stock Unit Plan for Non-Employee Directors and Selected Executives on behalf of Advance Auto Parts, Inc. COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS OF ADVANCE AUTO PARTS, INC. By: /s/ Kristen Soler Kristen Soler Executive Vice President, Chief Human Resources Officer Dated: August 7, 2024 34 EX-10.4 3 aap\_ex104xformofindemnific.htm EX-10.4 Document Exhibit 10.4 INDEMNIFICATION AGREEMENT THIS INDEMNIFICATION AGREEMENT (this Agreement) is made as of the [ ] day of [ ], 20[ ] by and between Advance Auto Parts, Inc., a Delaware corporation, (the Company) and [Director or Officer Name] (the Indemnitee). RECITALS. The Company's board of directors (the Board) has determined that the increasing difficulty in attracting and retaining qualified persons as directors and officers is detrimental to the best interests of the Company's stockholders and that the Company should act to assure such persons that there will be adequate certainty of protection through insurance and indemnification against risks of claims and actions against them arising out of their service to and activities on behalf of the Company. B. Section 145 of the General Corporation Law of the State of Delaware (the DGCL) empowers the Company by agreement to indemnify and advance expenses to its officers, directors, employees and agents and to indemnify and advance expenses to persons who serve, at the request of the Company, as directors, officers, employees or agents of other corporations or enterprises, and expressly provides that the indemnification and advancement of expenses provided by Section 145 is not exclusive. C. The Company has adopted provisions in its Bylaws providing for mandatory indemnification of its officers and directors to the fullest extent permitted by applicable law, subject to certain limitations specified in the Bylaws, and the Company wishes to clarify and enhance the rights and obligations of the Company and the Indemnitee with respect to indemnification. D. To induce and encourage highly experienced and capable persons such as the Indemnitee to serve and continue to serve as directors and officers of the Company and in other capacities with respect to the Company and its affiliates, and to otherwise promote the desirable end that such persons will resist what they consider unjustified lawsuits and claims made against them in connection with the good faith performance of their duties to the Company, with the knowledge that certain costs, judgments, liabilities and expenses incurred by them in their defense of such litigation are to be borne by the Company, the Board has determined that this Agreement is reasonable and prudent to promote and ensure the best interests of the Company and its stockholders. AGREEMENT NOW, THEREFORE, in consideration of the Indemnitee's service as a director or officer of the Company, or service at the Company's request as a director, officer, employee or agent of other corporations or enterprises, after the date hereof, and for other good and valuable consideration, the sufficiency of which is hereby acknowledged, the parties to this Agreement, intending to be legally bound, agree as follows: 1. Service by Indemnitee. The Indemnitee will serve and/or continue to serve as a director or officer of the Company faithfully and to the best of the Indemnitee's ability so long as the Indemnitee is duly elected or appointed and until such time as the Indemnitee is removed, terminated or resigns. 2. Indemnification. (a) General. The Company shall indemnify the Indemnitee (i) as provided in this Agreement and (ii) subject to the provisions of this Agreement, to the fullest extent and in a manner permitted by applicable law. (b) Proceedings Other Than Proceedings by or in the Right of the Company. Except as provided in Section 4, the Indemnitee shall be entitled to the rights of indemnification provided in this Section 2(b) if, by reason of the Indemnitee's Corporate Status, the Indemnitee is or was, or is or was threatened to be made, a party to, or is or was otherwise involved in, a Proceeding, other than a Proceeding by or in the right of the Company to procure a judgment in its favor. The Indemnitee shall be indemnified pursuant to and in accordance with this Section 2(b) against all Losses actually and reasonably incurred by the Indemnitee or on the Indemnitee's behalf in connection with such a Proceeding or any claim, issue or matter therein, but only if the Indemnitee acted in good faith and in a manner that the Indemnitee reasonably believed to be in or not opposed to the best interests of the Company, and, with respect to any criminal action or proceeding, had no reasonable cause to believe the Indemnitee's conduct was unlawful. (c) Proceedings by or in the Right of the Company. Except as provided in Section 4, the Indemnitee shall be entitled to the rights of indemnification provided in this Section 2(c) if, by reason of the Indemnitee's Corporate Status, the Indemnitee is or was, or is or was threatened to be made, a party to, or is or was otherwise involved in, a Proceeding brought by or in the right of the Company to procure a judgment in its favor. The Indemnitee shall be indemnified pursuant to and in accordance with this Section 2(c) against all Expenses actually and reasonably incurred by the Indemnitee or on the Indemnitee's behalf in connection with such a Proceeding or any claim, issue or matter therein, but only if the Indemnitee acted in good faith and in a manner that the Indemnitee reasonably believed to be in or not opposed to the best interests of the Company; provided, however, that no indemnification for such Expenses shall be made in respect of any claim, issue or matter in such Proceeding as to which the Indemnitee shall have been adjudged liable to the Company, except to the extent (and only to the extent) that the Court of Chancery of the State of Delaware (the Delaware Chancery Court) or the court in which such Proceeding was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, the Indemnitee is fairly and reasonably entitled to indemnify for such expenses that the Delaware Chancery Court or such other court shall deem proper. Notwithstanding anything to the contrary in this Agreement, if the Indemnitee, by reason of the Indemnitee's Corporate Status, is or was, or is or was threatened to be made, a party to any Proceeding by or in the right of the Company to procure a judgment in its favor, then the Company shall not indemnify the Indemnitee for any judgment, penalty, fines or amounts paid in settlement to the Company in connection with such Proceeding. (d) Indemnification for Expenses if Indemnitee is Wholly or Partly Successful. Notwithstanding anything to the contrary in this Agreement, to the extent that the Indemnitee, by reason of the Indemnitee's Corporate Status, is or was, or is or was threatened to be made, a party to any Proceeding and is successful, on the merits or otherwise, in defending such Proceeding (including dismissal without prejudice), the Indemnitee shall be indemnified to the maximum extent permitted by law against all Expenses actually and reasonably incurred by the Indemnitee or on the Indemnitee's behalf in connection with the defense of such Proceeding. If the Indemnitee is not wholly successful in defending any such Proceeding but is successful, on the merits or otherwise, in defending one or more but less than all of the claims, issues or matters in such Proceeding (including dismissal without prejudice of certain claims), the Company shall indemnify the Indemnitee against all Expenses actually and reasonably incurred by the Indemnitee or on the Indemnitee's behalf in defending each such successfully resolved claim, issue or matter. To the extent the Indemnitee has been successful, on the merits or otherwise, in defending any Proceeding, or in defending any claim, issue or matter therein, the Indemnitee shall be entitled to indemnification as provided in this Section 2(d) regardless of whether the Indemnitee met the standards of conduct set forth in Sections 2(b) and 2(c). (e) Indemnification for Expenses as a Witness. Notwithstanding anything to the contrary in this Agreement, to the fullest extent permitted by applicable law, to the extent that the Indemnitee, by reason of the Indemnitee's Corporate Status, is or was, or is or was threatened to be made, a witness in any Proceeding to which the Indemnitee is not a party, the Indemnitee shall be indemnified against all Expenses actually and reasonably incurred by the Indemnitee or on the Indemnitee's behalf in connection therewith. To the extent permitted by applicable law, the Indemnitee shall be entitled to indemnification for Expenses incurred in connection with being, or being threatened to be made, a witness, as provided in this Section 2(e), regardless of whether the Indemnitee met the standards of conduct set forth in Sections 2(b) and 2(c). (f) Partial Indemnification. If the Indemnitee is entitled under any provision of this Agreement to indemnification by the Company for some portion of the Losses actually and reasonably incurred by the Indemnitee in a Proceeding, but not for the total amount thereof, the Company shall indemnify the Indemnitee for the portion of such Losses to which the Indemnitee is entitled. 3. Advancement of Expenses. Notwithstanding anything to the contrary in this Agreement, but subject to Section 4, if, by reason of the Indemnitee's Corporate Status, the Indemnitee is or was, or is or was threatened to be made, a party to, is or was otherwise involved in, or is or was, or is or was threatened to be made, a witness in any Proceeding (including a Proceeding brought by or in the right of the Company to procure a judgment in its favor), then the Company shall advance all Expenses actually and reasonably incurred by or on behalf of the Indemnitee in connection with any such Proceeding in advance of the final disposition of such Proceeding within thirty (30) calendar days after the receipt by the Company of a written request for such advance or advances from time to time. Such written request shall include or be accompanied by a statement or statements reasonably evidencing the Expenses incurred by or on behalf of the Indemnitee and for which advancement is requested, and shall include or be preceded or accompanied by an undertaking by or on behalf of the Indemnitee to repay any Expenses advanced if it shall ultimately be determined by final judicial decision from which there is no further right to appeal that the Indemnitee is not entitled to be indemnified against such Expenses under this Agreement or otherwise. Such undertaking shall be sufficient for purposes of this Section 3 if it is in substantially the form attached hereto as Exhibit A. Any advances and undertakings to repay pursuant to this Section 3 shall be unsecured and interest free. The Indemnitee shall be entitled to advancement of Expenses as provided in this Section 3 regardless of any determination by or on behalf of the Company that the Indemnitee has not met the standards of conduct set forth in Sections 2(b) and 2(c). 4. Proceedings Against the Company; Certain Securities Laws Claims. (a) Notwithstanding anything to the contrary in Section 2 or Section 3, except as provided in Section 7(d), with respect to a Proceeding initiated against the Company by the Indemnitee (whether initiated by the Indemnitee in or by reason of such person's capacity as an officer or director of the Company or in or by reason of any other capacity, including as an employee or agent of the Company or a director, officer, employee or agent of Another Enterprise), the Company shall not be required to indemnify or advance Expenses to the Indemnitee in connection with prosecuting such Proceeding (or any part thereof) or in defending any counterclaim, cross-claim, affirmative defense or like claim of the Company in such Proceeding (or any part thereof) unless such Proceeding was authorized by the Board. For purposes of this Section 4, a compulsory counterclaim by the Indemnitee against the Company in connection with a Proceeding initiated against the Indemnitee by the Company shall not be considered a Proceeding (or part thereof) initiated against the Company by the Indemnitee, and the Indemnitee shall have all rights of indemnification and advancement with respect to any such compulsory counterclaim in accordance with and subject to the terms of this Agreement. (b) Notwithstanding anything to the contrary in Section 2 (other than Section 2(d)) or Section 3, except as provided in Section 2(d) with respect to indemnification of Expenses in connection with whole or partial success on the merits or otherwise in defending any Proceeding, the Company shall not be required to indemnify the Indemnitee in connection with any claim made against the Indemnitee for (i) an accounting of profits made from the purchase and sale (or sale and purchase) by the Indemnitee of securities of the Company within the meaning of Section 16(b) of the Securities Exchange Act of 1934, as amended (the Exchange Act) or similar provisions of state statutory law or common law or (ii) any reimbursement of the Company by the Indemnitee for any bonus or other incentive-based or equity-based compensation or for any profits realized by the Indemnitee from the sale of securities of the Company, as required in each case under the Exchange Act (including any such reimbursements that arise from an accounting restatement of the Company pursuant to Section 304 of the Sarbanes-Oxley Act of 2002 (the Sarbanes-Oxley Act)), or the payment to the Company of profits arising from the purchase and sale by the Indemnitee of securities in violation of Section 306 of the Sarbanes-Oxley Act). 5. Procedure for Determination of Entitlement to Indemnification; Independent Counsel. (a) To obtain indemnification under this Agreement, the

Indemnitee shall submit to the Company (following the final disposition of the applicable Proceeding) a written request for indemnification, including therein or therewith, except to the extent previously provided to the Company in connection with a request or requests for advancement pursuant to Section 3, a statement or statements reasonably evidencing all Losses incurred or paid by or on behalf of the Indemnitee and for which indemnification is requested. The Secretary of the Company shall, promptly upon receipt of such a request for indemnification, advise the Board in writing that the Indemnitee has requested indemnification. (b) Upon written request by the Indemnitee for indemnification pursuant to the first sentence of Section 5(a), if required by applicable law and to the extent not otherwise provided in Section 2(d) of this Agreement, a determination with respect to the Indemnitee's entitlement to indemnification shall be made in the specific case as follows: (i) if a Change in Control shall have occurred and if so requested in writing by the Indemnitee, by Independent Counsel in a written opinion to the Board; or (ii) if a Change in Control shall not have occurred (or if a Change in Control shall have occurred but the Indemnitee shall not have requested that indemnification be determined by Independent Counsel as provided in clause (i) of this Section 5(b)), (A) by a majority vote of the Disinterested Directors, even though less than a quorum of the Board, (B) by a committee of Disinterested Directors designated by majority vote of the Disinterested Directors, even though less than a quorum of the Board, (C) if there are no such Disinterested Directors, or if such Disinterested Directors so direct, by Independent Counsel in a written opinion to the Board or (D) by the Company's stockholders in accordance with applicable law. Notice in writing of any determination as to the Indemnitee's entitlement to indemnification shall be delivered to the Indemnitee promptly after such determination is made, and if such determination of entitlement to indemnification has been made by Independent Counsel in a written opinion to the Board, then such notice shall be accompanied by a copy of such written opinion. If it is determined that the Indemnitee is entitled to indemnification, then payment to the Indemnitee of all amounts to which the Indemnitee is determined to be entitled shall be made within thirty (30) calendar days after such determination. If it is determined that the Indemnitee is not entitled to indemnification, then the written notice to the Indemnitee (or, if such determination has been made by Independent Counsel in a written opinion, the copy of such written opinion delivered to the Indemnitee) shall disclose the basis of such determination. The Indemnitee shall cooperate with the person, persons or entity making the determination with respect to the Indemnitee's entitlement to indemnification, including providing to such person, persons or entity upon reasonable advance request any documentation or information that is not privileged or otherwise protected from disclosure and that is reasonably available to the Indemnitee and reasonably necessary to determine whether and to what extent the Indemnitee is entitled to indemnification. (c) If the determination of entitlement to indemnification is to be made by Independent Counsel pursuant to Section 5(b), the Independent Counsel shall be selected as provided in this Section 5(c). If a Change in Control shall not have occurred (or if a Change in Control shall have occurred but the Indemnitee shall not have requested that indemnification be determined by Independent Counsel as provided in clause (i) of Section 5(b)), then the Independent Counsel shall be selected by the Board, and the Company shall give written notice to the Indemnitee advising the Indemnitee of the identity of the Independent Counsel so selected. If a Change in Control shall have occurred and the Indemnitee shall have requested that indemnification be determined by Independent Counsel, then the Independent Counsel shall be selected by the Indemnitee (unless the Indemnitee shall request that such selection be made by the Board, in which event the preceding sentence shall apply), and the Indemnitee shall give written notice to the Company advising it of the identity of the Independent Counsel so selected. In either event, the Indemnitee or the Company, as the case may be, may, within ten (10) calendar days after such written notice of selection has been given, deliver to the Company or to the Indemnitee, as the case may be, a written objection to such selection; provided, however, that such objection may be asserted only on the ground that the law firm or person so selected does not meet the requirements of Independent Counsel as defined in Section 23, and the objection shall set forth the basis of such assertion. Absent a proper and timely objection, the person so selected shall act as Independent Counsel. If such written objection is so made and substantiated, the law firm or person so selected may not serve as Independent Counsel unless and until such objection is withdrawn or the Delaware Chancery Court or another court of competent jurisdiction in the State of Delaware has determined that such objection is without merit. If the determination of entitlement to indemnification is to be made by Independent Counsel pursuant to Section 5(b) and, following the expiration of twenty (20) calendar days after submission by the Indemnitee of a written request for indemnification pursuant to Section 5(a), Independent Counsel shall not have been selected, or an objection thereto has been made and not withdrawn, then either the Company or the Indemnitee may petition the Delaware Chancery Court or other court of competent jurisdiction in the State of Delaware for resolution of any objection that shall have been made by the Company or the Indemnitee to the other's selection of Independent Counsel and/or for appointment as Independent Counsel of a law firm or person selected by such court (or selected by such person as the court shall designate), and the law firm or person with respect to whom all objections are so resolved or the law firm or person so appointed shall act as Independent Counsel under Section 5(b). Upon the due commencement of any judicial proceeding or arbitration pursuant to Section 7(a), Independent Counsel shall be discharged and relieved of any further responsibility in such capacity (subject to the applicable standards of professional conduct then prevailing). If the determination of entitlement to indemnification is to be made by Independent Counsel pursuant to Section 5(b), then the Company agrees to pay the reasonable fees and expenses of such Independent Counsel and to fully indemnify and hold harmless such Independent Counsel against any and all Expenses, claims, liabilities and damages arising out of or relating to this Agreement or its engagement pursuant hereto. 6. Burden of Proof, Defenses and Presumptions. (a) In any judicial proceeding or arbitration pursuant to Section 7 brought by the Indemnitee to enforce rights to indemnification or an advancement of expenses hereunder, or in any action, suit or proceeding brought by the Company to recover an advancement of expenses (whether pursuant to the terms of an undertaking or otherwise), the burden shall be on the Company to prove that the Indemnitee is not entitled to be indemnified, or to such an advancement of expenses, as the case may be. (b) It shall be a defense in any judicial proceeding or arbitration pursuant to Section 7 to enforce rights to indemnification under Section 2(b) or Section 2(c) (but not in any judicial proceeding or arbitration pursuant to Section 7 to enforce a right to an advancement of expenses under Section 3) that the Indemnitee has not met the standards of conduct set forth in Section 2(b) or Section 2(c), as the case may be, but the burden of proving such defense shall be on the Company. With respect to any judicial proceeding or arbitration pursuant to Section 7 brought by the Indemnitee to enforce a right to indemnification hereunder, or any action, suit or proceeding brought by the Company to recover an advancement of expenses (whether pursuant to the terms of an undertaking or otherwise), neither (i) the failure of the Company (including by its directors or Independent Counsel) to have made a determination prior to the commencement of such action, suit, proceeding or arbitration that indemnification is proper in the circumstances because the Indemnitee has met the applicable standards of conduct, nor (ii) an actual determination by the Company (including by its directors or Independent Counsel) that the Indemnitee has not met such applicable standards of conduct, shall create a presumption that the Indemnitee has not met the applicable standards of conduct or, in the case of a judicial proceeding or arbitration pursuant to Section 7 brought by the Indemnitee seeking to enforce a right to indemnification hereunder, be a defense to such proceeding or arbitration. (c) The termination of any Proceeding by judgment, order, settlement or conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, adversely affect the right of the Indemnitee to indemnification hereunder or create a presumption (i) that the Indemnitee did not act in good faith and in a manner the Indemnitee reasonably believed to be in or not opposed to the best interests of the Company, or (ii) with respect to any criminal Proceeding, that the Indemnitee had reasonable cause to believe that the Indemnitee's conduct was unlawful. (d) For purposes of any determination of good faith, the Indemnitee shall be deemed to have acted in good faith if the Indemnitee's action is based on (i) the records or books of account of the Company or Another Enterprise (if the Indemnitee is or was serving as a director, officer, employee, agent, or fiduciary of such Other Enterprise at the request of the Company), including financial statements, (ii) information supplied to the Indemnitee by the officers of the Company or Another Enterprise in the course of their duties, (iii) the advice of legal counsel for the Company or Another Enterprise or (iv) information or records given or reports made to the Company or Another Enterprise by an independent certified public accountant, appraiser or other expert selected by the Company or Another Enterprise. The provisions of this Section 6(d) shall not be deemed to be exclusive or to limit in any way the other circumstances in which the Indemnitee may be deemed or found to have met the applicable standards of conduct set forth in this Agreement. (e) The knowledge and/or actions, or failure to act, of any other director, officer, agent or employee of the Company or Another Enterprise shall not be imputed to the Indemnitee for purposes of determining the Indemnitee's right to indemnification under this Agreement. 7. Remedies of Indemnitee. (a) In the event that (i) a determination is made pursuant to Section 5 that the Indemnitee is not entitled to indemnification under this Agreement, (ii) advancement of Expenses is not timely made pursuant to Section 3, (iii) except when the determination of entitlement to indemnification is to be made by Independent Counsel pursuant to Section 5(b), no determination of entitlement to indemnification shall have been made pursuant to Section 5(b) within sixty (60) calendar days after receipt by the Company of the Indemnitee's written request for indemnification, (iv) under circumstances in which the determination of entitlement to indemnification is to be made by Independent Counsel pursuant to Section 5(b), no determination of entitlement to indemnification shall have been made pursuant to Section 5(b) within eighty (80) calendar days after receipt by the Company of the Indemnitee's written request for indemnification (unless an objection to the selection of such Independent Counsel has been made and substantiated and not withdrawn, in which case the applicable time period shall be seventy (70) calendar days after the Delaware Chancery Court or another court of competent jurisdiction in the State of Delaware (or such person as is appointed by such court to make such determination) has determined or appointed the person to act as Independent Counsel pursuant to Section 5(b)), (v) payment of indemnification is not made pursuant to Section 2(d) or Section 2(e) within twenty (20) calendar days after receipt by the Company of a written request therefor or (vi) payment of indemnification pursuant to Section 2(b) or Section 2(c) is not made within twenty (20) calendar days after a determination has been made pursuant to Section 5(b) that the Indemnitee is entitled to indemnification, then the Indemnitee shall be entitled to seek an adjudication by the Delaware Chancery Court of the Indemnitee's entitlement to such indemnification or advancement of Expenses. Alternatively, if the foregoing conditions have been satisfied, the Indemnitee, at the Indemnitee's option, may seek an award in arbitration to be conducted by a single arbitrator pursuant to the Commercial Arbitration Rules of the American Arbitration Association. The Indemnitee shall commence such proceeding seeking an adjudication or an award in arbitration within one hundred eighty (180) calendar days following the date on which the Indemnitee first has the right to commence such proceeding pursuant to this Section 7(a); provided, however, that the foregoing clause shall not apply in respect of a proceeding brought by the Indemnitee to enforce the Indemnitee's rights to indemnification under Section 2(d). (b) In the event that a determination shall have been made pursuant to Section 5(b) that the Indemnitee is not entitled to indemnification, any judicial proceeding or arbitration commenced pursuant to this Section 7 shall be conducted in all respects as a de novo trial, or arbitration, on the merits and the Indemnitee shall not be prejudiced by reason of that adverse determination. (c) If a determination shall have been made pursuant to Section 5(b) that the Indemnitee is entitled to indemnification, the Company shall be bound by such determination in any judicial proceeding or arbitration commenced pursuant to this Section 7, absent (i) a misstatement or misrepresentation by the Indemnitee (or anyone acting on the Indemnitee's behalf) of a material fact, or an omission of a material fact necessary to make the Indemnitee's statement (or statements of persons acting on behalf of the Indemnitee) not materially misleading, in connection with the request for indemnification or in connection with the provision of information or documentation pursuant to the last sentence of Section 5(b) or (ii) a prohibition of such indemnification under applicable law. (d) In the event that the Indemnitee, pursuant to this Section 7, seeks a judicial adjudication or an award in arbitration to enforce the Indemnitee's rights under, or to recover damages for breach of, this Agreement, then the Indemnitee shall be entitled to recover from the Company, and shall be indemnified by the Company against, any and all Expenses actually and reasonably incurred by or on behalf of the Indemnitee in such judicial adjudication or arbitration, but only if (and only to the extent) the Indemnitee prevails therein. If it shall be determined in said judicial adjudication or arbitration that the Indemnitee is entitled to receive part but not all of the indemnification or advancement of Expenses sought, the expenses incurred by the Indemnitee in connection with such judicial adjudication or arbitration shall be appropriately prorated. 8. Non-Exclusivity. Except to the extent expressly provided herein, the rights of indemnification and to receive advancement of Expenses as provided by this Agreement shall not be deemed exclusive of any other rights to which the Indemnitee may at any time be entitled under applicable law, the Company's Certificate of Incorporation, the Company's Bylaws, any agreement, a vote of stockholders, or a resolution of directors, or otherwise, both as to action in or by reason of the Indemnitee's Corporate Status and as to action in or by reason of any other capacity of the Indemnitee while serving as a director or officer of the Company. No right or remedy herein conferred is intended to be exclusive of any other right or remedy, and every right and remedy shall be cumulative and in addition to every other right and remedy given hereunder or now or hereafter existing at law or in equity or otherwise. In the event of any change after the date of this Agreement in any applicable law, statute or rule that expands the power of a Delaware corporation to indemnify a member of its board of directors or an officer, employee, agent or fiduciary, it is the intent of the parties hereto that the Indemnitee shall enjoy by this Agreement the greatest benefits afforded by such change. Notwithstanding anything to the contrary in this Section 8, to the extent the time periods specified in Section 3 and Section 7(a) with respect to the time at which the Indemnitee shall be entitled to seek an adjudication or an award in arbitration as to the Indemnitee's entitlement to indemnification or

advancement differ from similar time periods specified in the Company's Certificate of Incorporation or Bylaws, the time periods set forth in Section 3 and Section 7(a) shall control and be binding on the Indemnitee and the Company and shall be deemed a waiver of any contrary right specified in the Company's Certificate of Incorporation or Bylaws. 7The assertion or employment of any right or remedy hereunder, or otherwise, shall not prevent the concurrent assertion or employment of any other right or remedy.9Insurance, Subrogation and Other Sources of Payment.(a)To the extent that the Company maintains an insurance policy or policies providing liability insurance for directors, officers, employees or agents of the Company or Another Enterprise, the Indemnitee shall be covered by such policy or policies in accordance with its or their terms to the maximum extent of the coverage available for any such director, officer, employee or agent under such policy or policies. If, at the time of the receipt of a notice of a Proceeding pursuant to Section 15, the Company has director and officer liability insurance in effect, the Company shall give prompt notice of the commencement of such Proceeding to the insurers in accordance with the procedures set forth in the respective policies. The Company shall thereafter take all necessary or desirable action to cause such insurers to pay, on behalf of the Indemnitee, all amounts payable as a result of such Proceeding in accordance with the terms of such policies. To the extent that the Company maintains an insurance policy or policies providing liability insurance for directors, officers, employees or agents of the Company or Another Enterprise, the provision of directors' and officers' liability insurance as provided in this Section 9(a) shall be in addition to the Company's obligations under Section 2 and Section 3 and shall not be deemed to be in satisfaction of those obligations.(b)In the event of any payment to or on behalf of the Indemnitee under this Agreement, the Company shall be subrogated to the extent of such payment to all of the rights of recovery of the Indemnitee, who shall execute all papers required and take all action necessary to secure such rights, including execution of such documents as are necessary to enable the Company to bring suit to enforce such rights.(c)Except to the extent required by applicable law, the Company shall not be liable under this Agreement to make any payment to the Indemnitee with respect to amounts otherwise indemnifiable (or for which advancement is otherwise required) if and to the extent that the Indemnitee has otherwise actually received such payment under any insurance policy, contract, agreement or otherwise. Nothing in this Agreement is intended to affect any right of contribution of or against the Company in the event the Company and any other person or persons have co-equal obligations to indemnify or advance expenses to the Indemnitee.(d)The Company's obligation to indemnify or advance Expenses under this Agreement to the Indemnitee, in connection with or by reason of the Indemnitee's service at the request of the Company as a director, officer, employee, agent or fiduciary of Another Enterprise, shall be reduced by any amount that the Indemnitee has actually received as indemnification or advancement of Expenses from such Other Enterprise with respect to the Proceeding for which indemnification or advancement of Expenses is sought.10.Contribution. To the fullest extent permitted by applicable law, if, in connection with any Proceeding (or part thereof) in respect of which the Indemnitee would otherwise be entitled to indemnification hereunder, the indemnification provided for in this Agreement is unavailable to the Indemnitee for any reason whatsoever, then the Company, in lieu of indemnifying the Indemnitee, shall contribute to the amount that is incurred by the Indemnitee in connection with such Proceeding (or such part thereof) and that would otherwise have been subject to indemnification hereunder, in such proportion as is deemed fair and reasonable in light of all of the circumstances of such Proceeding to reflect (a) the relative benefits received by the Company, on the one hand, and the Indemnitee, on the other hand, as a result of the event(s) and/or transaction(s) giving cause to such Proceeding (or such part thereof); and/or (b) the relative fault of the Company (and its directors, officers, employees and agents), on the one hand, and the Indemnitee, on the other hand, in connection with such event(s) and/or transaction(s).11.Settlements. Notwithstanding anything to the contrary in this Agreement or the Company's Certificate of Incorporation or Bylaws, the Company shall have no obligation to indemnify the Indemnitee for any amounts paid by or on behalf of the Indemnitee in settlement of any Proceeding, unless the Company has consented in writing to such settlement, which consent shall not be unreasonably withheld. The Company shall not settle any claim in any manner that would impose any fine or obligation on the Indemnitee without the Indemnitee's prior written consent, which consent shall not be unreasonably withheld.12.Survival of Rights, Binding Effect and Successors and Assigns.(a)The indemnification and advancement of Expenses and other rights provided by, or granted pursuant to, this Agreement shall continue during the period that the Indemnitee is a director or officer of the Company and shall continue through and after the Termination Date so long as the Indemnitee shall, by reason of the Indemnitee's Corporate Status, be subject to any possible Proceeding (including any appeal thereto) with respect to any action taken or omitted (or that is alleged to have been taken or omitted) by the Indemnitee, or any facts or events that occurred (or that are alleged to have occurred), on or before the Termination Date, and shall further continue for such period of time following the conclusion of any such Proceeding as may be reasonably necessary for the Indemnitee to enforce rights and remedies pursuant to this Agreement as provided in Section 7.(b)This Agreement shall be binding upon the Indemnitee and upon the Company and its successors and assigns, and shall inure to the benefit of the Indemnitee and the Indemnitee's heirs, personal representatives, executors, administrators and assigns and to the benefit of the Company and its successors and assigns. (c)The Company further agrees that in the event the Company or any of its successors or assigns (i) consolidates with or merges into any other corporation or entity and shall not be the continuing or surviving corporation or entity of such consolidation or merger or (ii) transfers or conveys all or substantially all of its properties and assets to any corporation or entity, then, and in each such case, to the extent necessary, proper provision shall be made so that the successors and assigns of the Company as a result of such transaction assume the obligations of the Company set forth in this Agreement, including any requirements with respect to directors' and officers' liability insurance set forth in Section 9.13.Severability. If any provision or provisions of this Agreement shall be held to be invalid, illegal or unenforceable for any reason whatsoever: (a) the validity, legality and enforceability of the remaining provisions of this Agreement (including each portion of any Section of this Agreement containing any such provision held to be invalid, illegal or unenforceable, that is not itself invalid, illegal or unenforceable) shall not in any way be affected or impaired thereby and shall remain enforceable to the fullest extent permitted by law; (b) such provision or provisions shall be deemed reformed to the extent necessary to conform to applicable law and to give the maximum effect to the intent of the parties hereto; and (c) to the fullest extent possible, the provisions of this Agreement (including each portion of any Section of this Agreement containing any such provision held to be invalid, illegal or unenforceable, that is not itself invalid, illegal or unenforceable) shall be construed so as to give effect to the intent manifested thereby.14.Acknowledgement. The Company expressly acknowledges, confirms and agrees that it has entered into this Agreement and has assumed the obligations imposed on the Company hereby to induce the Indemnitee to serve or continue to serve as a director or officer of the Company, and the Company acknowledges that the Indemnitee is relying upon this Agreement in serving and continuing to serve in such capacity. In addition, both the Company and the Indemnitee acknowledge that in certain instances, federal law or applicable public policy may prohibit the Company from indemnifying its directors, officers, employees, agents or fiduciaries under this Agreement or otherwise. The Indemnitee understands and acknowledges that the Company may be required in the future to undertake with the Securities and Exchange Commission to submit the question of indemnification to a court in certain circumstances for a determination of the Company's rights under public policy to indemnify the Indemnitee.15.Notice by Indemnitee. The Indemnitee agrees to notify the Company promptly and in writing upon being served with any summons, citation, subpoena, complaint, petition, indictment, information or other document relating to the actual or threatened commencement of any Proceeding or matter that may be subject to indemnification or advancement of Expenses covered by this Agreement. The failure of the Indemnitee to so notify the Company shall not relieve the Company of any obligation that it may have to the Indemnitee under this Agreement or otherwise, except to the extent the Company is materially prejudiced by such failure. 16.Notices. All notices, requests, demands and other communications hereunder shall be in writing and shall be deemed to have been duly given (a) if delivered by hand to the party to whom said notice or other communication shall have been directed, on the date so delivered or (b) if mailed by certified or registered mail with postage prepaid, on the third business day after the date on which it is so mailed. All such notices, requests, demands and other communications shall be delivered to the Indemnitee or to the Company, as the case may be, at the following addresses: If to the Indemnitee, to the address set forth on the signature page this Agreement If to the Company, to:Advance Auto Parts, Inc.4200 Six Forks RoadRaleigh, NC 27609Attn: Tammy M. FinleyExecutive Vice President, General Counsel & Corporate Secretaryor to such other address as may have been furnished to the Indemnitee by the Company or to the Company by the Indemnitee, as the case may be, by like notice.17.Counterparts; Execution and Exchange by Electronic Means. This Agreement may be executed in one or more counterparts, each of which shall for all purposes be deemed to be an original but all of which together shall constitute one and the same Agreement. The execution and delivery of this Agreement by facsimile, electronic mail (including email, .pdf or other digital copies of signatures) or another form of electronic signature or transmission shall be sufficient to evidence the signatories' intent to sign this Agreement and sufficient to bind the parties to the terms and provisions of this Agreement.18.Interpretation. (a)The headings of the paragraphs of this Agreement are inserted for convenience only and shall not be deemed to constitute part of this Agreement or to affect the construction thereof. (b)(i) The terms "hereof," "herein," "hereby," "hereto," "and derivative or similar words refer to this entire Agreement, including Exhibits hereto, (ii) any reference herein to a "Section" is to a Section of this Agreement unless otherwise specified, (iii) the terms "include," "includes," "including" and words of similar import when used in this Agreement mean "including, without limitation" unless otherwise specified, (iv) the term "any" means "any and all" and (v) the term "or" shall not be exclusive and shall mean "and/or".(c)(i) References to "days" mean calendar days unless Business Days are expressly specified and (ii) references to "written" or "writing" include in electronic form.(d)Whenever the context requires, words in the singular shall be held to include the plural and vice versa, and words of one gender shall be held to include the other gender as the context requires.(e)References herein to "fees" shall include any excise tax assessed with respect to any employee benefit plan.(f)References herein to a director of Another Enterprise or a director of an Other Enterprise shall include, in the case of any entity that is not managed by a board of directors, such other position, such as manager or trustee or member of the governing body of such entity, that entails responsibility for the management and direction of such entity's affairs, including the general partner of any partnership (general or limited) and the manager or managing member of any limited liability company.(g)(i) References herein to serving at the request of the Company as a director, officer, employee, agent or fiduciary of Another Enterprise shall include any service as a director, officer, employee or agent of the Company that imposes duties on, or involves services by, such director or officer with respect to an employee benefit plan of the Company or any of its affiliates, other than solely as a participant or beneficiary of such a plan; and (ii) if the Indemnitee has acted in good faith and in a manner the Indemnitee reasonably believed to be in the interest of the participants and beneficiaries of an employee benefit plan, the Indemnitee shall be deemed to have acted in a manner not opposed to the best interests of the Company for purposes of this Agreement.19.Entire Agreement. This Agreement constitutes the entire agreement between the parties hereto with respect to the subject matter hereof and supersedes all prior agreements and understandings, oral, written and implied, between the parties hereto with respect to the subject matter hereof.20.Modification and Waiver. (a)No amendment, modification, supplementation or repeal of this Agreement or any provision hereof shall be binding unless executed in writing by both of the parties hereto. No waiver of any of the provisions of this Agreement shall be deemed or shall constitute a waiver of any other provisions hereof (whether or not similar) nor shall such waiver constitute a continuing waiver.(b)No amendment, modification, supplementation or repeal of this Agreement or any provision hereof shall limit or restrict any rights of the Indemnitee under this Agreement in respect of any action taken or omitted by the Indemnitee in or by reason of the Indemnitee's Corporate Status prior to such amendment, modification, supplementation or repeal. 21.Governing Law; Submission to Jurisdiction; Service of Process. (a)This Agreement and the legal relations among the parties with respect to the matters addressed hereby shall be governed by, and construed and enforced in accordance with, the laws of the State of Delaware, without regard to its conflict of laws rules.11(b)Except with respect to any arbitration commenced by the Indemnitee pursuant to Section 7(a) and except to the extent permitted by Section 2(c) with respect to a determination by a court in which an underlying Proceeding was brought that the Indemnitee is entitled to indemnification of Expenses notwithstanding an adjudication of liability to the Company, each of the Company and the Indemnitee hereby irrevocably and unconditionally (i) agrees and consents to the jurisdiction of the courts of the State of Delaware for all purposes in connection with any action, suit or proceeding that arises out of or relates to this Agreement and agrees that any such action instituted under this Agreement shall be brought only in the Delaware Chancery Court (or in any other state court of the State of Delaware if the Delaware Chancery Court does not have subject matter jurisdiction over such action), and not in any other state or federal court in the United States of America or any court or tribunal in any other country; (ii) consents to submit to the exclusive jurisdiction of the courts of the State of Delaware for purposes of any action or proceeding arising out of or in connection with this Agreement; (iii) waives any objection to the laying of venue of any such action or proceeding in the courts of the State of Delaware; and (iv) waives, and agrees not to plead or to make, any claim that any such action or proceeding brought in the courts of the State of Delaware has been brought in an improper or otherwise inconvenient forum.(c)Each of the Company and the Indemnitee hereby consents to service of any summons and complaint and any other process that may be served in any action, suit or proceeding arising out of or relating to this Agreement in any court of the State of Delaware by mailing by certified or registered mail, with postage prepaid, copies of such process to such party at its address for receiving notice pursuant to Section 16. Nothing in

This Agreement shall preclude service of process by any other means permitted by applicable law. 22. Nature of Agreement. This Agreement shall not be deemed an employment contract between the Company and the Indemnitee, and, if the Indemnitee is an officer or employee of the Company, the Indemnitee specifically acknowledges that the Indemnitee may be discharged as an officer or employee of the Company at any time for any reason, with or without cause, and with or without severance compensation, except as may be otherwise provided in a separate written contract between the Company and the Indemnitee. 23. Definitions. For purposes of this Agreement: (a) "Another Enterprise" and "Other Enterprise" mean a corporation, partnership, limited liability company, joint venture, trust, employee benefit plan or any other form of enterprise, in each case, other than the Company. (b) "Change in Control" means, and shall be deemed to have occurred if, (i) any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act), other than a trustee or other fiduciary holding securities under an employee benefit plan of the Company acting in such capacity or a corporation owned directly or indirectly by the stockholders of the Company in substantially the same proportions as their ownership of stock of the Company, becomes the "beneficial owner" (as defined in Rule 13d-3 under the Exchange Act), directly or indirectly, of securities of the Company representing more than fifty percent (50%) of the total voting power represented by the Company's then outstanding voting stock, (ii) during any period of two (2) consecutive years (not including any period prior to the execution of this Agreement), individuals who at the beginning of such period constitute the Board and any new director whose election by the Board or nomination for election by the Company's stockholders was approved by a vote of at least a majority 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, cease for any reason to constitute a majority thereof, (iii) the stockholders of the Company approve a merger or consolidation of the Company with any other corporation other than a merger or consolidation that would result in the voting stock of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting stock of the surviving entity) at least fifty percent (50%) of the total voting power represented by the voting stock of the Company or such surviving entity outstanding immediately after such merger or consolidation or (iv) the stockholders of the Company approve a plan of complete liquidation of the Company or an agreement for the sale or disposition by the Company (in one transaction or a series of related transactions) of all or substantially all of the Company's assets. (c) "Corporate Status" means (i) the Indemnitee's status as a present or former director or officer of the Company, (ii) the Indemnitee's present or former status, at any time while serving as a director or officer of the Company, as a director, officer, employee, agent or fiduciary of Another Enterprise to the extent the Indemnitee is or was serving in such capacity with respect to such Other Enterprise at the request of the Company or (iii) the Indemnitee's present or former status as a director, officer, employee, agent or fiduciary of Another Enterprise to the extent the Indemnitee served in such capacity with respect to such Other Enterprise while serving as a director or officer of the Company, continued serving in such capacity with respect to such Other Enterprise after ceasing to be a director or officer of the Company, and is or was serving in such capacity with respect to such Other Enterprise at the request of the Company. (d) "Disinterested Director" means a director of the Company who is not and was not a party to the Proceeding in respect of which indemnification is sought by the Indemnitee. (e) "Expenses" means any of the following: reasonable attorneys' fees; retainers; disbursements of counsel; court costs; filing fees; transcript costs; fees and expenses of experts; fees and expenses of witnesses; fees and expenses of accountants and other consultants (excluding public relations consultants unless approved in advance by the Company); travel expenses; duplicating and imaging costs; printing and binding costs; telephone charges; facsimile transmission charges; computer legal research costs; postage; delivery service fees; fees and expenses of third-party vendors; and the premium, security for, and other costs associated with any bond (including supersedeas or appeal bonds, injunction bonds, cost bonds, appraisal bonds or their equivalents), in each case incurred in connection with prosecuting, defending, preparing to prosecute or defend, investigating, being or preparing to be a witness in, or otherwise participating in a Proceeding (including any judicial or arbitration Proceeding brought to enforce the Indemnitee's rights under, or to recover damages for breach of, this Agreement), as well as all other "expenses" within the meaning of that term as used in Section 145 of the DGCL and all other disbursements or expenses of types customarily and reasonably incurred in connection with prosecuting, defending, preparing to prosecute or defend, investigating, being or preparing to be a witness in or otherwise participating in actions, suits or proceedings similar to or of the same type as the Proceeding with respect to which such disbursements or expenses were incurred; provided, however, that "Expenses" shall not include amounts of judgments, penalties or fines actually levied against, or amounts paid in settlement by, the Indemnitee in connection with any Proceeding. (f) "Independent Counsel" means a law firm, or a person admitted to practice law in any State of the United States, that is experienced in matters of corporation law and neither presently is, nor in the past three years has been, retained to represent: (i) the Company or the Indemnitee in any matter material to either such party (other than with respect to serving as Independent Counsel (or similar independent legal counsel position) as to matters concerning the rights of the Indemnitee under this Agreement, the rights of other indemnitees under similar indemnification agreements or the rights of the Indemnitee or other indemnitees to indemnification under the Company's Certificate of Incorporation or Bylaws) or (ii) any other party to the Proceeding giving rise to a claim for indemnification hereunder. Notwithstanding the foregoing, "Independent Counsel" shall not include any law firm or person who, under the applicable standards of professional conduct then prevailing, would have a conflict of interest in representing either the Company or the Indemnitee in an action to determine the Indemnitee's rights under this Agreement. For the avoidance of doubt, "Independent Counsel" also shall not include any law firm or person who represented or advised any entity or person in connection with a Change in Control of the Company. (g) "Losses" means all Expenses, judgments, penalties, fines, liabilities and amounts paid in settlement in connection with a Proceeding. (h) "Proceeding" means any threatened, pending or completed action, suit, arbitration, alternative dispute resolution mechanism, investigation (including any internal investigation), inquiry, administrative hearing or other proceeding, whether brought by or in the right of the Company or otherwise, and whether civil, criminal, administrative or investigative. (i) "Termination Date" means the date on which the Indemnitee is no longer a director or officer of the Company; provided, however, that if (i) the Indemnitee continues to serve as a director, officer, employee, agent or fiduciary of Another Enterprise after the date on which the Indemnitee is no longer a director or officer of the Company, (ii) the Indemnitee is serving in such capacity with respect to such Other Enterprise at the request of the Company and (iii) the Indemnitee served in such capacity with respect to such Other Enterprise while serving as a director or officer of the Company, then "Termination Date" shall mean such later date after the Indemnitee is no longer a director or officer of the Company on which the Indemnitee is no longer serving in such capacity with respect to such Other Enterprise. [Signature page follows] [Signature Page to Indemnification Agreement] IN WITNESS WHEREOF, the Company and the Indemnitee have executed this Agreement on and as of the day and year first above written. ADVANCE AUTO PARTS, INC. By: Name: Tammy M. Finley Title: Executive Vice President, General Counsel & Corporate Secretary INDEMNITEE By: Name: Address: [Address] 15 EXHIBIT AUNDERTAKING, [Indemnitee Name], agree to reimburse the Company for all expenses paid to me or on my behalf by the Company in connection with my involvement in [name or description of proceeding or proceedings], in the event, and to the extent, that it shall ultimately be determined that I am not entitled to be indemnified by the Company for such expenses. Signature (Typed Name) ss: Before me \_\_\_\_\_, on this day personally appeared \_\_\_\_\_, known to me to be the person whose name is subscribed to the foregoing instrument, and who, after being duly sworn, stated that the contents of said instrument is to the best of his/her knowledge and belief true and correct and who acknowledged that he/she executed the same for the purpose and consideration therein expressed. GIVEN under my hand and official seal at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_. Notary Public My commission expires: 16 EX-31.1 4 aap\_exhibit311x1052024.htm EX-31.1 Document Exhibit 31.1A CERTIFICATION OF CHIEF EXECUTIVE OFFICER PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002I, Shane M. O'Kelly, certify that: 1. I have reviewed this quarterly report on Form 10-Q of Advance Auto Parts, Inc.; 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: (a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; (b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; (c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and (d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and 5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions): (a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting. Date: November 14, 2024/s/ Shane M. O'Kelly Shane M. O'Kelly President and Chief Executive Officer EX-31.2 5 aap\_exhibit312x1052024.htm EX-31.2 Document Exhibit 31.2A CERTIFICATION OF CHIEF FINANCIAL OFFICER PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002I, Ryan P. Grimsland, certify that: 1. I have reviewed this quarterly report on Form 10-Q of Advance Auto Parts, Inc.; 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: (a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; (b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; (c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and (d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and 5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions): (a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting. Date: November 14, 2024/s/ Ryan P. Grimsland Ryan P. Grimsland Executive Vice President, Chief Financial Officer EX-32.1 6 aap\_exhibit321x1052024.htm EX-32.1 Document Exhibit 32.1A CERTIFICATION OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002I, Shane M. O'Kelly, certify, pursuant to Rule 13a-14(b) of the Securities Exchange Act of 1934 (the "Exchange Act") and 18 U.S.C. Section 1350, that, to my knowledge, the Quarterly Report on Form 10-Q of Advance Auto Parts, Inc. for the quarterly period ended October 5, 2024 (the "Report") fully complies with the requirements of Section 13(a) or 15(d) of the Exchange Act and that the information





Calculation Schedule of Error Corrections and Prior Period Adjustments Schedule of Error Corrections and Prior Period Adjustments [Table Text Block] Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Other current liabilities Disposal Group, Including Discontinued Operation, Other Liabilities, Current Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Operating lease right-of-use assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Accrued expenses Disposal Group, Including Discontinued Operation, Accrued Liabilities, Current 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] Exercise Price Award Exercise Price Selling, general and administrative expenses Disposal Group, Including Discontinued Operation, General and Administrative Expense Earnings Per Share Earnings Per Share [Text Block] Arrangement Duration Trading Arrangement Duration Discontinued Operations Discontinued Operations [Member] Stock issued under employee stock purchase plan Stock Issued During Period, Value, Employee Stock Purchase Plan Subsequent Event Subsequent Event [Member] Trade Accounts Receivable [Member] Trade Accounts Receivable [Member] Revision of Prior Period, Error Correction, Adjustment Revision of Prior Period, Error Correction, Adjustment [Member] Basic (loss) earnings per common share from continuing operations (in dollars per share) Income (Loss) from Continuing Operations, Per Basic Share Stockholders' equity: Equity, Attributable to Parent [Abstract] Weighted average grant date fair value (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Schedule of Earnings Per Share, Diluted, by Common Class, Including Two Class Method [Table] Earnings Per Share, Diluted, by Common Class, Including Two-Class Method [Table] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] Term Debt Instrument, Term All Individuals All Individuals [Member] Cash and cash equivalents of discontinued operations, end of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Disposal Group, Including Discontinued Operations Borrowings under credit facilities Proceeds from Lines of Credit External Credit Rating, Moody's [Domain] External Credit Rating, Moody's [Domain] Diluted earnings per common share from discontinued operations (in dollars per share) Income (Loss) from Discontinued Operations and Disposal of Discontinued Operations, Net of Tax, Per Diluted Share PEO PEO [Member] Variable Rate [Axis] Variable Rate [Axis] Name Trading Arrangement, Individual Name Other (expense) income, net Other income (expense), net Other Nonoperating Income (Expense) Loss and impairment of long-lived assets Gain (Loss) on Sale of Assets and Asset Impairment Charges Statement of Stockholders' Equity [Abstract] Other intangible assets, net Intangible Assets, Net (Excluding Goodwill) Receivables [Abstract] Disposal Group Name [Axis] Disposal Group Name [Axis] Number of distribution centers expected to close Restructuring and Related Cost, Number of Distribution Centers Expected to Close Restructuring and Related Cost, Number of Distribution Centers Expected to Close Percentage of LIFO Inventory Percentage of LIFO Inventory Treasury stock, at cost Treasury Stock, Common, Value Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Disposal Groups, Including Discontinued Operations [Table] Disposal Groups, Including Discontinued Operations [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] Sale and Leaseback Transaction, Gain (Loss), Net Sale and Leaseback Transaction, Gain (Loss), Net Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Bilateral Letter of Credit Facility Bilateral Letter of Credit Facility [Member] Bilateral Letter of Credit Facility Local Phone Number Local Phone Number Debt, Long-term and Short-term, Combined Amount Debt, Long-Term and Short-Term, Combined Amount Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Deferred income taxes Deferred Income Tax Liabilities, Net Expected volatility Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate, Maximum Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate, Maximum Net change in: Increase (Decrease) in Operating Capital [Abstract] PEO Total Compensation Amount PEO Total Compensation Amount Changes in net unrecognized other postretirement benefits, net of tax Other Comprehensive (Income) Loss, Defined Benefit Plan, after Reclassification Adjustment, after Tax Type of Underlying Asset Leased [Domain] Type of Underlying Asset Leased [Domain] [Domain] for Type of Underlying Asset Leased [Axis] Debt Disclosure [Abstract] Common Stock, \$0.0001 par value Common Stock Common Stock [Member] Measure: Measure [Axis] Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Line of Credit Line of Credit [Member] Stock options granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Net of Forfeitures Entity Emerging Growth Company Entity Emerging Growth Company Other income (expense), net Disposal Group, Including Discontinued Operation, Other Nonoperating Income (Expense), Net Disposal Group, Including Discontinued Operation, Other Nonoperating Income (Expense), Net Entity Central Index Key Entity Central Index Key Scenario [Axis] Scenario [Axis] Schedule of Inventory Schedule of Inventory, Current [Table Text Block] Lessee, Lease, Description [Table] Lessee, Lease, Description [Table] Cost of sales, including purchasing and warehousing costs Disposal Group, Including Discontinued Operation, Costs of Goods Sold Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Other closure-related costs Other Restructuring Costs Carrying amounts of the major classes of assets included in discontinued operations: 1: Disposal Group, Including Discontinued Operation, Assets, Current And Noncurrent [Abstract] Disposal Group, Including Discontinued Operation, Assets, Current And Noncurrent Discontinued Operations and Disposal Groups [Abstract] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Minimum Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Minimum Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Preferred stock par value (in usd per share) Preferred Stock, Par or Stated Value Per Share Equity Component [Domain] Equity Component [Domain] Long-term Debt, Current Maturities Long-Term Debt, Current Maturities Other current assets Disposal Group, Including Discontinued Operation, Other Assets, Current Net cash provided by operating activities of discontinued operations Cash Provided by (Used in) Operating Activities, Discontinued Operations Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Title Trading Arrangement, Individual Title Unsecured Debt Unsecured Debt [Member] Statement [Table] Statement [Table] Maximum amount of restructuring charges added back to consolidated EBITDAR Line of Credit Facility, Maximum Amount of Restructuring Charges Added Back to Consolidated EBITDAR Significant Accounting Policies Significant Accounting Policies [Text Block] Schedule of Other Information Relating to Lease Liabilities Schedule of Other Information Relating to Lease Liabilities [Table Text Block] Schedule of Other Information Relating to Lease Liabilities [Table Text Block] Real Estate [Member] City Area Code City Area Code Current liabilities: Liabilities, Current [Abstract] Disposal Group Classification [Domain] Disposal Group Classification [Domain] Share-based compensation APIC, Share-Based Payment Arrangement, Restricted Stock Unit, Increase for Cost Recognition Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Currency translation adjustments Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax Other [Member] other [Member] other products [Member] Total current assets Assets, Current Assets, Current 5.95% senior unsecured notes (2028 Notes) 5.95% senior unsecured notes (2028 Notes) [Member] 5.95% senior unsecured notes (2028 Notes) Statement of Cash Flows [Abstract] Senior Notes [Member] Senior Notes [Member] Revision of Prior Period [Domain] Revision of Prior Period [Domain] Accrued expenses Increase (Decrease) in Accrued Liabilities Accessories and Chemicals [Member] Accessories and chemicals [Member] Accessories [Member] Remaining borrowing capacity Line of Credit Facility, Remaining Borrowing Capacity Repurchases of common stock Payments for Repurchase of Common Stock Document Information [Line Items] Document Information [Line Items] Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Weighted-average fair value of stock options granted Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Weighted Average Grant Date Fair Value Subsequent Event Type [Axis] Subsequent Event Type [Axis] Earnings Per Share [Abstract] Revenue from External Customers by Products and Services Revenue from External Customers by Products and Services [Table Text Block] Retained earnings Retained Earnings (Accumulated Deficit) Noncurrent operating lease liabilities Disposal Group, Including Discontinued Operation, Operating Lease, Liability, Noncurrent Disposal Group, Including Discontinued Operation, Operating Lease, Liability, Noncurrent Inventories Increase (Decrease) in Inventories Debt Issuance Costs, Gross Debt Issuance Costs, Gross Organization, Consolidation and Presentation of Financial Statements [Abstract] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] 2021 Credit Agreement 2021 Credit Agreement [Member] 2021 Credit Agreement Net cash used in financing activities Net Cash Provided by (Used in) Financing Activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Accounting Changes and Error Corrections [Abstract] Credit Facility [Axis] Credit Facility [Axis] Amendment Flag Amendment Flag Fair value of long-term debt Long-Term Debt, Fair Value Entity Registrant Name Entity Registrant Name Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Depreciation and amortization Depreciation, Depletion and Amortization Gross profit Gross Profit Gross Profit Intangible Assets Intangible Assets Disclosure [Text Block] Fair Value as of Grant Date Award Grant Date Fair Value Subsequent Events [Abstract] Number of operating segments after sale of discontinued operation Number Of Operating Segments After Sale Of Discontinued Operations Number Of Operating Segments After Sale Of Discontinued Operations Long-term Debt and Fair Value of Financial Instruments Debt Disclosure [Text Block] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Debt Instrument, Face Amount Debt Instrument, Face Amount Parts and Batteries [Member] parts and batteries [Member] parts and batteries [Member] Entity Address, Postal Zip Code Entity Address, Postal Zip Code Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security Common stock, voting, \$0.0001 par value Common Stock, Value, Issued Guarantor Obligation, Collateral Amount Guarantor Obligations, Collateral Held Guarantor Obligations, Collateral Held Share-Based Payment Arrangement [Abstract] Basic earnings per common share from discontinued operations (in dollars per share) Income (Loss) from Discontinued Operations and Disposal of Discontinued Operations, Net of Tax, Per Basic Share Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Effect of 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 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] Preferred stock, nonvoting, \$0.0001 par value Preferred Stock, Value, Issued Line of Credit Facility, Fair Value of Amount Outstanding Line of Credit Facility, Fair Value of Amount Outstanding Basic (loss) earnings per common share (in dollars per share) Basic (loss) earnings per common share (in dollars per share) Earnings Per Share, Basic Accounts payable Increase (Decrease) in Accounts Payable Proceeds from the issuance of common stock Proceeds from Issuance of Common Stock Cash paid for amounts included in the measurement of lease liabilities: 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] Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Total current liabilities Liabilities, Current 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] Total assets Assets Facility Fee Facility Fee [Member] Facility Fee Inventory, LIFO Reserve, Effect on Income, Net Inventory, LIFO Reserve, Effect on Income, Net Cost of sales, including purchasing and warehousing costs Cost of sales Cost of Goods and Services Sold Amount outstanding Long-Term Line of Credit Supplier Finance Program Supplier Finance Program [Text Block] Grants in period (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Purchases of property and equipment Payments to Acquire Property, Plant, and Equipment Changes in net unrecognized other postretirement benefits, net of tax (benefit) expense of \$(11), \$(13), \$(42) and \$43 Other Comprehensive Income (Loss), Defined Benefit Plan, Gain (Loss) Arising During Period, after Tax Other long-term liabilities Other Liabilities, Noncurrent































[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef-Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a>

[+ Details](#)

**Name:**dei\_DocumentQuarterlyReport **Namespace Prefix:**dei\_ **Data Type:**xbri:booleanItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Boolean flag that is true only for a form used as a transition report.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef-Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1>

[+ Details](#)

**Name:**dei\_DocumentTransitionReport **Namespace Prefix:**dei\_ **Data Type:**xbri:booleanItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**dei\_DocumentType **Namespace Prefix:**dei\_ **Data Type:**dei:submissionTypeItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Address Line 1 such as Attn, Building Name, Street Name

[+ References](#)

No definition available.

[+ Details](#)

**Name:**dei\_EntityAddressAddressLine1 **Namespace Prefix:**dei\_ **Data Type:**xbri:normalizedStringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Name of the City or Town

[+ References](#)

No definition available.

[+ Details](#)

**Name:**dei\_EntityAddressCityOrTown **Namespace Prefix:**dei\_ **Data Type:**xbri:normalizedStringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Code for the postal or zip code

[+ References](#)

No definition available.

[+ Details](#)

**Name:**dei\_EntityAddressPostalZipCode **Namespace Prefix:**dei\_ **Data Type:**xbri:normalizedStringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Name of the state or province.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**dei\_EntityAddressStateOrProvince **Namespace Prefix:**dei\_ **Data Type:**dei:stateOrProvinceItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef-Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2>

[+ Details](#)

**Name:**dei\_EntityCentralIndexKey **Namespace Prefix:**dei\_ **Data Type:**dei:centralIndexKeyItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Indicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A (Member)

order of related periodic report. Where multiple classes of units exist, define each class/interest by adding class or 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.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**dei\_EntityCommonStockSharesOutstanding **Namespace Prefix:**dei\_ **Data Type:**xbri:sharesItemType **Balance Type:**na **Period Type:**instant

[- Definition](#)

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.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**dei\_EntityCurrentReportingStatus **Namespace Prefix:**dei\_ **Data Type:**dei:yesNoItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Indicate if registrant meets the emerging growth company criteria.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef-Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2>

[+ Details](#)

**Name:**dei\_EntityEmergingGrowthCompany **Namespace Prefix:**dei\_ **Data Type:**xbri:booleanItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

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.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**dei\_EntityFileNumber **Namespace Prefix:**dei\_ **Data Type:**dei:fileNumberItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef-Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2>

[+ Details](#)

**Name:**dei\_EntityFilerCategory **Namespace Prefix:**dei\_ **Data Type:**dei:filerCategoryItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Two-character EDGAR code representing the state or country of incorporation.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**dei\_EntityIncorporationStateCountryCode **Namespace Prefix:**dei\_ **Data Type:**dei:edgarStateCountryItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Boolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef-Publisher SEC -Name Regulation S-T -Number 232 -Section 405>

[+ Details](#)

**Name:**dei\_EntityInteractiveDataCurrent **Namespace Prefix:**dei\_ **Data Type:**dei:yesNoItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef-Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2>

[+ Details](#)

**Name:**dei\_EntityRegistrantName **Namespace Prefix:**dei\_ **Data Type:**xbri:normalizedStringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Boolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef> -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2

[+ Details](#)

**Name:**dei\_EntityShellCompany **Namespace Prefix:**dei\_ **Data Type:**xbri:booleanItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Indicates that the company is a Smaller Reporting Company (SRC).

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef> -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2

[+ Details](#)

**Name:**dei\_EntitySmallBusiness **Namespace Prefix:**dei\_ **Data Type:**xbri:booleanItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef> -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2

[+ Details](#)

**Name:**dei\_EntityTaxIdentificationNumber **Namespace Prefix:**dei\_ **Data Type:**dei:employerIdItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Local phone number for entity.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**dei\_LocalPhoneNumber **Namespace Prefix:**dei\_ **Data Type:**xbri:normalizedStringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Title of a 12(b) registered security.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef> -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b

[+ Details](#)

**Name:**dei\_Security12bTitle **Namespace Prefix:**dei\_ **Data Type:**dei:securityTitleItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Name of the Exchange on which a security is registered.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef> -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1

[+ Details](#)

**Name:**dei\_SecurityExchangeName **Namespace Prefix:**dei\_ **Data Type:**dei:edgarExchangeCodeItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Trading symbol of an instrument as listed on an exchange.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**dei\_TradingSymbol **Namespace Prefix:**dei\_ **Data Type:**dei:tradingSymbolItemType **Balance Type:**na **Period Type:**duration XML 15 R2.htm IDEA: XBRL DOCUMENT

**Contingencies** **9 Months Ended**

Oct. 05, 2024

**Commitments and Contingencies Disclosure [Abstract]** [Legal Matters and Contingencies](#)

#### 14. Contingencies

On October 9, 2023, and October 27, 2023, two putative class actions on behalf of purchasers of the Company's securities who purchased or otherwise acquired their securities between November 16, 2022, and May 30, 2023, inclusive (the "Class Period"), were commenced against the Company and certain of the Company's former officers in the United States District Court for the Eastern District of North Carolina. The plaintiffs allege that the defendants made certain false and materially misleading statements during the alleged Class Period in violation of Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 promulgated thereunder. These cases were consolidated on February 9, 2024, and the court-appointed lead plaintiff filed a consolidated and amended complaint on April 22, 2024. The consolidated and amended complaint proposes a Class Period of November 16, 2022 to November 15, 2023, and alleges that defendants made false and misleading statements in connection with (a) the Company's 2023 guidance and (b) certain accounting issues previously disclosed by the Company. On June 21, 2024, defendants filed a motion to dismiss the consolidated and amended complaint. The Company strongly disputes the allegations and intends to defend the case vigorously.

On January 17, 2024, February 20, 2024, and February 26, 2024, derivative shareholder complaints were commenced against the Company's directors and certain former officers alleging derivative liability for the allegations made in the securities class action complaints noted above. On April 9, 2024, the court consolidated these actions and appointed co-lead counsel. On June 10, 2024, the court issued a stay order on the consolidated derivative complaint pending resolution of the motion to dismiss for the underlying securities class action complaint.

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_CommitmentsAndContingenciesDisclosureAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The entire disclosure for legal proceedings, legal contingencies, litigation, regulatory and environmental matters and other contingencies.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContent>

[+ Details](#)

**Name:**us-gaap\_LegalMattersAndContingenciesTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration XML 16 R3.htm IDEA: XBRL DOCUMENT

**Condensed Consolidated Balance Sheets - USD (\$)** \$ in Thousands Oct. 05, 2024 Dec. 30, 2023 **Current assets:** [Cash and cash equivalents](#)\$ 464,492 \$ 488,049 [Receivables, net](#)668,937 609,528 [Inventories](#)4,042 2,003 893,569 [Other current assets](#)180,448 180,402 [Current assets held for sale](#)2,137 690 1,205 473 **Total current assets**7,493 767 6,377 021 [Property and equipment, net of accumulated depreciation of \\$2,913,816 and \\$2,729,208](#)1,479,738 1,555,985 [Operating lease right-of-use assets](#)2,399 630 2,347 073 [Goodwill](#)600 182 601 159 [Other intangible assets, net](#)409 501 419 161 [Other assets](#)85 366 85 988 [Noncurrent assets held for sale](#)0 889 939 **Total assets**12,468 184 12 276 326 **Current liabilities:** [Accounts payable](#)3 498 460 3 526 079 [Accrued expenses](#)641 914 616 067 [Other current liabilities](#)458 343 396 408 [Current liabilities held for sale](#)994 824 768 851 **Total current liabilities**5 593 541 5 307 405 [Long-term debt](#)1 788 513 1 786 361 [Noncurrent operating lease liabilities](#)2 018 383 2 039 908 [Deferred income taxes](#)380 1 183 55 635 [Other long-term liabilities](#)89 949 83 538 **Disposal Group, Including Discontinued Operation, Liabilities, Noncurrent**0 183 751 **Total Liabilities**9 870 504 9 756 598 **Commitments and contingencies** **Stockholders' equity:** [Preferred stock, nonvoting, \\$0.0001 par value](#)0 0 [Common stock, voting, \\$0.0001 par value](#)88 [Additional paid-in capital](#)987 657 946 099 [Treasury stock, at cost](#)(2 938 887)(2 933 286) [Accumulated other comprehensive loss](#)(43 514)(52 232) [Retained earnings](#)4 592 416 4 559 139 **Total stockholders' equity**2 597 680 2 519 728 **Liabilities and Equity**\$ 12 468 184 \$ 12 276 326

[- Definition](#)

Carrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer).

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(19\)\(a\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1) Reference 2: <http://www.xbrl.org/2003/role/exampleRef-Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10>

[+ Details](#)

**Name:**us-gaap\_AccountsPayableCurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current.

[+ References](#)

Reference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2>

[+ Details](#)

**Name:**us-gaap\_AccountsReceivableNetCurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Carrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer).

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(20\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>

[+ Details](#)

**Name:**us-gaap\_AccruedLiabilitiesCurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Amount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14A>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \(g\)\(2\)\(ii\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \(h\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(30\)\(a\)\(4\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(23\)\(a\)\(3\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1)Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14>

[+ Details](#)

**Name:**us-gaap\_AccumulatedOtherComprehensiveIncomeLossNetOfTax **Namespace Prefix:**us-gaap **Data Type:**xbrli:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Value received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital.

[+ References](#)

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[+ Details](#)

**Name:**us-gaap\_AdditionalPaidInCapitalCommonStock **Namespace Prefix:**us-gaap **Data Type:**xbrli:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Amount of asset recognized for present right to economic benefit.

[+ References](#)

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[+ Details](#)

**Name:**us-gaap\_Assets **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount of asset recognized for present right to economic benefit, classified as current.

[+ References](#)

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[+ Details](#)

**Name:**us-gaap\_AssetsCurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_AssetsCurrentAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Amount classified as assets attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483475/205-20-45-10>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483499/205-20-50-7>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483499/205-20-50-5C>Reference 4: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482130/360-10-45-9>Reference 5: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483499/205-20-50-5B>Reference 6: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482099/360-10-50-3>Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483475/205-20-45-11>

[+ Details](#)

**Name:**us-gaap\_AssetsOfDisposalGroupIncludingDiscontinuedOperationCurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics

of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation.

#### [+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(1\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 2: [http://www.xbrl.org/2003/role/exampleRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1](http://www.xbrl.org/2003/role/exampleRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1)Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4>

#### [+ Details](#)

**Name:**us-gaap\_CashAndCashEquivalentsAtCarryingValue **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**debit **Period Type:**instant

#### [- Definition](#)

Represents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur.

#### [+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-03\(17\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1)Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(25\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(19\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-04\(15\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1)

#### [+ Details](#)

**Name:**us-gaap\_CommitmentsAndContingencies **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**credit **Period Type:**instant

#### [- Definition](#)

Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury

stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity.

#### [+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 2: <http://www.xbrl.org/2003/role/exampleRef-Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(22\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1)

#### [+ Details](#)

**Name:**us-gaap\_CommonStockValue **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**credit **Period Type:**instant

#### [- Definition](#)

Amount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting.

#### [+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(15)(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1)Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-4>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6>

#### [+ Details](#)

**Name:**us-gaap\_DeferredIncomeTaxLiabilitiesNet **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**credit **Period Type:**instant

#### [- Definition](#)

Amount classified as assets attributable to disposal group held for sale or disposed of, expected to be disposed of after one year or the normal operating cycle, if longer.

#### [+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7>Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph \(a\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5C](http://www.xbrl.org/2003/role/disclosureRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5C)Reference 5: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B)Reference 6: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3)Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11>

[+ Details](#)

**Name:**us-gaap\_DisposalGroupIncludingDiscontinuedOperationAssetsNoncurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 55-Paragraph 49-Publisher FASB-URI https://asc.fasb.org/1943274/2147482785/280-10-55-49>Reference 2: <http://www.xbrl.org/2003/role/exampleRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 55-Paragraph 24-Publisher FASB-URI https://asc.fasb.org/1943274/2147482548/350-20-55-24>Reference 3: [http://www.xbrl.org/2003/role/exampleRef-Topic 820-SubTopic 10-Name Accounting Standards Codification-Section 55-Paragraph 100-Subparagraph \(d\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482078/820-10-55-100](http://www.xbrl.org/2003/role/exampleRef-Topic 820-SubTopic 10-Name Accounting Standards Codification-Section 55-Paragraph 100-Subparagraph (d)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482078/820-10-55-100)Reference 4: <http://www.xbrl.org/2003/role/exampleRef-Topic 852-SubTopic 10-Name Accounting Standards Codification-Section 55-Paragraph 10-Publisher FASB-URI https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(15\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(15))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 6: <http://www.xbrl.org/2003/role/disclosureRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 45-Paragraph 1-Publisher FASB-URI https://asc.fasb.org/1943274/2147482598/350-20-45-1>Reference 7: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 8: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(h\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (h)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 9: [http://www.xbrl.org/2003/role/disclosureRef-Topic 942-SubTopic 210-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.9-03\(10\)\(1\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 942-SubTopic 210-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.9-03(10)(1))-Publisher FASB-URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1)

[+ Details](#)

**Name:**us-gaap\_Goodwill **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

*Sum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges.*

[+ References](#)

Reference 1: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2)Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2)Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1>

[+ Details](#)

**Name:**us-gaap\_IntangibleAssetsNetExcludingGoodwill **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 852-SubTopic 10-Name Accounting Standards Codification-Section 55-Paragraph 10-Publisher FASB-URI https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 2: [http://www.xbrl.org/2003/role/exampleRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483467/210-10-45-1](http://www.xbrl.org/2003/role/exampleRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483467/210-10-45-1)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(6\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(6))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_InventoryNet **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(22\)\)-SubTopic 10-Topic 210-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(22))-SubTopic 10-Topic 210-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(20\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(20))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(24\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(24))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 4: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(25\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(25))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 5: 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[+ Details](#)

**Name:**us-gaap\_Liabilities **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Amount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any.

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[+ Details](#)

**Name:**us-gaap\_LiabilitiesAndStockholdersEquity **Namespace Prefix:**us-gaap **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Total obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer.

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[http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(A\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 17: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(B\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 18: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iv\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 19: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(v\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(v)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)

S99-1BReference 19: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section 599-Paragraph 10-Subparagraph \(SX 210.13-02\(a\)\(5\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section 599-Paragraph 10-Subparagraph (SX 210.13-02(a)(5))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1B>Reference 20: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 852-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 7-Subparagraph \(a\)](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 852-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 7-Subparagraph (a)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481404/852-10-50-7>Reference 21: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 852-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 7-Subparagraph \(b\)](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 852-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 7-Subparagraph (b)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481404/852-10-50-7>



[+ Details](#)

**Name:**us-gaap\_LiabilitiesCurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_LiabilitiesCurrentAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Amount classified as liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph \(a\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5C](http://www.xbrl.org/2003/role/disclosureRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5C)Reference 4: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9>Reference 5: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B)Reference 6: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3)Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11>

[+ Details](#)

**Name:**us-gaap\_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationCurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Amount classified as liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of beyond one year or the normal operating cycle, if longer.

#### [+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7>Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph \(a\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5C](http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5C)Reference 5: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B)Reference 6: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3)Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11>

#### [+ Details](#)

**Name:**us-gaap\_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationNoncurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**credit **Period Type:**instant

#### [- Definition](#)

Amount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt. Excludes lease obligation.

#### [+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(22\)\) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 2: <http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8>Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-03\(16\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1)Reference 4: <http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69B>Reference 5: <http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69C>Reference 6: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1D](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1D)Reference 7: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(16\)\(a\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1)Reference 8: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph \(b\)\(3\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4)

[+ Details](#)

**Name:**us-gaap\_LongTermDebt **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Present value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 842-SubTopic 20-Name Accounting Standards Codification-Section 45-Paragraph 1-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479041/842-20-45-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 842-SubTopic 20-Name Accounting Standards Codification-Section 45-Paragraph 1-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479041/842-20-45-1)

[+ Details](#)

**Name:**us-gaap\_OperatingLeaseLiabilityNoncurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Amount of lessee's right to use underlying asset under operating lease.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 842-SubTopic 20-Name Accounting Standards Codification-Section 45-Paragraph 1-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479041/842-20-45-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 842-SubTopic 20-Name Accounting Standards Codification-Section 45-Paragraph 1-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479041/842-20-45-1)

[+ Details](#)

**Name:**us-gaap\_OperatingLeaseRightOfUseAsset **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount of current assets classified as other.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 852-SubTopic 10-Name Accounting Standards Codification-Section 55-Paragraph 10-Publisher FASB-URI https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(8\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(8))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_OtherAssetsCurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount of noncurrent assets classified as other.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(17\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(17))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_OtherAssetsNoncurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount of liabilities classified as other, due within one year or the normal operating cycle, if longer.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(20\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(20))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 2: <http://www.xbrl.org/2003/role/exampleRef-Topic 852-SubTopic 10-Name Accounting Standards Codification-Section 55-Paragraph 10-Publisher FASB-URI https://asc.fasb.org/1943274/2147481372/852-10-55-10>

[+ Details](#)

**Name:**us-gaap\_OtherLiabilitiesCurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Amount of liabilities classified as other, due after one year or the normal operating cycle, if longer.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(24\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(24))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_OtherLiabilitiesNoncurrent **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Aggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(28\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 2: <http://www.xbrl.org/2003/role/exampleRef-Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(21\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1)

[+ Details](#)

**Name:**us-gaap\_PreferredStockValue **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Amount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7A](http://www.xbrl.org/2003/role/disclosureRef-Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7A)Reference 3: <http://www.xbrl.org/2003/role/exampleRef-Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(8\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1)Reference 5: <http://www.xbrl.org/2003/role/disclosureRef-Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1>

[+ Details](#)

**Name:**us-gaap\_PropertyPlantAndEquipmentNet **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount of accumulated undistributed earnings (deficit).

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(30\)\(a\)\(3\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 2: <http://www.xbrl.org/2003/role/exampleRef-Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \(g\)\(2\)\(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \(h\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2)Reference 5: <http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11>Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(23\)\(a\)\(4\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-04\(17\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1)Reference 8: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_RetainedEarningsAccumulatedDeficit **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Amount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(30\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(31\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 4: <http://www.xbrl.org/2003/role/exampleRef-Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 5: <http://www.xbrl.org/2003/role/exampleRef-Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12>Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-04\(19\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-1>Reference 7: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.6-05\(4\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-2>Reference 8: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(4\)\(b\)\)](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3>Reference 9: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(7\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3>Reference 10: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(g\)\(1\)\(ii\)\)](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1>Reference 11: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3)Reference 12: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28)Reference 13: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28)Reference 14: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SAB Topic 4.E\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2)

[+ Details](#)

**Name:**us-gaap\_StockholdersEquity **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_StockholdersEquityAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Amount allocated to previously issued common shares repurchased by the issuing entity and held in treasury.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(30\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1>

[+ Details](#)

**Name:**us-gaap\_TreasuryStockCommonValue **Namespace Prefix:**us-gaap\_ **Data Type:**xrli:monetaryItemType **Balance Type:**debit **Period Type:**instant XML 17 R4.htm IDEA: XBRL DOCUMENT

**Condensed Consolidated Balance Sheets (Parenthetical) - USD (\$)** Oct. 05, 2024 Dec. 30, 2023 **Statement of Financial Position [Abstract] Accumulated depreciation** \$ 2,913,816 \$ 2,729,208 **Preferred stock par value (in usd per share)** \$ 0.0001 \$ 0.0001 **Common stock par value (in usd per share)** \$ 0.0001 \$ 0.0001  
[- Definition](#)

Amount of accumulated depreciation, depletion and amortization for physical assets used in the normal conduct of business to produce goods and services.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944-SubTopic 210-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.7-03\(a\)\(8\)\(b\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944-SubTopic 210-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.7-03(a)(8)(b))-Publisher FASB-URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1) Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(14\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(14))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1) Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification-Topic 360-SubTopic 10-Section 50-Paragraph 1-Subparagraph \(c\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482099/360-10-50-1](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification-Topic 360-SubTopic 10-Section 50-Paragraph 1-Subparagraph (c)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482099/360-10-50-1)

[+ Details](#)

**Name:**us-gaap\_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment **Namespace Prefix:**us-gaap\_ **Data Type:**xrli:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

Face amount or stated value per share of common stock.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(29\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(29))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_CommonStockParOrStatedValuePerShare **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:perShareItemType **Balance Type:**na **Period Type:**instant

[- Definition](#)

Face amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.5-02\(28\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.5-02(28))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1) Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 505-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 13-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481112/505-10-50-13](http://www.xbrl.org/2003/role/disclosureRef-Topic 505-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 13-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481112/505-10-50-13)

[+ Details](#)

**Name:**us-gaap\_PreferredStockParOrStatedValuePerShare **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:perShareItem **Balance Type:**na **Period Type:**instant

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_StatementOfFinancialPositionAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration XML 18 R5.htm IDEA: XBRL DOCUMENT

**Condensed Consolidated Statements of Operations - USD (\$) shares in Thousands, \$ in Thousands 3 Months Ended 9 Months Ended**

Oct. 05, 2024

Oct. 07, 2023

Oct. 05, 2024

Oct. 07, 2023

**Income Statement [Abstract]** [Net sales](#)\$ 2,147,991\$ 2,218,205\$ 7,098,302\$ 7,194,670 [Cost of sales, including purchasing and warehousing costs](#)1,240,093 1,400,6384,036,8984,154,190 [Gross profit](#)907,898817,5673,061,4043,040,480 [Selling, general and administrative expenses](#)907,495896,1452,954,7072,959,238 [Operating income](#)403(78,578)106,69781,242 **Other, net:** [Interest expense](#)(18,805)(19,375)(62,127)(69,948) [Other \(expense\) income, net](#)2,393(305)12,769232 [Total other, net](#)(16,412)(19,680)(49,358)(69,716) [Income before provision for income taxes](#)(16,009)(98,258)57,33911,526 [Provision for income taxes](#)9,354(24,072) 34,7636,360 [\(Loss\) income from continuing operations](#)(25,363)(74,186)22,5765,166 [Net income from discontinued operations](#)19,34912,14956,41359,696 [Net income](#) \$ (6,014)\$ (62,037)\$ 78,989\$ 64,862 [Basic \(loss\) earnings per common share from continuing operations \(in dollars per share\)](#)\$ (0.42)\$ (1.25)\$ 0.38\$ 0.09 [Basic earnings per common share from discontinued operations \(in dollars per share\)](#)0.320.200.951.00 [Basic \(loss\) earnings per common share \(in dollars per share\)](#) \$ (0.10)\$ (1.05)\$ 1.33\$ 1.09 [Weighted-average common shares outstanding \(in shares\)](#)59,68459,47459,61859,411 [Diluted \(loss\) earnings per common share from continuing operations \(in dollars per share\)](#)\$ (0.42)\$ (1.24)\$ 0.38\$ 0.09 [Diluted earnings per common share from discontinued operations \(in dollars per share\)](#)0.32 0.200.941.00 [Diluted \(loss\) earnings per common share \(in dollars per share\)](#)\$ (0.10)\$ (1.04)\$ 1.32\$ 1.09 [Weighted-average common shares outstanding](#)59,902 59,63059,87859,588

[- Definition](#)

The aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph \(SX 210.5-03\(2\)\(d\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph (SX 210.5-03(2)(d))-Publisher FASB-URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph \(SX 210.5-03\(2\)\(a\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph (SX 210.5-03(2)(a))-Publisher FASB-URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 924-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SAB Topic 11.L\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 924-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SAB Topic 11.L)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_CostOfGoodsAndServicesSold **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

The amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period.

[+ References](#)

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[+ Details](#)

**Name:**us-gaap\_EarningsPerShareBasic **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:perShareItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period.

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[+ Details](#)

**Name:**us-gaap\_EarningsPerShareDiluted **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:perShareItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Aggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity.

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[+ Details](#)

**Name:**us-gaap\_GrossProfit **Namespace Prefix:**us-gaap **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount after tax of income (loss) from continuing operations attributable to the parent.

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[+ Details](#)

**Name:**us-gaap\_IncomeLossFromContinuingOperations **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest.

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[+ Details](#)

**Name:**us-gaap\_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest **Namespace Prefix:**us-gaap **Data Type:** xbrli:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

The amount of net income (loss) from continuing operations per each share of common stock or unit outstanding during the reporting period.

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[+ Details](#)

**Name:**us-gaap\_IncomeLossFromContinuingOperationsPerBasicShare **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:perShareItemType **Balance Type:**na  
**Period Type:**duration

[- Definition](#)

The amount of net income (loss) derived from continuing operations during the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 805-SubTopic 60-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph \(g\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147476176/805-60-65-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 805-SubTopic 60-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph (g)-Publisher FASB-URI https://asc.fasb.org/1943274/2147476176/805-60-65-1)Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph \(SX 210.5-03\(13\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220-SubTopic 10-Name Accounting 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https://asc.fasb.org/1943274/2147480175/815-40-65-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 815-SubTopic 40-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph (f)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480175/815-40-65-1)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-11](http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-11)Reference 8: [http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph \(b\)-Publisher FASB-URI 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[+ Details](#)

**Name:**us-gaap\_IncomeLossFromContinuingOperationsPerDilutedShare **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:perShareItemType **Balance Type:**na  
**Period Type:**duration

[- Definition](#)

Amount after tax of income (loss) from a discontinued operation including the portion attributable to the noncontrolling interest. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(12\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740 -SubTopic 270 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477349/740-270-45-3>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7>Reference 4: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3A>Reference 5: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph \(b\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5C](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5C)Reference 6: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3B>Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4>Reference 8: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1)Reference 9: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3>

[+ Details](#)

**Name:**us-gaap\_IncomeLossFromDiscontinuedOperationsNetOfTax **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Per basic share amount, after tax, of income (loss) from the day-to-day business activities of the discontinued operation and gain (loss) from the disposal of the discontinued operation.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-3>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B](http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B)Reference 3: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(23\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(25\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 5: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-04\(27\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1)Reference 6: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7>Reference 7: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(14\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)

[+ Details](#)

**Name:**us-gaap\_IncomeLossFromDiscontinuedOperationsNetOfTaxPerBasicShare **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:perShareItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Per diluted share amount, after tax, of income (loss) from the day-to-day business activities of the discontinued operation and gain (loss) from the disposal of the discontinued operation.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 3-Publisher FASB-URI https://asc.fasb.org/1943274/2147482689/260-10-45-3>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 60B-Subparagraph \(d\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B](http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 60B-Subparagraph (d)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B)Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 7-Publisher FASB-URI https://asc.fasb.org/1943274/2147482689/260-10-45-7>Reference 4: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 810-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 5-Subparagraph \(SAB Topic 5.E\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479836/810-10-S99-5](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 810-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 5-Subparagraph (SAB Topic 5.E)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479836/810-10-S99-5)

[+ Details](#)

**Name:**us-gaap\_IncomeLossFromDiscontinuedOperationsNetOfTaxPerDilutedShare **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:perShareItemType **Balance Type:**na **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_IncomeStatementAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Amount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations.

[+ References](#)

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[+ Details](#)

**Name:**us-gaap\_IncomeTaxExpenseBenefit **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Amount of interest income (expense) classified as nonoperating.

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[+ Details](#)

**Name:**us-gaap\_InterestIncomeExpenseNonoperatingNet **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

The portion of profit or loss for the period, net of income taxes, which is attributable to the parent.

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[+ Details](#)

**Name:**us-gaap\_NetIncomeLoss **Namespace Prefix:**us-gaap **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

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).

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Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(7\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483621/220-10-S99-2>

[+ Details](#)

**Name:**us-gaap\_NonoperatingIncomeExpense **Namespace Prefix:**us-gaap **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_NonoperatingIncomeExpenseAbstract **Namespace Prefix:**us-gaap **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The net result for the period of deducting operating expenses from operating revenues.

[+ References](#)

Reference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22>Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32)Reference 3: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30)Reference 4: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/270-10-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/270-10-50-1)Reference 5: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22>

<https://asc.fasb.org/1943274/2147482810/280-10-50-31> Reference 5: <http://www.xbrl.org/2003/role/communitaryRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-32> Reference 6: <http://fasb.org/us-gaap/role/ref/otherTransitionRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-32> Reference 7: <http://www.xbrl.org/2003/role/exampleRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-31>

[+ Details](#)

**Name:**us-gaap\_OperatingIncomeLoss **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount of income (expense) related to nonoperating activities, classified as other.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483621/220-10-S99-2>

[+ Details](#)

**Name:**us-gaap\_OtherNonoperatingIncomeExpense **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -

Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-41>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 270-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(i\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 270-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (i)-Publisher FASB-URI)  
<https://asc.fasb.org/1943274/2147482964/270-10-50-1>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 32-Subparagraph \(ee\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 32-Subparagraph (ee)-Publisher FASB-URI)  
<https://asc.fasb.org/1943274/2147482810/280-10-50-32>Reference 4: [http://fasb.org/us-gaap/role/ref/otherTransitionRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 32-Subparagraph \(b\)-Publisher FASB-URI](http://fasb.org/us-gaap/role/ref/otherTransitionRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 32-Subparagraph (b)-Publisher FASB-URI)  
<https://asc.fasb.org/1943274/2147482810/280-10-50-32>Reference 5: [http://fasb.org/us-gaap/role/ref/otherTransitionRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 32-Subparagraph \(a\)-Publisher FASB-URI](http://fasb.org/us-gaap/role/ref/otherTransitionRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 32-Subparagraph (a)-Publisher FASB-URI)  
<https://asc.fasb.org/1943274/2147482810/280-10-50-32>Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 924-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SAB Topic 11.L\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 924-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SAB Topic 11.L)-Publisher FASB-URI)  
<https://asc.fasb.org/1943274/2147479941/924-10-S99-1>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 5-Publisher FASB-URI>  
<https://asc.fasb.org/1943274/2147479806/606-10-50-5>Reference 8: [http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 30-Subparagraph \(a\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 30-Subparagraph (a)-Publisher FASB-URI)  
<https://asc.fasb.org/1943274/2147482810/280-10-50-30>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 42-Publisher FASB-URI>  
<https://asc.fasb.org/1943274/2147482810/280-10-50-42>Reference 10: [http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 22-Subparagraph \(b\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 22-Subparagraph (b)-Publisher FASB-URI)  
<https://asc.fasb.org/1943274/2147482810/280-10-50-22>Reference 11: <http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 40-Publisher FASB-URI>  
<https://asc.fasb.org/1943274/2147482810/280-10-50-40>Reference 12: [http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 22-Subparagraph \(a\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 22-Subparagraph (a)-Publisher FASB-URI)  
<https://asc.fasb.org/1943274/2147482810/280-10-50-22>Reference 13: [http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 4-Subparagraph \(a\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 4-Subparagraph (a)-Publisher FASB-URI)  
<https://asc.fasb.org/1943274/2147479806/606-10-50-4>

[+ Details](#)

**Name:**us-gaap\_RevenueFromContractWithCustomerExcludingAssessedTax **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

The aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. 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.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(4\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)

[+ Details](#)

**Name:**us-gaap\_SellingGeneralAndAdministrativeExpense **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

The average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1)Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16>

[+ Details](#)

**Name:**us-gaap\_WeightedAverageNumberOfDilutedSharesOutstanding **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:sharesItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Number of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1)Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10>

[+ Details](#)

**Name:**us-gaap\_WeightedAverageNumberOfSharesOutstandingBasic **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:sharesItemType **Balance Type:**na **Period Type:**duration XML 19 R6.htm IDEA: XBRL DOCUMENT

**Condensed Consolidated Statements of Comprehensive Income - USD (\$) \$ in Thousands**3 Months Ended9 Months Ended

Oct. 05, 2024

Oct. 07, 2023

Oct. 05, 2024

Oct. 07, 2023

**Statement of Comprehensive Income [Abstract]** **Net income**\$ (6,014)\$ (62,037)\$ 78,989\$ 64,862**Other comprehensive (loss) income:** **Changes in net unrecognized other postretirement benefits, net of tax (benefit) expense of \$(11), \$(13), \$(42) and \$43**(31)(38)(119)121**Currency translation adjustments**1,048 8,837**Total other comprehensive (loss) income**1,017(10,318)8,718(2,330)**Comprehensive income**\$ (4,997)\$ (72,355)\$ 87,707\$ 62,532

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_ComprehensiveIncomeNetOfTaxAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

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.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(22\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-04\(24\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(20\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4K>

[+ Details](#)

**Name:**us-gaap\_ComprehensiveIncomeNetOfTaxIncludingPortionAttributableToNoncontrollingInterest **Namespace Prefix:**us-gaap **Data Type:** xbrli:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

The portion of profit or loss for the period, net of income taxes, which is attributable to the parent.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 9-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-9>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 805-SubTopic 60-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph \(g\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147476176/805-60-65-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 805-SubTopic 60-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph (g)-Publisher FASB-URI https://asc.fasb.org/1943274/2147476176/805-60-65-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 323-Name Accounting Standards Codification-Section 65-Paragraph 2-Subparagraph \(g\)\(3\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147478666/740-323-65-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 323-Name Accounting Standards Codification-Section 65-Paragraph 2-Subparagraph (g)(3)-Publisher FASB-URI https://asc.fasb.org/1943274/2147478666/740-323-65-2)Reference 5: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph \(SX 210.5-03\(20\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph (SX 210.5-03(20))-Publisher FASB-URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.4-08\(g\)\(1\)\(ii\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.4-08(g)(1)(ii))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef-Topic 323-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 3-Subparagraph \(c\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481687/323-10-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 323-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 3-Subparagraph (c)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481687/323-10-50-3)Reference 8: [http://www.xbrl.org/2003/role/disclosureRef-Topic 825-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 28-Subparagraph \(f\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-28](http://www.xbrl.org/2003/role/disclosureRef-Topic 825-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 28-Subparagraph (f)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-28)Reference 9: <http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Publisher FASB-URI https://asc.fasb.org/1943274/2147482765/220-10-50-6>Reference 10: [http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(b\)\(2\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (b)(2)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-1)Reference 11: [http://www.xbrl.org/2003/role/disclosureRef-Topic 815-SubTopic 40-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph \(f\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480175/815-40-65-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 815-SubTopic 40-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph (f)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480175/815-40-65-1)Reference 12: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 8-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-8>Reference 13: [http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-11](http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-11)Reference 14: [http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-11](http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-11)Reference 15: [http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-11](http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph (b)-Publisher FASB-URI 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[http://www.xbrl.org/2003/role/disclosureRef-Topic 944-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.7-04\(18\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.7-04(18))-Publisher FASB-URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 20: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.6-07\(9\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 946-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.6-07(9))-Publisher FASB-URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1)Reference 21: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.6-09\(1\)\(d\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 946-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.6-09(1)(d))-Publisher FASB-URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3)Reference 22: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph \(SX 210.13-01\(a\)\(4\)\(i\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph (SX 210.13-01(a)(4)(i))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 23: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph \(SX 210.13-01\(a\)\(4\)\(ii\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph (SX 210.13-01(a)(4)(ii))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 24: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph \(SX 210.13-01\(a\)\(4\)\(iii\)\(A\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph (SX 210.13-01(a)(4)(iii)(A))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 25: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph \(SX 210.13-01\(a\)\(4\)\(iv\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph (SX 210.13-01(a)(4)(iv))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 26: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph \(SX 210.13-01\(a\)\(5\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph (SX 210.13-01(a)(5))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 27: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(4\)\(i\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(4)(i))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 28: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(A\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(4)(iii)(A))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 29: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(B\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(4)(iii)(B))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 30: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(4\)\(iv\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(4)(iv))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 31: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(5\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(5))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 32: [http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 60B-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B](http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 60B-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B)Reference 33: <http://www.xbrl.org/2003/role/disclosureRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 7-Publisher FASB-URI https://asc.fasb.org/1943274/2147483499/205-20-50-7>Reference 34: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 28-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-28>Reference 35: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1A-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1A-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A)Reference 36: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1B-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1B-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B)Reference 37: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.9-04\(22\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.9-04(22))-Publisher FASB-URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1)







[+ Details](#)

**Name:**us-gaap\_NetIncomeLoss **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount, after tax, of gain (loss) for (increase) decrease in value of benefit obligation for change in actuarial assumptions and increase (decrease) in value of plan assets from experience different from that assumed of defined benefit plan, that has not been recognized in net periodic benefit (cost) credit.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph \(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1)

[+ Details](#)

**Name:**us-gaap\_OtherComprehensiveIncomeDefinedBenefitPlansNetUnamortizedGainLossArisingDuringPeriodNetOfTax **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount after tax and reclassification adjustments of gain (loss) on foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph \(a\) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (a) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(19\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)

[+ Details](#)

**Name:**us-gaap\_OtherComprehensiveIncomeLossForeignCurrencyTransactionAndTranslationAdjustmentNetOfTax **Namespace Prefix:**us-gaap\_ **Data Type:** xbrli:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount after tax and reclassification adjustments of other comprehensive income (loss).

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef-Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17>Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(19\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 6: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-4>Reference 7: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-5>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef-Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20>Reference 9: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(21\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 10: [http://www.xbrl.org/2003/role/disclosureRef-Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-04\(23\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1)Reference 11: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B)Reference 12: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 55 -Paragraph 15 -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482739/220-10-55-15>Reference 13: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A)

[+ Details](#)

**Name:**us-gaap\_OtherComprehensiveIncomeLossNetOfTax **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_StatementOfIncomeAndComprehensiveIncomeAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:stringItemType **Balance Type:**na **Period Type:**duration XML 20 R7.htm IDEA: XBRL DOCUMENT

**Condensed Consolidated Statements of Comprehensive Income (Parenthetical) - USD (\$) \$ in Thousands3 Months Ended9 Months Ended**

Oct. 05, 2024

Oct. 07, 2023

Oct. 05, 2024

Oct. 07, 2023

**Statement of Comprehensive Income [Abstract]** [Changes in net unrecognized other postretirement benefits, net of tax](#)\$ (11)\$ (13)\$ (42)\$ 43

[- Definition](#)

Amount, after tax and reclassification adjustment, of (increase) decrease in accumulated other comprehensive income for defined benefit plan.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (j) -SubTopic 10 -Topic 220 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-10A>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (k) -SubTopic 10 -Topic 220 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-10A>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-11>Reference 4: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (i) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-10A>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477250/944-220-S99-1>

[+ Details](#)

**Name:**us-gaap\_OtherComprehensiveIncomeLossPensionAndOtherPostretirementBenefitPlansAdjustmentNetOfTax **Namespace Prefix:**us-gaap **Data Type:** xbrli:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_StatementOfIncomeAndComprehensiveIncomeAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:stringItemType **Balance Type:**na **Period Type:**duration XML 21 R8.htm IDEA: XBRL DOCUMENT

**Condensed Consolidated Statements of Changes in Stockholders' Equity - Total Common Additional Treasury Accumulated Other Retained USD (\$) shares in Thousands, \$ in Thousands**

	Stock	Paid-in Capital	Additional	Treasury	Accumulated	Other	Retained
<b>Balance (in shares) at Dec. 31, 2022</b>	59,264						
<b>Balance at Dec. 31, 2022</b>	\$ 2,599,192	\$ 897,560	\$ (2,918,768)	\$ (44,695)	\$ 4,665,087		
<b>Increase (Decrease) in Stockholders' Equity [Roll Forward]</b>							
<b>Net income</b>	64,862	64,862					
<b>Total other comprehensive income (loss)</b>	(2,330)	(2,330)					
<b>Restricted stock and deferred stock units vested (in shares)</b>	294						
<b>Share-based compensation</b>	37,435	37,435					
<b>Stock issued under employee stock purchase plan (in shares)</b>	32						
<b>Stock issued under employee stock purchase plan</b>	3,045	3,045					
<b>Repurchases of common stock (in shares)</b>	(108)						
<b>Repurchases of common stock</b>	\$ (14,237)	\$ (14,237)					
<b>Common Stock Dividends, Per Share, Declared</b>	\$ 2.00						
<b>Cash dividends declared</b>	\$ (120,631)	\$ (120,631)					
<b>Other</b>	(1,000)	(1,000)					
<b>Balance (in shares) at Oct. 07, 2023</b>	59,482						
<b>Balance at Oct. 07, 2023</b>	\$ 2,566,336	\$ 893,704	\$ (2,933,005)	\$ (47,025)	\$ 4,609,318		
<b>Balance (in shares) at Jul. 15, 2023</b>	59,457						
<b>Balance at Jul. 15, 2023</b>	\$ 2,642,654	\$ 892,511	\$ (2,932,576)	\$ (36,707)	\$ 4,686,518		
<b>Increase (Decrease) in Stockholders' Equity [Roll Forward]</b>							
<b>Net income</b>	(62,037)	(62,037)					
<b>Total other comprehensive income (loss)</b>	(10,318)	(10,318)					
<b>Restricted stock and deferred stock units vested (in shares)</b>	18						
<b>Share-based compensation</b>	10,582	10,582					
<b>Stock issued under employee stock purchase plan (in shares)</b>	14						
<b>Stock issued under employee stock purchase plan</b>	1,047	1,047					
<b>Repurchases of common stock (in shares)</b>	(7)						
<b>Repurchases of common stock</b>	\$ (429)	\$ (429)					
<b>Common Stock Dividends, Per Share, Declared</b>	\$ 0.25						
<b>Cash dividends declared</b>	\$ (15,163)	\$ (15,163)					
<b>Balance (in shares) at Oct. 07, 2023</b>	59,482						
<b>Balance at Oct. 07, 2023</b>	\$ 2,566,336	\$ 893,704	\$ (2,933,005)	\$ (47,025)	\$ 4,609,318		
<b>Balance (in shares) at Dec. 30, 2023</b>	59,512						
<b>Balance at Dec. 30, 2023</b>	\$ 2,519,728	\$ 894,609	\$ (2,933,286)	\$ (52,232)	\$ 4,559,139		
<b>Increase (Decrease) in Stockholders' Equity [Roll Forward]</b>							
<b>Net income</b>	78,989	78,989					
<b>Total other comprehensive income (loss)</b>	8,718	8,718					
<b>Restricted stock and deferred stock units vested (in shares)</b>	238						
<b>Share-based compensation</b>	38,563	38,563					
<b>Stock issued under employee stock purchase plan (in shares)</b>	69						
<b>Stock issued under employee stock purchase plan</b>	2,683	2,683					
<b>Repurchases of common stock (in shares)</b>	(88)						
<b>Repurchases of common stock</b>	\$ (5,601)	\$ (5,601)					
<b>Common Stock Dividends, Per Share, Declared</b>	\$ 0.75						
<b>Cash dividends declared</b>	\$ (45,712)	\$ (45,712)					
<b>Balance (in shares) at Oct. 05, 2024</b>	59,731						
<b>Balance at Oct. 05, 2024</b>	\$ 2,597,680	\$ 897,657	\$ (2,938,887)	\$ (43,514)	\$ 4,592,416		

[- Definition](#)

Amount of increase to additional paid-in capital (APIC) for recognition of cost for restricted stock unit under share-based payment arrangement.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_AdjustmentsToAdditionalPaidInCapitalShareBasedCompensationRestrictedStockUnitsRequisiteServicePeriodRecognition **Namespace Prefix:** us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Aggregate dividends declared during the period for each share of common stock outstanding.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_CommonStockDividendsPerShareDeclared **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:perShareItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.6-05\(4\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2)Reference 4: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(4\)\(b\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-04\(16\)\(a\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1)Reference 6: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(7\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3)

[+ Details](#)

**Name:**us-gaap\_CommonStockSharesOutstanding **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:sharesItemType **Balance Type:**na **Period Type:**instant

[- Definition](#)

Amount of paid and unpaid cash dividends declared for classes of stock, for example, but not limited to, common and preferred.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1)Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 2 -SubTopic 405 -Topic 942 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477787/942-405-45-2>

[+ Details](#)

**Name:**us-gaap\_DividendsCash **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

- Definition

A roll forward is a reconciliation of a concept from the beginning of a period to the end of a period.

+ References

No definition available.

+ Details

**Name:**us-gaap\_IncreaseDecreaseInStockholdersEquityRollForward **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

- Definition

The portion of profit or loss for the period, net of income taxes, which is attributable to the parent.

+ References

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 9-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-9>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 805-SubTopic 60-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph \(g\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147476176/805-60-65-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 805-SubTopic 60-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph (g)-Publisher FASB-URI https://asc.fasb.org/1943274/2147476176/805-60-65-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 323-Name Accounting Standards 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210.4-08\(g\)\(1\)\(ii\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.4-08(g)(1)(ii))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef-Topic 323-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 3-Subparagraph \(c\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481687/323-10-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 323-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 3-Subparagraph (c)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481687/323-10-50-3)Reference 8: [http://www.xbrl.org/2003/role/disclosureRef-Topic 825-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 28-Subparagraph \(f\)-Publisher FASB-URI 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210.13-02\(a\)\(4\)\(ii\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(4)(ii))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 28: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(A\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(4)(iii)(A))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 29: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(4\)\(iv\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(4)(iv))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 30: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(5\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(5))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 31: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(5\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(5))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 32: [http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 60B-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B](http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 60B-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B)Reference 33: <http://www.xbrl.org/2003/role/disclosureRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 7-Publisher FASB-URI https://asc.fasb.org/1943274/2147483499/205-20-50-7>Reference 34: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 28-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-28>Reference 35: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1A-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1A-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A)Reference 36: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1B-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1B-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B)Reference 37: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.9-04\(22\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.9-04(22))-Publisher FASB-URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1)







[+ Details](#)

**Name:**us-gaap\_NetIncomeLoss **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount after tax and reclassification adjustments of other comprehensive income (loss).

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481674/830-30-50-1>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481694/830-30-45-17>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477250/944-220-S99-1>Reference 6: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482765/220-10-50-4>Reference 7: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482765/220-10-50-5>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481694/830-30-45-20>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(21)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483621/220-10-S99-2>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(23)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478524/942-220-S99-1>Reference 11: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-1B>Reference 12: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 55 -Paragraph 15 -SubTopic 10 -Topic 220 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482739/220-10-55-15>Reference 13: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-1A>

[+ Details](#)

**Name:**us-gaap\_OtherComprehensiveIncomeLossNetOfTax **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Number of shares issued during the period as a result of an employee stock purchase plan.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB> -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(28\)\) -Publisher FASB](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\) -Publisher FASB](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 4: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480008/505-10-S99-1>

[+ Details](#)

**Name:**us-gaap\_StockIssuedDuringPeriodSharesEmployeeStockPurchasePlans **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:sharesItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Number of shares issued during the period related to Restricted Stock Awards, net of any shares forfeited.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(28\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 4: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_StockIssuedDuringPeriodSharesRestrictedStockAwardNetOffForfeitures **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:sharesItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Aggregate change in value for stock issued during the period as a result of employee stock purchase plan.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(28\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 4: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_StockIssuedDuringPeriodValueEmployeeStockPurchasePlan **Namespace Prefix:**us-gaap\_ **Data Type:**xbkli:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Value of stock related to Restricted Stock Awards issued during the period, net of the stock value of such awards forfeited.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB> -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480008/505-10-S99-1>

[+ Details](#)

**Name:**us-gaap\_StockIssuedDuringPeriodValueRestrictedStockAwardNetOfForfeitures **Namespace Prefix:**us-gaap\_ **Data Type:**xbkli:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\) -Publisher FASB](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(30\)\) -Publisher FASB](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(31\)\) -Publisher FASB](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 4: <http://www.xbrl.org/2003/role/exampleRef-Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB> -URI <https://asc.fasb.org/1943274/2147481372/852-10-55-10>Reference 5: <http://www.xbrl.org/2003/role/exampleRef-Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB> -URI <https://asc.fasb.org/1943274/2147479168/946-830-55-12>Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-04\(19\)\) -Publisher FASB](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-1>Reference 7: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.6-05\(4\)\) -Publisher FASB](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147479170/946-210-S99-2>Reference 8: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(4\)\(b\)\) -Publisher FASB](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3>Reference 9: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(6\)\) -Publisher FASB](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3>Reference 10: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(7\)\) -Publisher FASB](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3>Reference 11: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(g\)\(1\)\(ii\)\) -Publisher FASB](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1>Reference 12: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(c\) -Publisher FASB](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147481687/323-10-50-3>Reference 13: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \(f\) -Publisher FASB](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147482907/825-10-50-28>Reference 14: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SAB Topic 4.E\) -Publisher FASB](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480418/310-10-S99-2>



[+ Details](#)

**Name:**us-gaap\_StockholdersEquity **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**instant

[- Definition](#)

This element represents movements included in the statement of changes in stockholders' equity which are not separately disclosed or provided for elsewhere in the taxonomy.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_StockholdersEquityOther **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Number of shares that have been repurchased during the period and are being held in treasury.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB> -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\) -Publisher FASB](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480008/505-10-S99-1>

[+ Details](#)

**Name:**us-gaap\_TreasuryStockSharesAcquired **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:sharesItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Equity impact of the cost of common and preferred stock that were repurchased during the period. Recorded using the cost method.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB> -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB) -URI <https://asc.fasb.org/1943274/2147480008/505-10-S99-1>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB> -URI <https://asc.fasb.org/1943274/2147481549/505-30-45-1>

[+ Details](#)

**Name:**us-gaap\_TreasuryStockValueAcquiredCostMethod **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**debit **Period Type:**duration XML 22 R9.htm IDEA: XBRL DOCUMENT

**Condensed Consolidated Statements of Changes in Stockholders' Equity (Parenthetical) - \$ / shares** 3 Months Ended 9 Months Ended

Oct. 05, 2024

Oct. 07, 2023

Oct. 05, 2024

Oct. 07, 2023

**Statement of Stockholders' Equity [Abstract]** [Cash dividends declared \(per common share\)](#)\$ 0.25\$ 0.25\$ 0.75\$ 2.00

[- Definition](#)

Aggregate dividends declared during the period for each share of common stock outstanding.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.3-04\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.3-04)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_CommonStockDividendsPerShareDeclared **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:perShareItemType **Balance Type:**na **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_StatementOfStockholdersEquityAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:stringItemType **Balance Type:**na **Period Type:**duration XML 23 R10.htm IDEA: XBRL DOCUMENT

**Condensed Consolidated Statements of Cash Flows - USD (\$) \$ in Thousands** 9 Months Ended

Oct. 05, 2024

Oct. 07, 2023

**Cash flows from operating activities:** [Net income](#)\$ 78,989\$ 64,862[Net income from discontinued operations](#)56,41359,696[Net income from continuing operations](#)22,5765,166[Adjustments to reconcile net income to net cash provided by operating activities:](#) [Depreciation and amortization](#)217,197206,658 [Share-based compensation](#)33,81033,777[Loss and impairment of long-lived assets](#)(14,273)1,886[Provision for deferred income taxes](#)24,289(27,811)[Other](#)2,9862,436 **Net change in:** [Receivables, net](#)(60,383)(161,629)[Inventories](#)(152,229)(110,871)[Accounts payable](#)(25,225)(77,336)[Accrued expenses](#)30,794171,117[Other assets and liabilities, net](#)1,477(71,707)[Net cash provided by \(used in\) operating activities of continuing operations](#)81,019(28,314)[Net cash provided by operating activities of discontinued operations](#)76,91757,148[Net cash provided by operating activities](#)157,93628,834**Cash flows from investing activities:** [Purchases of property and equipment](#)(129,714)(174,186)[Proceeds from sales of property and equipment](#)13,2322,001[Net cash used in investing activities of continuing operations](#)(116,482)(172,185)[Net cash used in investing activities of discontinued operations](#)(7,988)(13,015)[Net cash used in investing activities](#)(124,470)(185,200)**Cash flows from financing activities:** [Borrowings under credit facilities](#)04,805,000[Payments on credit facilities](#)0(4,990,000)[Borrowings on senior unsecured notes](#)0599,571 [Dividends paid](#)(44,882)(194,322)[Purchase of noncontrolling interest](#)(9,101)0[Proceeds from the issuance of common stock](#)2,9953,045[Repurchases of common stock](#)(5,601)(14,237)[Other, net](#)(1,143)(5,010)[Net cash used in financing activities](#)(57,732)204,047[Effect of exchange rate changes on cash](#)11,766(1,932)[Net \(decrease\) increase in cash and cash equivalents](#)(12,500)45,749[Cash and cash equivalents, beginning of period](#)503,471270,805[Cash and cash equivalents, end of period](#)490,971316,554**Non-cash transactions:** [Accrued purchases of property and equipment](#)9,2769,434[Transfers of property and equipment from \(to\) assets related to discontinued operations to \(from\) continuing operations](#)7,262(105)[Cash and cash equivalents of continuing operations, end of period](#)464,492308,804[Cash and cash equivalents of discontinued operations, end of period](#)26,4797,750[Cash and cash equivalents, end of period](#)\$ 490,971\$ 316,554

[- Definition](#)

Transfer Assets From Discontinued Operations To Continuing Operations

[+ References](#)

No definition available.

[+ Details](#)

**Name:**aap\_TransferAssetsFromDiscontinuedOperationsToContinuingOperations **Namespace Prefix:**aap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 8-Publisher FASB-URI https://asc.fasb.org/1943274/2147482913/230-10-50-8>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 24-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-24>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification-Topic 230-SubTopic 10-Section 45-Paragraph 4-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-4>

[+ Details](#)

**Name:**us-gaap\_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; attributable to disposal group, including, but not limited to, discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4>

[+ Details](#)

**Name:**us-gaap\_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsDisposalGroupIncludingDiscontinuedOperations **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4>

[+ Details](#)

**Name:**us-gaap\_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**instant

[- Definition](#)

Amount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1>

[+ Details](#)

**Name:**us-gaap\_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Amount of cash inflow (outflow) of investing activities of discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph \(c\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B)

[+ Details](#)

**Name:**us-gaap\_CashProvidedByUsedInInvestingActivitiesDiscontinuedOperations **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Amount of cash inflow (outflow) of operating activities of discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph \(c\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B)

[+ Details](#)

**Name:**us-gaap\_CashProvidedByUsedInOperatingActivitiesDiscontinuedOperations **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Amount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \(b\) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28)Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(h\)\(1\)\(Note 1\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(1)(Note 1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph \(b\) -SubTopic 10 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9](http://www.xbrl.org/2003/role/disclosureRef-Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -SubTopic 10 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9)

[+ Details](#)

**Name:**us-gaap\_DeferredIncomeTaxExpenseBenefit **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

The aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \(b\) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28)Reference 2: <http://www.xbrl.org/2003/role/exampleRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48>Reference 3: <http://www.xbrl.org/2003/role/exampleRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49>Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(ee\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://www.xbrl.org/2003/role/disclosureRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22](http://www.xbrl.org/2003/role/disclosureRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22)

[+ Details](#)

**Name:**us-gaap\_DepreciationDepletionAndAmortization **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Amount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates.

[+ References](#)

Reference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 830-SubTopic 230-Name Accounting Standards Codification-Section 45-Paragraph 1-Publisher FASB-URI https://asc.fasb.org/1943274/2147477401/830-230-45-1>

[+ Details](#)

**Name:**us-gaap\_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Amount of gain (loss) from the difference between the sale price or salvage price and the book value of an asset that was sold or retired, and gain (loss) from the write down of assets from their carrying value to fair value.

[+ References](#)

Reference 1: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 28-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-28](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 28-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-28)

[+ Details](#)

**Name:**us-gaap\_GainLossOnSalesOfAssetsAndAssetImpairmentCharges **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount after tax of income (loss) from continuing operations attributable to the parent.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 805-SubTopic 60-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph \(g\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147476176/805-60-65-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 805-SubTopic 60-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph (g)-Publisher FASB-URI https://asc.fasb.org/1943274/2147476176/805-60-65-1)Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph \(SX 210.5-03\(13\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph (SX 210.5-03(13))-Publisher FASB-URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 4: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 3-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-11>Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-11](http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-11)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482662/260-10-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482662/260-10-50-1)Reference 7: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 4-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-4>Reference 8: [http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B](http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B)Reference 9: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 28-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-28>Reference 10: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 810-SubTopic 10-Section 45-Paragraph 18-Publisher FASB-URI https://asc.fasb.org/1943274/2147481231/810-10-45-18>Reference 11: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification-Topic 810-SubTopic 10-Section 45-Paragraph 18-Publisher FASB-URI https://asc.fasb.org/1943274/2147481231/810-10-45-18>



**Name:**us-gaap\_IncomeLossFromContinuingOperations **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount after tax of income (loss) from a discontinued operation including the portion attributable to the noncontrolling interest. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.7-04\(12\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.7-04(12))-Publisher FASB-URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 270-Name Accounting Standards Codification-Section 45-Paragraph 3-Publisher FASB-URI https://asc.fasb.org/1943274/2147477349/740-270-45-3>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 7-Publisher FASB-URI https://asc.fasb.org/1943274/2147483499/205-20-50-7>Reference 4: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 45-Paragraph 3A-Publisher FASB-URI https://asc.fasb.org/1943274/2147483475/205-20-45-3A>Reference 5: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 5C-Subparagraph \(b\)\(2\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483499/205-20-50-5C](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 5C-Subparagraph (b)(2)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483499/205-20-50-5C)Reference 6: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 45-Paragraph 3B-Publisher FASB-URI https://asc.fasb.org/1943274/2147483475/205-20-45-3B>Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 45-Paragraph 4-Publisher FASB-URI https://asc.fasb.org/1943274/2147483475/205-20-45-4>Reference 8: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483499/205-20-50-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483499/205-20-50-1)Reference 9: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 45-Paragraph 3-Publisher FASB-URI https://asc.fasb.org/1943274/2147483475/205-20-45-3>

[+ Details](#)

**Name:**us-gaap\_IncomeLossFromDiscontinuedOperationsNetOfTax **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

The increase (decrease) during the reporting period in the aggregate amount of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name> Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28>

[+ Details](#)

**Name:**us-gaap\_IncreaseDecreaseInAccountsPayable **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

The increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name> Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28>

[+ Details](#)

**Name:**us-gaap\_IncreaseDecreaseInAccountsReceivable **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

The increase (decrease) during the reporting period in the aggregate amount of expenses incurred but not yet paid.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name> Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28>

[+ Details](#)

**Name:**us-gaap\_IncreaseDecreaseInAccruedLiabilities **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

The increase (decrease) during the reporting period in the aggregate value of all inventory held by the reporting entity, associated with underlying transactions that are classified as operating activities.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name> Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28>

[+ Details](#)

**Name:**us-gaap\_IncreaseDecreaseInInventories **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_IncreaseDecreaseInOperatingCapitalAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Amount of increase (decrease) in operating assets after deduction of operating liabilities classified as other.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \(a\) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28)

[+ Details](#)

**Name:**us-gaap\_IncreaseDecreaseInOtherOperatingCapitalNet **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24>

[+ Details](#)

**Name:**us-gaap\_NetCashProvidedByUsedInFinancingActivities **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_NetCashProvidedByUsedInFinancingActivitiesAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Amount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24>

[+ Details](#)

**Name:**us-gaap\_NetCashProvidedByUsedInInvestingActivities **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_NetCashProvidedByUsedInInvestingActivitiesAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Amount of cash inflow (outflow) of investing activities, excluding discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets.

[+ References](#)

Reference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24>

[+ Details](#)

**Name:**us-gaap\_NetCashProvidedByUsedInInvestingActivitiesContinuingOperations **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Amount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 28-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-28>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 24-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-24>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 25-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-25>

[+ Details](#)

**Name:**us-gaap\_NetCashProvidedByUsedInOperatingActivities **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**na **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_NetCashProvidedByUsedInOperatingActivitiesAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Amount of cash inflow (outflow) from operating activities, excluding discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 28-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-28>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 24-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-24>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 25-Publisher FASB-URI https://asc.fasb.org/1943274/2147482740/230-10-45-25>

[+ Details](#)

**Name:**us-gaap\_NetCashProvidedByUsedInOperatingActivitiesContinuingOperations **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The portion of profit or loss for the period, net of income taxes, which is attributable to the parent.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 9-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-9>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 805-SubTopic 60-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph \(g\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147476176/805-60-65-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 805-SubTopic 60-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph (g)-Publisher FASB-URI https://asc.fasb.org/1943274/2147476176/805-60-65-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 323-Name Accounting Standards Codification-Section 65-Paragraph 2-Subparagraph \(g\)\(3\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147478666/740-323-](http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 323-Name Accounting Standards Codification-Section 65-Paragraph 2-Subparagraph (g)(3)-Publisher FASB-URI https://asc.fasb.org/1943274/2147478666/740-323-)

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3-Subparagraph \(c\)-Publisher FASB -URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 323-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 3-Subparagraph (c)-Publisher FASB -URI) <https://asc.fasb.org/1943274/2147481687/323-10-50-3>Reference 8: [http://www.xbrl.org/2003/role/disclosureRef-Topic 825-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 28-Subparagraph \(f\)-Publisher FASB -URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 825-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 28-Subparagraph (f)-Publisher FASB -URI) <https://asc.fasb.org/1943274/2147482907/825-10-50-28>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482765/220-10-50-6>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards 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<http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 4-Publisher FASB -URI> <https://asc.fasb.org/1943274/2147483443/250-10-50-4>Reference 17: <http://www.xbrl.org/2003/role/exampleRef-Topic 946-SubTopic 830-Name Accounting Standards Codification-Section 55-Paragraph 10-Publisher FASB -URI> <https://asc.fasb.org/1943274/2147479168/946-830-55-10>Reference 18: <http://www.xbrl.org/2003/role/disclosureRef-Topic 946-SubTopic 220-Name Accounting Standards Codification-Section 45-Paragraph 7-Publisher FASB -URI> <https://asc.fasb.org/1943274/2147479105/946-220-45-7>Reference 19: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.7-04\(18\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 944-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.7-04(18))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477250/944-220-S99-1>Reference 20: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.6-07\(9\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 946-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.6-07(9))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-1>Reference 21: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 3-Subparagraph \(SX 210.6-09\(1\)\(d\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 946-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 3-Subparagraph (SX 210.6-09(1)(d))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3>Reference 22: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph \(SX 210.13-01\(a\)\(4\)\(i\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph (SX 210.13-01(a)(4)(i))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1A>Reference 23: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph \(SX 210.13-01\(a\)\(4\)\(ii\)\)](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph (SX 210.13-01(a)(4)(ii))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1A>Reference 24: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph \(SX 210.13-01\(a\)\(4\)\(iii\)\(A\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph (SX 210.13-01(a)(4)(iii)(A))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1A>Reference 25: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph \(SX 210.13-01\(a\)\(4\)\(iv\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph (SX 210.13-01(a)(4)(iv))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1A>Reference 26: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph \(SX 210.13-02\(a\)\(4\)\(i\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1A-Subparagraph (SX 210.13-02(a)(4)(i))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1B>Reference 27: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(4\)\(ii\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(4)(ii))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1B>Reference 28: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(A\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(4)(iii)(A))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1B>Reference 29: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(B\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(4)(iii)(B))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1B>Reference 30: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(4\)\(iv\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(4)(iv))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1B>Reference 31: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph \(SX 210.13-02\(a\)\(5\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1B-Subparagraph (SX 210.13-02(a)(5))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1B>Reference 32: [http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 60B-Subparagraph \(a\)-Publisher FASB -URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 60B-Subparagraph (a)-Publisher FASB -URI) <https://asc.fasb.org/1943274/2147482689/260-10-45-60B>Reference 33: <http://www.xbrl.org/2003/role/disclosureRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 7-Publisher FASB -URI> <https://asc.fasb.org/1943274/2147483499/205-20-50-7>Reference 34: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 28-Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482740/230-10-45-28>Reference 35: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1A-Subparagraph \(a\)-Publisher FASB -URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1A-Subparagraph (a)-Publisher FASB -URI) <https://asc.fasb.org/1943274/2147482790/220-10-45-1A>Reference 36: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1B-Subparagraph \(a\)-Publisher FASB -URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section 45-Paragraph 1B-Subparagraph (a)-Publisher FASB -URI) <https://asc.fasb.org/1943274/2147482790/220-10-45-1B>Reference 37: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.9-04\(22\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942-SubTopic 220-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.9-04(22))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478524/942-220-S99-1>





[+ Details](#)

**Name:**us-gaap\_NetIncomeLoss **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItem **Balance Type:**credit **Period Type:**duration

[- Definition](#)

The amount of fixed assets that an Entity acquires in a noncash (or part noncash) acquisition. Noncash is defined as information about all investing and financing activities of an enterprise during a period that affect recognized assets or liabilities but that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5>

[+ Details](#)

**Name:**us-gaap\_NoncashOrPartNoncashAcquisitionFixedAssetsAcquired1 **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Amount of income (expense) included in net income that results in no cash inflow (outflow), classified as other.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28>

[+ Details](#)

**Name:**us-gaap\_OtherNoncashIncomeExpense **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

The cash outflow to reacquire common stock during the period.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15)

[+ Details](#)

**Name:**us-gaap\_PaymentsForRepurchaseOfCommonStock **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Cash outflow in the form of capital distributions and dividends to common shareholders, preferred shareholders and noncontrolling interests.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15)

[+ Details](#)

**Name:**us-gaap\_PaymentsOfDividends **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

The cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13)

[+ Details](#)

**Name:**us-gaap\_PaymentsToAcquirePropertyPlantAndEquipment **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

The cash inflow from the additional capital contribution to the entity.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph \(a\) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14)

[+ Details](#)

**Name:**us-gaap\_ProceedsFromIssuanceOfCommonStock **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

The cash inflow during the period from additional borrowings in aggregate debt. Includes proceeds from short-term and long-term debt.

[+ References](#)

Reference 1: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14)

[+ Details](#)

**Name:**us-gaap\_ProceedsFromIssuanceOfDebt **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Amount of cash inflow from contractual arrangement with the lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements.

[+ References](#)

Reference 1: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(f\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1)Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14)

[+ Details](#)

**Name:**us-gaap\_ProceedsFromLinesOfCredit **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Amount of cash inflow (outflow) from financing activities classified as other.

[+ References](#)

Reference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef-Name Accounting Standards Codification -Section 45 -Paragraph 15 -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15>

[+ Details](#)

**Name:**us-gaap\_ProceedsFromPaymentsForOtherFinancingActivities **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Amount of cash inflow (outflow) from (to) a noncontrolling interest. Excludes dividends paid to the noncontrolling interest.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_ProceedsFromPaymentsToMinorityShareholders **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

The cash inflow from the sale of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12)

[+ Details](#)

**Name:**us-gaap\_ProceedsFromSaleOfPropertyPlantAndEquipment **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration

[- Definition](#)

Amount of cash outflow for payment of an obligation from a lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15)Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(f\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1)

[+ Details](#)

**Name:**us-gaap\_RepaymentsOfLinesOfCredit **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**credit **Period Type:**duration

[- Definition](#)

Amount of noncash expense for share-based payment arrangement.

[+ References](#)

Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \(a\) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28)

[+ Details](#)

**Name:**us-gaap\_ShareBasedCompensation **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:monetaryItemType **Balance Type:**debit **Period Type:**duration XML 24 R11.htm IDEA: XBRL DOCUMENT

**Nature of Operations and Basis of Presentation**9 Months Ended

Oct. 05, 2024

**Organization, Consolidation and Presentation of Financial Statements [Abstract]** [Nature of Operations and Basis of Presentation](#)

Nature of Operations and Basis of Presentation

**Description of Business**

Advance Auto Parts, Inc. and subsidiaries is a leading automotive aftermarket parts provider in North America, serving both professional installers ("professional") and "do-it-yourself" ("DIY") customers. The accompanying condensed consolidated financial statements include the accounts of Advance Auto Parts, Inc., its wholly owned subsidiaries, Advance Stores Company, Incorporated ("Advance Stores") and Neuse River Insurance Company, Inc., and their subsidiaries (collectively referred to as "the Company").

As discussed in [Note 3. "Discontinued Operations"](#), on August 22, 2024, the Company entered into a definitive purchase agreement to sell its Worldpac, Inc. business ("Worldpac"), which reflects a strategic shift in its business. The sale was completed on November 1, 2024. As a result of the Company's entry into the purchase agreement, Worldpac is presented as discontinued operations beginning in the third quarter of 2024. The Company has reclassified the financial results of Worldpac to discontinued operations, net of tax, in the Condensed Consolidated Statements of Operations for all periods presented. The Company also reclassified the related assets and liabilities as assets and liabilities held for sale on the accompanying Condensed Consolidated Balance Sheets as of October 5, 2024 and December 30, 2023. Cash flows from the Company's discontinued operations are presented as such in the Condensed Consolidated Statements of Cash Flows for all periods presented. Refer to [Note 15. Subsequent Events](#) for additional information about the sale of Worldpac in November 2024.

As of October 5, 2024, the Company operated a total of 4,781 stores primarily within the United States, with additional locations in Canada, Puerto Rico and the U.S. Virgin Islands. In addition, as of October 5, 2024, the Company served 1,125 independently owned Carquest branded stores across the same geographic locations served by the Company's stores in addition to Mexico and various Caribbean islands. The Company's stores operate primarily under the trade names "Advance Auto Parts" and "Carquest".

The Company has one reportable segment and three operating segments. The operating segments are aggregated primarily due to the economic and operational similarities of each operating segment as the stores and branches have similar characteristics, including the nature of the products and services offered, customer base and the methods used to distribute products and provide services to its customers. Worldpac was one of the Company's operating segments. As noted in [Note 15. Subsequent Events](#), the sale of Worldpac was completed November 1, 2024, resulting in the Company having two operating segments, "Advance Auto Parts/Carquest U.S." and "Carquest Canada."

**Basis of Presentation**

The accounting policies followed in the presentation of interim financial results are consistent with those followed on an annual basis. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP"), have been condensed or omitted based upon the Securities and Exchange Commission ("SEC") interim reporting principles. These condensed consolidated financial statements should be read in conjunction with the financial statements and notes thereto included in the Company's Annual Report on Form 10-K for 2023 as filed with the SEC on March 12, 2024, and the amended Annual Report on Form 10-K/A filed with the SEC on May 30, 2024 (collectively the "2023 Form 10-K").

The accompanying condensed consolidated financial statements reflect all normal recurring adjustments that are necessary to present fairly the results for the interim periods presented. The results of operations for the interim periods are not necessarily indicative of the operating results to be expected for the full year. The Company's first quarter of the year contains sixteen weeks. The Company's remaining three quarters each consist of twelve weeks.

**Revision of Previously Issued Financial Statements for Correction of Immaterial Errors**

During the year ended December 30, 2023, the Company identified errors in its consolidated results impacting cost of sales, selling, general and administrative expenses ("SG&A") and other income (expense), net, of \$62.9 million, \$36.6 million and \$1.7 million incurred in prior years but not previously recognized. These charges primarily related to product costs and vendor credits. Management assessed the materiality of the errors, including the presentation on prior period consolidated financial statements, on a qualitative and quantitative basis in accordance with SEC Staff Accounting Bulletin No. 99, Materiality, codified in Accounting Standards Codification Topic 250, Accounting Changes and Error Corrections. The Company concluded that these errors and the related impacts did not result in a material misstatement of its previously issued consolidated financial statements as of and for the years ended December 31, 2022 and January 1, 2022 and its previously issued unaudited condensed consolidated interim financial statements as of and for the sixteen weeks ended April 22, 2023; the twelve and twenty-eight weeks ended July 15, 2023; and the twelve and forty weeks ended October 7, 2023. Correcting the cumulative effect of these errors in the fifty-two weeks ended December 30, 2023 would have had a significant effect on the results of operations for such period.

The Company has corrected the relevant prior periods of its consolidated financial statements and related footnotes for these and other immaterial corrections for comparative purposes, as previously disclosed in [Note 18. Immaterial Restatement of Prior Period Financial Statements](#) of the Company's 2023 Form 10-K. The Company will also adjust previously reported financial information for such immaterial errors in future filings, as applicable. A summary of the corrections to the impacted financial statement line items from our previously issued financial statements are presented in [Note 13. Immaterial Misstatement of Prior Period Financial Statements](#).

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The entire disclosure for organization, consolidation and basis of presentation of financial statements disclosure.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-1>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-2>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContent>Reference 4: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent>

[+ Details](#)

**Name:**us-gaap\_OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration XML 25 R12.htm IDEA: XBRL DOCUMENT

**Significant Accounting Policies** 9 Months Ended

Oct. 05, 2024

**Accounting Policies [Abstract]** [Significant Accounting Policies](#)**2. Significant Accounting Policies****Revenues**

The following table summarizes disaggregated revenue from contracts with customers by product group from continuing operations:

Ended-October 5, 2024-October 7, 2023-October 5, 2024-October 7, 2023	Percentage of Sales	Parts and Batteries	Accessories and
Chemicals	21 %	64 %	63 %
Engine Maintenance	14 %	14 %	14 %
Other	1 %	1 %	1 %
Total	100 %	100 %	100 %

**Recently Issued Accounting Pronouncements - Not Yet Adopted****Disclosure Improvements**

In October 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-06, Disclosure Improvements ("ASU 2023-06"), which defines when companies will be required to improve and clarify disclosure and presentation requirements. This ASU should be applied prospectively, and the effective date will be determined for each individual disclosure based on the effective date of the SEC's removal of the related disclosure. If the applicable requirements have not been removed by the SEC by June 30, 2027, this ASU will not become effective. Early adoption is prohibited. The Company is currently evaluating the impact of adopting ASU 2023-06 on the consolidated financial statements and related disclosures, and does not believe it will have a material impact on the consolidated financial statements.

**Improvements to Reportable Segment Disclosures**

In November 2023, the FASB issued ASU 2023-07, Improvements to Reportable Segment Disclosures ("ASU 2023-07"), which requires a company to disclose additional, more detailed information about a reportable segment's significant expenses, even if there is one reportable segment, and is intended to improve the disclosures about a public entity's reportable segments. The ASU is effective for fiscal years beginning after December 15, 2023, and for interim periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of the adoption of ASU 2023-07 and believes that the adoption will result in additional disclosures, but will not have any other impact on its consolidated financial statements and segment reporting.

**Income Tax Disclosure Improvements**

In December 2023, the FASB issued ASU 2023-09, Income Taxes ("ASU 2023-09"), which requires a company to enhance its income tax disclosures. In each annual reporting period, the company should disclose the specific categories used in the rate reconciliation and additional information for reconciling items that meet a quantitative threshold, including disaggregation of taxes paid by jurisdiction. The related disclosures are effective for the fiscal year beginning after December 15, 2024. The Company is currently evaluating the impact of adopting ASU 2023-09 on our consolidated financial statements and related disclosures and believes that the adoption will result in additional disclosures, but will not have any other impact on its consolidated financial statements.

**Climate Disclosure Requirements**

In March 2024, the SEC issued its final climate disclosure rules, which require the disclosure of climate-related information in annual reports and registration statements. The rules require disclosure in the audited financial statements of certain effects of severe weather events and other natural conditions and greenhouse gas emissions above certain financial thresholds, as well as amounts related to carbon offsets and renewable energy credits or certificates, if material. Additionally, the rule established disclosure requirements regarding material climate-related risks, descriptions of board oversight and risk management activities, the material impacts of these risks on a registrant's strategy, business model and outlook and any material climate-related targets or goals. On April 4, 2024, the SEC determined to voluntarily stay the final rules pending certain legal challenges. Prior to the stay in the new rules, disclosures would have been effective for annual periods beginning January 1, 2025, except for the greenhouse gas emissions disclosure which would have been effective for annual periods beginning January 1, 2026. The Company is currently evaluating the impact of the new rules on the consolidated financial statements and related disclosures.

**Disaggregation of Income Statement Expenses**

In November 2024, the FASB issued ASU 2024-03, Income Statement-Reporting Comprehensive Income-Expense Disaggregation ("ASU 2024-03"), which requires public entities to disclose more detailed information about certain costs and expenses presented in the income statement, including inventory purchases, employee compensation, selling expenses and depreciation. ASU 2024-03 is effective for fiscal years beginning after December 15, 2026, and for interim periods beginning after December 15, 2027, with early adoption permitted. The Company is currently evaluating the impact of adopting ASU 2024-03 on the consolidated financial statements and related disclosures.

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_AccountingPoliciesAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The entire disclosure for all significant accounting policies of the reporting entity.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 1-Publisher FASB-URI https://asc.fasb.org/1943274/2147483426/235-10-50-1>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 235-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/235/tableOfContent>

[+ Details](#)

**Name:**us-gaap\_SignificantAccountingPoliciesTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration XML 26 R13.htm IDEA: XBRL DOCUMENT

**Discontinued Operations** 9 Months Ended

Oct. 05, 2024

**Discontinued Operations and Disposal Groups [Abstract]** [Discontinued Operations](#) Discontinued Operations

On August 22, 2024, the Company entered into a definitive purchase agreement to sell Worldpac for \$1.5 billion, with customary purchase price adjustments for working capital and other items. The Company's sale of Worldpac was progress towards the changing landscape of the business with increased focus on the Advance blended-box model. The transaction closed on November 1, 2024. As a result, the Company has classified the results of operations and cash flows of Worldpac as discontinued operations in its Condensed Consolidated Statements of Operations and Condensed Consolidated Statements of Cash Flows for all periods presented. The related assets and liabilities associated with the discontinued operations are classified as held for sale in the Condensed Consolidated Balance Sheets. Additionally, beginning August 22, 2024, in accordance with ASC 360, Property, Plant and Equipment, the Company ceased recording depreciation and amortization for Worldpac's finite-lived intangible assets and operating lease right-of-use assets.

In connection with the Worldpac divestiture, the Company agreed to provide letters of credit in the aggregate amount of up to \$200 million, issued under its unsecured revolving credit facility, for up to 12 months after closing of the transaction as credit support for Worldpac's new supply chain financing program, which letter of credit exposure will reduce to zero no later than 24 months after closing. Worldpac will remain a parts supplier for the Company following the close of the sale. Worldpac has entered into an agreement to supply, sell and deliver to the Company. Under this agreement, the Company intends to purchase at least \$145 million of Worldpac's products during the period beginning on January 1, 2024 and ending on December 31, 2024. If the purchase minimum is met, the agreement automatically renews for one-year terms up to three years. Historically, the Company has made sales to Worldpac but there is no obligation to continue to do so as part of the purchase agreement.

Additionally, the Company and Worldpac entered into a Transition Services Agreement and Reverse Transition Services Agreement, pursuant to which the two entities will provide certain services to each other during the post-closing period. The minimum terms of the agreements are for twelve months, which may be extended by the Company and Worldpac for up to two three-month extension periods. The following table represents the major classes of assets and liabilities of discontinued operations classified as held for sale in the Condensed Consolidated Balance Sheets as of October 5, 2024 and December 30, 2023:

	October 5, 2024	December 30, 2023
<b>Carrying amounts of the major classes of assets included in discontinued operations<sup>1</sup>:</b>		
Cash	\$26,479	\$15,422
Receivables, net	208,942	190,613
Inventories, net	987,687	964,133
Other current assets	33,403	35,305
Property and equipment, net of accumulated depreciation	82,480	92,561
Operating lease right-of-use assets	243,763	231,703
Other intangible assets, net	163,408	174,180
Goodwill	390,256	390,584
<b>Total assets of held for sale</b>	<b>\$2,137,690</b>	<b>\$2,095,412</b>

	October 5, 2024	December 30, 2023
<b>Carrying amounts of the major classes of liabilities included in discontinued operations<sup>1</sup>:</b>		
Accounts payable	\$686,249	\$651,895
Accrued expenses	58,020	55,170
Other current liabilities	70,935	61,786
Noncurrent operating lease liabilities	171,093	175,858
Deferred income taxes	6,618	6,907
Other noncurrent liabilities	1,909	986
<b>Total liabilities held for sale</b>	<b>\$994,824</b>	<b>\$952,602</b>

<sup>1</sup> Assets and liabilities of discontinued operations as of October 5, 2024 are classified as current on the consolidated balance sheet as the Company expects to close within twelve months of the balance sheet date.

The following table presents the major components of discontinued operations, net of income taxes, in the Company's Condensed Consolidated Statements of Operations:

	Twelve Weeks Ended	Forty Weeks Ended
<b>Ended-October 5, 2024-October 7, 2023-October 5, 2024-October 7, 2023</b>		
<b>Major classes of line items constituting income of discontinued operations before provision for income taxes:</b>		
Net sales	\$496,749	\$500,874
Cost of sales, including purchasing and warehousing costs	329,532	348,161
Selling, general and administrative expenses	1,078,651	1,095,887
Interest expense	(149)	(32)
Other income (expense), net	329	(911)
Provision for income taxes	(29,618)	(16,682)
<b>Net income from discontinued operations</b>	<b>\$19,349</b>	<b>\$12,149</b>

Net income from discontinued operations: \$19,349; \$12,149; \$56,413; \$59,696;

Cost of sales, including purchasing and warehousing costs: 329,532; 348,161; 1,078,651; 1,095,887; Selling, general and administrative expenses: 137,779; 135,088; 476,177; 450,479;

Interest expense: (149); (32); (370); (46); Other income (expense), net: 329; (911); (2,327); (437);

Income from discontinued operations related to major classes before provision for income taxes: 29,618; 16,682; 78,220; 81,219; Provision for income taxes: 10,269; 4,533; 21,807; 21,523;

Net income from discontinued operations: \$19,349; \$12,149; \$56,413; \$59,696;

- References

No definition available.

+ Details

Name: us-gaap\_DiscontinuedOperationsAndDisposalGroupsAbstract Namespace Prefix: us-gaap\_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration

- Definition

The entire disclosure related to a disposal group. Includes, but is not limited to, a discontinued operation, disposal classified as held-for-sale or disposed of by means other than sale or disposal of an individually significant component.

+ References

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

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Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

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Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

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Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 205-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI>

Reference 2: <https://asc.fasb.org/205-20/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 360-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/360/tableOfContent>

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_GoodwillAndIntangibleAssetsDisclosureAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The entire disclosure for all or part of the information related to intangible assets.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-30/tableOfContent>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-4>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3)Reference 4: <http://www.xbrl.org/2003/role/disclosureRef-Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef-Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/985-20/tableOfContent>

[+ Details](#)

**Name:**us-gaap\_IntangibleAssetsDisclosureTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration XML 29 R16.htm IDEA: XBRL DOCUMENT

**Receivables, net 9 Months Ended**

Oct. 05, 2024

**Receivables [Abstract] Receivables, net** Receivables, net

Receivables, net, consisted of the following:

**October 5, 2024 December 30, 2023**

Trade\$466,805; \$421,293 Vendor217,221 199,580 Other17,593 12,271 Total receivables701,619 -633,144 Less: allowance for credit losses(32,682) (23,616) Receivables, net  
;\$668,937; \$609,528;

[- Definition](#)

The entire disclosure for claims held for amounts due to entity, excluding financing receivables. Examples include, but are not limited to, trade accounts receivables, notes receivables, loans receivables. Includes disclosure for allowance for credit losses.

[+ References](#)

Reference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/310-10/tableOfContent>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2>

[+ Details](#)

**Name:**us-gaap\_LoansNotesTradeAndOtherReceivablesDisclosureTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_ReceivablesAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration XML 30 R17.htm  
IDEA: XBRL DOCUMENT

**Long-term Debt and Fair Value of Financial Instruments 9 Months Ended**

Oct. 05, 2024

**Debt Disclosure [Abstract] Long-term Debt and Fair Value of Financial Instruments** Long-term Debt and Fair Value of Financial Instruments

Long-term debt consisted of the following:

**October 5, 2024 December 30, 2023**

5.90% Senior Unsecured Notes due March 9, 2026\$298,939--\$298,369\*  
1.75% Senior Unsecured Notes due October 1, 2027347,952 347,514  
5.95% Senior Unsecured Notes due March 9, 2028298,466 298,116  
3.90% Senior Unsecured Notes due April 15, 2030496,603 496,149  
3.50% Senior Unsecured Notes due March 15, 2032346,553 346,213 Total long-term debt1,788,513-1,786,361\*Less: Current portion of long-term debt— — Long-term debt,  
excluding the current portion\$1,788,513-\$1,786,361\*Fair value of long-term debt\$1,643,832-\$1,641,409\*

**Fair Value of Financial Assets and Liabilities**

The fair value of the Company's senior unsecured notes was determined using Level 2 inputs based on quoted market prices. The carrying amounts of the Company's cash and cash equivalents, receivables, net, accounts payable and accrued expenses approximate their fair values due to the relatively short-term nature of these instruments.

**Bank Debt**

On February 26, 2024, the Company entered into Amendment No. 4 ("Amendment No. 4") to the Company's unsecured revolving credit facility ("2021 Credit Agreement") to enable certain addbacks to the definition of Consolidated Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA") contained therein for specific write-downs of inventory and vendor receivables. Amendment No. 4 also updated certain limitations on future incurrences of other indebtedness and liens, replacing the cap thereon of 10% of consolidated net tangible assets with \$400 million, and eliminated the \$250 million basket for accounts receivable securitization transactions. Amendment No. 4 made no other material changes to the terms of the 2021 Credit Agreement. See [Note 15. Subsequent Events](#) for changes to the Company's 2021 Credit Agreement as defined in Amendment No. 5.

The 2021 Credit Agreement contains customary covenants restricting the ability of: (a) Advance Auto Parts, Inc. and its subsidiaries to, among other things, (i) create, incur or assume additional debt (only with respect to subsidiaries of Advance Auto Parts, Inc.), (ii) incur liens, (iii) guarantee obligations, and (iv) change the nature of their business; (b) Advance Auto Parts, Inc., Advance Stores and their subsidiaries to, among other things (i) enter into certain hedging arrangements, (ii) enter into restrictive agreements limiting their ability to incur liens on any of their property or assets, pay distributions, repay loans, or guarantee indebtedness of their subsidiaries; and (c) Advance Auto Parts, Inc., among other things, to change its holding company status. The Company is also required to comply with financial covenants with respect to a maximum leverage ratio and a minimum coverage ratio. The 2021 Credit Agreement also provides for customary events of default, including non-payment defaults, covenant defaults and cross-defaults of Advance's other material indebtedness. The Company was in compliance with the financial covenants with respect to the 2021 Credit Agreement as of October 5, 2024. See [Note 15. Subsequent Events](#) for changes to the Company's 2021 Credit Agreement as defined in Amendment No. 5.

As of October 5, 2024 and December 30, 2023, the Company had no outstanding borrowings, \$1.2 billion of borrowing availability and no letters of credit outstanding under the 2021 Credit Agreement.

As of October 5, 2024 and December 30, 2023, the Company had \$90.8 million and \$91.2 million of bilateral letters of credit issued separately from the 2021 Credit Agreement, none of which were drawn upon. These bilateral letters of credit generally have a term of one year or less and primarily serve as collateral for the Company's self-insurance policies.

**Senior Unsecured Notes**

The Company's 3.90% senior unsecured notes due April 15, 2030 (the "Original Notes") were issued April 16, 2020, at 99.65% of the principal amount of \$500.0 million, and were not registered under the Securities Act of 1933, as amended (the "Securities Act"). The Original Notes bear interest, payable semi-annually in arrears on April 15 and October 15, at a rate of 3.90% per year. On July 28, 2020, the Company completed an exchange offer whereby the Original Notes in the aggregate principal amount of \$500.0 million were exchanged for a like principal amount (the "Exchange Notes" or "2030 Notes"), and which have been registered under the Securities Act. The Original Notes were substantially identical to the Exchange Notes, except the Exchange Notes are registered under the Securities Act and are not subject to the transfer restrictions and certain registration rights agreement provisions applicable to the Original Notes.

The Company's 1.75% senior unsecured notes due October 1, 2027 (the "2027 Notes") were issued September 29, 2020, at 99.67% of the principal amount of \$350.0 million. The 2027 Notes bear interest, payable semi-annually in arrears on April 1 and October 1, at a rate of 1.75% per year. In connection with the 2027 Notes offering, the Company incurred \$2.9 million of debt issuance costs.

The Company's 3.50% senior unsecured notes due 2032 (the "2032 Notes") were issued March 4, 2022, at 99.61% of the principal amount of \$350.0 million. The 2032 Notes bear interest, payable semi-annually in arrears on March 15 and September 15, at a rate of 3.50% per year. In connection with the 2032 Notes offering, the Company incurred \$3.2 million of debt issuance costs.

The Company's 5.90% senior unsecured notes due March 9, 2026 (the "2026 Notes") were issued March 9, 2023, at 99.94% of the principal amount of \$300.0 million. The 2026 Notes bear interest, payable semi-annually in arrears on March 9 and September 9, at a rate of 5.90% per year. In connection with the 2026 Notes offering, the Company incurred \$1.6 million of debt issuance costs.

The Company's 5.95% senior unsecured notes due March 9, 2028 (the "2028 Notes") were issued March 9, 2023, at 99.92% of the principal amount of \$300.0 million. The 2028 Notes bear interest, payable semi-annually in arrears on March 9 and September 9, at a rate of 5.95% per year. In connection with the 2028 Notes offering, the Company incurred \$1.9 million of debt issuance costs.

The Company may redeem some or all of the 2026 Notes and 2028 Notes (the "Notes") at any time, or from time to time, prior to March 9, 2026 in the case of the 2026 Notes, or February 9, 2028 in the case of the 2028 Notes, at the redemption price described in the related indenture for the Notes (the "Indenture"). In the event of a change of control triggering event, as defined in the Indenture, the Company will be required to offer the repurchase of the Notes at a price equal to 101% of the principal amount thereof, plus accrued and unpaid interest to the repurchase date. Currently, the Notes are fully and unconditionally guaranteed, jointly and severally, on an unsubordinated unsecured basis by guarantor and subsidiary guarantees, as defined by the Indenture.

**Debt Guarantees**

The Company is a guarantor of loans made by banks to various independently owned Carquest-branded stores that are customers of the Company. These loans totaled \$102.4 million and \$106.9 million as of October 5, 2024 and December 30, 2023 and are collateralized by security agreements on merchandise inventory and other assets of the borrowers. The approximate value of the inventory collateralized by these agreements was \$183.6 million and \$221.2 million as of October 5, 2024 and December 30, 2023. The Company believes that the likelihood of performance under these guarantees is remote. [Supplier Finance Program](#)

**12. Supplier Finance Programs**

The Company maintains supply chain financing agreements with third-party financial institutions to provide the Company's suppliers with enhanced receivables options. Through these agreements, the Company's suppliers, at their sole discretion, may elect to sell their receivables due from the Company to the third-party financial institution at terms negotiated between the supplier and the third-party financial institution. The Company does not provide any guarantees to any third party in connection with these financing arrangements. The Company's obligations to suppliers, including amounts due and scheduled payment terms, are not impacted, and no assets are pledged under the agreements. All outstanding amounts due to third-party financial institutions related to suppliers participating in such financing arrangements are recorded within accounts payable and represent obligations outstanding under these supplier finance programs for invoices that were confirmed as valid and owed to the third-party financial institutions in the Company's Condensed Consolidated Balance Sheets. As of October 5, 2024, and December 30, 2023, \$3.26 billion and \$3.36 billion of the Company's accounts payable were to suppliers participating in these financing arrangements.

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_DebtDisclosureAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1)Reference 4:

[http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)\(3\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5](http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)(3)-Publisher FASB-URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5): [http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)\(2\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 6](http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)(2)-Publisher FASB-URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 6): [http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)\(1\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 7](http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)(1)-Publisher FASB-URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 7): [http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 8](http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 8): [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph \(h\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 9](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph (h)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 9): [http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.4-08\(c\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10](http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.4-08(c))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10): <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 470-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/470/tableOfContentReference 11>: <http://www.xbrl.org/2003/role/disclosureRef-Topic 835-SubTopic 30-Name Accounting Standards Codification-Section 45-Paragraph 2-Publisher FASB-URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 12>: <http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13>: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph \(g\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph (g)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14): [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph \(i\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph (i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15): [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 16](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 16): [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 17](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 17): [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph \(c\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 18](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph (c)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 18): [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1E-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1E-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19): [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1I-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 20](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1I-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 20): [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1I-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 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[+ Details](#)

**Name:**us-gaap\_DebtDisclosureTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The entire disclosure for supplier finance program.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-50/tableOfContent>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(a\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3)Reference 5: <http://www.xbrl.org/2003/role/exampleRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 55 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477128/405-50-55-3>

[+ Details](#)

**Name:**us-gaap\_SupplierFinanceProgramTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration  
XML 31 R18.htm IDEA: XBRL DOCUMENT

**Leases** **9 Months Ended**

Oct. 05, 2024

**Leases [Abstract]** LeasesLeases

Substantially all of the Company's leases are for facilities, vehicles and equipment. The initial term for facilities is typically to ten years, with renewal options typically at five-year intervals, with the exercise of lease renewal options at the Company's sole discretion. The Company's vehicle and equipment lease terms are typically to six years. The Company's lease agreements do not contain any material residual value guarantees or material restrictive covenants.fivethree

Total lease cost is included in cost of sales and SG&A in the accompanying condensed consolidated statements of operations and is recorded net of immaterial sublease income. Total lease costs comprised of the following:

**Twelve Weeks Ended Forty Weeks Ended**  
33,666 119,237 108,896 Total lease cost,\$155,210;\$149,748;\$515,570;\$490,222; Operating lease cost\$121,322;\$116,082;\$396,333;\$381,326;Variable lease cost33,888

Other information relating to the Company's lease liabilities was as follows:

**Forty Weeks Ended**Oct 05, 2024Oct 07, 2023Cash paid for amounts included in the measurement of lease liabilities:—Operating cash flows from operating leases\$400,551 \$386,668 Right-of-use assets obtained in exchange for lease obligations: Operating leases\$387,266 \$312,808

During first quarter of 2024, the Company entered into a sale-leaseback transaction where the Company sold a building and land and entered into a three-year lease of the property upon the sale. This transaction resulted in a gain of \$22.3 million and is included in selling, general and administrative expenses on the condensed consolidated

statement of operations.

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_LeasesAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/842-20/tableOfContent>

[+ Details](#)

**Name:**us-gaap\_LesseeOperatingLeasesTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration XML 32 R19.htm IDEA: XBRL DOCUMENT

**Share Repurchase Program 9 Months Ended**

Oct. 05, 2024

**Stock Repurchases: [Abstract] Share Repurchase Program** Share Repurchase Program

The Company's Board of Directors had previously authorized \$2.7 billion to its share repurchase program. The share repurchase program permits the repurchase of the Company's common stock on the open market and in privately negotiated transactions from time to time. Amendment No. 5 to the Company's 2021 Credit Agreement generally prohibits open market share repurchases.

During the twelve and forty weeks ended October 5, 2024 and October 7, 2023, the Company did not purchase any shares of the Company's common stock under the share repurchase program. The Company had \$947.3 million remaining under the share repurchase program as of October 5, 2024.

[- Definition](#)

Stock Repurchase Program: [Abstract]

[+ References](#)

No definition available.

[+ Details](#)

**Name:**aap\_StockRepurchasesAbstract **Namespace Prefix:**aap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The entire disclosure for treasury stock, including, but not limited to, average cost per share, description of share repurchase program, shares repurchased, shares held for each class of treasury stock.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/505-30/tableOfContent>

[+ Details](#)

**Name:**us-gaap\_TreasuryStockTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration XML 33 R20.htm IDEA: XBRL DOCUMENT

**Earnings per Share 9 Months Ended**

Oct. 05, 2024

**Earnings Per Share [Abstract] Earnings Per Share** Earnings per Share

The computations of basic and diluted earnings per share were as follows:

	Forty Weeks Ended-October 5, 2024-October 7, 2023				Twelve Weeks Ended			
Income from continuing operations	\$22,576	\$5,166	\$19,349	\$12,149	\$56,413	\$59,696	\$(74,186)	\$25,363

Net (loss) income applicable to common shares	\$(6,014)	\$(62,037)	\$(78,989)	\$(64,862)	***	Denominator	Basic weighted-average common shares	59,684	59,474	59,618
Dilutive impact of share-based awards	218	156	260	177						

Diluted weighted-average common shares	<sup>1</sup> 59,902	59,630	59,878	59,588	***	Basic (loss) earnings per common share from continuing operations	\$(0.42)	\$(1.25)	\$0.38	\$0.09
Basic earnings per common share from discontinued operations	0.32	0.20	0.95	1.00						

Basic (loss) earnings per common share	\$(0.10)	\$(1.05)	\$(1.33)	\$(1.09)	***	Diluted (loss) earnings per common share from continuing operations	\$(0.42)	\$(1.24)	\$0.38	\$0.09
Diluted earnings per common share from discontinued operations	0.32	0.20	0.94	1.00						
Diluted (loss) earnings per common share	\$(0.10)	\$(1.04)	\$(1.32)	\$(1.09)						

<sup>(1)</sup> For the twelve weeks ended October 5, 2024 and October 7, 2023, 570 thousand and 515 thousand restricted stock units ("RSUs") were excluded from the diluted calculation as their inclusion would have been anti-dilutive. For the forty weeks ended October 5, 2024 and October 7, 2023, 536 thousand and 299 thousand RSUs were excluded from the diluted calculation as their inclusion would have been anti-dilutive.

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_EarningsPerShareAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The entire disclosure for earnings per share.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1) Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/260/tableOfContent> Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2> Reference 4: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-3>

[+ Details](#)

Name:us-gaap\_EarningsPerShareTextBlock Namespace Prefix:us-gaap\_ Data Type:dtr-types:textBlockItemType Balance Type:na Period Type:duration XML 34 R21.htm IDEA: XBRL DOCUMENT

**Share-Based Compensation 9 Months Ended**

Oct. 05, 2024

**Share-Based Payment Arrangement [Abstract]** [Share-Based Compensation](#) Share-Based Compensation

The Company grants time based RSUs, market based RSUs and options to purchase common stock to certain employees under the Company's 2023 Omnibus Incentive Compensation Plan. The general terms of the time-based and market-based RSUs and stock options are similar to awards previously granted by the Company. The Company records compensation expense for the grant date fair value of the option awards evenly over the vesting period.

During the twelve and forty weeks ended October 5, 2024, the Company granted the following time-based and market-based RSUs:

	<b>Twelve Weeks Ended</b>	<b>Forty Weeks</b>
<b>Ended</b>		
<b>Time-based RSUs-</b>		
Number of awards	16.7	499.1
Weighted-average fair value	\$49.11	\$76.84
<b>Market-based RSUs</b>		
Number of awards	—	143.9
Weighted-average fair value	\$—	\$113.31

For time-based RSUs, the fair value of each award was determined based on the market price of the Company's stock on the date of grant adjusted for expected dividends during the vesting period, as applicable. The fair value of each market-based RSU was determined using a Monte Carlo simulation model.

During the twelve and forty weeks ended October 5, 2024, the Company granted the following stock options:

	<b>Twelve Weeks Ended</b>	<b>Forty Weeks</b>
<b>Ended</b>		
Number of awards	—	195.4
Weighted-average fair value	\$—	\$31.86

The fair value of each option was estimated on the date of grant by applying the Black-Scholes option-pricing valuation model.

	<b>Twelve Weeks Ended</b>	<b>Forty Weeks</b>
<b>Ended</b>		
Risk-free interest rate <sup>(1)</sup>	— .%	4.1 -- 4.2 .%
Expected term <sup>(2)</sup>	—	6 years
Expected volatility <sup>(3)</sup>	— %	41.6 - 42.6 %
Expected dividend yield <sup>(4)</sup>	— %	1.4 - 1.5 %

<sup>(1)</sup> The risk-free interest rate is based on the yield in effect at grant for zero-coupon U.S. Treasury notes with maturities equivalent to the expected term of the stock options.

<sup>(2)</sup> The expected term represents the period of time options granted are expected to be outstanding. As the Company does not have sufficient historical data, the Company utilized the simplified method provided by the SEC to calculate the expected term as the average of the contractual term and vesting period.

<sup>(3)</sup> Expected volatility is the measure of the amount by which the stock price has fluctuated or is expected to fluctuate. The Company utilized historical trends and the implied volatility of the Company's publicly traded financial instruments in developing the volatility estimate for its stock options.

<sup>(4)</sup> The expected dividend yield is calculated based on our expected quarterly dividend and the three month average stock price as of the grant date.

The total income tax benefit related to share-based compensation expense for the twelve and forty weeks ended October 5, 2024 was \$2.4 million and \$8.4 million. As of October 5, 2024, there was \$85.4 million of unrecognized compensation expense related to all share-based awards that is expected to be recognized over a weighted-average period of 1.6 years.

[- Definition](#)

The entire disclosure for share-based payment arrangement.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/exampleRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(a\)\(1\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/exampleRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (a)(1)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(h\)\(2\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (h)(2)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(h\)\(2\)\(i\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (h)(2)(i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(l\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (l)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)

[+ Details](#)

**Name:**us-gaap\_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration XML 35 R22.htm IDEA: XBRL DOCUMENT

**Subsequent Events 9 Months Ended**

Oct. 05, 2024

**Subsequent Events [Abstract]** [Subsequent Events](#)Subsequent Events

Sale of Worldpac

On November 1, 2024, the Company completed the sale of Worldpac for a cash consideration of \$1.5 billion, with customary adjustments for working capital and other items. The Company received net proceeds of approximately \$1.2 billion from the transaction after paying transaction fees and taxes. The Company intends to use net proceeds from the transaction for general corporate purposes, which may include the provision of additional working capital, funding internal operational improvement initiatives and repayment or refinancing of outstanding indebtedness.

Credit Agreement Amendment No. 5

On November 13, 2024, the Company entered into Amendment No. 5 to the 2021 Credit Agreement. Amendment No. 5 (i) permits up to \$575 million of certain restructuring charges to be added back to Consolidated EBITDAR (as defined therein), (ii) permits up to \$800 million of unrestricted cash to be netted out of debt in the calculation of the Leverage Ratio (as defined therein), and (iii) reduces the minimum Consolidated Coverage Ratio (as defined therein) to 1.50 to 1.00 through July 12, 2025 and 1.75 to 1.00 thereafter. Amendment No. 5 also reduced the unsecured revolving credit facility under the 2021 Credit Agreement from \$1.2 billion to \$1.0 billion and amended the pricing on the loans thereunder in connection with changes in the Company's credit ratings, as described below.

The interest rates on outstanding amounts, if any, on the revolving facility under the 2021 Credit Agreement will be based, at the Company's option, on Term SOFR (as defined in the 2021 Credit Agreement), plus a margin, or an alternate base rate, plus a margin. The margins per annum for the revolving loan will vary from 0.795% to 1.525% for Term SOFR (with margins of 1.325% or greater applying when credit ratings are below BBB/Baa2) and from 0.00% to 0.525% for alternate base rate (with margins of 0.325% or greater applying when credit ratings are below BBB/Baa2) based on the assigned debt ratings of the Company. A facility fee will be charged on the total revolving facility commitment, payable quarterly in arrears, in an amount that will vary from 0.08% to 0.35% (with rates of 0.250% or greater applying when credit ratings are below BB+/Ba1) per annum based on the assigned debt ratings of the Company.

Amendment No. 5 also updated certain covenants and other limitations on the Company, including (i) expanding the scope of the covenant restricting the ability to create, incur or assume additional debt to cover Advance Auto Parts, Inc., (ii) restricting the Company's rights to complete share repurchases and increase cash dividend amounts, (iii) requiring the Company to grant liens on deposit accounts, inventory and accounts receivables if credit ratings are downgraded below a minimum threshold, (iv) imposing an additional monthly minimum daily liquidity financial covenant of \$750 million, (v) providing for the maturity date under the 2021 Credit Agreement to automatically spring forward to the extent necessary for the 2021 Credit Agreement to mature at least 91 days prior to any scheduled maturity date under any of the Company's senior unsecured notes, (vi) prohibiting further extensions of the maturity date under the 2021 Credit Agreement beyond the existing maturity date, and (vii) eliminating certain baskets for additional indebtedness, liens, and asset sales.

Restructuring Plan

On November 13, 2024, the Company's Board of Directors approved a restructuring and asset optimization plan designed to improve the Company's profitability and growth potential and streamline its operations. This plan anticipates closure of approximately 500 stores, approximately 200 independent locations and four distribution centers by mid-2025, as well as headcount reductions.

The costs that will be incurred as a result of the Company's plan include severance and employee benefit costs, voluntary termination benefits, and other exit costs that qualify as exit and disposal costs. Additionally, the Company expects to incur costs related to the closure of stores, independent locations and distribution centers, including asset-related charges, lease termination fees and other incremental costs to exit facilities. The Company currently estimates that it will incur approximately \$45 million of involuntary and voluntary severance costs and benefits, a range of approximately \$100 - \$250 million of net costs associated with lease terminations, a range of approximately \$130 - \$150 million of other closure-related costs, including closure costs for stores and distribution centers and related consultant fees, and a range of approximately \$75 - \$350 million of asset-related charges and other non-cash costs.

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_SubsequentEventsAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 855 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/855/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 855 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/855/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2)

[+ Details](#)

**Name:**us-gaap\_SubsequentEventsTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration XML 36 R23.htm IDEA: XBRL DOCUMENT

**Supplier Finance Programs 9 Months Ended**

Oct. 05, 2024

**Payables and Accruals [Abstract]** [Supplier Finance Program](#)

**12. Supplier Finance Programs**

The Company maintains supply chain financing agreements with third-party financial institutions to provide the Company's suppliers with enhanced receivables options. Through these agreements, the Company's suppliers, at their sole discretion, may elect to sell their receivables due from the Company to the third-party financial institution at terms negotiated between the supplier and the third-party financial institution. The Company does not provide any guarantees to any third party in connection with these financing arrangements. The Company's obligations to suppliers, including amounts due and scheduled payment terms, are not impacted, and no assets are pledged under the agreements. All outstanding amounts due to third-party financial institutions related to suppliers participating in such financing arrangements are recorded within accounts payable and represent obligations outstanding under these supplier finance programs for invoices that were confirmed as valid and owed to the third-party financial institutions in the Company's Condensed Consolidated Balance Sheets. As of October 5, 2024, and December 30, 2023, \$3.26 billion and \$3.36 billion of the Company's accounts payable were to suppliers participating in these financing arrangements.

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_PayablesAndAccrualsAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

The entire disclosure for supplier finance program.

[+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-50/tableOfContent>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(a\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479468/405-50-50-3)Reference 5: <http://www.xbrl.org/2003/role/exampleRef-Topic 405 -SubTopic 50 -Name Accounting Standards Codification -Section 55 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477128/405-50-55-3>

[+ Details](#)

**Name:**us-gaap\_SupplierFinanceProgramTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration XML 37 R24.htm IDEA: XBRL DOCUMENT

**Subsequent Events 9 Months Ended**

Oct. 05, 2024

**Subsequent Events [Abstract]** [Subsequent Events](#)Subsequent Events

**Sale of Worldpac**

On November 1, 2024, the Company completed the sale of Worldpac for a cash consideration of \$1.5 billion, with customary adjustments for working capital and other items. The Company received net proceeds of approximately \$1.2 billion from the transaction after paying transaction fees and taxes. The Company intends to use net proceeds from the

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#### [- References](#)

No definition available.

#### [+ Details](#)

**Name:**us-gaap\_SubsequentEventsAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

#### [- Definition](#)

The entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business.

#### [+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 855 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/855/tableOfContent> Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2)

#### [+ Details](#)

**Name:**us-gaap\_SubsequentEventsTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration XML 38 R25.htm IDEA: XBRL DOCUMENT

**Pay vs Performance Disclosure - USD (\$) \$ in Thousands** 3 Months Ended 9 Months Ended

Oct. 05, 2024

Oct. 07, 2023

Oct. 05, 2024

Oct. 07, 2023

**Pay vs Performance Disclosure** [Net Income \(Loss\) Attributable to Parent](#) \$ (6,014)\$ (62,037)\$ 78,989\$ 64,862

#### [- References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef-Publisher SEC -Name Regulation S-K -Number 229 -Section 402 -Subsection v -Paragraph 1>

#### [+ Details](#)

**Name:**ecd\_PvpTable **Namespace Prefix:**ecd\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

#### [- Definition](#)

The portion of profit or loss for the period, net of income taxes, which is attributable to the parent.

#### [+ References](#)

Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6> Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9> Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph \(g\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1) Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \(g\)\(3\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2) Reference 5: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(20\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2) Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(c\)\(1\)\(iii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(c)(1)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1) Reference 7: <http://www.xbrl.org/2003/role/disclosureRef-Topic 323 ->

SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481687/323-10-50-3>Reference 8: [http://www.xbrl.org/2003/role/disclosureRef-Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28](http://www.xbrl.org/2003/role/disclosureRef-Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28)Reference 9: <http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3>Reference 11: [http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(b\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1)Reference 12: [http://www.xbrl.org/2003/role/disclosureRef-Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1)Reference 13: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8>Reference 14: [http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11](http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11)Reference 15: [http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11](http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11)Reference 16: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4>Reference 17: <http://www.xbrl.org/2003/role/exampleRef-Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10>Reference 18: <http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7>Reference 19: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(18\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 20: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-07\(9\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1)Reference 21: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.6-09\(1\)\(d\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3)Reference 22: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(i\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 23: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(ii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 24: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(iii\)\(A\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 25: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(iv\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 26: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 27: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(i\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 28: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(A\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 29: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(B\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 30: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iv\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 31: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 32: [http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B](http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B)Reference 33: <http://www.xbrl.org/2003/role/disclosureRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7>Reference 34: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28>Reference 35: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A](http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A)Reference 36: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B](http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B)Reference 37: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-04\(22\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1)





[+ Details](#)

**Name:**us-gaap\_NetIncomeLoss **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:monetaryItemType **Balance Type:**credit **Period Type:**duration XML 39 R26.htm

IDEA: XBRL DOCUMENT

**Insider Trading Arrangements 3 Months Ended**

Oct. 05, 2024

**Trading Arrangements, by Individual** [Rule 10b5-1 Arrangement Adopted](#)false [Non-Rule 10b5-1 Arrangement Adopted](#)false

[- References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef> -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1

[+ Details](#)

**Name:**ecd\_NonRule10b51ArrAdoptedFlag **Namespace Prefix:**ecd\_ **Data Type:**xbri:booleanItemType **Balance Type:**na **Period Type:**duration

[- References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef> -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1

[+ Details](#)

**Name:**ecd\_Rule10b51ArrAdoptedFlag **Namespace Prefix:**ecd\_ **Data Type:**xbri:booleanItemType **Balance Type:**na **Period Type:**duration

[- References](#)

Reference 1: <http://www.xbrl.org/2003/role/presentationRef> -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 - Subparagraph A

[+ Details](#)

**Name:**ecd\_TradingArrByIndTable **Namespace Prefix:**ecd\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration XML 40 R27.htm IDEA: XBRL DOCUMENT

**Significant Accounting Policies (Policies)9 Months Ended**

Oct. 05, 2024

**Accounting Policies [Abstract]** [Recently Issued Accounting Pronouncements - Adopted](#)

Disclosure Improvements

In October 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-06, Disclosure Improvements ("ASU 2023-06"), which defines when companies will be required to improve and clarify disclosure and presentation requirements. This ASU should be applied prospectively, and the effective date will be determined for each individual disclosure based on the effective date of the SEC's removal of the related disclosure. If the applicable requirements have not been removed by the SEC by June 30, 2027, this ASU will not become effective. Early adoption is prohibited. The Company is currently evaluating the impact of adopting ASU 2023-06 on the consolidated financial statements and related disclosures, and does not believe it will have a material impact on the consolidated financial statements.

Improvements to Reportable Segment Disclosures

In November 2023, the FASB issued ASU 2023-07, Improvements to Reportable Segment Disclosures ("ASU 2023-07"), which requires a company to disclose additional, more detailed information about a reportable segment's significant expenses, even if there is one reportable segment, and is intended to improve the disclosures about a public entity's reportable segments. The ASU is effective for fiscal years beginning after December 15, 2023, and for interim periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of the adoption of ASU 2023-07 and believes that the adoption will result in additional disclosures, but will not have any other impact on its consolidated financial statements and segment reporting.

Income Tax Disclosure Improvements

In December 2023, the FASB issued ASU 2023-09, Income Taxes ("ASU 2023-09"), which requires a company to enhance its income tax disclosures. In each annual reporting period, the company should disclose the specific categories used in the rate reconciliation and additional information for reconciling items that meet a quantitative threshold, including disaggregation of taxes paid by jurisdiction. The related disclosures are effective for the fiscal year beginning after December 15, 2024. The Company is currently evaluating the impact of adopting ASU 2023-09 on our consolidated financial statements and related disclosures and believes that the adoption will result in additional disclosures, but will not have any other impact on its consolidated financial statements.

Climate Disclosure Requirements

In March 2024, the SEC issued its final climate disclosure rules, which require the disclosure of climate-related information in annual reports and registration statements. The rules require disclosure in the audited financial statements of certain effects of severe weather events and other natural conditions and greenhouse gas emissions above certain financial thresholds, as well as amounts related to carbon offsets and renewable energy credits or certificates, if material. Additionally, the rule established disclosure requirements regarding material climate-related risks, descriptions of board oversight and risk management activities, the material impacts of these risks on a registrants' strategy, business model and outlook and any material climate-related targets or goals. On April 4, 2024, the SEC determined to voluntarily stay the final rules pending certain legal challenges. Prior to the stay in the new rules, disclosures would have been effective for annual periods beginning January 1, 2025, except for the greenhouse gas emissions disclosure which would have been effective for annual periods beginning January 1, 2026. The Company is currently evaluating the impact of the new rules on the consolidated financial statements and related disclosures.

Disaggregation of Income Statement Expenses

In November 2024, the FASB issued ASU 2024-03, Income Statement-Reporting Comprehensive Income-Expense Disaggregation ("ASU 2024-03"), which requires public entities to disclose more detailed information about certain costs and expenses presented in the income statement, including inventory purchases, employee compensation, selling expenses and depreciation. ASU 2024-03 is effective for fiscal years beginning after December 15, 2026, and for interim periods beginning after December 15, 2027, with early adoption permitted. The Company is currently evaluating the impact of adopting ASU 2024-03 on the consolidated financial statements and related disclosures. [Leases](#) Total lease cost is included in cost of sales and SG&A in the accompanying condensed consolidated statements of operations and is recorded net of immaterial sublease income.

[Fair Value Measurement](#)

For time-based RSUs, the fair value of each award was determined based on the market price of the Company's stock on the date of grant adjusted for expected dividends during the vesting period, as applicable.

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_AccountingPoliciesAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbri:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Disclosure of accounting policy for fair value measurements of financial and non-financial assets, liabilities and instruments classified in shareholders' equity. Disclosures include, but are not limited to, how an entity that manages a group of financial assets and liabilities on the basis of its net exposure measures the fair value of those assets and liabilities.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_FairValueMeasurementPolicyPolicyTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Disclosure of accounting policy for leasing arrangement entered into by lessee.

[+ References](#)

Reference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-1)

[+ Details](#)

**Name:**us-gaap\_LesseeLeasesPolicyTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Disclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact.

[+ References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_NewAccountingPronouncementsPolicyPolicyTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na

**Period Type:**duration XML 41 R28.htm IDEA: XBRL DOCUMENT

**Significant Accounting Policies (Tables)9 Months Ended**

Oct. 05, 2024

**Accounting Policies [Abstract]** [Revenue from External Customers by Products and Services](#)

The following table summarizes disaggregated revenue from contracts with customers by product group from continuing operations:

**Ended-October 5, 2024-October 7, 2023-October 5, 2024-October 7, 2023 Percentage of Sales:**-----Parts and Batteries64 % 64 % 63 % 63 % Accessories and  
Chemicals21 21 22 22 Engine Maintenance14 14 14 14 Other1 1 1 1 Total100%;100%;100%;100;%

[- References](#)

No definition available.

[+ Details](#)

**Name:**us-gaap\_AccountingPoliciesAbstract **Namespace Prefix:**us-gaap\_ **Data Type:**xbrli:stringItemType **Balance Type:**na **Period Type:**duration

[- Definition](#)

Tabular disclosure of entity-wide revenues from external customers for each product or service or each group of similar products or services if the information is not provided as part of the reportable operating segment information.

[+ References](#)

Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40>

[+ Details](#)

**Name:**us-gaap\_ScheduleOfEntityWideInformationRevenueFromExternalCustomersByProductsAndServicesTextBlock **Namespace Prefix:**us-gaap\_ **Data Type:**dtr-types:textBlockItemType **Balance Type:**na **Period Type:**duration XML 42 R29.htm IDEA: XBRL DOCUMENT