0001628280-24-03347710-Q VARONIS SYSTEMS INC 20240730202407301625321625321625321

Number: 001-36324 _____VARONIS SYSTEMS, INC. (Exact name of registrant as specified in its charter)_____Â Delaware57-1222280(State or other jurisdiction ofincorporation or organization)(I.R.S. EmployerIdentification No.)1250 Broadway, 28th FloorNew YorkNY10001(Address of principal executive offices)(Zip Code)(877) 292-8767 (Registrant's telephone number, including area code)Securities registered pursuant to Section 12(b) of the Act:Title of each classTrading Symbol(s)Name of each exchange on which registeredCommon Stock, par value $0.001 per shareVRNSThe NASDAQ Stock Market LLC_____Â Indicate by check mark whether the registrant (1)Â has filed all reports required to be filed by SectionÂ 13 or 15(d) of the Securities and Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2)Â has been subject to such filing requirements for the past 90 days.Â Â Â Â Â½Â Â YesÂ Â Â Â Â¨Â Â NoIndicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).Â Â Â Â Â½Â Â YesÂ Â Â Â Â¨Â Â NoÂ Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act.Â Large accelerated filerÂ½AcceleratedÂ filerÂ¨Â Â Â Â Non-accelerated filerÂ¨ SmallerÂ reportingÂ companyÂ¨Â Â Â Â Â Â EmergingÂ growthÂ companyÂ¨Â If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. Â¨Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).Â Â Â Â Â Â¨ YesÂ Â Â Â Â½Â Â NoÂ As of JulyÂ 26, 2024, there were 112,179,617 shares of common stock, par value $0.001 per share, outstanding.Â TABLE OF CONTENTSPART I. 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OTHER INFORMATION41Â Â Â Item 1.Legal Proceedings41Â Â Â Item 1A.Risk Factors41Item 5.Other Information66Â Â Â Item 6.Exhibits66Â Â SIGNATURES67Â Â EXHIBIT INDEX68PART I.FINANCIAL INFORMATIONItem 1.Financial StatementsVARONIS SYSTEMS, INC. AND SUBSIDIARIESCONDENSED CONSOLIDATED BALANCE SHEETS(in thousands, except share data)Â June 30, 2024December 31, 2023Â (unaudited)AssetsÂ Â Current assets:Â Â Â Cash and cash equivalents$155,403Â $230,740Â Marketable securities427,065Â 253,175Â Short-term deposits44,846Â 49,800Â Trade receivables (net of allowances of $1,682 and $1,487 at June 30, 2024 and December 31, 2023, respectively)122,412Â 169,116Â Prepaid expenses and other current assets66,418Â 64,326Â Total current assets816,144Â 767,157Â Long-term assets:Â Â Â Long-term marketable securities162,972Â 211,063Â Operating lease right-of-use assets47,209Â 51,838Â Property and equipment, net30,075Â 33,964Â Intangible assets, net500Â 1,263Â Goodwill23,135Â 23,135Â Other assets14,780Â 15,490Â Total long-term assets278,671Â 336,753Â Total assets$1,094,815Â $1,103,910Â Liabilities and stockholdersâ€™ equityÂ Â Current liabilities:Â Â Â Trade payables$2,532Â $672Â Accrued expenses and other short-term liabilities123,014Â 125,057Â Deferred revenues208,907Â 181,049Â Total current liabilities334,453Â 306,778Â Long-term liabilities:Â Â Â Convertible senior notes, net251,239Â 250,477Â Operating lease liabilities45,414Â 51,313Â Deferred revenues22Â 886Â Other liabilities5,081Â 4,808Â Total long-term liabilities301,756Â 307,484Â Stockholdersâ€™ equity:Â Â Â Share capitalÂ Â 1Common stock of $0.001 par value - Authorized: 200,000,000 shares at June 30, 2024 and December 31, 2023; Issued and outstanding: 112,179,617 shares at June 30, 2024 and 109,103,721 shares at December 31, 2023112Â 109Â Accumulated other comprehensive loss(10,625)(8,649)Additional paid-in capital1,177,947Â 1,142,578Â Accumulated deficit(708,828)(644,390)Total stockholdersâ€™ equity458,606Â 489,648Â Total liabilities and stockholdersâ€™ equity$1,094,815Â $1,103,910Â The accompanying notes are an integral part of these condensed consolidated financial statements.2VARONIS SYSTEMS, INC. AND SUBSIDIARIESUNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS(in thousands, except share and per share data)Â Â Three Months EndedJune 30,Six Months EndedJune 30,Â 20242023202420232Revenues:Â Â Â Â Term license subscriptions$62,729Â $85,437Â $118,709Â $166,343Â SaaS44,785Â 5,653Â 78,770Â 7,721Â Maintenance and services22,832Â 24,328Â 46,889Â 48,689Â Total revenues130,346Â 115,418Â 244,368Â 222,753Â Cost of revenues22,436Â 17,386Â 43,785Â 35,023Â Gross profit107,910Â 98,032Â 200,583Â 187,730Â Operating expenses:Â Â Â Research and development44,933Â 46,144Â 92,760Â 90,876Â Sales and marketing70,041Â 70,321Â 141,268Â 138,714Â General and administrative21,762Â 21,283Â 43,014Â 40,972Â Total operating expenses136,736Â 137,748Â 277,042Â 270,562Â Operating loss(28,826)(39,716)(76,459)(82,832)Financial income, net8,249Â 8,465Â 16,794Â 16,238Â Loss before income taxes(20,577)(31,251)(59,665)(66,594)Income taxes(3,371)(7,446)(4,773)(10,407)Net loss$(23,948)$(38,697)$(64,438)$(77,001)Net loss per share of common stock, basic and diluted(0.21)(0.35)(0.58)(0.71)Weighted average number of shares used in computing net loss per share of common stock, basic and diluted111,885,305Â 109,740,289Â 110,934,149Â 109,063,722Â Â The accompanying notes are an integral part of these condensed consolidated financial statements.3VARONIS SYSTEMS, INC. AND SUBSIDIARIESUNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS(in thousands)Â Â Three Months EndedJune 30,Six Months EndedJune 30,Â 20242023202420232Net loss$(23,948)$(38,697)$(64,438)$(77,001)Other comprehensive income (loss):Unrealized loss on marketable securities, net of tax(548)(646)(2,800)(496)Income (loss) on marketable securities reclassified into earnings, net of tax(11)(1)(12)5Â (559)(647)(2,812)(491)Unrealized income (loss) on derivative instruments, net of tax2,184Â 311Â 7,224Â (2,021)Loss on derivative instruments reclassified into earnings, net of tax(3,145)(3,302)(6,388)(5,950)(961)(2,991)836Â (7,971)Total other comprehensive loss(1,520)(3,638)(1,976)(8,462)Comprehensive loss$(25,468)$(42,335)$(66,414)$(85,463)The accompanying notes are an integral part of these condensed consolidated financial statements.4VARONIS SYSTEMS, INC. AND SUBSIDIARIESUNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERSâ€™ EQUITY(in thousands, except share data)Â Â Common stockAdditionalpaid-in capitalAccumulatedothercomprehensive income (loss)Accumulated deficitTotalstockholdersâ€™ equityÂ NumberAmountBalance as of DecemberÂ 31, 2022107,673,052Â $108Â $1,055,048Â $(9,557)$(543,474)$502,125Â Stock-based compensation expenseâ€”Â â€”Â 35,811Â â€”Â â€”Â 35,811Â Common stock issued under employee stock plans2,218,811Â 2Â 5,851Â â€”Â â€”Â 5,853Â Taxes paid related to net share settlement of equity awardsâ€”Â â€”Â (16,864)â€”Â â€”Â (16,864)Repurchase of common stock(100,000)â€”Â (2,519)â€”Â â€”Â (2,519)Unrealized loss on derivative instruments, net of taxâ€”Â â€”Â â€”Â (4,980)â€”Â (4,980)Unrealized income on available for sale securities, net of taxâ€”Â â€”Â â€”Â 156Â â€”Â 156Â Net lossâ€”Â â€”Â â€”Â â€”Â (38,304)(38,304)Balance as of MarchÂ 31, 2023109,791,863Â $110Â $1,077,327Â $(14,381)$(581,778)$481,278Â Stock-based compensation expenseâ€”Â â€”Â 39,385Â â€”Â â€”Â 39,385Â Common stock issued under employee stock plans233,974Â â€”Â 36Â â€”Â â€”Â 36Â Taxes paid related to net share settlement of equity awardsâ€”Â â€”Â (2,575)â€”Â â€”Â (2,575)Repurchase of common stock(207,278)â€”Â (5,080)â€”Â â€”Â (5,080)Unrealized loss on derivative instruments, net of taxâ€”Â â€”Â â€”Â (2,991)â€”Â (2,991)Unrealized loss on available for sale securities, net of taxâ€”Â â€”Â â€”Â (647)â€”Â (647)Net lossâ€”Â â€”Â â€”Â â€”Â (38,697)(38,697)Balance as of JuneÂ 30, 2023109,818,559Â $110Â $1,109,093Â $(18,019)$(620,475)$470,709Â The accompanying notes are an integral part of these condensed consolidated financial statements.5Â Common stockAdditionalpaid-in capitalAccumulatedothercomprehensive income (loss)Accumulated deficitTotalstockholdersâ€™ equityÂ NumberAmountBalance as of DecemberÂ 31, 2023109,103,721Â $109Â $1,142,578Â $(8,649)$(644,390)$489,648Â Stock-based compensation expenseâ€”Â â€”Â 32,093Â â€”Â â€”Â 32,093Â Common stock issued under employee stock plans2,485,389Â 3Â 6,411Â â€”Â â€”Â 6,414Â Taxes paid related to net share settlement of equity awardsâ€”Â â€”Â (34,860)â€”Â â€”Â (34,860)Unrealized income on derivative instruments, net of taxâ€”Â â€”Â â€”Â 1,797Â â€”Â 1,797Â Unrealized loss on available for sale securities, net of taxâ€”Â â€”Â â€”Â (2,253)â€”Â (2,253)Net lossâ€”Â â€”Â â€”Â â€”Â (40,490)(40,490)Balance as of MarchÂ 31, 2024111,589,110Â $112Â $1,146,222Â $(9,105)$(684,880)$452,349Â Stock-based compensation expenseâ€”Â â€”Â 30,089Â â€”Â â€”Â 30,089Â Common stock issued under employee stock plans590,312Â â€”Â 3,378Â â€”Â â€”Â 3,378Â Taxes paid related to net share settlement of equity awardsâ€”Â â€”Â (1,748)â€”Â â€”Â (1,748)Unrealized loss on derivative instruments, net of taxâ€”Â â€”Â â€”Â (961)â€”Â (961)Unrealized loss on available for sale securities, net of taxâ€”Â â€”Â â€”Â (559)â€”Â (559)Common stock issued for debt conversion195Â â€”Â 6Â â€”Â â€”Â 6Â Net lossâ€”Â â€”Â â€”Â â€”Â (23,948)(23,948)Balance as of June 30, 2024112,179,617Â $112Â $1,177,947Â $(10,625)$(708,828)$458,606Â The accompanying notes are an integral part of these condensed consolidated financial statements.6VARONIS SYSTEMS, INC. AND SUBSIDIARIESUNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS(in thousands)Â Six Months EndedJune 30,Â 20242023Cash flows from operating activities:Â Â Net loss$(64,438)$(77,001)Adjustments to reconcile net loss to net cash provided by operating activities:Depreciation and amortization5,767Â 5,807Â Stock-based compensation62,182Â 75,196Â Amortization of deferred commissions14,498Â 12,524Â Non-cash operating lease costs4,722Â 4,731Â Amortization of debt issuance costs768Â 754Â Amortization of premium and accretion of discount on marketable securities (7,611)(2,724)Changes in assets and liabilities:Â Â Trade receivables46,704Â 32,311Â Prepaid expenses and other current assets(3,399)(10,065)Deferred commissions(15,297)(12,423)Other long-term assets(58)(447)Trade payables1,860Â (2,282)Accrued expenses and other short-term liabilities(4,374)(5,799)Deferred revenues26,995Â 19,322Â Other long-term liabilities128Â 2,732Â Net cash provided by operating activities68,447Â 42,636Â Cash flows from investing activities:Â Â Proceeds from sales and maturities of marketable securities45,101Â 20,850Â Investment in marketable securities(166,099)(59,698)Proceeds from short-term and long-term deposits14,338Â 162,012Â Investment in short-term and long-term deposits(9,192)(110,652)Purchases of property and equipment(1,116)(2,603)Net cash provided by (used in) investing activities(116,968)9,909Â Cash flows from financing activities:Â Â Proceeds from employee stock plans9,792Â 5,889Â Taxes paid related to net share settlement of equity awards(36,608)(19,439)Repurchase of common stockâ€”Â (7,599)Net cash used in financing activities(26,816)(21,149)Increase (decrease) in cash and cash equivalents(75,337)31,396Â Cash and cash equivalents at beginning of period230,740Â 367,800Â Cash and cash equivalents at end of period$155,403Â $399,196Â Supplemental disclosure of cash flow information:Â Â Cash paid for income taxes$5,739Â $2,400Â Cash paid for interest$1,602Â $1,611Â Supplemental disclosure of non-cash activities:7Lease liabilities arising from obtaining right-of-use assets$285Â $1,159Â Issuance of common stock for debt conversion$6Â $â€”Â The accompanying notes are an integral part of these condensed consolidated financial statements.8NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTSNOTE 1: Â Â Â Â GENERALa.Description of Business:Varonis Systems, Inc. ("VSI" and together with its subsidiaries, collectively, the â€œCompanyâ€ or "Varonis") was incorporated under the laws of the State of Delaware on November 3, 2004, commenced operations on January 1, 2005 and has twelve wholly-owned subsidiaries.The Company's software specializes in data security, threat detection and response and data privacy and compliance. Varonis software enables enterprises of all sizes and industries to protect data stored in the cloud and on-premises including: sensitive files and emails; confidential personal data belonging to customers, patients and employees; financial records; source code, strategic and product plans; and other intellectual property. Recognizing the challenge of protecting data with growing volume, velocity, and variety, the Company has built an integrated platform to simplify and streamline data security, threat detection and response, and data privacy and compliance.The Company offers coverage for more than 40 of the most mission-critical cloud and on-premises data stores, SaaS applications and cloud infrastructure environments. In 2022, Varonis announced the availability of its flagship Varonis Data Security Platform as a SaaS, which offers simpler deployment, faster time-to-value, and groundbreaking new automation capabilities that help customers prevent data breaches.The Varonis Data Security Platform helps enterprises protect data against cyberattacks from both external and internal threats. The Company's products enable enterprises to analyze data, application and account activity and user behavior to detect and prevent attacks. Its software platform prevents or limits unauthorized use of sensitive information, detects and prevents potential cyberattacks and limits potential damage by automatically locking down data, allowing access to only those who need it and automating the removal of stale data when it is no longer useful. The broad applicability of the Company's technology has resulted in its customers deploying its software for numerous use cases. These use cases include: automatic discovery and classification of high-risk, sensitive data; data security posture management; SaaS security posture management; automated remediation of over-exposed data; centralized visibility and risk analysis of enterprise data and monitoring of user behavior and file activity; security monitoring and risk reduction; data breach, insider threat, malware and ransomware detection with Managed Data Detection and Response (MDDR); automatic response to ransomware and other severe incidents to limit exposure and reduce recovery times; data ownership identification, assignment, and automatic involvement; forensics, reporting and auditing with searchable logs; meeting security policy and compliance regulation; automatic data migration; cloud migration; automation of retention and disposition policies; automatic data quarantine; intelligent archiving; and automated indexing for data subject requests related to privacy and compliance requirements.b.Basis of Presentation:The accompanying unaudited condensed consolidated interim financial statements have been prepared in accordance with Article 10 of Regulation S-X, â€œInterim Financial Statementsâ€ and the rules and regulations for Form 10-Q of the Securities and Exchange Commission (the â€œSECâ€). Pursuant to those rules and regulations, the Company has condensed or omitted certain information and footnote disclosure it normally includes in its annual consolidated financial statements prepared in accordance with U.S. generally accepted accounting principles (â€œGAAPâ€). Certain amounts in prior periods' financial statements have been reclassified to conform to the current year's presentation.Â In managementâ€™s opinion, the Company has made all adjustments (consisting only of normal, recurring adjustments, except as otherwise indicated) necessary to fairly present its condensed consolidated financial position, results of operations and cash flows. The Companyâ€™s interim period operating results do not necessarily indicate the results that may be expected for any other interim period or for the full fiscal year. These condensed financial statements and accompanying notes should be read in conjunction with the 2023 consolidated financial statements and notes thereto included in the Companyâ€™s Annual Report on Form 10-K for its fiscal year ended December 31, 2023 filed with the SEC on February 6, 2024Â (the â€œ2023 Form 10-Kâ€). There have been no changes in the significant accounting policies from those that were disclosed in the audited consolidated financial statements for the fiscal year ended December 31, 2023 included in the 2023 Form 10-K, unless otherwise stated.c.Revenue Recognition:9The Company generates revenues primarily in the form of term license subscriptions, SaaS revenues and maintenance and services fees. Term license subscription revenues are sold on-premises and are comprised of time-based licenses whereby customers use the Company's software (including support and unspecified upgrades and enhancements when and if they are available) for a specified period. SaaS revenues, including SaaS with Managed Data Detection and Response, are provided on a subscription basis and allow customers to use hosted software. Over the last few years, the Company has introduced new products and support for cloud applications and infrastructure, including the Varonis Data Security Platform delivered as a SaaS, which was previously only sold as a self-hosted solution. Maintenance and services primarily consist of fees for maintenance of past perpetual license sales (including support and unspecified upgrades and enhancements when and if they are available) and to a lesser extent professional services, which focus on both operationalizing the software and training its customers to fully leverage the use of the Company's products, although the user can benefit from the software without its assistance. The Company sells its products worldwide to a network of distributors and value-added resellers, and payment is typically due within 30 to 60 calendar days of the invoice date.The Company recognizes revenues in accordance with ASC No. 606, â€œRevenue from Contracts with Customers.â€ As such, the Company identifies a contract with a customer, identifies the performance obligations in the contract, determines the transaction price, allocates the transaction price to each performance obligation in the contract and recognizes revenues when (or as) the Company satisfies a performance obligation.Term license subscription software sold on-premises is recognized at the point in time when the software license has been delivered and the benefit of the asset has transferred. Maintenance associated with term license subscription software is recognized ratably over the term of the agreement. SaaS revenue is recognized ratably over the associated contract period, beginning when access is provided and the benefit of the service is available. Conversions from a license sold on-premises to the Companyâ€™s SaaS offering during the original subscription period are accounted for on a pro-rata prospective basis.The Company recognizes revenues from maintenance agreements ratably over the term of the underlying maintenance contract. The term of the maintenance contract is usually one year. Renewals of maintenance contracts create new performance obligations that are satisfied over the new term with the revenues recognized ratably over the contract period.Revenues from professional services consist mostly of time and material services. The performance obligations are satisfied, and revenues are recognized, when the services are provided or once the service term has expired.The Company enters into contracts that can include combinations of products and services, which are generally capable of being distinct and accounted for as separate performance obligations. The license is distinct upon delivery as the customer can derive the economic benefit of the software without any professional services, updates or technical support. The Company allocates the transaction price to each performance obligation based on its relative standalone selling price out of the total consideration of

the contract. For maintenance included in term license subscriptions, the Company determines the standalone selling prices based on the price at which it separately sells a renewal contract. For professional services, the Company determines the standalone selling prices based on the price at which it separately sells those services. For software licenses included in term license subscriptions, the Company uses the residual approach to determine the standalone selling prices due to the lack of history of selling software license on a standalone basis and the highly variable sales price.Trade receivables are generally recorded at the invoice amount mostly for a one-year period, net of an allowance for credit losses.Deferred revenues represent mostly unrecognized fees billed or collected for SaaS and maintenance contracts. Deferred revenues are recognized as (or when) the Company performs under the contract. Pursuant to these contracts, customers are generally not invoiced for subsequent years until the annual renewal occurs. The amount of revenues recognized in the period that was included in the opening deferred revenues balance was $121,691 for the six months ended June 30, 2024.Revenues allocated to remaining performance obligations represent contracted revenues that have not yet been recognized, which includes deferred revenues and non-cancelable amounts that will be invoiced in the future. The Company's remaining performance obligations were $514,669 as of June 30, 2024, of which it expects to recognize approximately 53% as revenue over the next 12 months and the remainder thereafter.For information regarding disaggregated revenues, refer to Note 7.10d.Contract Costs:The Company pays sales commissions to sales and marketing and certain management personnel based on their attainment of certain predetermined sales goals. Sales commissions earned by employees are considered incremental and recoverable costs of obtaining a contract with a customer. Sales commissions paid for initial contracts, which are not commensurate with sales commissions paid for renewal contracts, are capitalized and amortized over an expected period of benefit. Based on its technology, customer contracts and other factors, the Company has determined the expected period of benefit to be approximately four years. Sales commissions for renewal contracts are capitalized and then amortized on a straight-line basis. Amortization expenses related to these costs are included in sales and marketing expenses in the accompanying condensed consolidated statements of operations.e.Derivative Instruments:Â The Companyâ€™s primary objective for holding derivative instruments is to reduce its exposure to foreign currency rate changes. The Company reduces its exposure by entering into forward foreign exchange contracts with respect to revenues and operating expenses that are forecasted to be incurred in currencies other than the U.S. dollar. A majority of the Companyâ€™s revenues and operating expenditures are transacted in U.S. dollars; however, certain revenues and operating expenditures are incurred in or exposed to other currencies, specifically, Euro and Pound Sterling for revenues and the New Israeli Shekel, Euro and Pound Sterling for operating expenses.The Company has established forecasted transaction currency risk management programs to protect against fluctuations in fair value and the volatility of future cash flows caused by changes in exchange rates. The Companyâ€™s currency risk management program includes forward foreign exchange contracts designated as cash flow hedges. In addition, the Company has entered into forward contracts to hedge a portion of its monetary items in the balance sheet, such as trade receivables and payables, denominated in Euro and Pound Sterling for short-term periods (the â€œFair Value Hedging Programâ€). The purpose of the Fair Value Hedging Program is to protect the fair value of the monetary assets from foreign exchange rate fluctuations. Gains and losses from derivatives related to the Fair Value Hedging Program are not designated as hedging instruments. The Company does not enter into derivative financial instruments for trading or speculative purposes.Derivative instruments measured at fair value and their classification on the condensed consolidated balance sheets are presented in the following table (in thousands):11Â Â Assets (liabilities) as of June 30, 2024 (unaudited)Assets (liabilities) as of December 31, 2023Â NotionalAmountFairValueNotionalAmountFairValueForeign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in prepaid expenses and other current assets$3,078Â $1Â $128,411Â $3,372Â Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in accrued expenses and other short-term liabilities$161,280Â $(4,235)$â€”Â $â€”Â Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in long-term other assets$32,442Â $198Â $33,233Â $519Â Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in long-term other liabilities$66,969Â $(1,768)$102,216Â $(1,624)Foreign exchange forward contract derivatives in cash flow hedging relationships for revenues included in prepaid expenses and other current assets$70,748Â $1,011Â $â€”Â $â€”Â Foreign exchange forward contract derivatives in cash flow hedging relationships for revenues included in accrued expenses and other short-term liabilities$4,407Â (1)â€”Â $â€”Â Foreign exchange forward contract derivatives for monetary items included in prepaid expenses and other current assets$â€”Â $â€”Â $39,155Â $36Â Foreign exchange forward contract derivatives for monetary items included in accrued expenses and other short-term liabilities$â€”Â $â€”Â $5,213Â $(7)Â The unaudited condensed consolidated statements of operations reflect a loss of $3,145 and $6,388 for the three and six months ended June 30, 2024, respectively, and a loss of $3,302 and $5,950 for the three and six months ended June 30, 2023, respectively, related to the cash flow hedges.For the three and six months ended June 30, 2024, the unaudited condensed consolidated statements of operations reflect a loss of $66 and a gain of $728, respectively, in financial income, net, related to the Fair Value Hedging Program. For the three and six months ended June 30, 2023, the unaudited condensed consolidated statements of operations reflect a gain of $145 and a loss of $155, respectively, in financial income, net, related to the Fair Value Hedging Program.f.Income Taxes:Â The Company operates in the U.S. and in foreign jurisdictions and is subject to taxes in each country or jurisdiction in which it conducts business. Earnings from its non-U.S. activities are subject to local country income tax and may be subject to U.S. income tax.Because of its history of operating losses, the Company has established a full valuation allowance against potential future benefits for deferred tax assets, including loss carryforwards. Accounting for income taxes for interim periods generally requires the provision for income taxes to be determined by applying an estimate of the annual effective tax rate for the full fiscal year to â€œordinaryâ€ income or loss (pretax income or loss excluding unusual or infrequently occurring discrete items) for the reporting period. For the three and six months ended June 30, 2024, a discrete effective tax rate method was used in jurisdictions where a small change in estimated ordinary income has a significant impact on the annual effective tax rate.In some foreign tax jurisdictions, the Company bases its interim tax accruals on the annual estimated effective tax rate applicable to the Company and its subsidiaries, adjusted for items which are considered discrete to the period. In each quarter, the Company updates its calculation and makes a year-to-date adjustment to its tax provision as necessary. 12The Company's fiscal 2024 annual effective rate differs from the U.S. statutory rate primarily due to R&D capitalization under the terms of Section 174, tax deduction for stock based compensation, and generation or utilization of carry forward net operating loss (â€œNOLâ€) and research and development tax credits resulting in a current provision expense without an offset to deferred expense as the Company remains in a valuation allowance on its U.S. deferred tax assets. For the three months ended June 30, 2024 and 2023, the Company recorded income tax expense of $3,371 and $7,446, respectively, and $4,773 and $10,407 for the six months ended June 30, 2024 and 2023, respectively.The Company's income tax provision could be significantly impacted by estimates surrounding its uncertain tax positions and changes to its valuation allowance. The Company reevaluates the judgments surrounding its estimates and make adjustments as appropriate each reporting period.The Company remains open to federal and state examination to the extent net carry-over unused operating losses and tax credit attributable to those years remain unutilized. As of June 30, 2024, the Company's federal tax returns for the years 2010 through the current period, excluding the 2016 tax year which was audited by the Internal Revenue Service, and most state tax returns for the years 2009 through the current period, are still open to examination.In addition, the Company is subject to the regular examinations of its income tax returns by different tax authorities. The Company regularly assess the likelihood of adverse outcomes resulting from these examinations to determine the adequacy of its provision for income taxes.g.Cash, Cash Equivalents, Marketable Securities and Short-Term Investments: Â Â Â The Company accounts for investments in marketable securities in accordance with ASC No.Â 320, â€œInvestmentsâ€”Debt and Equity Securitiesâ€ and ASC No.Â 326, â€œFinancial Instrumentsâ€”Credit Losses.â€ The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. Cash and cash equivalents consist of cash on hand, highly liquid investments in money market funds and other securities.The Company considers all investments purchased with maturities at the date of purchase greater than three months but less than one year to be short-term. Investments purchased with maturities at the date of purchase greater than one year are classified as long-term assets. Marketable securities are classified as available for sale and are, therefore, recorded at fair value on the condensed consolidated balance sheet, with any unrealized gains and losses reported in accumulated other comprehensive loss, which is reflected as a separate component of stockholdersâ€™ equity in the Companyâ€™s condensed consolidated balance sheets, until realized. The amortized cost of securities is adjusted for amortization of premiums and accretion of discounts to maturity. Such amortization and accretion is included as a component of financial income, net in the condensed consolidated statement of operations. Cash, cash equivalents, marketable securities and deposits consist of the following (in thousands):13Â Â As of June 30, 2024(unaudited)Â AmortizedCostGrossUnrealizedGainsGrossUnrealizedÂ LossesFairValueCash equivalentsÂ Â Â Â Money market funds$56,222Â $â€”Â $â€”Â $56,222Â Total$56,222Â $â€”Â $â€”Â $56,222Â Marketable securitiesUS Treasury securities$417,625Â $â€”Â (544)417,081Â US Government Agency securities9,987Â â€”Â (3)9,984Â Total$427,612Â $â€”Â (547)427,065Â Short-term depositsTerm bank deposits$44,846Â $â€”Â $â€”Â $44,846Â Total$44,846Â $â€”Â $â€”Â $44,846Â Long-term marketable securitiesUS Treasury securities$163,566Â $â€”Â (594)162,972Â Total$163,566Â $â€”Â (594)162,972Â Â As of December 31, 2023Â AmortizedCostGrossUnrealizedGainsGrossUnrealizedÂ LossesFairValueCash equivalentsÂ Â Â Â Money market funds$164,848Â $â€”Â $â€”Â $164,848Â Total$164,848Â $â€”Â $â€”Â $164,848Â Marketable securitiesUS Treasury securities$242,633Â $530Â (1)243,162Â US Government Agency securities9,972Â 41Â â€”Â 10,013Â Total$252,605Â $571Â (1)253,175Â Short-term depositsTerm bank deposits$49,800Â $â€”Â $â€”Â $49,800Â Total$49,800Â $â€”Â $â€”Â $49,800Â Long-term marketable securitiesUS Treasury securities$209,961Â $1,102Â $â€”Â $211,063Â Total$209,961Â $1,102Â $â€”Â $211,063Â Â Unrealized losses associated with investments in available for sale securities have all been in a continuous unrealized loss position of less than one year as of June 30, 2024 and December 31, 2023.14The gross unrealized gains and losses related to these investments were due primarily to changes in interest rates. Available for sale debt securities with an amortized cost basis in excess of estimated fair value are assessed using the credit losses model for marketable securities to determine what portion of that difference, if any, is caused by expected credit losses. Expected credit losses on available for sale debt securities are recognized in financial income, net on the condensed consolidated statements of operations. As of June 30, 2024 and December 31, 2023, the Company did not recognize an allowance for credit losses on available for sale marketable securities.h.Concentration of Credit Risks:Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash, cash equivalents, marketable securities, short-term deposits and trade receivables.Â The Companyâ€™s cash, cash equivalents, marketable securities and short-term deposits are invested in major banks mainly in the United States but also in Israel, France, Canada, the United Kingdom, Germany, the Netherlands, Ireland, Luxembourg, Australia and Singapore. Such deposits in the United States may be in excess of insured limits and are not insured in other jurisdictions. The Company maintains cash and cash equivalents with reputable financial institutions and monitors the amount of credit exposure to each financial institution.Â The Companyâ€™s trade receivables are geographically diversified and derived primarily from sales to a network of distributors and value-added resellers (VARs) mainly in the United States and Europe. Concentration of credit risk with respect to trade receivables is limited by credit limits, ongoing credit evaluation and account monitoring procedures. The Company performs ongoing credit evaluations of its channel partners and establishes an allowance for credit losses based upon a specific review of all significant outstanding invoices, historical collection experience, customer creditworthiness, current, and future economic and market conditions. The Company writes off receivables when they are deemed uncollectible and having exhausted all collection efforts.i.Basic and Diluted Net Loss Per Share:Â Basic net loss per share is computed by dividing net loss by the weighted-average number of shares of common stock outstanding during the period.Diluted net loss per share is computed by giving effect to all potentially dilutive securities, including stock options, restricted stock units, performance stock units and the shares related to the conversion of the 1.25% Convertible Senior Notes issued by the Company on May 11, 2020 and due August 2025 (the "2025 Notes"), to the extent dilutive.Basic and diluted net loss per share was the same for each period presented as the inclusion of all potential shares of common stock outstanding would have been anti-dilutive. There wereÂ 7,807,411Â andÂ 9,268,751Â potentially dilutive shares from outstanding stock options, restricted stock units and performance stock units that were not included in the calculation of diluted net loss per share for the period ending June 30, 2024 and 2023, respectively. Additionally, 8,239,049 shares underlying the conversion option of the 2025 Notes are not considered in the calculation of diluted net loss per share as the effect would be anti-dilutive for the period ending June 30, 2024 and 2023, respectively.j.Recently Issued Accounting Pronouncements Not Yet Adopted:In November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2023-07, Segment Reporting (Topic 280), Improvements to Reportable Segment Disclosures to improve reportable segment disclosure requirements through enhanced disclosures about significant segment expenses on an interim and annual basis. All disclosure requirements of ASU 2023-07 are required for entities with a single reportable segment. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods for the fiscal years beginning after December 15, 2024, and should be applied on a retrospective basis to all periods presented. Early adoption is permitted. The Company is currently evaluating the effect of adopting the ASU on its disclosures.In December 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2023-09, Income Taxes (Topic 740) - Improvements to Income Tax Disclosures. The ASU requires that an entity disclose specific categories in the effective tax rate reconciliation as well as provide additional information for reconciling items that meet a quantitative threshold. Further, the ASU requires certain disclosures of state versus federal income tax expense and taxes paid. The amendments in this ASU are required to be adopted for fiscal years beginning after December 15, 2024. Early 15adoption is permitted and the amendments should be applied on a prospective basis. The Company is currently evaluating the effect of adopting the ASU on its disclosures.NOTE 2: Â Â Â Â FAIR VALUE MEASUREMENTSThe Company evaluates assets and liabilities subject to fair value measurements on a recurring basis to determine the appropriate level to classify them for each reporting period. There have been no transfers between fair value measurements levels during the periods presented. The carrying amounts of cash and cash equivalents, marketable securities, trade receivables, short-term deposits and trade payables approximate their fair value due to the short-term maturity of such instruments.Â The authoritative guidance on fair value measurements establishes a consistent framework for measuring fair value on either a recurring or nonrecurring basis whereby inputs, used in valuation techniques, are assigned a hierarchical level. The following are the hierarchical levels of inputs to measure fair value:Â â€¢Level 1:Â Observable inputs that reflect quoted prices (unadjusted) for identical assets or liabilities in active markets.â€¢Level 2:Â Observable inputs that reflect quoted prices for identical assets or liabilities in markets that are not active; quoted prices for similar assets or liabilities in active markets; inputs other than quoted prices that are observable for the assets or liabilities; or inputs that are derived principally from or corroborated by observable market data by correlation or other means.â€¢Level 3:Â Unobservable inputs reflecting the Companyâ€™s own assumptions incorporated in valuation techniques used to determine fair value. These assumptions are required to be consistent with market participant assumptions that are reasonably available.16The following table sets forth the Companyâ€™s assets and liabilities that were measured at fair value as of June 30, 2024 and December 31, 2023 by level within the fair value hierarchy (in thousands):Â As of June 30, 2024Â (unaudited)As of December 31, 2023Â Level ILevelIILevel IIITotalLevel ILevelIILevel IIITotalFinancial assets:Cash equivalents:Money market funds$56,222Â $â€”Â $â€”Â $56,222Â $164,848Â $â€”Â $â€”Â $164,848Â Marketable securities:US Treasury securitiesâ€”Â 417,081Â â€”Â 417,081Â â€”Â 243,162Â â€”Â 243,162Â US Government Agency securitiesâ€”Â 9,984Â â€”Â 9,984Â â€”Â 10,013Â â€”Â 10,013Â Prepaid expenses and other current assets:Forward foreign exchange contractsâ€”Â 1,012Â â€”Â 1,012Â â€”Â 3,408Â â€”Â 3,408Â Long-term marketable securities:US Treasury securitiesâ€”Â 162,972Â â€”Â 162,972Â â€”Â 211,063Â â€”Â 211,063Â Long-term other assets:Forward foreign exchange contractsâ€”Â 198Â â€”Â 198Â â€”Â 519Â â€”Â 519Â Financial liabilities:Accrued expenses and other short-term liabilities:Forward foreign exchange contractsâ€”Â (4,236)â€”Â (4,236)â€”Â (7)â€”Â (7)Long-term other liabilities:Forward foreign exchange contractsâ€”Â (1,768)â€”Â (1,768)â€”Â (1,624)â€”Â (1,624)Total financial assets (liabilities), net$56,222Â $585,243Â $â€”Â $641,465Â $164,848Â $466,534Â $â€”Â $631,382Â See Note 5 â€œConvertible Senior Notes and Capped Call Transactionsâ€ for the carrying amount and estimated fair value of the Company's 2025 Notes as of June 30, 2024.NOTE 3:Â Â Â Â LEASES The Company has various operating leases for office space, vehicles and office equipment that expire through 2032. The lease agreements generally do not contain any material residual value guarantees or material restrictive covenants. Below is a summary of the Company's operating right-of-use assets and operating lease liabilities (in thousands):June 30, 2024(unaudited)Operating lease right-of-use assets$47,209Â Operating lease liabilities, current$10,092Â Operating lease liabilities, long-term45,414Â Total operating lease liabilities$55,506Â 17Operating lease liabilities, current are included within accrued expenses and other short-term liabilities in the condensed consolidated balance sheet. Some leases include one or more options to renew. The exercise of lease renewal options is typically at the Company's sole discretion; therefore, the majority of renewals to extend the lease terms are not included in our right-of-use assets and lease liabilities as they are not reasonably certain of exercise. The Company regularly evaluates the renewal options, and, when it is reasonably certain of exercise,

it will include the renewal period in its lease term. Lease modifications result in remeasurement of the right-of-use assets and lease liabilities.Some of the real estate leases contain variable lease payments, including payments based on a Consumer Price Index ("CPI"). Variable lease payments based on a CPI are initially measured using the index in effect at lease adoption. Additional payments based on the change in a CPI are recorded as a period expense when incurred. The Company has deposit guarantees issued by a financial institution to secure various operating lease agreements in connection with its office space.Minimum lease payments for the Company's right-of-use assets over the remaining lease periods as ofÂ June 30, 2024, are as follows (in thousands):June 30, 2024Â (unaudited)2024$5,783Â 202511,564Â 20269,607Â 20279,495Â 20289,443Â Thereafter13,983Â Total undiscounted lease payments$59,875Â Less: Imputed interest(4,369)Present value of lease liabilities$55,506Â As of June 30, 2024, the Company had an additional operating lease that had not yet commenced of $2,454. This operating lease will commence in the fourth quarter of 2024 with a lease term through 2028.The weighted average remaining lease terms and discount rates for all operating leases were as follows as of June 30, 2024:Remaining lease term and discount rate:Weighted average remaining lease term (years)5.92Weighted average discount rate2.86Â %Total operating lease cost for the three and six months ended June 30, 2024 was $2,315 and $4,901, respectively, inclusive of sublease income of $381 and $811, respectively. Total operating lease cost for the three and six months ended June 30, 2023 was $2,410 and $4,702, respectively, inclusive of sublease income of $438 and $901, respectively. NOTEÂ 4:Â Â Â Â GOODWILL AND INTANGIBLE ASSETSÂ GoodwillGoodwill represents the excess of the purchase price over the identifiable tangible and intangible assets acquired less liabilities assumed arising from business combinations. The Company believes the goodwill represents the synergies expected from expanded market opportunities when integrating with its offerings.18There were no additions, impairments or any other changes to the carrying amount of goodwill during the three and six months ended June 30, 2024 or during prior periods.Intangible AssetsTotal cost and amortization of intangible assets is comprised of the following (in thousands, except useful life):Estimated Useful LifeJune 30, 2024Intangible assets, net(in years)(unaudited)Developed technology & trademarks4$6,110Â Total intangible assets6,110Â Less: Accumulated amortization5,610Â Total intangible assets, net$500Â Intangible assets are expensed on a straight-line basis over the useful life of the asset. The Company recorded amortization expense of $381 and $762 for the three and six months ended June 30, 2024 and 2023, respectively.The following table summarizes estimated future amortization expense of our intangible assets as of June 30, 2024 (in thousands):Years ending December 31,Amount(unaudited)2024500Â Total future amortization expense$500Â NOTE 5:Â Â Â Â CONVERTIBLE SENIOR NOTES AND CAPPED CALL TRANSACTIONSOn May 11, 2020, the Company issued the 2025 Notes pursuant to an Indenture dated May 11, 2020 (the â€œIndentureâ€). The offering totaled $253,000 aggregate principal amount. The net proceeds to the Company after the initial purchaser discount and issuance costs were approximately $245,158. The Company used $29,348 of the net proceeds from the offering to pay the cost of the capped call transactions described below. The 2025 Notes will mature on August 15, 2025, unless earlier converted, redeemed or repurchased. Interest will be payable semi-annually in arrears on February 15 and August 15 of each year, at a rate of 1.25% per year.The initial conversion rate for the 2025 Notes is 32.5668 shares of the Companyâ€™s common stock for each $1,000 principal amount of the 2025 Notes, which is equivalent to an initial conversion price of approximately $30.71 per share. The conversion rate is subject to adjustment in specified events. The 2025 Notes are convertible into shares of the Companyâ€™s common stock, at the option of a holder, prior to the close of business on the business day immediately preceding February 15, 2025, under certain conditions.In addition, on or after February 15, 2025, a holder may convert all or any portion of its 2025 Notes at any time. During the three months ended June 30, 2024, the conversion feature of the 2025 Notes was triggered and therefore the 2025 Notes are currently convertible, in whole or in part, at the option of the holders from July 1, 2024 through September 30, 2024. Whether the 2025 Notes will be convertible following such period will depend on the continued satisfaction of this condition or another conversion condition. Since the issuance of the 2025 Notes, the Company has received and settled an immaterial amount of conversion notices from the holders. The Company may elect to repay the 2025 Notes in cash, shares of common stock, or a combination of both. The Company has continued to classify the 2025 Notes as long-term debt on its condensed consolidated balance sheet as of June 30, 2024.Effective August 20, 2023, the Company may redeem the 2025 Notes for cash, at its option, subject to the terms and conditions provided in the Indenture.The net carrying amount of the 2025 Notes was as follows (in thousands):19June 30, 2024December 31, 2023(unaudited)Principal$252,994Â $253,000Â Unamortized issuance costs(1,755)(2,523)Net carrying amount$251,239Â $250,477Â The effective interest rate for the three and six months ended June 30, 2024 was 1.87%. The interest expense recognized related to the 2025 Notes for the three and six months ended June 30, 2024 and 2023 was as follows (in thousands):Three Months EndedJune 30,Six Months EndedJune 30,20242023202420232023(unaudited)(unaudited)Contractual interest expense$790Â $790Â $1,581Â $1,581Â Amortization of debt issuance costs385Â 378Â 768Â 754Â Total$1,175Â $1,168Â $2,349Â $2,335Â As of June 30, 2024 and December 31, 2023, the total estimated fair value of the 2025 Notes was approximately $373,515 and $386,201, respectively. The fair value was determined based on the closing trading price per $100 of the 2025 Notes as of the last day of trading for the period. The fair value of the 2025 Notes is primarily affected by the trading price of our common stock and market interest rates. The fair value of the 2025 Notes is considered a Level 2 within the fair value hierarchy and was determined based on inputs that are observable in the market or that could be derived from, or corroborated with, observable market data, quoted price of the 2025 Notes in an over-the-counter market.Capped Call TransactionsIn May 2020, in connection with the pricing of the 2025 Notes, the Company entered into privately negotiated capped call transactions (the â€œCapped Call Transactionsâ€). The Capped Call Transactions are generally expected to reduce the potential dilution to the Companyâ€™s common stock upon any conversion of the 2025 Notes and/or offset any cash payments the Company is required to make in excess of the principal amount of converted 2025 Notes, as the case may be, with such reduction and/or offset subject to a cap initially equal to $47.24 (the "Cap Price").The Capped Call Transactions are separate transactions and are not part of the terms of the 2025 Notes and will not change the holdersâ€™ rights under the 2025 Notes. As the Capped Call Transactions are considered indexed to the Company's stock and are considered equity classified, they are recorded in stockholdersâ€™ equity on the condensed consolidated balance sheet and are not accounted for as derivatives. The cost of the Capped Call Transactions was approximately $29,348 and was recorded as a reduction to additional paid-in capital in 2020.NOTE 6:Â Â Â Â STOCKHOLDERSâ€™ EQUITYa. Stock plans:On NovemberÂ 14, 2013, the Companyâ€™s board of directors adopted the Varonis Systems, Inc. 2013 Omnibus Equity Incentive Plan (the â€œ2013 Planâ€) which was subsequently approved by the Companyâ€™s stockholders. The Company initially reserved 5,713,899 shares of common stock for issuance under the 2013 Plan to employees, directors, officers and consultants of the Company and its subsidiaries. Since January 1, 2016, the share reserve under the 2013 Plan has been automatically increased by an aggregate of 27,579,672 shares. Awards granted under the 2013 Plan generally vest over four years. No awards were granted under the 2013 Plan subsequent to June 5, 2023, and no further awards will be granted under the 2013 Plan.20On October 22, 2020, and as part of the Polyrize Security Ltd. ("Polyrize") acquisition, the Companyâ€™s board of directors approved the assumption of a certain portion of Polyrize Options pursuant to the terms and conditions of the Polyrize 2019 Share Incentive (â€œPolyrize Planâ€). No further awards were or will be granted under the Polyrize Plan.On AprilÂ 20, 2023, the Companyâ€™s board of directors adopted the Varonis Systems, Inc. 2023 Omnibus Equity Incentive Plan (the â€œ2023 Planâ€), subject to approval by our stockholders. On June 5, 2023, the Companyâ€™s stockholders approved the 2023 Plan which became effective and replaced the 2013 Plan. The Company initially reserved 5,500,000 shares of common stock for issuance under the 2023 Plan to employees, directors, officers and consultants of the Company and its subsidiaries. On June 3, 2024, the Companyâ€™s stockholders approved an additional 4,400,000 shares under the 2023 Plan.A summary of employeesâ€™ stock options activities during the six months ended June 30, 2024 is as follows:Â Â Six Months EndedJune 30, 2024 (unaudited)Â NumberWeightedaverageexercise priceAggregateintrinsic value(in thousands)Weighted averageremainingcontractual life(years)Options outstanding as of January 1, 2024573,430Â $7.564Â $21,627Â 0.962Grantedâ€”Â $â€”Â Exercised(535,668)$7.555Â Forfeited and expiredâ€”Â $â€”Â Options outstanding and exercisable as of June 30, 202437,762Â $7.690Â $1,521Â 1.061Â The aggregate intrinsic value in the table above represents the total intrinsic value that would have been received by the option holders had all option holders exercised their options on the last date of the period. Total intrinsic value of options exercised for the six months ended June 30, 2024 was $20,580. As of June 30, 2024, there was no unrecognized compensation cost related to employees and non-employees unvested stock options as all options have vested.b. The options outstanding as of June 30, 2024 (unaudited) separated into exercise prices as follows:Exercise priceOptions outstanding and exercisable as of June 30, 2024Weighted average remaining contractual life (years) of options outstanding and exercisableWeighted average exercise price of options outstanding and exercisable$5.6824,483Â 5.658Â $5.682Â $7.22024,279Â 0.367Â $7.220Â Â $9.9609,000Â 0.644Â $9.960Â Â Â Â 37,762Â 1.061Â $7.690Â c.Options issued to consultants:The Companyâ€™s outstanding options granted to consultants for services as of June 30, 2024 (unaudited) were as follows:Â Grant dateNumber of options outstanding and exercisable as of June 30, 2024Range of exercise priceper shareExercisable throughNovember 2014 - February 201610,500Â $5.623Â â€”$7.220Â November 2024 - February 2026d.Restricted stock units ("RSUs") and performance stock units ("PSUs"):21A summary of RSUs and PSUs for employees, consultants and non-employee directors of the Company for the six months ended June 30, 2024 (unaudited) is as follows:Â Â Number ofshares underlyingoutstandingRSUs and PSUsWeighted-averagegrant datefair valueUnvested balance - January 1, 20248,234,171Â $36.83Â Granted3,557,660Â $42.66Â Vested(3,052,421)$40.20Â Forfeited(980,261)$38.87Â Unvested balance â€” June 30, 20247,759,149Â $37.92Â Â As of June 30, 2024, there was $233,568 of total unrecognized compensation cost related to employees and non-employees unvested restricted stock units and performance stock units which is expected to be recognized over a weighted-average period of 2.493 years.e.2015 Employee Stock Purchase Plan:On May 5, 2015, the Companyâ€™s stockholders approved the Varonis Systems, Inc. 2015 Employee Stock Purchase Plan (the â€œESPPâ€), which the Companyâ€™s board of directors had adopted on March 19, 2015. The ESPP became effective as of June 30, 2015. The ESPP allows eligible employees to purchase shares of the Companyâ€™s common stock at a discount through payroll deductions of up to 15% of their eligible compensation, at not less than 85% of the fair market value of the Companyâ€™s common stock on the first day or last trading day in the offering period, subject to any plan limitations. The Company initially reserved 1,500,000 shares of common stock for issuance under the ESPP. The number of shares available for issuance under the ESPP was increased on January 1, 2016 and has been, and will be, increased each January 1 thereafter, by an amount equal to the lesser of (i) one percent (1%) of the number of shares of common stock issued and outstanding on each December 31 immediately prior to the date of increase, except that the amount of each such increase will be limited to the number of shares of common stock necessary to bring the total number of shares of common stock available for issuance under the ESPP to two percent (2%) of the number of shares of common stock issued and outstanding on each such December 31, or (ii) 1,200,000 shares of common stock. Since January 1, 2016, the share reserve under the ESPP has been automatically increased by an aggregate of 3,908,910 shares. The ESPP will continue in effect until the earlier of (i) the date when no shares of common stock are available for issuance thereunder or (ii) June 30, 2025; unless terminated prior thereto by the Companyâ€™s board of directors or compensation committee, each of which has the right to terminate the ESPP at any time.f.Stock-based compensation expense for employees and consultants:Â The Company recognized stock-based compensation expense in the condensed consolidated statements of operations as follows (in thousands):Â Â Three Months EndedJune 30,Six Months EndedJune 30,Â 20242023202420232023(unaudited)(unaudited)Cost of revenues$1,298Â $2,030Â $2,660Â $4,530Â Research and development8,856Â 13,634Â 20,615Â 26,157Â Sales and marketing10,655Â 13,898Â 21,125Â 26,660Â General and administrative9,280Â 9,822Â 17,782Â 17,848Â Total$30,089Â $39,384Â $62,182Â $75,195Â 22NOTE 7:Â Â Â Â GEOGRAPHIC INFORMATION AND MAJOR CUSTOMER DATASummary information about geographic areas:Â ASC 280, â€œSegment Reporting,â€ establishes standards for reporting information about operating segments. Operating segments are defined as components of an enterprise about which separate financial information is available that is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing performance. The Company manages its business on the basis of one reportable segment and unit and derives revenues mainly from subscription licensing, SaaS revenues and maintenance and services fees (see Note 1 for a brief description of the Companyâ€™s business). The following is a summary of revenues within geographic areas (in thousands):Â Â Three Months EndedJune 30,Six Months EndedJune 30,Â 20242023202420232023 (unaudited)(unaudited)Revenues based on customerâ€™s location:Â Â North America$95,566Â $84,514Â $181,722Â $165,763Â EMEA (*)29,070Â 27,227Â 53,223Â 50,145Â Rest of World5,710Â 3,677Â 9,423Â 6,845Â Total revenues$130,346Â $115,418Â $244,368Â $222,753Â Â Â Â Â (*) Revenues to customers in France accounted for 10.1% and 11.3% of total revenues for the three months ended June 30, 2024 and 2023, respectively.For the three and six months ended June 30, 2024 and 2023, respectively, there were no revenues to a single customer exceeding 10% of total revenues.The following is a summary of long-lived assets, including property and equipment, net and operating lease right-of-use assets, within geographic areas (in thousands):As ofAs ofÂ June 30, 2024December 31, 2023Â (unaudited)Â Long-lived assets by geographic region:Â Â United States$33,338Â $35,791Â Israel30,152Â 34,755Â Ireland12,228Â 13,240Â Other1,566Â 2,016Â Â $77,284Â $85,802Â 23Item 2.Managementâ€™s Discussion and Analysis of Financial Condition and Results of OperationsÂ The following discussion and analysis of our financial condition and results of operations should be read in conjunction with our condensed consolidated financial statements and related notes appearing elsewhere in this Quarterly Report on Form 10-Q and our Annual Report on Form 10-K for our fiscal year ended December 31, 2023.Special Note Regarding Forward-Looking StatementsÂ This report contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those discussed in the forward-looking statements. The statements contained in this report that are not purely historical are forward-looking statements within the meaning of SectionÂ 27A of the Securities Act of 1933, as amended (the â€œSecurities Actâ€), and SectionÂ 21E of the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€). Forward-looking statements are often identified by the use of words such as, but not limited to, â€œanticipate,â€ â€œbelieve,â€ â€œcan,â€ â€œcontinue,â€ â€œcould,â€ â€œestimate,â€ â€œexpect,â€ â€œintend,â€ â€œmay,â€ â€œplan,â€ â€œproject,â€ â€œseek,â€ â€œshould,â€ â€œstrategy,â€ â€œtarget,â€ â€œwill,â€ â€œwouldâ€ and similar expressions or variations intended to identify forward-looking statements. These statements are based on the beliefs and assumptions of our management based on information currently available to management. Such forward-looking statements are subject to risks, uncertainties and other important factors that could cause actual results and the timing of certain events to differ materially from future results expressed or implied by such forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to, those identified below and those discussed in the section titled â€œRisk Factorsâ€ included under Part II, ItemÂ 1A below. Furthermore, such forward-looking statements speak only as of the date of this report. Except as required by law, we undertake no obligation to update any forward-looking statements to reflect events or circumstances after the date of such statements.The Transition to a SaaS-Based Business ModelIn response to the evolving needs of our customers and the growing threat landscape, we are strategically transitioning to a SaaS delivery model. This transition is driven by the increased importance of a data-centric approach to security and the demand for comprehensive protection in the face of heightened cyber risks, collaboration across multiple platforms, the adoption of generative AI tools and the necessity for compliance. Enterprises now use many different combinations of on-premises and cloud data stores, SaaS applications and IaaS environments and this complexity requires a greater level of automated protection. We believe our offering provides comprehensive data coverage and our ability to address this demand will become key driver of our growth.In the second half of 2021, we launched our first SaaS offering, introducing new products and support for cloud infrastructure and applications. On October 31, 2022 we announced the availability of our flagship Varonis Data Security Platform as a SaaS, which was previously only sold as a self-hosted solution. The benefits of SaaS delivery are widely established for both customers and providers, and we believe this evolution of a SaaS delivery option for the Varonis Data Security Platform will be transformational. The advantages include: quicker and easier deployment and maintenance of solutions with reduced infrastructure and personnel requirements; a lower total cost of ownership; faster deployment of risk assessments, which is the core of our sales motion; enhanced threat detection; continual threat model updates; increased automation for securing data in place; and the ability to deliver additional features and functionality to customers more efficiently. In addition, our Managed Data Detection and Response offering further reduces both the likelihood of a breach and its potential impact by enabling automated 24x7x365 monitoring with a service level agreement (SLA) that ensures Varonis will respond to alerts within a specified time frame. Our MDDR offering is only available for our SaaS customers because of the automation and visibility thatâ€™s built into our SaaS platform.Recognizing the potential of a SaaS business model, we plan to transition to a predominately SaaS delivery model over the next several years. We expect our flagship Varonis Data Security Platform as a SaaS to grow significantly over this time and become the primary driver of our revenues. During this transition, we expect our revenues to be negatively impacted due to revenue recognition accounting treatment headwinds associated with the increase in SaaS sales and existing customer conversions to SaaS. These revenue headwinds will be dependent on the pace of the transition.OverviewÂ Varonis is a leader in data security as, since we started operations in 2005, we recognized that an enterprise's capacity to

create and share data far exceeded its capacity to protect it. We believed that rapid data growth combined with increasing information dependence would change the global economy and the risk profiles of corporations and governments. Our focus has been on using innovation to address the cyber-implications of these trends, creating software that provides new ways to track, alert and protect data wherever it is stored. 24We sell substantially all of our products and services to channel partners, including distributors and resellers, which sell to end-user customers, which we refer to in this report as our customers. We believe that our sales model, which combines the leverage of a channel sales model with our highly trained and professional sales force, has and will continue to play a major role in our ability to grow and to successfully deliver our unique value proposition for enterprise data. While our products serve customers of all sizes, across industries and across geographies, the marketing focus and majority of our sales focus is on targeting organizations with 1,000 users or more who can make larger initial purchases with us and, over time, have a greater potential lifetime value. Our customers span leading firms in the financial services, public, healthcare, industrial, insurance, technology, energy and utilities, consumer and retail, education and construction and engineering sectors. We believe our existing customer base serves as a strong source of incremental future revenues given our broad platform of products, their growing volumes and complexity of enterprise data and related security concerns. We will continue our focus on targeting organizations with 1,000 users or more who can make larger purchases with us initially and over time. We are also focused on maintaining a high renewal rate by investing in the quality and reliability of our customer service and support teams to ensure our customers receive value from our products and providing software upgrades and enhancements when and if they are available. Our product offering currently contains coverage for more than 40 of the most critical on-premises and cloud data stores and applications and our renewal rate continued to be over 90% for the six months ended June 30, 2024.We believe there is a significant long-term growth opportunity in both domestic and international markets, which could include any organization that relies on data stored in SaaS applications, IaaS environments, NAS devices, file shares, databases and email servers. For the three and six months ended June 30, 2024, approximately 74% of our revenues were derived from North America, while approximately 22% of our revenues were derived from EMEA and approximately 4% from ROW. Additionally, despite the revenue recognition headwinds from the accounting treatment associated with the positive trend of our increase in SaaS sales and existing customer conversions to SaaS, total revenues still grew approximately 10% for the six months ended June 30, 2024 compared with the six months ended June 30, 2023. We continue to expect expansion in both domestic and international markets to be key components of our long-term growth strategy. Over the last few years, however, our operations around the world were negatively impacted by broader macroeconomic conditions, including a higher inflation and interest rate environment and a general economic slowdown. As a result, we have seen changes in customer buying patterns including, some budgetary tightening and longer renewal cycles, a trend which may continue for the foreseeable future.We continue to expand our domestic and international operations as part of our long-term growth strategy. While the expansion of our domestic operations is focused primarily on our underpenetrated territories, the expansion of our international operations depends in particular on our ability to hire, integrate and retain local sales personnel in these international markets, acquire new channel partners and implement an effective marketing strategy. Given the nominal amount of our ROW revenues, our ROW revenue growth rates have fluctuated in the past and may fluctuate in the future based on the timing of deal closures. In addition, the further expansion of our international operations will increase our sales and marketing and general and administrative expenses and will subject us to a variety of risks and challenges, including those related to economic and political conditions in each region, compliance with foreign laws and regulations, and compliance with domestic laws and regulations applicable to our international operations.Since inception, we have continued to scale our business and execute on strategic initiatives which we believe have positioned us for durable long-term growth. For the three and six months ended June 30, 2024, we have continued to grow our revenues despite revenue recognition accounting treatment headwinds associated with the increase in SaaS sales and existing customer conversions to SaaS. For the three months ended June 30, 2024 and 2023, SaaS revenues were $44.8 million and $5.7 million, respectively. For the six months ended June 30, 2024 and 2023, SaaS revenues were $78.8 million and $7.7 million, respectively. For the three months ended June 30, 2024 and 2023, our total revenues were $130.3Â million and $115.4 million, respectively. For the six months ended June 30, 2024 and 2023, our total revenues were $244.4 million and $222.8 million, respectively. For the three months ended June 30, 2024 and 2023, we had operating losses of $28.8Â million and $39.7 million and net losses of $23.9Â million and $38.7 million, respectively. For the six months ended June 30, 2024 and 2023, we had operating losses of $76.5 million and $82.8 million and net losses of $64.4 million and $77.0 million, respectively.Instability in the Middle EastDue to the war that began on October 7, 2023, a portion of our employees in Israel have been called to active reserve duty and additional employees may be called in the future, if needed. The Company has a business continuity plan and will remain aware and responsive to the evolving situation. However, it is possible that some of our operations in the region may be disrupted if the situation deteriorates further.25Key Performance Indicators and Recent Business HighlightsAnnual Recurring RevenuesAnnual recurring revenues is a key performance indicator defined as the annualized value of active term-based subscription license contracts, SaaS contracts and maintenance contracts in effect at the end of that period. Subscription license contracts, SaaS contracts and maintenance contracts are annualized by dividing the total contract value by the number of days in the term and multiplying the result by 365. As of June 30, 2024 and 2023, ARR was $584.2 million and $497.0 million, respectively, an increase of 18% period over period. The annualized value of contracts is a legal and contractual determination made by assessing the contractual terms with our customers. The annualized value of these contracts is not determined by reference to historical revenues, deferred revenues or any other GAAP financial measure over any period. ARR is not a forecast of future revenues and can be impacted by contract start and end dates and renewal rates. We expect ARR to continue to increase in absolute dollars.Transition to SaaS-Based Business Model and SaaS as a Percentage of ARR Over the last two years, we have strategically expanded our offering to include SaaS solutions. Recognizing the established benefits of SaaS for both customers and us, we plan to transition our business to a predominantly SaaS delivery model over the next several years. Due to differences in the revenue recognition accounting treatment, the transition to a SaaS based-business model may produce revenue headwinds which may cause significant variation in the reported revenues for a given period compared to the same period in the previous year. As of June 30, 2024, SaaS as a percentage of total ARR was approximately 36% and we expect this percentage to increase as we continue the transition to a SaaS delivery model.Remaining Performance ObligationsRemaining performance obligations ("RPO") represent contracted revenues that have not yet been recognized, which includes deferred revenues and non-cancelable amounts that will be invoiced in the future. Our RPO was $514.7 million as of June 30, 2024. We expect RPO to continue to increase in absolute dollars as we transition to a predominately SaaS-based company.Components of Operating ResultsRevenuesÂ Term License Subscription Revenues. Term license subscription revenues relate to subscription license revenues which are sold on-premises and are recognized at the point in time when the software license has been delivered and the benefit of the asset has transferred. Maintenance associated with subscription licenses is recognized ratably over the term of the agreement. Due to the transition to a predominately SaaS delivery model, we expect term license subscription revenues to continue to decline.SaaS Revenues. SaaS revenues relate to the Company's SaaS platform. Over the last two years, the Company began to offer SaaS solutions to its customers, including its (i) flagship Data Security Platform as a SaaS that was previously only sold as a self-hosted solution and (ii) DatAdvantage Cloud product line. Each of these products allow customers to use hosted software, and the related revenue from these products is recognized ratably over the associated contract period. Over the next several years, we expect SaaS revenues to grow considerably and become the primary driver of our revenues. Conversions from a license sold on-premises to our SaaS offering during the original subscription period are accounted for on a pro-rata prospective basis. Due to the transition to a predominately SaaS business model, the timing of renewals and renewal rates, we could produce significant variation in the revenues we recognize in a given period. Maintenance and Services Revenues. Maintenance and services revenues consist of revenues from maintenance agreements of past perpetual license sales and, to a lesser extent, professional services. Customers with maintenance agreements are entitled to receive support and unspecified upgrades and enhancements when and if they become available. We recognize the revenues associated with maintenance ratably over the associated contract period. We measure the renewal rate for our customers over a 12-month period, based on a dollar renewal rate for contracts expiring during that time period. Our renewal rate for each of the six months ended June 30, 2024 and 2023 continued to be over 90%. We do not expect perpetual license revenues in the future and, therefore, we expect the associated maintenance and support to continue to decline despite the strong renewal rates. We also offer professional services, generally provided on a time and materials basis, focused on training our 26customers in the use of our products. We recognize the revenues associated with these professional services as we deliver the services, provide the training or when the service term has expired. Professional services have always been a small percentage of our total revenues and we expect it to continue to be a small percentage. As such, maintenance and services revenues are expected to continue to decline.The following table sets forth the percentage of our revenues that have been derived from subscription licenses and maintenance and services revenues for the periods presented.Â Â Three Months EndedJune 30,Six Months EndedJune 30,Â 202420232024023(as a percentage of total revenues)Revenues:Â Â Term license subscriptions48.1Â %74.0Â %48.6Â %74.7Â %SaaS34.4Â 4.9Â 32.2Â 3.4Â Maintenance and services17.5Â 21.1Â 19.2Â 21.9Â Total revenues100.0Â %100.0Â %100.0Â %100.0Â %Â Our products are used by a wide range of enterprises, including FortuneÂ 500 corporations and small and medium-sized businesses. Our customers span a broad array of industries and are located in 95 countries.Â Cost of Revenues, Gross Profit and Gross MarginÂ Cost of revenues consist primarily of salaries (including payroll tax expense related to stock-based compensation), employee benefits (including commissions and bonuses) and stock-based compensation for our customer support, customer success and services employees; third-party hosting fees; amortization of acquired intangible assets; travel expenses; and allocated overhead costs for facilities, IT and depreciation. We recognize expenses related to these costs as they are incurred and expect that these costs will increase in absolute dollars as we continue to invest in our customer success, support and MDDR teams, move to a SaaS delivery model and support the underlying programs that play a critical role in maintaining our high renewal rate.Gross profit is total revenues less total cost of revenues. Gross margin is gross profit expressed as a percentage of total revenues. As the majority of our expenses are relatively fixed quarter over quarter and due to the seasonality of our business, the first quarter typically results in the lowest gross margin as our first quarter revenues have historically been the lowest for the year. Conversely, the fourth quarter typically results in the highest gross margin as our fourth quarter revenues have historically been the highest for the year. As we transition to a predominately SaaS-based company, we expect this seasonality to decrease due to differences in the revenue recognition accounting treatment.Operating ExpensesÂ Operating expenses are classified into three categories: research and development, sales and marketing and general and administrative. For each category, the largest component is personnel costs, which consists of salaries (including payroll tax expense related to stock-based compensation), employee benefits (including commissions and bonuses) and stock-based compensation. Operating expenses also include allocated overhead costs for facilities, IT and depreciation. Allocated costs for facilities primarily consist of rent and office maintenance. Operating expenses are generally recognized as incurred. As a company, we have always aimed to tie our level of investment in the business to the revenues we expect to achieve and we actively manage expenses across the business. We expect personnel costs to continue to increase in absolute dollars as we continue to grow our business.Research and Development. Research and development expenses primarily consist of personnel costs attributable to our research and development personnel, as well as allocated overhead costs. We expense research and development costs as incurred. We expect that our research and development expenses will continue to increase in absolute dollars as we further strengthen our technology platform and invest in the development of both existing and new products through the hiring of talented and capable employees. 27Sales and Marketing. Sales and marketing expenses are the largest component of our operating expenses and consist primarily of personnel costs, as well as marketing and business development costs, travel expenses, third-party hosting fees, training and education and allocated overhead costs. We expect that sales and marketing expenses will continue to increase in absolute dollars as we plan to expand our sales and marketing efforts, both domestically and internationally. We also expect sales and marketing expenses to continue to be our largest category of operating expenses.General and Administrative. General and administrative expenses primarily consist of personnel and facility-related costs for our executive, finance, legal, human resources and administrative personnel. Other expenses are comprised of legal, accounting and other consultant fees and other corporate expenses and allocated overhead. We expect that general and administrative expenses will increase in absolute dollars as we expand our operations.Financial Income (Expenses), NetÂ Financial income (expenses), net consists primarily of interest income, foreign exchange gains or losses, amortization of debt issuance costs and interest expense. Interest income represents interest received on our cash, cash equivalents, marketable securities, deposits and amortization of premiums and accretion of discounts related to our investment in available for sale marketable securities. Foreign exchange gains or losses relate to our business activities in foreign countries with different operational reporting currencies. As a result of our business activities in foreign countries, we expect that foreign exchange gains or losses will continue to occur due to fluctuations in exchange rates in the countries where we do business. Amortization of debt issuance costs relate to the 2025 Notes we issued in May 2020. Interest expense consists of the contractual interest expenses associated with the 2025 Notes. Income TaxesÂ We operate in several tax jurisdictions and are subject to taxes in each country or jurisdiction in which we conduct business. Earnings from our non-U.S. activities are subject to local country income tax and may be subject to U.S. income tax.Because of our history of operating losses, we have established a full valuation allowance against potential future benefits for deferred tax assets, including loss carryforwards. Our income tax provision could be significantly impacted by estimates surrounding our uncertain tax positions and changes to our valuation allowance in future periods. We reevaluate the judgments surrounding our estimates and make adjustments as appropriate each reporting period.In addition, we are subject to the regular examinations of our income tax returns by different tax authorities. For example, we are currently subject to an income and a withholding tax audit in Israel and a state tax audit in the United States. We regularly assess the likelihood of adverse outcomes resulting from these examinations to determine the adequacy of our provision for income taxes.28Results of OperationsÂ Comparison of the Three Months Ended June 30, 2024 and 2023Â The following tables are a summary of our condensed consolidated statements of operations for the three months ended June 30, 2024 and 2023 in dollars and as a percentage of our total revenues.Â Â Three Months EndedJune 30,Â 20242023(unaudited)(in thousands)Statement of Operations Data:Â Â Revenues:Â Â Term license subscriptions$62,729Â $85,437Â SaaS44,785Â 5,653Â Maintenance and services22,832Â 24,328Â Total revenues130,346Â 115,418Â Cost of revenues22,436Â 17,386Â Gross profit107,910Â 98,032Â Operating expenses:Â Â Research and development44,933Â 46,144Â Sales and marketing70,041Â 70,321Â General and administrative21,762Â 21,283Â Total operating expenses136,736Â 137,748Â Operating loss(28,826)(39,716)Financial income, net8,249Â 8,465Â Loss before income taxes(20,577)(31,251)Income taxes(3,371)(7,446)Net loss$(23,948)$(38,697)Â Â Three Months EndedJune 30,Â 20242023(as a percentage of total revenues)Statement of Operations Data:Â Â Revenues:Â Â Term license subscriptions48.1Â %74.0Â %SaaS34.4Â 4.9Â Maintenance and services17.5Â 21.1Â Total revenues100.0Â 100.0Â Cost of revenues17.2Â 15.1Â Gross profit82.8Â 84.9Â Operating expenses:Â Â Research and development34.5Â 40.0Â Sales and marketing53.7Â 60.9Â General and administrative16.7Â 18.4Â Total operating expenses104.9Â 119.3Â Operating loss(22.1)(34.4)Financial income, net6.3Â 7.3Â 29Loss before income taxes(15.8)(27.1)Income taxes(2.6)(6.4)Net loss(18.4)%(33.5)%Â RevenuesÂ Three Months EndedJune 30,Â Â 20242023% Change(unaudited)(in thousands)Â Revenues:Â Â Â Term license subscriptions$62,729Â $85,437Â (26.6)%SaaS44,785Â 5,653Â 692.2Â %Maintenance and services22,832Â 24,328Â (6.1)%Total revenues$130,346Â $115,418Â 12.9Â %Â Â Three Months EndedJune 30,Â 20242023(as a percentage of total revenues)Revenues:Â Â Term license subscriptions48.1Â %74.0Â %SaaS34.4Â 4.9Â Maintenance and services17.5Â 21.1Â Total revenues100.0Â %100.0Â %For the three months ended June 30, 2024, our revenues increased 13% compared to the three months ended June 30, 2023 despite the positive trend of increased SaaS sales and existing customer conversions to SaaS which cause headwinds due to accounting treatment differences in revenue recognition. SaaS revenues increased 692% from $5.7 million for the three months ended June 30, 2023 to $44.8 million for the three months ended June 30, 2024 as we progress through our transition to a predominantly SaaS delivery model. The increase in SaaS revenues was driven by new customer acquisitions, existing customers conversions and our high renewal rate. Consequently, there was an expected decrease to term license subscriptions given the aforementioned transition and customer conversions, a trend we expect to continue in the future. ARR was $584.2 million and $497.0 million as of June 30, 2024 and 2023, respectively, representing an increase of 18%. The anticipated decrease in maintenance and services revenues was due to churn and the conversion of existing customers to SaaS despite our renewal rate continuing to be over 90% for each of the three months ended June 30, 2024 and 2023. We continue to expect less associated maintenance and services revenues in the future.Cost of Revenues and Gross MarginÂ Three Months EndedJune 30,Â Â 20242023% ChangeÂ (unaudited)(in thousands)Â Cost of revenues$22,436Â $17,386Â 29.0Â %30Â Â Three Months EndedJune 30,Â 20242023Â (as a percentage of total revenues)Total gross margin82.8Â %84.9Â %The increase in cost of revenues was primarily related to a $3.1 million increase in salaries and benefits and stock-based compensation expense due to increased headcount for customer success personnel to assist with the transition to a SaaS delivery model, including our recently introduced MDDR offering, ensure high customer satisfaction and maintain our strong renewal rates. The increase is also due to a $1.9 million increase in third-party hosting costs associated with our transition to a SaaS delivery model.Â Operating

ExpensesÂ Three Months EndedJune 30,Â Â 20242023% ChangeÂ (unaudited)(in thousands)Â Operating expenses:Â Â Â Research and development$44,933Â $46,144Â (2.6)%Sales and marketing70,041Â 70,321Â (0.4)%General and administrative21,762Â 21,283Â 2.3Â %Total operating expenses$136,736Â $137,748Â (0.7)%Â Three Months EndedJune 30,Â 20242023Â (as a percentage of total revenues)Operating expenses:Â Â Research and development34.5Â %40.0Â %Sales and marketing53.7Â 60.9Â General and administrative16.7Â 18.4Â Total operating expenses104.9Â %119.3Â %Â The decrease in research and development expenses was primarily related to a $2.0 million decrease in salaries and benefits and stock-based compensation expense. This is partially offset by a $0.4 million increase in third-party hosting costs associated with our transition to a SaaS delivery model and an increase of $0.2 million in facilities and allocated overhead costs. The decrease in sales and marketing expenses was primarily related to a $3.5 million decrease in salaries and benefits and stock-based compensation expense and a decrease of $0.3 million in facilities and allocated overhead costs. This is partially offset by an increase of $3.5 million in general sales and marketing expenses, including increased travel, marketing events and third-party hosting costs associated with our transition to a SaaS delivery model.The increase in general and administrative expenses was primarily related to an increase of $0.3 million in salaries and benefits and stock-based compensation expense primarily due to increased headcount to support the overall growth of our business.31Financial Income, NetÂ Three Months EndedJune 30,Â Â 20242023% Change(unaudited)(in thousands)Financial income, net$8,249Â $8,465Â (2.6)%Â The decrease in financial income, net was primarily due to less foreign currency gain, partially offset by higher interest income.Income TaxesÂ Three Months EndedJune 30,Â Â 20242023% Change(unaudited)(in thousands)Income taxes$(3,371)$(7,446)54.7Â %Â Income taxes for the three months ended June 30, 2024, including the decrease in income taxes, were comprised of U.S. and foreign income taxes.Results of OperationsÂ Comparison of the Six Months Ended June 30, 2024 and 2023 Â The following tables are a summary of our condensed consolidated statements of operations for the six months ended June 30, 2024 and 2023 in dollars and as a percentage of our total revenues.Â Â Six Months EndedJune 30,Â 20242023Â (unaudited)(in thousands)Statement of Operations Data:Â Â Revenues:Â Â Term license subscriptions$118,709Â $166,343Â SaaS78,770Â 7,721Â Maintenance and services46,889Â 48,689Â Total revenues244,368Â 222,753Â Cost of revenues43,785Â 35,023Â Gross profit200,583Â 187,730Â Operating expenses:Â Â Research and development92,760Â 90,876Â Sales and marketing141,268Â 138,714Â General and administrative43,014Â 40,972Â Total operating expenses277,042Â 270,562Â Operating loss(76,459)(82,832)Financial income, net16,794Â 16,238Â Loss before income taxes(59,665)(66,594)32Income taxes(4,773)(10,407)Net loss$(64,438)$(77,001)Â Â Six Months EndedJune 30,Â 20242023Â (as a percentage of total revenues)Statement of Operations Data:Â Â Revenues:Â Â Term license subscriptions48.6Â %74.7Â %SaaS32.2Â 3.4Â Maintenance and services19.2Â 21.9Â Total revenues100.0Â 100.0Â Cost of revenues17.9Â 15.7Â Gross profit82.1Â 84.3Â Operating expenses:Â Â Research and development38.0Â 40.8Â Sales and marketing57.8Â 62.3Â General and administrative17.6Â 18.4Â Total operating expenses113.4Â 121.5Â Operating loss(31.3)(37.2)Financial income, net6.9Â 7.3Â Loss before income taxes(24.4)(29.9)Income taxes(2.0)(4.7)Net loss(26.4)%(34.6)% Â RevenuesÂ Â Six Months EndedJune 30,Â Â 20242023% ChangeÂ (unaudited)(in thousands)Â Revenues:Â Â Â Term license subscriptions$118,709Â $166,343Â (28.6)%SaaS78,770Â 7,721Â 920.2Â %Maintenance and services46,889Â 48,689Â (3.7)%Total revenues$244,368Â $222,753Â 9.7Â %Â 33Â Â Six Months EndedJune 30,Â 20242023Â (as a percentage of total revenues)Revenues:Â Â Term license subscriptions48.6Â %74.7Â %SaaS32.2Â %3.4Â %Maintenance and services19.2Â %21.9Â %Total revenues100.0Â %100.0Â %For the six months ended June 30, 2024, our revenues increased 10% compared to the six months ended June 30, 2023 despite the positive trend of increased SaaS sales and existing customer conversions to SaaS which cause headwinds due to accounting treatment differences in revenue recognition. SaaS revenues increased 920% from $7.7 million for the six months ended June 30, 2023 to $78.8 million for the six months ended June 30, 2024 as we progress through our transition to a predominantly SaaS delivery model. The increase in SaaS revenues was driven by new customer acquisitions, existing customers conversions and our high renewal rate. Consequently, there was an expected decrease to term license subscriptions given the aforementioned transition and customer conversions, a trend we expect to continue in the future. ARR was $584.2 million and $497.0 million as of June 30, 2024 and 2023, respectively, representing an increase of 18%. The anticipated decrease in maintenance and services revenues was due to churn and the conversion of existing customers to SaaS despite our renewal rate continuing to be over 90% for each of the six months ended June 30, 2024 and 2023. We continue to expect less associated maintenance and services revenues in the future.Cost of Revenues and Gross MarginÂ Â Six Months EndedJune 30,Â Â 20242023% ChangeÂ (unaudited)(in thousands)Â Cost of revenues$43,785Â $35,023Â 25.0Â %Â Â Six Months EndedJune 30,Â 20242023Â (as a percentage of total revenues)Total gross margin82.1Â %84.3Â %The increase in cost of revenues was primarily related to an increase of $4.9 million in salaries and benefits and stock-based compensation expense due to increased headcount for customer success personnel to assist with the transition to a SaaS delivery model, including our recently introduced MDDR offering, ensure high customer satisfaction and maintain our strong renewal rates. The increase is also due to a $3.5 million increase in third-party hosting costs associated with our transition to a SaaS delivery model.Â 34Operating ExpensesÂ Â Six Months EndedJune 30,Â Â 20242023% ChangeÂ (unaudited)(in thousands)Â Operating expenses:Â Â Â Research and development$92,760Â $90,876Â 2.1Â %Sales and marketing141,268Â 138,714Â 1.8Â %General and administrative43,014Â 40,972Â 5.0Â %Total operating expenses$277,042Â $270,562Â 2.4Â %Â Â Six Months EndedJune 30,Â 20242023Â (as a percentage of total revenues)Operating expenses:Â Â Research and development38.0Â %40.8Â %Sales and marketing57.8Â %62.3Â %General and administrative17.6Â %18.4Â %Total operating expenses113.4Â %121.5Â %Â The increase in research and development expenses was primarily related to a $0.8 million increase in third-party hosting costs associated with our transition to a SaaS delivery model and an increase of $0.8 million in facilities and allocated overhead costs.The increase in sales and marketing expenses was primarily related to an increase of $5.8 million in general sales and marketing expenses, including increased travel, marketing events and third-party hosting costs associated with our transition to a SaaS delivery model. This was partially offset by a decrease of $2.4 million in salaries and benefits and stock-based compensation expense and a $0.8 million decrease in facilities and allocated overhead costs.The increase in general and administrative expenses was primarily related to an increase of $1.9 million in salaries and benefits and stock-based compensation expense primarily due to increased headcount to support the overall growth of our business.Financial Income, NetÂ Â Six Months EndedJune 30,Â Â 20242023% Change(unaudited)(in thousands)Financial income, net$16,794Â $16,238Â 3.4Â %Â 35The increase in financial income, net was primarily due to higher interest income, partially offset by less foreign currency gains.Income TaxesÂ Â Six Months EndedJune 30,Â Â 20242023% Change(unaudited)(in thousands)Income taxes$(4,773)$(10,407)54.1Â %Â Income taxes for the six months ended June 30, 2024, including the decrease in income taxes, were comprised of U.S. and foreign income taxes.Liquidity and Capital ResourcesÂ The following table shows our cash flows from operating activities, investing activities and financing activities for the stated periods:Â Â Six Months EndedJune 30,Â 20242023(unaudited)(in thousands)Net cash provided by operating activities$68,447Â $42,636Â Net cash provided by (used in) investing activities(116,968)9,909Â Net cash used in financing activities(26,816)(21,149)Increase (decrease) in cash and cash equivalents$(75,337)$31,396Â On June 30, 2024, our cash and cash equivalents, short-term marketable securities and short-term deposits of $627.3 million were held for working capital purposes. We believe that our existing cash and cash equivalents, short-term marketable securities, short-term deposits and cash flow from operations will be sufficient to fund our operations and capital expenditures for at least the next 12 months. Our future capital requirements will depend on many factors, including our rate of revenue growth, timing of renewals and renewal rates, the expansion of our sales and marketing activities, the timing and extent of spending to support product development efforts and expansion into new geographic locations, the timing of introductions of new software products and enhancements to existing software products, the continuing market acceptance of our software offerings and our use of cash to pay for acquisitions or share repurchases, if any.36Operating Activities Â Our operating activities are driven by sales of our products less costs and expenses, primarily payroll and related expenses, and adjusted for certain non-cash items, mainly depreciation and amortization, stock-based compensation, amortization of deferred commissions, non-cash operating lease costs, amortization of debt issuance costs and amortization of premium and accretion of discount on marketable securities, and changes in operating assets and liabilities. Changes in operating assets and liabilities are driven mainly by collection of accounts receivable from the sales of our software products and deferred revenue, which primarily consists of billed fees for our subscriptions, prior to satisfying the criteria for revenue recognition, which are subsequently recognized as revenue in accordance with our revenue recognition policy.For the six months ended June 30, 2024, cash inflows from our operating activities were $68.4 million. We have observed two seasonal patterns that impact our net cash provided by operating activities. First, a majority of our sales are made during the last three weeks of the quarter. Second, the highest dollar amount of sales of our products and services occurs in the fourth quarter. Consequently, we end the fourth quarter with our highest accounts receivable balance of any quarter which in turn generates the greatest amount of collections in the following quarter. In addition, there is negative sequential sales in the first quarter, which results in a relatively lower amount collected during the second quarter. These seasonal trends also impact our operating loss because the majority of our expenses are relatively fixed in the short-term.Â For the six months endedÂ June 30, 2024, cash inflows were $15.9 million from our net loss excluding non-cash charges. Additional sources of cash inflows were from changes in our working capital, including a $46.7 million decrease in accounts receivable. Our daysâ€™ sales outstanding (â€œDSOâ€) for the three and six months ended June 30, 2024 were 72 and 75, respectively. Other sources of cash inflows were from a $27.0 million increase in deferred revenues, a $1.9 million increase in trade payables and a $0.1 million increase in other long-term liabilities. This was partially offset by a $18.7 million increase in prepaid expenses and other current assets (including deferred commissions), a $4.4 million decrease in accrued expenses and other liabilities and a $0.1 million increase in other long-term assets.For the six months ended June 30, 2023, cash inflows from our operating activities were $42.6 million. For the six months ended June 30, 2023, cash inflows were $19.3 million from our net loss excluding non-cash charges. Additional sources of cash inflows were from changes in our working capital, including a $32.3 million decrease in accounts receivable. Our DSO for the three and six months ended June 30, 2023 was 69 and 67, respectively. Other sources of cash inflows were from a $19.3 million increase in deferred revenues and a $2.7 million increase in other long-term liabilities. This was partially offset by a $22.5 million increase in prepaid expenses and other current assets (including deferred commissions), a $5.8 million decrease in accrued expenses and other liabilities, a $2.3 million decrease in trade payables and a $0.4 million increase in other long-term assets.Investing ActivitiesÂ Our investing activities consist primarily of capital expenditures to purchase property and equipment, including leasehold improvements, purchase and sale of deposits and changes in our marketable securities. In the future, we expect to continue to incur capital expenditures to support our expanding operations.During the six months ended June 30, 2024, net cash used in investing activities of $117.0 million was primarily attributable to net investments of $121.0 million in marketable securities and $1.1 million in capital expenditures to support our growth during the period including hardware, software, office equipment and leasehold improvements. This was partially offset by net proceeds of $5.1 million in deposits.During the six months ended June 30, 2023, net cash provided by investing activities of $9.9 million was primarily attributable to net proceeds of $51.4 million in deposits. This was partially offset by net investments of $38.8 million in marketable securities and $2.6 million in capital expenditures to support our growth during the period including hardware, software, office equipment and leasehold improvements.Â Financing Activities Â For the six months ended June 30, 2024, net cash used in financing activities of $26.8 million was attributable to $36.6 million in taxes paid related to net share settlement of equity awards, partially offset by $9.8 million of proceeds from employee stock plans.For the six months ended June 30, 2023, net cash used in financing activities of $21.1 million was attributable to $19.4 million in taxes paid related to net share settlement of equity awards and $7.6 million of repurchases of common stock, partially offset by $5.9 million of proceeds from employee stock plans.37Convertible NotesOn May 11, 2020, we issued $253.0 million aggregate principal amount of the 2025 Notes. The net proceeds from the offering, after deducting initial purchaser discount and issuance costs, were approximately $245.2 million. In connection with the issuance of the 2025 Notes, we entered into the Capped Call Transactions. We used $29.3 million of the net proceeds from the 2025 Notes to purchase the Capped Call Transactions, as further discussed in Note 5 of our condensed consolidated financial statements.Contractual Payment ObligationsÂ Our principal commitments primarily consist of obligations under leases for office space and motor vehicles. Aggregate minimum rental commitments under non-cancelable leases as of June 30, 2024 for the upcoming years were as follows:Â Payments Due by PeriodÂ 2024202520262027ThereafterTotalÂ (in thousands)Operating lease obligations$5,925Â $12,135Â $10,187Â $10,076Â $10,023Â $13,983Â $62,329Â We have obligations related to unrecognized tax benefit liabilities totaling $25.7 million and others related to severance pay, which have been excluded from the table above as we do not believe it is practicable to make reliable estimates of the periods in which payments for these obligations will be made. We also have a contractual minimum purchase commitment with a service provider through August 31, 2025 totaling $3.1 million and an additional $49.5 million contractual minimum purchase commitment with another service provider through December 31, 2026 with no specified annual commitments. We expect to fund these obligations with cash flows from operations and cash on our balance sheet.Off-Balance Sheet ArrangementsÂ As of June 30, 2024, we did not have any off-balance sheet arrangements.Critical Accounting Policies and EstimatesÂ We prepare our condensed consolidated financial statements in accordance with generally accepted accounting principles in the United States. The preparation of condensed consolidated financial statements also requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, costs and expenses and related disclosures. We base our estimates on historical experience and on various other assumptions that we believe to be reasonable under the circumstances. Actual results could differ significantly from the estimates made by our management. To the extent that there are differences between our estimates and actual results, our future financial statement presentation, financial condition, results of operations and cash flows will be affected. We believe that our accounting policies are critical to understanding our historical and future performance, as these policies relate to the more significant areas involving managementâ€™s judgments and estimates. Critical accounting policies and estimates are those that we consider the most important to the portrayal of our financial condition and results of operations because they require our most difficult, subjective or complex judgments, often as a result of the need to make estimates about the effect of the matters that are inherently uncertain.Â Recently Issued Accounting Pronouncements Not Yet AdoptedIn November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2023-07, Segment Reporting (Topic 280), Improvements to Reportable Segment Disclosures to improve reportable segment disclosure requirements through enhanced disclosures about significant segment expenses on an interim and annual basis. All disclosure requirements of ASU 2023-07 are required for entities with a single reportable segment. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods for the fiscal years beginning after December 15, 2024, and should be applied on a retrospective basis to all periods presented. Early adoption is permitted. We are currently evaluating the effect of adopting the ASU on our disclosures.38In December 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2023-09, Income Taxes (Topic 740) - Improvements to Income Tax Disclosures. The ASU requires that an entity disclose specific categories in the effective tax rate reconciliation as well as provide additional information for reconciling items that meet a quantitative threshold. Further, the ASU requires certain disclosures of state versus federal income tax expense and taxes paid. The amendments in this ASU are required to be adopted for fiscal years beginning after December 15, 2024. Early adoption is permitted and the amendments should be applied on a prospective basis. We are currently evaluating the effect of adopting the ASU on our disclosures.39Item 3.Quantitative and Qualitative Disclosures About Market RiskÂ Market risk represents the risk of loss that may impact our financial position due to adverse changes in financial market prices and rates. Our market risk exposure is primarily a result of fluctuations in foreign currency exchange rates. We do not hold financial instruments for trading or speculative purposes.Â Â Market RiskÂ We are exposed to certain financial risks, including fluctuations in foreign currency exchange rates and interest rates. We manage our exposure to these market risks through internally established policies and procedures. Our policies do not allow speculation in derivative instruments for profit or execution of derivative instrument contracts for which there are no underlying exposures. We do not use financial instruments for trading or speculative purposes, and we are not a party to any leveraged derivatives. We monitor our underlying market risk exposures on an ongoing basis and, where appropriate, may use hedging strategies to mitigate these risks.Â Foreign Currency Exchange RiskÂ Approximately one quarter of our revenues for the three months ended June 30, 2024 were earned in non-U.S. dollar denominated currencies, mainly in the Euro and Pound Sterling. Our expenses are generally denominated in the currencies in which our operations are located, primarily the U.S. dollar and NIS, and to a lesser extent the Euro, Pound Sterling, Canadian dollar, Australian dollar and Singapore dollar. Our expenses denominated in foreign currencies consist primarily of personnel and overhead costs from our international operations. Our condensed consolidated results of operations and cash flow are, therefore, subject to fluctuations due to changes in foreign currency exchange rates and may be adversely affected in the future due to changes in foreign exchange rates. We enter into financial hedging strategies to reduce our exposure to foreign currency rate changes. During 2024, the effect of a hypothetical 10% change in foreign currency exchange rates applicable to our business, after considering foreign currency hedges, would not have had a material impact on our condensed consolidated financial statements.For purposes of our condensed consolidated financial statements, local currency assets and liabilities are translated at the rate of exchange to the U.S. dollar on the balance sheet date and local currency revenues and expenses are translated at the exchange rate at the date of the transaction or the average exchange rate during the reporting period.We use

derivative financial instruments, specifically foreign currency forward contracts, to manage exposure to foreign currency risks, by hedging a portion of our forecasted revenues and expenses. A majority of our revenues and operating expenditures are transacted in U.S. dollars; however, certain revenues and operating expenditures are incurred in or exposed to other currencies, specifically, Euro and Pound Sterling for revenues and the New Israeli Shekel, Euro and Pound Sterling for operating expenses. The effect of exchange rate changes on foreign currency forward contracts is expected to offset the effect of exchange rate changes on the underlying hedged item. We have also entered into forward contracts to hedge a portion of our monetary items in the balance sheet, such as trade receivables and payables, denominated in Pound Sterling and Euro for short-term periods to protect the fair value of the monetary assets and liabilities from foreign exchange rate fluctuations. The effect of exchange rate changes on foreign currency forward contracts is expected to offset the effect of exchange rate changes in the underlying hedged item which impacts financial income, net. We do not use derivative financial instruments for trading or speculative purposes.Interest Rate RiskÂ We had cash and cash equivalents, short-term marketable securities and short-term deposits of $627.3 million as of June 30, 2024. We hold our cash and cash equivalents, short-term marketable securities and short-term deposits for working capital purposes. Due to the short-term nature of these instruments, we believe that we do not have any material exposure to changes in the fair value of our investment portfolio as a result of changes in interest rates. Declines in interest rates, however, would reduce our future interest income. The effect of a hypothetical 100 basis point increase in interest rates would not have a material impact on our condensed consolidated financial statements.Â In May 2020, we issued $253.0 million aggregate principal amount of 1.25% convertible senior notes due in 2025. The 2025 Notes have fixed annual interest rates at 1.25% and, therefore, we do not have economic interest rate exposure on our 2025 Notes. However, the values of the 2025 Notes are exposed to interest rate risk. Generally, the fair market value of our fixed interest rate 2025 Notes will increase as interest rates fall and decrease as interest rates rise. In addition, the fair values of the 2025 Notes are affected by our stock price. The fair value of the 2025 Notes will generally increase as our common stock 40price increases and will generally decrease as our common stock price declines in value. Additionally, we carry the 2025 Notes at face value less unamortized costs on our balance sheet, and we present the fair value for required disclosure purposes only.To the extent we enter into other long-term debt arrangements in the future, we would be subject to fluctuations in interest rates which could have a material impact on our future financial condition and results of operation.Item 4.Controls and ProceduresÂ Evaluation of Disclosure Controls and ProceduresWe maintain 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 ("Exchange Act")) that are designed to ensure that information required to be disclosed in our reports under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SECâ€™s rules and forms, and that such information is accumulated and communicated to our management, including its Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosures. Any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives. Our management, with the participation of our Chief Executive Officer and Chief Financial Officer, evaluated the effectiveness of our disclosure controls and procedures as of the end of the period covered by this report. Based on that evaluation, our Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures as of the end of the period covered by this report were effective to accomplish their objectives at the reasonable assurance level.Changes in Internal Control over Financial ReportingThere was no change in our internal control over financial reporting that occurred during the three months ended June 30, 2024 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.We regularly seek to identify, develop and implement improvements to our technology systems and business processes, some of which may affect our internal control over financial reporting. These changes may include such activities as implementing new, more efficient systems, updating existing systems or platforms, automating manual processes or utilizing technology developed by third parties. These system changes are often phased in over multiple periods in order to limit the implementation risk in any one period, and as each change is implemented, we monitor its effectiveness as part of its internal control over financial reporting.PART II.OTHER INFORMATIONItem 1.Legal ProceedingsÂ We are not currently a party to any material litigation.Â ItemÂ 1A.Risk FactorsInvesting in our common stock involves a high degree of risk. You should carefully consider the following risks and all other information contained herein, including our condensed consolidated financial statements and the related notes thereto, before investing in our common stock. The risks and uncertainties described below are not the only ones we face. Additional risks and uncertainties that we are unaware of, or that we currently believe are not material, also may become important factors that affect us. If any of the following risks materialize, our business, financial condition and results of operations could be materially harmed. In that case, the trading price of our common stock could decline, and you may lose some or all of your investment.Summary Risk FactorsOur business faces significant risks. In addition to the summary below, you should carefully review the Risk Factors in this Quarterly Report on Form 10-Q. We may be subject to additional risks and uncertainties not presently known to us or that we currently deem immaterial. Our business, financial condition and results of operations could be materially adversely affected by 41any of these risks, and the trading price of our common stock could decline by virtue of these risks. These risks should be read in conjunction with the other information in this report. The following is a summary of the principal risks of our business:â€¢the fact that the market for software that analyzes, secures, governs, manages and migrates enterprise data may not continue to grow or grow at the same pace;â€¢prolonged economic uncertainties or downturns;â€¢currency exchange rate fluctuations;â€¢increased competition;â€¢security breaches, cyberattacks or other cyber-risks and failure to comply with legal requirements, contractual obligations and industry standards regarding security, data protection and privacy;â€¢fluctuation in our quarterly results of operations due to variability in our revenues;â€¢our expansion into cloud-delivered services;â€¢risks inherent in our international operations, including military conflicts that could impact operations, the effect of export and import controls and the risk of a violation or alleged violation of applicable anti-corruption or anti-bribery laws;â€¢our ability to predict renewal rates and manage growth effectively;â€¢our limited operating history at our current scale, which makes it difficult to evaluate and predict our future prospects;â€¢our history of losses;â€¢our ability to maintain strong relationships with our channel partners, including distributors and resellers, to whom we sell substantially all of our products and services;â€¢collection and credit risks;â€¢our ability to maintain or enhance our brand recognition or reputation;â€¢our ability to retain, attract and recruit highly qualified personnel;â€¢our dependency on the continued services and performance of our co-founder, Chief Executive Officer and President;â€¢our ability to continually enhance and improve our technology;â€¢the fact that, if we experience interruptions or performance problems with our products, or if our software is not perceived as being secure, customers may reduce the use of or stop using our products;â€¢our ability to protect our proprietary technology and intellectual property rights;â€¢the fact that our tax rate may vary significantly depending on our stock price;â€¢our ability to fully utilize our net operating loss carryforwards;â€¢our indebtedness; andâ€¢stock price volatility.Risks Related to the Industry in which we OperateThe market for software that analyzes, secures, governs, manages and migrates enterprise data may not continue to grow or grow at the same pace.We believe our future success depends in large part on the continued growth of the market for software that enables enterprises to analyze, secure, govern, manage and migrate their data. In order for us to market and sell our products, we must successfully demonstrate to enterprise IT, security and business personnel the risk of their valuable data getting compromised or stolen. Despite a number of high-profile cyberattacks around the world, we must still persuade customers to devote a portion of their budgets to a unified platform that we offer to analyze, secure, govern, manage and extract value from this resource. Enterprises may not recognize the need for our products or, if they do, may not decide that they need a solution that offers the range of functionalities that we offer. The market for our solution may not continue to grow at its current rate or at all and the failure of the market to continue to develop would materially adversely impact our results of operations.Prolonged economic uncertainties or downturns could materially adversely affect our business. Our business depends on our current and prospective customersâ€™ ability and willingness to invest in IT services, including cybersecurity projects, which in turn is dependent upon their overall economic health. Negative conditions in the general economy both in the United States and abroad, including inflationary pressure, currency fluctuations and a higher interest rate environment, changes in gross domestic product growth, instability in connection with political elections in the United States and abroad, potential future government shutdowns, the federal governmentâ€™s failure to raise the debt ceiling, financial and credit market fluctuations, the imposition of trade barriers and restrictions such as tariffs, political deadlock, restrictions on travel, natural catastrophes, warfare and terrorist attacks, could cause a decrease in business investments, including corporate spending on enterprise software in general and negatively affect the rate of growth of our business. For example, our operations, and the operations of our customers and partners, were affected by geopolitical turmoil and sanctions caused by the war 42between Russia and Ukraine, and the COVID-19 pandemic and efforts to control its spread, including by mandatory business closures and capacity limitations imposed by the jurisdictions in which we operate. Similar events and restrictions in the future could negatively affect our business.Uncertainty in the global economy makes it extremely difficult for our customers and us to forecast and plan future business activities accurately. This could cause our customers to reevaluate decisions to purchase our product or to delay their purchasing decisions, which could lengthen our sales cycles and negatively impact our results. For example, in the beginning of 2022, in connection with the war between Russia and Ukraine and related sanctions, we made the decision to exit our Russia business. As 2022 progressed and throughout 2023, the European economy experienced increased economic turmoil that caused the devaluation of local European currencies (specifically, the Euro and the Pound Sterling), inflationary pressures and general economic uncertainty. As a result, there has been, and may in the future be, some budgetary tightening and longer sales cycles in the region which may negatively impact our results of operations. The United States also experienced a higher inflationary environment, which may put pressure on discretionary spending by our customers, and we may in the future see further lengthening of our sales cycle in the region which could negatively impact our results. A downturn in any of our leading industries, or a reduction in any revenue-generating vertical, may cause enterprises to react to worsening conditions by reducing their spending on IT. Customers may delay or cancel IT projects, choose to focus on in-house development efforts or seek to lower their costs by renegotiating maintenance and support agreements. To the extent purchases of our software are perceived by customers and potential customers to be discretionary, our revenues may be disproportionately affected by delays or reductions in general IT spending. In addition, consolidation in certain industries may result in reduced spending on our software. If the economic conditions of the general economy or industries in which we operate worsen from present levels, our business, results of operations and financial condition could be adversely affected.Overall economic uncertainty may in the future give rise to a number of risks, including, but not limited to, the following:â€¢ reduced economic activity could lead to a prolonged recession, which could negatively impact spending by our customers or the ability of customers to pay for our services;â€¢ not meeting expectations with respect to certain key performance metrics, such as renewal rates and annual recurring revenues;â€¢ our ability to enter into new markets and to acquire new customers;â€¢ an increase in bad debt reserves as customers face economic hardship and collectability becomes more uncertain, including the risk of bankruptcies;â€¢ variability with forward-looking guidance and financial results, including managementâ€™s accounting estimates and assumptions; andâ€¢ our ability to raise capital.The challenges posed by and the full impact of negative conditions in the general economy on our business and our future performance are difficult to predict and there is a risk that any guidance we provide to the market may turn out to be incorrect.We may face increased competition in our market.While there are some companies which offer certain features similar to those embedded in our solutions, as well as others with whom we compete in certain tactical use cases, we believe that we do not currently compete with a company that offers the same breadth of functionalities on the number of platforms and applications that we cover. Nevertheless, we do compete against a select group of software vendors that provide standalone solutions, similar to those found in our comprehensive software suite, in the specific markets in which we operate. We also face direct competition with respect to certain use cases, specifically data migration, data subject access requests and Active Directory security. As we continue to augment our functionality with insider threat detection and user behavior analytics and as we expand our classification capabilities to better serve compliance needs, such as General Data Protection Regulation ("GDPR"), the California Consumer Privacy Act ("CCPA") and other data privacy laws, we may face increased perceived and real competition from other security and classification technologies. As we expand our coverage and penetration in the cloud, we may face increased perceived and real competition from other cloud-focused technologies. In the future, as customer requirements evolve and new technologies are introduced, we may experience increased competition if established or emerging companies develop solutions that address the enterprise data market. Furthermore, because we operate in an evolving area, we anticipate that competition will increase based on customer demand for these types of products.In particular, if a more established company were to target our market, we may face significant competition. They may have competitive advantages, such as greater name recognition, larger sales, marketing, research and acquisition resources, access to 43larger customer bases and channel partners, a longer operating history and lower labor and development costs, which may enable them to respond more quickly to new or emerging technologies and changes in customer requirements or devote greater resources to the development, promotion and sale of their products than we do. Increased competition could result in us failing to attract customers or maintain licenses at the same rate. It could also lead to price cuts, alternative pricing structures or the introduction of products available for free or a nominal price, reduced gross margins, longer sales cycles, lower renewal rates and loss of market share.In addition, our current or prospective channel partners may establish cooperative relationships with future competitors. These relationships may allow future competitors to rapidly gain significant market share. These developments could also limit our ability to obtain revenues from existing and new customers.Our ability to compete successfully in our market will also depend on a number of factors, including ease and speed of product deployment and use, the quality and reliability of our customer service and support, total cost of ownership, return on investment and brand recognition. Any failure by us to successfully address current or future competition in any one of these or other areas may reduce the demand for our products and adversely affect our business, results of operations and financial condition.We are subject to a number of legal requirements, contractual obligations and industry standards regarding security, data protection and privacy, and any failure to comply with these requirements, obligations or standards could have an adverse effect on our reputation, business, financial condition and operating results.Privacy and data information security have become a significant issue in the United States and in many other countries where we have employees and operations and where we offer licenses to our products. The regulatory framework for privacy and personal information security issues worldwide is rapidly evolving and is likely to remain uncertain for the foreseeable future. The U.S. federal and various state and foreign government bodies and agencies have adopted or are considering adopting laws and regulations limiting, or laws and regulations regarding, the collection, distribution, use, disclosure, storage and security of personal information. For example, the CCPA, which went into effect on January 1, 2020, requires, among other things, covered companies to provide new disclosures to California consumers and afford such consumers new abilities to opt-out of certain sales of personal information. Consumer rights and obligations under the CCPA were expanded by the California Privacy Rights Act (CPRA) on November 3, 2020. The CPRA took effect on January 1, 2023, along with the Virginia Consumer Data Protection Act; the Colorado Privacy Act and Connecticut Act Concerning Personal Data Privacy and Online Monitoring took effect on July 1, 2023, and the Utah Consumer Privacy Act took effect on December 31, 2023. These laws impose similar obligations on businesses with regard to the use, disclosure and security of personal information, and grant additional rights in that personal information to consumers. Internationally, virtually every jurisdiction in which we operate has established its own data security and privacy legal framework with which we or our customers must comply. Laws and regulations in these jurisdictions apply broadly to the collection, use, storage, disclosure and security of data that identifies or may be used to identify or locate an individual, such as names, email addresses and, in some jurisdictions, Internet Protocol addresses. These laws and regulations often are more restrictive than those in the United States and are rapidly evolving. For example, the European Unionâ€™s (â€œEUâ€) data protection regime, the GDPR, became enforceable on May 25, 2018. Additionally, the United Kingdom has enacted legislation that substantially implements the GDPR, but the United Kingdomâ€™s exit from the EU (which formally occurred on January 31, 2020), commonly referred to as â€œBrexit,â€ has created uncertainty with regard to the regulation of data protection in the United Kingdom. In particular, the United Kingdomâ€™s government has announced that it is considering revising some aspects of its domestic data protection regime to move further away from the EU approach, and it is unclear how the two regimes will interact after that. In addition, the United Kingdom has issued its own UK-specific International Data Transfer Agreement, together with a UK Addendum to the EU Standard Contractual Clauses, which create further divergence from the EU approach. Depending on how these measures are implemented, and how they are enforced, they may result in substantively different compliance obligations with respect to transfers of personal data out of the United Kingdom and the EU, respectively. Complying with the GDPR or other laws, regulations or other obligations relating to privacy, data protection or information security may cause us to incur substantial operational costs or require us to modify our data handling practices. Non-compliance could result in proceedings against us by governmental entities or others, could result in substantial fines or other liability, and may otherwise adversely impact our business, financial condition and operating results.Some statutory requirements, both in the United States and abroad, include obligations of companies to notify individuals of security breaches involving particular personal information, which could result from breaches experienced by us or our service providers. Even though we may have contractual protections with our service providers, a security breach could impact our 44reputation, harm our

customer confidence, hurt our sales or cause us to lose existing customers and could expose us to potential liability or require us to expend significant resources on data security and in responding to such breach. In addition to government regulation, privacy advocates and industry groups may propose new and different self-regulatory standards that either legally or contractually apply to us. We also expect that there will continue to be new proposed laws and regulations concerning privacy, data protection and information security, and we cannot yet determine the impact such future laws, regulations and standards may have on our business. New laws, amendments to or re-interpretations of existing laws and regulations, industry standards, contractual obligations and other obligations may require us to incur additional costs and restrict our business operations. Because the interpretation and application of laws and other obligations relating to privacy and data protection are still uncertain, it is possible that these laws and other obligations may be interpreted and applied in a manner that is inconsistent with our existing data management practices or the features of our software. If so, in addition to the possibility of fines, lawsuits and other claims, we could be required to fundamentally change our business activities and practices or modify our software, which could have an adverse effect on our business. We may be unable to make such changes and modifications in a commercially reasonable manner or at all, and our ability to develop new features could be limited. Any inability to adequately address privacy concerns, even if unfounded, or comply with applicable privacy or data protection laws, regulations and policies could result in additional cost and liability to us, damage our reputation, inhibit sales and adversely affect our business.Furthermore, the costs of compliance with, and other burdens imposed by, the laws, regulations and policies that are applicable to the businesses of our customers may increase the costs associated with, limit the use and adoption of, and reduce the overall demand for, our products. Privacy and personal information security concerns, whether valid or not valid, may inhibit market adoption of our products particularly in certain industries and foreign countries.Risks Related to Our OperationsSecurity breaches, cyberattacks or other cyber-risks of our IT and production systems could expose us to significant liability and cause our business and reputation to suffer and harm our competitive position.Our corporate infrastructure stores and processes our sensitive, proprietary and other confidential information (including as related to financial, technology, employees, marketing, sales, etc.) which is used on a daily basis in our operations. In addition, our software involves transmission and processing of our customersâ€™ confidential, proprietary and sensitive information. We have legal and contractual obligations to protect the confidentiality and appropriate use of customer data. As a leader in the cyber industry, we may be an attractive target for cyber attackers or other data thieves.High-profile cyberattacks and security breaches have increased in recent years, with the potential for such acts heightened as a result of the number of employees working remotely due to many companies adopting a hybrid working model. Security industry experts and government officials have warned about the risks of hackers and cyberattacks targeting IT products and enterprise infrastructure. Because techniques used to obtain unauthorized access or to sabotage systems change frequently and often are not recognized until launched against a specific target, we may be unable to anticipate these techniques or to implement adequate preventative measures. As we continue to increase our client base and expand our brand, we may become more of a target for third parties seeking to compromise our security systems and we anticipate that hacking attempts and cyberattacks will increase in the future. We may not always be successful in preventing or repelling unauthorized access to our systems. We also may face delays in our ability to identify or otherwise respond to any cybersecurity incident or any other breach. Additionally, we use third-party service providers to provide some services to us that involve the cloud hosting, storage or transmission of data, such as SaaS, cloud computing, and internet infrastructure and bandwidth, and they face various cybersecurity threats and also may suffer cybersecurity incidents or other security breaches. Despite our security measures, our IT and infrastructure may be vulnerable to attacks. Threats to IT security can take a variety of forms. Individual and groups of hackers and sophisticated organizations, including state-sponsored organizations or nation-states, continuously undertake attacks that pose threats to our customers and our IT. These actors may use a wide variety of methods, which may include developing and deploying malicious software or exploiting vulnerabilities in hardware, software, or other infrastructure in order to attack our products and services or gain access to our networks, using social engineering techniques to induce our employees, users, partners, or customers to disclose passwords or other sensitive information or take other actions to gain access to our data or our usersâ€™ or customersâ€™ data, or acting in a coordinated manner to launch distributed denial of service or other coordinated attacks. Inadequate account security practices may also result in unauthorized access to confidential and/or sensitive data or loss of SaaS platform availability.Security risks, including, but not limited to, unauthorized use or disclosure of customer data, loss of availability of our SaaS platform offering, cyberattack on our cloud providers, theft of proprietary information, theft of intellectual property, theft of 45internal employeeâ€™s PII/PHI information, theft of financial data and financial reports, loss or corruption of customer data and computer hacking attacks or other cyberattacks, could require us to expend significant capital and other resources to alleviate the problem and to improve technologies, may impair our ability to provide services to our customers and protect the privacy of their data, may result in product development delays, may compromise confidential or technical business information, may harm our competitive position, may result in theft or misuse of our intellectual property or other assets and could expose us to substantial litigation expenses and damages, indemnity and other contractual obligations, government fines and penalties, mitigation expenses, costs for remediation and incentives offered to affected parties, including customers, other business partners and employees, in an effort to maintain business relationships after a breach or other incident, and other liabilities. We are continuously working to improve our IT systems, together with creating security boundaries around our critical and sensitive assets. We provide advanced security awareness training to our employees and contractors that focuses on various aspects of the cybersecurity world. All of these steps are taken in order to mitigate the risk of attack and to ensure our readiness to responsibly handle any security violation or attack. If an actual or perceived breach of our security occurs, the market perception of the effectiveness of our security measures and our products could be harmed, we could lose potential sales and existing customers, our ability to operate our business could be impaired, we may incur significant liabilities, we could suffer harm to our reputation and competitive position, and our operating results could be negatively impacted.Our quarterly results of operations have fluctuated and may fluctuate significantly due to variability in our revenues which could adversely impact our stock price.Our revenues and other results of operations have fluctuated from quarter to quarter in the past and could continue to fluctuate in the future. Historically, the fluctuation was partially due to the front-loaded revenue recognition nature of our business. Additionally, the Company is currently transitioning to a predominantly SaaS delivery model that recognizes revenue ratably and we do not front-load revenue with respect to those purchases. As a result, we may present reduced revenues as compared to prior periods, and comparing our revenues and results of operations on a period-to-period basis may not be meaningful, and should not be relied on for any particular period. Our revenues depend in part on the conversion of enterprises that have undergone risk assessments into paying customers; however, these risk assessments may not be converted at the same historical rates. At the same time, the majority of our sales are typically made during the last three weeks of every quarter. We may fail to meet market expectations for that quarter if we are unable to close the number of transactions that we expect during this short period and closings are deferred to a subsequent quarter or not closed at all. In addition, our sales cycle from initial contact to delivery of and payment for the software license generally becomes longer and less predictable with respect to large transactions and often involves multiple meetings or consultations at a substantial cost and time commitment to us. The closing of a large transaction in a particular quarter may raise our revenues in that quarter and thereby make it more difficult for us to meet market expectations in subsequent quarters and our failure to close a large transaction in a particular quarter or any renewals may adversely impact our revenues in that quarter. Moreover, we base our current and future expense levels on our revenue forecasts and operating plans, and our expenses are relatively fixed in the short-term. Accordingly, we would likely not be able to reduce our costs sufficiently to compensate for an unexpected shortfall in revenues and even a relatively small decrease in revenues could disproportionately and adversely affect our financial results for that quarter.The variability and unpredictability of these and other factors, many of which are outside of our control, could result in our failing to meet or exceed financial expectations for a given period and may cause the price of our common stock to decline substantially.If the transition to a SaaS delivery model fails to yield the benefits that we expect, our results of operations could be negatively impacted.We successfully completed our transition to a subscription-based business model and are currently transitioning our business to a predominately SaaS delivery model. It is uncertain whether this transition will prove successful. Market acceptance of our products is dependent on our ability to include functionality and usability that address certain customer requirements. Additionally, we must optimally price our products in light of marketplace conditions, our costs and customer demand. This transition may have negative revenue and earnings implications, including on our quarterly results of operations.This SaaS strategy may give rise to a number of risks, including the following:â€¢our revenues and operating margins may fluctuate more than anticipated over the short-term as a result of this strategy;â€¢if new or current customers desire only self-hosted licenses our SaaS sales may lag behind our expectations;â€¢the shift to a SaaS strategy may raise concerns among our customer base, including concerns regarding changes to pricing over time and access to data once a subscription has expired;46â€¢we may be unsuccessful in maintaining or implementing our target pricing or new pricing models, product adoption and projected renewal rates, or we may select a target price or new pricing model that is not optimal and could negatively affect our sales or earnings;â€¢our shift to a SaaS business model may result in confusion among new or existing customers (which can slow adoption rates), resellers and investors;â€¢if our customers do not renew their subscriptions or do not renew them on a timely basis, our revenues may decline and our business may suffer;â€¢we may incur hosting costs at a higher than forecasted rate or our SaaS platform can operate less efficiently than anticipated;â€¢we may incur sales compensation costs at a higher than forecasted rate if the pace of our subscription transition is faster than anticipated; andâ€¢our sales force may struggle with the transition which may lead to increased turnover rates and lower headcount.The expansion of cloud-delivered services introduces a number of risks and uncertainties, which could adversely affect our business, results of operations and financial condition.The launch of our cloud offerings that allow customers to use hosted software required, and any future expansion of our cloud-delivered services may require, a considerable investment in resources, including technical, financial, legal, sales, information technology and operation systems. Additionally, market acceptance of such offerings is affected by a variety of factors, including but not limited to: security, reliability, scalability, customization, performance, current license terms, customer preference, customer concerns with entrusting a third-party to store and manage their data, public concerns regarding privacy and the enactment of restrictive laws or regulations. It is possible that demand for our cloud offerings may not continue to be as strong as it has been to date. Moreover, expansion of our cloud offerings may cause a decline in revenue of our existing products and services that is not offset by revenue from the new products or services. For example, customers may delay making purchases of products and services to permit them to make a more thorough evaluation of these new products and services or until industry and marketplace reviews become widely available. In addition, our transition to a SaaS delivery model, and the additional demands involved in selling multiple products as well as new product offerings, has increased the complexity and to some extent imposed new challenges in finding, hiring and retaining qualified sales force members. We may be unable to realize the benefits of our investments or the resources we have committed to expanding our cloud-delivered services.An increasing number of jurisdictions are imposing data localization laws, which require personal information, or certain subcategories of personal information, to be stored in the jurisdiction of origin. These regulations may deter customers from using cloud-based services, and may inhibit our ability to expand into certain markets or prohibit us from continuing to offer services in those markets without significant additional costs.Our hosted offerings rely upon third-party providers to supply data center space, equipment maintenance and other colocation services and rely upon the ability of those providers to maintain continuous service availability and protect customer data on their services. Customers of our cloud-based offerings need to be able to access our platform at any time, without interruption or degradation of performance, and we provide them with service level commitments with respect to uptime. Third-party cloud providers run their own platforms that we access, and we are, therefore, vulnerable to their service interruptions. Although we have entered into various agreements for the lease of data center space, equipment maintenance and other services, third parties could fail to live up to their contractual obligations. The failure of a third-party provider to prevent service disruptions, data losses or security breaches may require us to issue credits or refunds or indemnify or otherwise be liable to customers or third parties for damages that may occur, and contractual provisions with our third-party providers and public cloud partners may limit our recourse against the third-party provider or public cloud partner responsible for such failure. Additionally, if these third-party providers fail to deliver on their obligations, our reputation could be damaged, our customers could lose confidence in us, and our ability to maintain and expand our hosted offerings would be impaired. Lastly, our cloud product offering and pricing is new and hosting and other costs may be more expensive to us than anticipated.We may not be able to predict renewal rates and their impact on our future revenues and operating results.Although our subscription solutions are designed to increase the number of customers that purchase our solutions and the number of products purchased by existing and new customers to create a recurring revenue stream that increases and is more predictable over time, our customers are not required to renew their subscriptions for our solutions and they may elect not to renew when, or as we expect, or they may elect to reduce the scope of their original purchases or delay their purchase. We cannot accurately predict renewal rates given our varied customer base of enterprise and small and medium size business customers and the number of multiyear subscription contracts. Customer renewal rates may decline or fluctuate due to a number 47of factors, including offering pricing, competitive offerings, customer satisfaction and reductions in customer spending levels or customer activity due to economic downturns, the adverse impact of import tariffs, inflation or other market uncertainty. If our customers do not renew their subscriptions when or as we expect, or if they choose to renew for fewer subscriptions (in quantity or products) or renew for shorter contract lengths or if they renew on less favorable terms, our revenues and earnings may decline, and our business may suffer.We have been growing and expect to continue to invest in our growth for the foreseeable future. If we fail to manage this growth effectively, our business and results of operations will be adversely affected.We intend to continue to grow our business and plan to continue to hire new sales employees either for expansion or replacement of existing sales personnel. If we cannot adequately and timely hire new employees and if we fail to adequately train these new employees, including our sales force, engineers and customer support staff, our sales may not grow at the rates we project and/or our sales productivity might suffer, our customers might decide not to renew or reduce the scope of their original purchases, or our customers may lose confidence in the knowledge and capability of our employees or products. We must successfully manage our growth to achieve our objectives. Although our business has experienced significant growth in the past, we may not be able to continue to grow at the same rate, or at all.Our ability to effectively manage any significant growth of our business will depend on a number of factors, including our ability to do the following:â€¢ satisfy existing customers and attract new customers;â€¢ adequately and timely recruit, train, motivate and integrate new employees, including our sales force and engineers, while retaining existing employees, maintaining the beneficial aspects of our corporate culture and effectively executing our business plan;â€¢ successfully introduce new products and enhancements;â€¢ effectively manage existing channel partnerships and expand to new ones;â€¢ improve our key business applications and processes to support our business needs;â€¢ enhance information and communication systems to ensure that our employees and offices around the world are well-coordinated and can effectively communicate with each other and our growing customer base;â€¢ enhance our internal controls to ensure timely and accurate reporting of all of our operations and financial results;â€¢ protect and further develop our strategic assets, including our intellectual property rights;â€¢ continue to capitalize on the transition to a SaaS delivery model; andâ€¢ successfully manage and integrate any future acquisitions of businesses, including without limitation, the amount and timing of expenses and potential future charges for impairment of goodwill from acquired companies.These activities will require significant investments and allocation of valuable management and employee resources, and our growth will continue to place significant demands on our management and our operational and financial infrastructure. We may not be able to grow our business in an efficient or timely manner, or at all. Moreover, if we do not effectively manage the growth of our business and operations, the quality of our software could suffer, which could negatively affect our brand, results of operations and overall business.We have a limited operating history at our current scale, which makes it difficult to evaluate and predict our future prospects and may increase the risk that we will not be successful.We have a relatively short history operating our business at its current scale. For example, we have increased the number of our employees and have expanded our operations and product offerings. This limits our ability to forecast our future operating results and subjects us to a number of uncertainties, including our ability to plan for and model future growth. We have encountered and will continue to encounter risks and uncertainties frequently experienced by growing companies in new markets that may not develop as expected. Because we depend in part on the marketâ€™s acceptance of our products, it is difficult to evaluate trends that may affect our business. If our assumptions regarding these trends and uncertainties, which we use to plan our business, are incorrect or change in reaction to changes in our markets, or if we do not address these risks successfully, our operating and financial results could differ materially from our expectations and our business could suffer. Moreover, although we have experienced significant growth historically, we may not continue to grow as quickly in the future.Our future success will depend in large part on our ability to, among other things:â€¢ successfully transition to a SaaS delivery model and manage our introduction of cloud-based solutions;48â€¢ maintain and expand our business, including our customer base and operations, to support our growth, both domestically and internationally;â€¢ develop new products and services and bring products and services in beta to market;â€¢ renew customer agreements and sell additional products to existing customers;â€¢ maintain high customer satisfaction and ensure quality and timely releases of our

products and product enhancements;â€¢ increase market awareness of our products and enhance our brand;â€¢ maintain compliance with applicable governmental regulations and other legal obligations, including those related to intellectual property, international sales and taxation;â€¢ hire, integrate, train and retain skilled talent, including members of our sales force and engineers; andâ€¢ our ability to successfully manage and integrate any acquisitions of businesses.If we fail to address the risks and difficulties that we face, including those associated with the challenges listed above as well as those described elsewhere in this â€œRisk Factorsâ€ section, our business will be adversely affected, and our results of operations will suffer.If we are unable to attract new customers and expand sales to existing customers, both domestically and internationally, our growth could be slower than we expect, and our business may be harmed.Our success will depend, in part, on our ability to support new and existing customer growth and maintain customer satisfaction. Our sales and marketing teams host in-person events and have, and in the future may continue to engage with customers online and through other communications channels, including virtual meetings. Our sales and marketing teams may not be as successful or effective in building relationships. If we cannot provide the tools and training to our teams to efficiently do their jobs and satisfy customer demands, we may not be able to achieve anticipated revenue growth as quickly as expected.Our future growth depends upon expanding sales of our products to existing customers and their organizations and receiving renewals. If our customers do not purchase additional licenses or capabilities, our revenues may grow more slowly than expected, may not grow at all or may decline. Our efforts may not result in increased sales to existing customers (â€œupsellsâ€) and additional revenues. If our efforts to upsell to our customers are not successful, our business would suffer.Our future growth also depends in part upon increasing our customer base, particularly those customers with potentially high customer lifetime values. Our ability to achieve significant growth in revenues in the future will depend, in large part, upon the effectiveness of our sales and marketing efforts, both domestically and internationally, and our ability to attract new customers. Our ability to attract new customers may be adversely affected by newly enacted laws that may prohibit certain sales and marketing activities, such as legislation passed in the State of New York, pursuant to which unsolicited telemarketing sales calls are prohibited. If we fail to attract new customers and maintain and expand those customer relationships, our revenues may be adversely affected, and our business will be harmed.We have a history of losses, and we may not be profitable in the future.We have incurred net losses in each year since our inception, including a net loss of $64.4 million for the six months ended June 30, 2024 and net losses of $100.9 million and $124.5 in each of the years ended December 31, 2023 and 2022, respectively. Because the market for our software is rapidly evolving and has still not yet reached widespread adoption, it is difficult for us to predict our future results of operations. We expect our operating expenses to increase over the next several years as we hire additional personnel, expand and improve the effectiveness of our distribution channels, and continue to develop features and applications for our software. If we are unable to maintain successful relationships with our channel partners, our business could be adversely affected.We rely on channel partners, such as distribution partners and resellers, to sell the Varonis Data Security Platform. In 2023 and for the six months ended June 30, 2024, our channel partners fulfilled substantially all of our sales, and we expect that sales to channel partners will continue to account for substantially all of our revenues for the foreseeable future. Our ability to achieve revenue growth in the future will depend in part on our success in maintaining successful relationships with our channel partners.Our agreements with our channel partners are generally non-exclusive, meaning our channel partners may offer customers the products of several different companies. If our channel partners do not effectively market and sell our software, choose to use greater efforts to market and sell their own products or those of others, or fail to meet the needs of our customers, our ability to grow our business, sell our software and maintain our reputation may be adversely affected. Our contracts with our channel 49partners generally allow them to terminate their agreements for any reason upon 30 daysâ€™ notice. A termination of the agreement has no effect on orders already placed. The loss of a substantial number of our channel partners, our possible inability to replace them, or the failure to recruit additional channel partners could materially and adversely affect our results of operations. If we are unable to maintain our relationships with these channel partners, our business, results of operations, financial condition or cash flows could be adversely affected.Finally, even if we are successful, our relationships with channel partners may not result in greater customer usage of our products or increased revenue.Our long-term growth depends, in part, on being able to continue to expand internationally on a profitable basis, which subjects us to risks associated with conducting international operations.Historically, we have generated the majority of our revenues from customers in North America. For the year ended December 31, 2023 and for the six months ended June 30, 2024, approximately 75% and 74% respectively, of our total revenues were derived from sales in North America. Nevertheless, we have operations across the globe, and we plan to continue to expand our international operations as part of our long-term growth strategy. The further expansion of our international operations will subject us to a variety of risks and challenges, including:â€¢ sales and customer service challenges associated with operating in different countries;â€¢ increased management travel, infrastructure and legal compliance costs associated with having multiple international operations and a lack of travel due to pandemics;â€¢ difficulties in receiving payments from different geographies, including difficulties associated with currency fluctuations, payment cycles, transfer of funds or collecting accounts receivable, especially in emerging markets;â€¢ variations in economic or political conditions between each country or region;â€¢ economic uncertainty around the world and adverse effects arising from economic interdependencies across countries and regions;â€¢ uncertainty around a potential reverse or renegotiation of international trade agreements and partnerships;â€¢ compliance with foreign laws and regulations and the risks and costs of non-compliance with such laws and regulations;â€¢ ability to hire, retain and train local employees and the ability to comply with foreign labor laws and local labor requirements, such as representations by an internal labor committee in France which is affiliated with an external trade union and the applicability of collective bargaining arrangements at the national level in certain European countries;â€¢ compliance with laws and regulations for foreign operations, including the U.S. Foreign Corrupt Practices Act of 1977, as amended (the â€œFCPAâ€), the U.K. Bribery Act of 2010 (the â€œUK Bribery Actâ€), import and export control laws, tariffs, trade barriers, economic sanctions and other regulatory or contractual limitations on our ability to sell our software in certain foreign markets, and the risks and costs of non-compliance;â€¢ heightened risks of unfair or corrupt business practices in certain geographies and of improper or fraudulent sales arrangements that may impact financial results and result in restatements of financial statements and irregularities in financial statements;â€¢ reduced protection for intellectual property rights in certain countries and practical difficulties and costs of enforcing rights abroad; andâ€¢ compliance with the laws of numerous foreign taxing jurisdictions and overlapping of different tax regimes and digital tax imposed on our operations in foreign taxing jurisdictions.Any of these risks could adversely affect our international operations, reduce our revenues from outside the United States or increase our operating costs, adversely affecting our business, results of operations and financial condition and growth prospects. There can be no assurance that all of our employees, independent contractors and channel partners will comply with the formal policies we have and will implement, or applicable laws and regulations. Violations of laws or key control policies by our employees, independent contractors and channel partners could result in delays in revenue recognition, financial reporting misstatements, fines, penalties or the prohibition of the importation or exportation of our software and services and could have a material adverse effect on our business and results of operations.We are exposed to collection and credit risks, which could impact our operating results.Our trade receivables are subject to collection and credit risks. These agreements may include purchase commitments for multiple years of subscription-based software licenses and maintenance services, which may be invoiced over multiple reporting periods increasing these risks. For example, our operating results may be impacted by significant bankruptcies among 50customers and resellers, which could negatively impact our revenues and cash flows. Although we have processes in place that are designed to monitor and mitigate these risks, we cannot guarantee these programs will be effective. If we are unable to adequately control these risks, our business, operating results and financial condition could be harmed. If currency exchange rates fluctuate substantially in the future, our results of operations, which are reported in U.S. dollars, could be adversely affected.Our functional and reporting currency is the U.S. dollar, and we generate the majority of our revenues and incur the majority of our expenses in U.S. dollars. Revenues and expenses are also incurred in other currencies, primarily Euros, Pounds Sterling, Canadian dollars, Australian dollars, Singapore dollar and the New Israeli Shekel. Accordingly, changes in exchange rates may have a material adverse effect on our business, results of operations and financial condition. The exchange rates between the U.S. dollar and foreign currencies have fluctuated substantially in recent years and may continue to fluctuate substantially in the future. Furthermore, a strengthening of the U.S. dollar could increase the cost in local currency of our software and renewals to customers outside the United States, which could adversely affect our business, results of operations, financial condition and cash flows.We incur expenses for employee compensation and other operating expenses at our non-U.S. locations in local currencies. The weakening of the U.S. dollar against such currencies would cause the U.S. dollar equivalent of such expenses to increase which could have a negative impact on our reported results of operations and our ability to attract employees in such non-U.S. locations due to the actual increase in the compensation to be paid to such employees. We use forward foreign exchange contracts to hedge or mitigate the effect of changes in foreign exchange rates on our revenues and operating expenses denominated in certain foreign currencies. However, this strategy might not eliminate our exposure to foreign exchange rate fluctuations and involves costs and risks of its own, such as cash expenditures, ongoing management time and expertise, external costs to implement the strategy and potential accounting implications. Additionally, our hedging activities may contribute to increased losses as a result of volatility in foreign currency markets and the difference between the interest rates of the currencies being hedged.Our business is highly dependent upon our brand recognition and reputation, and the failure to maintain or enhance our brand recognition or reputation may adversely affect our business.We believe that enhancing the â€œVaronisâ€ brand identity and maintaining our reputation in the IT industry is critical to our relationships with our customers and to our ability to attract new customers. Our brand recognition and reputation are dependent upon:â€¢ our ability to continue to offer high quality, innovative and error- and bug-free products;â€¢ our ability to maintain customer satisfaction with our products;â€¢ our ability to be responsive to customer concerns and provide high quality customer support, training and professional services;â€¢ our marketing efforts;â€¢ any misuse or perceived misuse of our products;â€¢ positive or negative publicity;â€¢ our ability to prevent or quickly react to any cyberattack on our IT systems or security breach of or related to our software;â€¢ interruptions, delays or attacks on our website; andâ€¢ litigation or regulatory-related developments.We may not be able to successfully promote our brand or maintain our reputation. In addition, independent industry analysts often provide reviews of our products, as well as other products available in the market, and perception of our product in the marketplace may be significantly influenced by these reviews. If these reviews are negative, or less positive than reviews about other products available in the market, our brand may be adversely affected. Furthermore, negative publicity relating to events or activities attributed to us, our employees, our channel partners or others associated with any of these parties, may tarnish our reputation and reduce the value of our brand. If we do not successfully enhance our brand and maintain our reputation, our business may not grow, we may have reduced pricing power relative to competitors with stronger brands, and we could lose customers or renewals, all of which would adversely affect our business, operations and financial results. Moreover, damage to our reputation and loss of brand equity may reduce demand for our products and have an adverse effect on our business, results of operations and financial condition. Any attempts to rebuild our reputation and restore the value of our brand may be costly and time consuming, and such efforts may not ultimately be successful.51Moreover, it may be difficult to enhance our brand and maintain our reputation in connection with sales to channel partners. Promoting our brand requires us to make significant expenditures, and we anticipate that the expenditures will increase as our market becomes more competitive, as we expand into new markets and geographies and as more sales are generated to our channel partners. To the extent that these activities yield increased revenues, these revenues may not offset the increased expenses we incur.Our success depends in part on maintaining and increasing our sales to customers in the public sector.We derive a portion of our revenues from contracts with federal, state, local and foreign governments and government-owned or -controlled entities (such as public health care bodies, educational institutions and utilities), which we refer to as the public sector herein. We believe that part of the success and growth of our business will continue to depend on our successful procurement of public sector contracts. Selling to public sector entities can be highly competitive, expensive and time consuming, often requiring significant upfront time and expense without any assurance that our efforts will produce any sales. Government demand and payment for our products and services may be impacted by public sector budgetary cycles, or lack of, and funding authorizations, including in connection with an extended government shutdown, with funding reductions or delays adversely affecting public sector demand for our products and services. Factors that could impede our ability to maintain or increase the amount of revenues derived from public sector contracts include:â€¢ changes in public sector fiscal or contracting policies;â€¢ decreases or elimination of available public sector funding;â€¢ non-compliance with or an inability to attain the proper certification to conduct business in the public sector;â€¢ changes in public sector programs or applicable requirements;â€¢ the adoption of new laws or regulations or changes to existing laws or regulations;â€¢ potential delays or changes in the public sector appropriations or other funding authorization processes;â€¢ the requirement of contractual terms that are unfavorable to us, such as most-favored-nation pricing provisions; andâ€¢ delays in the payment of our invoices by public sector payment offices.Furthermore, we must comply with laws and regulations relating to public sector contracting, which affect how we and our channel partners do business in both the United States and abroad. These laws and regulations may impose added costs on our business, and failure to comply with these or other applicable regulations and requirements, including non-compliance in the past, could lead to claims for damages from our channel partners, penalties, termination of contracts, and temporary suspension or permanent debarment from public sector contracting. Moreover, governments may investigate and audit government contractorsâ€™ administrative processes, and any unfavorable audit could result in the government refusing to continue buying our products, which would adversely impact our revenue and results of operations, or institute fines or civil or criminal liability if the audit uncovers improper or illegal activities.The occurrence of any of the foregoing could cause public sector customers to delay or refrain from purchasing licenses of our software in the future or otherwise have an adverse effect on our business, operations and financial results.We are subject to governmental export and import controls that could subject us to liability or impair our ability to compete in international markets.We incorporate certain encryption technology into certain of our products and, as a result, are required to comply with U.S. export control laws and regulations, including the Export Administration Regulations administered by the U.S. Department of Commerceâ€™s Bureau of Industry and Security (â€œBISâ€). We are also subject to Israeli export control laws on encryption technology. These export control laws and regulations prohibit, restrict, or regulate our ability to, directly or indirectly, export, re-export, or transfer certain products to certain countries and territories, entities, and individuals for certain end uses. If the applicable U.S. or Israeli legal requirements regarding the export of encryption technology were to change or if we change the encryption means in our products, we may (i) be unable to export our products, (ii) need to apply for new licenses or (iii) be unable to rely on certain license exceptions. Furthermore, various other countries regulate the import of certain encryption technology, including import permitting and licensing requirements, and have enacted laws that could limit our ability to distribute our products or could limit our customersâ€™ ability to implement our products in those countries.We are also subject to U.S. and Israeli economic sanctions laws, which prohibit the shipment of certain products to embargoed or sanctioned countries, sanctioned governments and sanctioned persons. Like with export controls, we take precautions to prevent our products from being provided in violation of these laws, including requiring our business partners to commit to compliance through contractual undertakings. However, if our business partners were to provide our products to certain 52countries, governments, or sanctioned persons in violation of these laws, such provision could have negative consequences, including government investigations, penalties and reputational harm. Any change in export or import regulations, economic sanctions or related legislation, shift in the enforcement or scope of existing regulations, or change in the countries, governments, persons or technologies targeted by such regulations, could result in decreased use of our products by, or in our decreased ability to export or sell our products to, existing or potential customers with international operations. Moreover, any new export or import restrictions, new legislation or shifting approaches in the enforcement or scope of existing regulations, or in the countries, persons or technologies targeted by such regulations, could result in decreased use of our products. Any decreased use of our products or limitation on our ability to export or sell our products would likely adversely affect our business, financial condition and results of operations.Our business in countries with a history of corruption and transactions with foreign governments increase the risks associated with our international activities.As we operate and sell internationally, we are subject to the FCPA, the UK Bribery Act and other laws that prohibit improper payments or offers of payments to foreign governments and their officials and political parties for the purpose of obtaining or retaining business. We have operations, deal with and make sales to governmental customers in countries known to experience corruption, particularly certain emerging countries in Eastern Europe, South and Central America, East Asia, Africa and the Middle East. Our activities in these countries create the risk of unauthorized payments or offers of payments by one of our employees, consultants, channel partners or sales agents that could be in violation of various anti-corruption laws, even though these parties may not be under our control. While we have implemented safeguards to prevent these practices by our employees, consultants, channel partners and sales agents, our existing safeguards and any future improvements may prove to be less than effective, and our employees, consultants, channel partners or sales agents may engage in conduct for which we might be held responsible. Violations of the FCPA or other anti-corruption laws may result in severe criminal or civil sanctions, including suspension or debarment from government contracting, and we may be subject to other liabilities, which could negatively affect

our business, operating results and financial condition.Acquisitions could disrupt our business and adversely affect our results of operations, financial condition and cash flows.As we continue to pursue business opportunities, we may make acquisitions that could be material to our business, results of operations, financial condition and cash flows. Acquisitions involve many risks, including the following:â€¢ an acquisition may negatively affect our results of operations, financial condition or cash flows because it may require us to incur charges or assume substantial debt or other liabilities, may cause adverse tax consequences or unfavorable accounting treatment, including potential write-downs of deferred revenues, may expose us to claims and disputes by third parties, including intellectual property claims and disputes, or may not generate sufficient financial return to offset additional costs and expenses related to the acquisition;â€¢ we may encounter difficulties or unforeseen expenditures in integrating the business, technologies, products, personnel or operations of any company that we acquire, particularly if key personnel of the acquired company decide not to work for us;â€¢ an acquisition may disrupt our ongoing business, divert resources, increase our expenses and distract our management;â€¢ an acquisition may result in a delay or reduction of customer purchases for both us and the company we acquired due to customer uncertainty about continuity and effectiveness of service from either company;â€¢ we may encounter difficulties in, or may be unable to, successfully sell any acquired products;â€¢ an acquisition may involve the entry into geographic or business markets in which we have little or no prior experience or where competitors have stronger market positions;â€¢ challenges inherent in effectively managing an increased number of employees in diverse locations;â€¢ the potential strain on our financial and managerial controls and reporting systems and procedures;â€¢ potential known and unknown liabilities or deficiencies associated with an acquired company that were not identified in advance;â€¢ our use of cash to pay for acquisitions would limit other potential uses for our cash and affect our liquidity;â€¢ if we incur debt to fund such acquisitions, such debt may subject us to material restrictions on our ability to conduct our business as well as financial maintenance covenants;â€¢ the risk of impairment charges related to potential write-downs of acquired assets or goodwill in future acquisitions;â€¢ to the extent that we issue a significant amount of equity or convertible debt securities in connection with future acquisitions, existing stockholders may be diluted and earnings per share may decrease; andâ€¢ managing the varying intellectual property protection strategies and other activities of an acquired company.53We may not succeed in addressing these or other risks or any other problems encountered in connection with the integration of any acquired business. Our ability as an organization to successfully acquire and integrate technologies or businesses is limited. The inability to successfully integrate the business, technologies, products, personnel or operations of any acquired business, or any significant delay in achieving integration, could have a material adverse effect on our business, results of operations, financial condition and cash flows.Risks Related to Human CapitalA failure to maintain sales and marketing personnel productivity or hire and integrate additional sales and marketing personnel could adversely affect our results of operations and growth prospects.Our business requires intensive sales and marketing activities. Our sales and marketing personnel are essential to attracting new customers and expanding sales to existing customers, both of which are key to our future growth. We face a number of challenges in successfully expanding our sales force. Our transition to a SaaS delivery model, and the additional demands involved in selling our platform, has increased the complexity and to some extent imposed new challenges in finding, hiring and retaining qualified sales force members. We must locate and hire a significant number of qualified individuals, and competition for such individuals is intense. In addition, as we expand into new markets with which we have less familiarity and develop existing territories, we will need to recruit individuals who have skills particular to a certain geography or territory, and it may be difficult to find candidates with those qualifications. We may be unable to achieve our hiring or integration goals due to a number of factors, including, but not limited to, the challenge in remotely recruiting employees and adequately training them, the number of individuals we hire, challenges in finding individuals with the correct background due to increased competition for such hires, increased attrition rates among new hires and existing personnel as well as the necessary experience to sell the Varonis Data Security Platform rather than individual software products. Furthermore, based on our past experience in mature territories, it can take up to 12 months before a new sales force member is trained and operating at a level that meets our expectations. We invest significant time and resources in training new members of our sales force, and we may be unable to achieve our target performance levels with new sales personnel as rapidly as we have done in the past, or at all, due to larger numbers of hires or lack of experience training sales personnel to operate in new jurisdictions or because of the remote hiring and training process. Our failure to hire a sufficient number of qualified individuals, to integrate new sales force members within the time periods we have achieved historically or to keep our attrition rates at levels comparable to others in our industry may materially impact our projected growth rate.Failure to retain, attract and recruit highly qualified personnel could adversely affect our business, operating results, financial condition and growth prospects.Our future success and growth depend, in part, on our ability to continue to recruit and retain highly skilled personnel and to preserve the key aspects of our corporate culture. Because our future success is dependent on our ability to continue to enhance and introduce new products, we are particularly dependent on our ability to hire and retain engineers. Any of our employees may terminate their employment at any time, and we face intense competition for highly skilled employees. Competition for qualified employees, particularly in Israel, where we have a substantial presence and need for qualified engineers, from numerous other companies, including other software and technology companies, many of whom have greater financial and other resources than we do, is intense. Moreover, to the extent we hire personnel from other companies, we may be subject to allegations that they have been improperly solicited or may have divulged proprietary or other confidential information to us. If we are unable to timely attract, retain or train qualified employees, particularly our engineers, salespeople and key managers, our ability to innovate, introduce new products and compete would be adversely impacted, and our financial condition and results of operations may suffer. Lastly, equity grants are a critical component of our current compensation programs. If we reduce, modify or eliminate our equity compensation programs or if there is a decline in our stock price, which will result in the value of our equity compensation being lower, we may have difficulty attracting and retaining employees.We are dependent on the continued services and performance of our co-founder, Chief Executive Officer and President, the loss of whom could adversely affect our business.Much of our future performance depends on the continued services and continuing contributions of our co-founder, Chief Executive Officer and President, Yakov Faitelson, to successfully manage our company, to execute on our business plan and to identify and pursue new opportunities and product innovations. The loss of Mr. Faitelsonâ€™s services could significantly delay or prevent the achievement of our development and strategic objectives and adversely affect our business.Risks Related to our Technology, Products, Services and Intellectual Property54Our failure to continually enhance and improve our technology could adversely affect sales of our products.The market is characterized by the exponential growth in enterprise data, rapid technological advances, changes in customer requirements, including customer requirements driven by changes to legal, regulatory and self-regulatory compliance mandates, frequent new product introductions and enhancements and evolving industry standards in computer hardware and software technology. As a result, we must continually change and improve our products in response to changes in operating systems, application software, computer and communications hardware, networking software, data center architectures, programming tools, computer language technology and various regulations. Moreover, the technology in our products is especially complex because it needs to effectively identify and respond to a userâ€™s data retention, security and governance needs, while minimizing the impact on database and file system performance. Our products must also successfully interoperate with products from other vendors.While we extend our technological capabilities though innovation and strategic transactions, including our recently announced Managed Data Detection and Response and cloud-based solutions, we cannot guarantee that we will be able to anticipate future market needs and opportunities or be able to extend our technological expertise and develop new products or expand the functionality of our current products in a timely manner or at all. Even if we are able to anticipate, develop and introduce new products and expand the functionality of our current products, there can be no assurance that enhancements or new products will achieve widespread market acceptance.Our product enhancements or new products could fail to attain sufficient market acceptance for many reasons, including:â€¢ failure to accurately predict market demand in terms of product functionality and to supply products that meet this demand in a timely fashion;â€¢ inability to interoperate effectively with the database technologies and file systems of prospective customers;â€¢ defects, errors or failures;â€¢ negative publicity or customer complaints about performance or effectiveness; andâ€¢ poor business conditions, causing customers to delay IT purchases.If we fail to anticipate market requirements or stay abreast of technological changes, we may be unable to successfully introduce new products, expand the functionality of our current products or convince our customers and potential customers of the value of our solutions in light of new technologies. In addition, it is possible that our product innovations, including our recently announced Managed Data Detection and Response and cloud-based solutions, may not provide satisfactory results to our customers. Accordingly, our business, results of operations and financial condition could be materially and adversely affected.If our technical support, customer success or professional services are not satisfactory to our customers, they may not renew their agreements or not buy additional products in the future, which could adversely affect our future results of operations.Our business relies on our customersâ€™ satisfaction with the technical support and professional services we provide to support our products. Our customers have no obligation to renew their agreements with us after the initial terms have expired. Our customers have an option to renew their agreements and, for us to maintain and improve our results of operations, it is important that our existing customers renew their agreements, if applicable, when the existing contract term expires. For example, our renewal rate for the years ended December 31, 2023 and for the six months ended June 30, 2024 continued to be over 90%. Customer satisfaction will become even more important as almost all of our licensing has shifted to subscription license agreements.If we fail to provide technical support services that are responsive, satisfy our customersâ€™ expectations and resolve issues that they encounter with our products and services, then they may elect not to purchase or renew contracts and they may choose not to purchase additional products and services from us. Accordingly, our failure to provide satisfactory technical support or professional services could lead our customers not to renew their agreements with us or renew on terms less favorable to us, and therefore have a material and adverse effect on our business and results of operations.Interruptions or performance problems, including associated with our website or support website or any caused by cyberattacks, may adversely affect our business.Our continued growth depends in part on the ability of our existing and potential customers to quickly access our website and support website. Access to our support website is also imperative to our daily operations and interaction with customers, as it allows customers to download our software, fixes and patches, as well as open and respond to support tickets and register 55license keys for evaluation or production purposes. We have experienced, and may in the future experience, website disruptions, outages and other performance problems due to a variety of factors, including technical failures, cyberattacks, natural disasters, infrastructure changes, human or software errors, capacity constraints due to an overwhelming number of users accessing our website simultaneously and denial of service or fraud. In some instances, we may not be able to identify the cause or causes of these performance problems within an acceptable period of time. System failures or outages, including any potential disruptions due to a period of increased global demand on certain cloud-based systems or disruptions of our cloud-based solutions, could compromise our or our customerâ€™s ability to perform day-to-day operations in a timely manner, which could negatively impact our business or delay our financial reporting. It may become increasingly difficult to maintain and improve the performance of our websites, especially during peak usage times and as our software becomes more complex and our user traffic increases. If our websites are unavailable or if our users are unable to download our software, patches or fixes within a reasonable amount of time or at all, we may suffer reputational harm and our business would be negatively affected.If our software is perceived as not being secure, customers may reduce the use of or stop using our software, and we may incur significant liabilities.Our software involves the transmission of data between data stores, and between data stores and desktop and mobile computers, and will increasingly involve the storage of data. We have a legal and contractual obligation to protect the confidentiality and appropriate use of customer data. Any security breaches with respect to such data could result in the loss of this information, litigation, indemnity obligations and other liabilities. The security of our products and accompanied services is important in our customersâ€™ decisions to purchase or use our products or services. Security threats are a significant challenge to companies like us whose business is providing technology products and services to others. While we have taken steps to protect the confidential information that we have access to, including confidential information we may obtain through our customer support services or customer usage of our products, we have no direct control over the substance of the content. Security measures might be breached as a result of third-party action, employee error, malfeasance or otherwise. We also incorporate open source software and other third-party software into our products. There may be vulnerabilities in open source software and third-party software that may make our products likely to be harmed by cyberattacks. Moreover, our products operate in conjunction with and are dependent on products and components across a broad ecosystem of third parties. If there is a security vulnerability in one of these components, and if there is a security exploit targeting it, such security vulnerability may adversely impact our product vulnerability and we could face increased costs, liability claims, reduced revenue, or harm to our reputation or competitive position. Because techniques used to obtain unauthorized access or sabotage systems change frequently and generally are not identified until they are launched against a target, we may be unable to anticipate these techniques or to implement adequate preventative measures.The limitations of liability in our contracts may not be enforceable or adequate or otherwise protect us from any such liabilities or damages with respect to any particular claim. While we maintain insurance coverage for some of the above events, the potential liabilities associated with these security breach events could exceed the insurance coverage we maintain.We incorporate machine learning and artificial intelligence (â€œAIâ€) solutions into parts of our platform, offerings, services and features, and these applications may become more important in our operations over time. AI technologies, including generative AI, are complex and rapidly evolving, and we face competition from other companies as well as an evolving regulatory landscape. Several jurisdictions around the globe, including Europe and the United States, have already proposed or enacted laws governing AI, and we may need to commit significant resources to maintain business practices that comply with the evolving regulatory landscape. Our competitors or other third parties may incorporate AI into their products more quickly and successfully than us, which could impair our ability to compete effectively and adversely affect our results of operations. Any or all of these issues could tarnish our reputation, negatively impact our ability to attract new customers or sell additional products to our existing customers, cause existing customers to elect not to renew their agreements or subject us to third-party lawsuits, regulatory fines or other action or liability, thereby adversely affecting our results of operations.Our use of open source software could negatively affect our ability to sell our software and subject us to possible litigation.We use open source software and expect to continue to use open source software in the future. Some open source software licenses require users who distribute open source software as part of their own software product to publicly disclose all or part of the source code to such software product or to make available any derivative works of the open source code on unfavorable terms or at no cost. We may face ownership claims of third parties over, or seeking to enforce the license terms applicable to, such open source software, including by demanding the release of the open source software, derivative works or our proprietary source code that was developed using such software. These claims could also result in litigation, require us to purchase a costly license or require us to devote additional research and development resources to change our software, any of which would have a negative effect on our business and results of operations. In addition, if the license terms for the open source code change, we 56may be forced to re-engineer our software or incur additional costs. Some open source software may include generative AI software or other software that incorporates or relies on generative AI. The use of such software may expose us to risks as the intellectual property ownership and license rights, including copyright, of generative AI software and tools, has not been fully interpreted by U.S. courts or been fully addressed by federal or state regulation. Finally, while we implement policies and procedures, we cannot provide assurance that we have incorporated open source software into our own software in a manner that conforms with our current policies and procedures and we cannot assure that all open source software is reviewed prior to use in our solution, that our programmers have not incorporated open source software into our solution, or that they will not do so in the future.In addition, our solution may incorporate third-party software under commercial licenses. We cannot be certain whether such third-party software incorporates open source software without our knowledge. In the past, companies that incorporate open source software into their products have faced claims alleging noncompliance with open source license terms or infringement or misappropriation of proprietary software. Therefore, we could be subject to suits by parties claiming noncompliance with open source licensing terms or infringement or misappropriation of proprietary software. Because few courts have interpreted open source licenses, the manner in which these licenses may be interpreted and enforced is subject to some uncertainty. There is a risk that open source software licenses could be construed in a manner that imposes unanticipated conditions or restrictions on our ability to market or provide our solution. As a result of using open source software subject to such licenses, we could be required to release proprietary source code, pay damages, re-engineer our solution, limit or discontinue sales or take other remedial action, any of which could adversely affect our business.False detection of security breaches, false identification of malicious sources or misidentification of sensitive or regulated information could adversely affect our business.Our cybersecurity products may falsely detect threats that do not actually exist. For example, our DatAlert product may enrich metadata collected by our products with information from external sources and third-party data providers. If the information from these data providers is inaccurate, the potential for false positives increases. These false positives, while typical in the industry, may affect the perceived reliability of our products and solutions and may therefore adversely impact market acceptance of our products. As definitions and instantiations of personal identifiers

and other sensitive content change, automated classification technologies may falsely identify or fail to identify data as sensitive. If our products and solutions fail to detect exposures or restrict access to important systems, files or applications based on falsely identifying legitimate use as an attack or otherwise unauthorized, then our customersâ€™ businesses could be adversely affected. Any such false identification of use and subsequent restriction could result in negative publicity, loss of customers and sales, increased costs to remedy any problem and costly litigation.Failure to protect our proprietary technology and intellectual property rights could substantially harm our business.The success of our business and competitive position depends on our ability to obtain, protect and enforce our trade secrets, trademarks, copyrights, patents and other intellectual property rights. We attempt to protect our intellectual property under patent, trademark, copyrights and trade secret laws, and through a combination of confidentiality procedures, contractual provisions and other methods, all of which offer only limited protection and may not now or in the future provide us with a competitive advantage.As of June 30, 2024, we had 88 issued patents in the United States and 29 pending U.S. patent applications. We also had 74 patents issued and 28 applications pending for examination in non-U.S. jurisdictions, and 10 pending PCT patent applications, all of which are counterparts of our U.S. patent applications. We may file additional patent applications in the future. The process of obtaining patent protection is expensive and time-consuming, and we may not be able to prosecute all necessary or desirable patent applications at a reasonable cost or in a timely manner all the way through to the successful issuance of a patent. We may choose not to seek patent protection for certain innovations and may choose not to pursue patent protection in certain jurisdictions. Furthermore, it is possible that our patent applications may not issue as granted patents, that the scope of our issued patents will be insufficient or not have the coverage originally sought, that our issued patents will not provide us with any competitive advantages, and that our patents and other intellectual property rights may be challenged by others or invalidated through administrative process or litigation. In addition, issuance of a patent does not guarantee that we have an absolute right to practice the patented invention. Our policy is to require our employees (and our consultants and service providers that develop intellectual property included in our products) to execute written agreements in which they assign to us their rights in potential inventions and other intellectual property created within the scope of their employment (or, with respect to consultants and service providers, their engagement to develop such intellectual property). However, we may not be able to adequately protect our rights in every such agreement or execute an agreement with every such party. Finally, in order to benefit from patent and other intellectual property protection, we must monitor, detect and pursue infringement claims in certain 57circumstances in relevant jurisdictions, all of which is costly and time-consuming. As a result, we may not be able to obtain adequate protection or to enforce our issued patents or other intellectual property effectively.In addition to patented technology, we rely on our unpatented proprietary technology and trade secrets. Despite our efforts to protect our proprietary technologies and our intellectual property rights, unauthorized parties, including our employees, consultants, service providers or customers, may attempt to copy aspects of our products or obtain and use our trade secrets or other confidential information. We generally enter into confidentiality agreements with our employees, consultants, service providers, vendors, channel partners and customers, and generally limit access to and distribution of our proprietary information and proprietary technology through certain procedural safeguards. These agreements may not effectively prevent unauthorized use or disclosure of our intellectual property or technology and may not provide an adequate remedy in the event of unauthorized use or disclosure of our intellectual property or technology. We cannot provide assurance that the steps taken by us will prevent misappropriation of our trade secrets or technology or infringement of our intellectual property. In addition, the laws of some foreign countries where we operate do not protect our proprietary rights to as great an extent as the laws of the United States, and many foreign countries do not enforce these laws as diligently as government agencies and private parties in the United States.We have registered the â€œVaronisâ€ name and logo and â€œDatAdvantage,â€ â€œDataPrivilege,â€ â€œDatAlert,â€ and other names in the United States and, as related to some of these names, certain other countries. However, we cannot provide assurance that any future trademark registrations will be issued for pending or future applications or that any registered trademarks will be enforceable or provide adequate protection of our proprietary rights.Despite our efforts to protect our proprietary technology and trade secrets, unauthorized parties may attempt to misappropriate, reverse engineer or otherwise obtain and use them. In addition, others may independently discover our trade secrets, in which case we would not be able to assert trade secret rights or develop similar technologies and processes. Further, the contractual provisions that we enter into may not prevent unauthorized use or disclosure of our proprietary technology or intellectual property rights and may not provide an adequate remedy in the event of unauthorized use or disclosure of our proprietary technology or intellectual property rights. Moreover, policing unauthorized use of our technologies, trade secrets and intellectual property is difficult, expensive and time-consuming, particularly in foreign countries where the laws may not be as protective of intellectual property rights as those in the United States and where mechanisms for enforcement of intellectual property rights may be weak. We may be unable to determine the extent of any unauthorized use or infringement of our solution, technologies or intellectual property rights. If we are unable to protect our intellectual property rights and ensure that we are not violating the intellectual property rights of others, we may find ourselves at a competitive disadvantage to others who need not incur the additional expense, time and effort required to create the innovative products that have enabled us to be successful to date.Assertions by third parties of infringement or other violations by us of their intellectual property rights, whether or not correct, could result in significant costs and harm our business and operating results.The industries in which we operate, such as data security, cybersecurity, compliance, data retention and data governance are characterized by the existence of a large number of relevant patents and frequent claims and related litigation regarding patent and other intellectual property rights. From time to time, third parties have asserted and may assert their patent, copyright, trademark and other intellectual property rights against us, our channel partners or our customers. Successful claims of infringement or misappropriation by a third-party could prevent us from distributing certain products, performing certain services or could require us to pay substantial damages (including, for example, treble damages if we are found to have willfully infringed patents and increased statutory damages if we are found to have willfully infringed copyrights), royalties or other fees. Such claims also could require us to cease making, licensing or using solutions that are alleged to infringe or misappropriate the intellectual property of others or to expend additional development resources to attempt to redesign our products or services or otherwise to develop non-infringing technology. Even if third parties may offer a license to their technology, the terms of any offered license may not be acceptable, and the failure to obtain a license or the costs associated with any license could cause our business, results of operations or financial condition to be materially and adversely affected. In some cases, we indemnify our channel partners and customers against claims that our products infringe the intellectual property of third parties. Defending against claims of infringement or being deemed to be infringing the intellectual property rights of others could impair our ability to innovate, develop, distribute and sell our current and planned products and services. Risks Related to our Tax RegimeOur tax rate may vary significantly depending on our stock price.58The tax effects of the accounting for stock-based compensation may significantly impact our effective tax rate from period to period. In periods in which our stock price is higher than the grant price of the stock-based compensation vesting in that period, we will recognize excess tax benefits that will decrease our effective tax rate, while in periods in which our stock price is lower than the grant price of the stock-based compensation vesting in that period, our effective tax rate may increase. The amount and value of stock-based compensation issued relative to our earnings in a particular period will also affect the magnitude of the impact of stock-based compensation on our effective tax rate. These tax effects are dependent on our stock price, which we do not control, and a decline in our stock price could significantly increase our effective tax rate and adversely affect our financial results.Multiple factors may adversely affect our ability to fully utilize our net operating loss carryforwards.A U.S. corporationâ€™s ability to utilize its federal net operating loss (â€œNOLâ€) carryforwards is limited under Section 382 of the Internal Revenue Code of 1986, as amended (the â€œCodeâ€), if the corporation undergoes an ownership change.As of December 31, 2023, we have accumulated a $103.8 million federal NOL since inception. Future changes in our stock ownership, including future offerings, as well as changes that may be outside of our control, could result in a subsequent ownership change under Section 382, that would impose an annual limitation on NOLs. In addition, the cash tax benefit from our NOLs is dependent upon our ability to generate sufficient taxable income. Accordingly, we may be unable to earn enough taxable income in order to fully utilize our current NOLs.Changes in our provision for income taxes or adverse outcomes resulting from examination of our income tax returns could adversely affect our results.We are subject to income taxation in the United States, Israel and numerous other jurisdictions. Determining our provision for income taxes requires significant management judgment. In addition, our provision for income taxes could be adversely affected by many factors, including, among other things, changes to our operating structure including a review of our intellectual property (â€œIPâ€) structure, changes in the amounts of earnings in jurisdictions with different statutory tax rates, changes in the valuation of deferred tax assets and liabilities and changes in tax laws. Significant judgment is required to determine the recognition and measurement attributes prescribed in Accounting Standards Codification 740-10-25 (â€œASC 740-10-25â€). ASC 740-10-25 applies to all income tax positions, including the potential recovery of previously paid taxes, which if settled unfavorably could adversely impact our provision for income taxes. Our income in certain countries is subject to reduced tax rates provided we meet certain criteria. Failure to meet these commitments could adversely impact our provision for income taxes.We are also subject to the regular examination of our income tax returns by the U.S. Internal Revenue Services and other tax authorities in various jurisdictions. Tax authorities may disagree with our intercompany charges, cross-jurisdictional transfer pricing, IP structure or other matters and assess additional taxes. While we regularly assess the likelihood of adverse outcomes resulting from these examinations to determine the adequacy of our provision for income taxes, there can be no assurance that the outcomes from these regular examinations will not have a material adverse effect on our results of operations and cash flows. Further, we may be audited in various jurisdictions, and such jurisdictions may assess additional taxes against us. Although we believe our tax estimates are reasonable, the final determination of any tax audits or litigation could be materially different from our historical tax provisions and accruals, which could have a material adverse effect on our results of operations or cash flows in the period or periods for which a determination is made.The adoption of the U.S. tax reform and the enactment of additional legislation changes could materially impact our financial position and results of operations.On December 22, 2017, the Tax Cuts and Jobs Act (the "TCJA") that significantly reforms the Code was enacted. The TCJA, among other things, includes changes to U.S. federal tax rates, imposes significant additional limitations on the deductibility of certain expenses and adds certain limitations to the use of net operating loss carryforwards arising after December 31, 2017. Due to the expansion of our international business activities, any changes in the U.S. taxation of such activities may increase our worldwide effective tax rate and adversely affect our financial position and results of operations. Further, foreign governments may enact tax laws in response to the TCJA that could result in further changes to global taxation and materially affect our financial position and results of operations. Effective in 2022, the TCJA requires all U.S. companies to capitalize, and subsequently amortize R&E expenses that fall within the scope of Section 174 over five years for research activities conducted in the United States and over fifteen years for research activities conducted outside of the United States, rather than deducting such costs in the year incurred for tax purposes. Although Congress may modify or repeal this provision, potentially with retroactive effect, we have no assurance that Congress will take any action with respect to this provision. As of the second 59quarter of 2024, we have accounted for an estimate of the effects of the R&E capitalization, based on interpretation of the law as currently enacted. To the extent that this provision is not modified or repealed, and once our available NOLs or tax credits are fully utilized, we would incur a significant increase in our tax expenses and a decrease in our cash flows provided by operations.We conduct our operations in several jurisdictions worldwide and report our taxable income based on our business operations in those jurisdictions. Therefore, our intercompany relationships are subject to transfer pricing regulations administered by taxing authorities in various jurisdictions. While we believe that we are currently in material compliance with our obligations under applicable taxing regimes, the relevant taxing authorities may disagree with our determinations as to the income and expenses attributable to specific jurisdictions and may seek to impose additional taxes on us, including for past sales. If such a disagreement were to occur, and our position were not sustained, we could be required to pay additional taxes, interest and penalties, which could result in one-time tax charges, higher effective tax rates, reduced cash flows and lower overall profitability of our operations.The Organization for Economic Cooperation and Development (â€œOECDâ€) introduced the base erosion and profit shifting project which sets out a plan to address international taxation principles in a globalized, digitized business world (the â€œBEPS Planâ€). During 2018, as part of the BEPS Plan, more than 80 countries chose to implement the Multilateral Convention to Implement Tax Treaty Related Measures to Prevent BEPS (â€œMLIâ€). The MLI significantly changes the bilateral tax treaties signed by any country that chose to implement the MLI. In addition, during 2019 the OECD, the EU and individual countries (e.g., France, Austria and Italy) each published an initiative to tax digital transactions executed by a non-resident entity and a local end-user or local end-consumer. Under each initiative, the local payer is obligated to withhold a fixed percentage from the gross proceeds paid to the non-resident entity as a tax on executing a digital transaction in that territory, provided the entityâ€™s sales in that territory exceeds a certain threshold (â€œDigital Service Taxâ€). As a result of participating countries adopting the international tax policies set under the BEPS Plan, MLI and Digital Service Tax, changes have been and continue to be made to numerous international tax principles and local tax regimes. Due to the expansion of our international business activities, those modifications may increase our worldwide effective tax rate, create tax and compliance obligations in jurisdictions in which we previously had none and adversely affect our financial position.Risks Related to the 2025 NotesWe have incurred substantial indebtedness that may decrease our business flexibility, access to capital, and/or increase our borrowing costs, and we may still incur substantially more debt, which may adversely affect our operations and financial results.In May 2020 we issued the 2025 Notes. As of June 30, 2024, we had approximately $253.0 million outstanding aggregate principal amount of 2025 Notes. Our indebtedness may limit our ability to borrow additional funds for working capital, capital expenditures, acquisitions or other general business purposes, limit our ability to use our cash flow or obtain additional financing for future working capital, capital expenditures, acquisitions or other general business purposes, require us to use a substantial portion of our cash flow from operations to make debt service payments, limit our flexibility to plan for, or react to, changes in our business and industry, place us at a competitive disadvantage compared to our less leveraged competitors and increase our vulnerability to the impact of adverse economic and industry conditions.Our debt obligations may adversely affect our ability to raise additional capital and will be a burden on our future cash resources, particularly if we elect to settle these obligations in cash upon conversion or upon maturity or required repurchase.Our ability to meet our payment obligations under the 2025 Notes depends on our future cash flow performance. This, to some extent, is subject to general economic, financial, competitive, legislative and regulatory factors, as well as other factors that may be beyond our control. There can be no assurance that our business will generate positive cash flow from operations, or that additional capital will be available to us, in an amount sufficient to enable us to meet our debt payment obligations and to fund other liquidity needs. If we are unable to generate sufficient cash flow to service our debt obligations, we may need to refinance or restructure our debt, sell assets, reduce or delay capital investments, or seek to raise additional capital. Our ability to refinance our indebtedness will depend on the capital markets and our financial condition at such time. We may not be able to engage in any of these activities or engage in these activities on desirable terms, which could result in a default on our debt obligations. As a result, we may be more vulnerable to economic downturns, less able to withstand competitive pressures and less flexible in responding to changing business and economic conditions. 60We may issue additional shares of our common stock in connection with conversions of the 2025 Notes, and thereby dilute our existing stockholders and potentially adversely affect the market price of our common stock.In the event that the remaining 2025 Notes are converted and we elect to deliver shares of common stock, the ownership interests of existing stockholders will be diluted, and any sales in the public market of any shares of our common stock issuable upon such conversion could adversely affect the prevailing market price of our common stock. In addition, the anticipated conversion of the 2025 Notes could depress the market price of our common stock.The fundamental change provisions of the 2025 Notes may delay or prevent an otherwise beneficial takeover attempt of us.If the Company undergoes a â€œfundamental change,â€ subject to certain conditions, holders may require the Company to repurchase for cash all or part of their 2025 Notes at a fundamental change repurchase price equal to 100% of the principal amount of the 2025 Notes to be repurchased, plus accrued and unpaid interest to, but excluding, the fundamental change repurchase date. In addition, if such fundamental change also constitutes a â€œmake-whole fundamental change,â€ the conversion rate for the 2025 Notes may be increased upon conversion of the 2025 Notes in connection with such â€œmake-whole fundamental change.â€ Any increase in the conversion rate will be determined based on the date on which the â€œmake-whole fundamental changeâ€ occurs or becomes effective and the price paid (or deemed paid) per share of our common stock in such transaction. Any such increase will be dilutive to our existing stockholders. Our obligation to repurchase the 2025 Notes or increase the conversion rate upon the occurrence of a make-whole fundamental change may, in certain circumstances, delay or prevent a takeover of us that might otherwise be beneficial to our stockholders.The Capped Call Transactions may affect the value of the 2025 Notes and our common stock.In connection with the issuance of the 2025 Notes, we entered into Capped Call Transactions with certain financial institutions. The Capped Call Transactions are expected generally to reduce or offset the potential dilution upon conversion of the 2025 Notes and/or offset any cash payments we are required to make in excess of the principal amount of converted 2025 Notes, as the case may be, with such reduction and/or offset subject to the Cap Price, subject to certain adjustments under the terms of the Capped Call Transactions.From time to time, certain financial institutions (with which we entered

into the Capped Call Transactions) or their respective affiliates may modify their hedge positions by entering into or unwinding various derivatives with respect to our common stock and/or purchasing or selling our common stock or other securities of ours in secondary market transactions prior to the maturity of the 2025 Notes. This activity could also cause or avoid an increase or a decrease in the market price of our common stock.The potential effect, if any, of these transactions and activities on the price of our common stock or 2025 Notes will depend in part on market conditions and cannot be ascertained at this time. Any of these activities could adversely affect the value of our common stock.We are subject to counterparty risk with respect to the Capped Call Transactions.All or some of the financial institutions (which are counterparties to the capped call transactions) might default under the Capped Call Transactions. Our exposure to the credit risk of the counterparties will not be secured by any collateral. Past global economic conditions have resulted in the actual or perceived failure or financial difficulties of many financial institutions. If an option counterparty becomes subject to insolvency proceedings, we will become an unsecured creditor in those proceedings with a claim equal to our exposure at the time under the capped call transactions with such option counterparty. Our exposure will depend on many factors but, generally, an increase in our exposure will be correlated to an increase in the market price and in the volatility of our common stock. In addition, upon a default by an option counterparty, we may suffer adverse tax consequences and more dilution than we currently anticipate with respect to our common stock. We can provide no assurance as to the financial stability or viability of the option counterparties.Risks Related to our International OperationsWe face risks associated with operating in international markets that may limit our ability to develop and sell our products, which could result in a decrease of our revenues.We operate on a global basis and political, social, economic and security conditions in countries in which we operate may limit our ability to develop and sell our products. Specifically, we do business and have operations in the United Kingdom, France, 61Israel, Brazil and Ukraine. Continued political and social instability and war in these regions, and any other areas in the world where we have operations, may affect our business and operations in those and other neighboring regions.In March 2022, in response to the war between Russia and Ukraine, a number of countries, including the United States, imposed sanctions and export controls on Russia, which in turn imposed counter-sanctions in response. While sales in Russia represented a very small percentage of our overall business, and while our operations in Russia and Ukraine have historically been a small portion of our overall workforce, the conflict is complex and evolving and subjects us to additional regulatory risk and compliance costs. As of June 30, 2024, we do not have any employees or contractors in Russia. We have no way to predict the progress or outcome of the situation, including any impact on the rest of the world, as the conflict and government reactions are rapidly developing.Our principal research and development facility, which also houses a portion of our support and general and administrative teams, is located in Israel. Since the establishment of the State of Israel in 1948, a number of armed conflicts have taken place between Israel and its neighboring countries, as well as incidents of terror activities and other hostilities, and a number of state and non-state actors have publicly committed to its destruction. In addition, Israel is currently in a war and recently experienced social unrest in connection with the judiciary reform bill. Security, political and economic conditions in Israel could directly affect our operations. We could be adversely affected by hostilities involving Israel, including acts of terrorism or any other hostilities involving or threatening Israel, the interruption or curtailment of trade between Israel and its trading partners, a significant increase in inflation or a significant downturn in the economic or financial condition of Israel. Any on-going or future armed conflicts, terrorist activities, tension along the Israeli borders or with other countries in the region, including Lebanon, Iran or Yemen, or political instability in the region could disrupt international trading activities in Israel and may materially and negatively affect our business and could harm our results of operations.Certain countries, as well as certain companies and organizations, continue to participate in a boycott of Israeli companies, companies with large Israeli operations and others doing business with Israel and Israeli companies. The boycott, restrictive laws, policies or practices directed towards Israel, Israeli businesses or Israeli citizens could, individually or in the aggregate, have a material adverse effect on our business in the future.Some of our employees in Israel are obligated to perform routine military reserve duty in the Israel Defense Forces, depending on their age and position in the armed forces. Furthermore, they have been and may in the future be called to active reserve duty at any time under emergency circumstances for extended periods of time. Currently, due to the war in Israel that began on October 7, 2023, a portion of our employees have been called to active reserve duty and additional employees may be called in the future, if needed. It is possible that our operations could be disrupted if this continues for a significant period of time or if the situation further deteriorates, including, among other things, an expansion of the war to other countries, damage to critical infrastructure and general unrest, which could harm our business.Our insurance does not cover losses that may occur as a result of an event associated with the security situation in the Middle East or for any resulting disruption in our operations. Although the Israeli government has in the past covered the reinstatement value of direct damages that were caused by terrorist attacks or acts of war, we cannot be assured that this government coverage will be maintained or, if maintained, will be sufficient to compensate us fully for damages incurred and the government may cease providing such coverage or the coverage might not suffice to cover potential damages. Any losses or damages incurred by us could have a material adverse effect on our business.The tax benefits available to our Israeli subsidiary terminated in 2020 and we expect our Israeli subsidiary to become subject to an increase in taxes.Our Israeli subsidiary has benefited from a status of a â€œBeneficiary Enterpriseâ€ under the Israeli Law for the Encouragement of Capital Investments, 5719-1959, or the Investment Law, since its incorporation. As of June 30, 2024, the tax benefit that we have been utilizing for our Israeli subsidiary terminated. A tax rate of 16% should be paid by our Israeli subsidiary per such eligible income under the terms of the Investment Law, subject to meeting various conditions. To the extent we do not meet these conditions, our Israeli operations will be subject to a corporate tax at the standard rate of 23%. If the Israeli subsidiary is subject to a corporate tax at the standard rate, it may adversely affect our tax expenses and effective tax rates. Additionally, if our Israeli subsidiary increases its activities outside of Israel, for example, through acquisitions, these activities may not be eligible for inclusion in Israeli tax benefit programs. The tax benefit derived from the Investment Law is dependent upon the ability to generate sufficient taxable income. Accordingly, our Israeli subsidiary may be unable to earn enough taxable income in order to fully utilize its tax benefits.Risks Related to the Ownership of our Common Stock62Substantial future sales of shares of our common stock could cause the market price of our common stock to decline.Sales of a substantial number of shares of our common stock into the public market, or the perception that these sales might occur, for whatever reason, including as a result of the conversion of the outstanding 2025 Notes or future public equity offerings, could depress the market price of our common stock and could impair our ability to raise capital through the sale of additional equity securities. We are unable to predict the effect that such sales may have on the prevailing market price of our common stock.As of June 30, 2024, we had options, restricted stock units (â€œRSUsâ€) and performance stock units (â€œPSUsâ€) outstanding that, if fully vested and exercised, would result in the issuance of approximately 7.8 million shares of our common stock. All of the shares of our common stock issuable upon exercise of options and vesting of RSUs and PSUs have been registered for public resale under the Securities Act. Accordingly, these shares will be able to be freely sold in the public market upon issuance as permitted by any applicable vesting requirements.Our stock price has been and will likely continue to be volatile.The market price for our common stock has been, and is likely to continue to be, volatile for the foreseeable future, and is subject to wide fluctuations in response to various factors, some of which are beyond our control. These factors, as well as the volatility of our common stock, could affect the price at which our convertible noteholders could sell the common stock received upon conversion of the 2025 Notes and could also impact the trading price of the 2025 Notes. The market price of our common stock may fluctuate significantly in response to a number of factors, many of which we cannot predict or control, including the factors listed below and other factors described in this â€œRisk Factorsâ€ section:â€¢ actual or anticipated fluctuations in our results or those of other companies in our industry;â€¢ the financial projections we may provide to the public, any changes in these projections or our failure to meet these projections;â€¢ failure of securities analysts to maintain coverage of our company, changes in financial estimates by any securities analysts who follow our company, or our failure to meet these estimates or the expectations of investors;â€¢ ratings changes by any securities analysts who follow our company;â€¢ announcements of new products, services or technologies, commercial relationships, acquisitions or other events by us or other companies in our industry;â€¢ new announcements that affect investor perception of our industry, including reports related to the discovery of significant cyberattacks;â€¢ changes in operating performance and stock market valuations of other technology companies generally, or those in our industry in particular;â€¢ price and volume fluctuations in certain categories of companies or the overall stock market, including as a result of trends in the global economy;â€¢ the trading volume of our common stock;â€¢ investor confusion with respect to the Company's results of operation during the SaaS transition;â€¢ changes in accounting principles;â€¢ sales of large blocks of our common stock, including sales by our executive officers, directors and significant stockholders;â€¢ additions or departures of any of our key personnel;â€¢ lawsuits threatened or filed against us;â€¢ short sales, hedging and other derivative transactions involving our capital stock;â€¢ general economic conditions in the United States and abroad, including inflationary pressures and higher interest rates;â€¢ changing legal or regulatory developments in the United States and other countries;â€¢ conversion of the 2025 Notes; andâ€¢ other events or factors, including those resulting from war, incidents of terrorism, pandemics, natural disasters or responses to these events.In addition, the stock markets have experienced extreme price and volume fluctuations that have affected and continue to affect the market prices of equity securities of many technology companies. Stock prices of many technology companies have fluctuated in a manner unrelated or disproportionate to the operating performance of those companies. In the past, stockholders have instituted securities class action litigation following periods of market volatility. If we were to become involved in securities litigation, it could subject us to substantial costs, divert resources and the attention of management from our business 63and adversely affect our business, results of operations, financial condition and cash flows and may cause a significant increase in the premium paid for our directors and officers insurance.We do not intend to pay dividends on our common stock, so any returns will be limited to the value of our stock.We have never declared or paid cash dividends on our common stock. We currently anticipate that we will retain any future earnings and do not expect to pay any dividends in the foreseeable future. Any determination to pay dividends in the future will be at the discretion of our board of directors and will be dependent on a number of factors, including our financial condition, results of operations, capital requirements, share repurchases, general business conditions and other factors that our board of directors may deem relevant. Until such time that we pay a dividend, stockholders, including holders of our 2025 Notes who receive shares of our common stock upon conversion of the 2025 Notes, must rely on sales of their common stock after price appreciation, which may never occur, as the only way to realize any future gains on their investments.Anti-takeover provisions in our charter documents and under Delaware law and provisions in the indenture for our 2025 Notes could make an acquisition of us, which may be beneficial to our stockholders, more difficult and may prevent attempts by our stockholders to replace or remove our current management, thereby depressing the trading price of our common stock and 2025 Notes.Provisions in our amended and restated certificate of incorporation and amended and restated bylaws may delay, discourage or prevent an acquisition of us or a change in our management, including transactions in which stockholders might otherwise receive a premium for their shares, or transactions that our stockholders might otherwise deem to be in their best interests. These provisions include:â€¢ authorizing â€œblank checkâ€ preferred stock, which could be issued by the board without stockholder approval and may contain voting, liquidation, dividend and other rights superior to our common stock, which would increase the number of outstanding shares and could thwart a takeover attempt;â€¢ a classified board of directors whose members can only be dismissed for cause;â€¢ the prohibition on actions by written consent of our stockholders;â€¢ the limitation on who may call a special meeting of stockholders;â€¢ the establishment of advance notice requirements for nominations for election to our board of directors or for proposing matters that can be acted upon at stockholder meetings; andâ€¢ the requirement of at least 75% of the outstanding capital stock to amend any of the foregoing second through fifth provisions.In addition, because we are incorporated in Delaware, we are governed by the provisions of Section 203 of the Delaware General Corporation Law, which limits the ability of stockholders owning in excess of 15% of our outstanding voting stock to merge or combine with us, unless the merger or combination is approved in a prescribed manner. Although we believe these provisions collectively provide for an opportunity to obtain greater value for stockholders by requiring potential acquirers to negotiate with our board of directors, they would apply even if an offer rejected by our board were considered beneficial by some stockholders. In addition, these provisions may frustrate or prevent any attempts by our stockholders to replace or remove our current management by making it more difficult for stockholders to replace members of our board of directors, which is responsible for appointing the members of our management.In addition, if a â€œfundamental changeâ€ occurs prior to the maturity date of the 2025 Notes, holders of the 2025 Notes will have the right, at their option, to require us to repurchase all or a portion of their Convertible Notes. If a â€œmake-whole fundamental changeâ€ (as defined in the Indenture) occurs prior the maturity date, we will in some cases be required to increase the conversion rate of the 2025 Notes for a holder that elects to convert its 2025 Notes in connection with such â€œmake-whole fundamental change.â€ These features of the 2025 Notes may make a potential acquisition more expensive for a potential acquiror, which may in turn make it less likely for a potential acquiror to offer to purchase our company, or reduce the amount of consideration offered for each share of our common stock in a potential acquisition. Furthermore, the Indenture prohibits us from engaging in certain mergers or acquisitions unless, among other things, the surviving entity assumes our obligations under the 2025 Notes. General Risks FactorsReal or perceived errors, failures or bugs in our software could adversely affect our growth prospects.64Because our software uses complex technology, undetected errors, failures or bugs may occur. Our software is often installed and used in a variety of computing environments with different operating system management software, and equipment and networking configurations, which may cause errors or failures of our software or other aspects of the computing environment into which it is deployed. In addition, deployment of our software into computing environments may expose undetected errors, compatibility issues, failures or bugs in our software. Despite testing by us, errors, failures or bugs may not be found in our software until it is released to our customers. Moreover, our customers could incorrectly implement or inadvertently misuse our software, which could result in customer dissatisfaction and adversely impact the perceived utility of our products as well as our brand. Any of these real or perceived errors, compatibility issues, failures or bugs in our software could result in negative publicity, reputational harm, loss of or delay in market acceptance of our software, loss of competitive position or claims by customers for losses sustained by them. In such an event, we may be required, or may choose, for customer relations or other reasons, to expend additional resources in order to help correct the problem. Alleviating any of these problems could require significant expenditures of our capital and other resources and could cause interruptions or delays in the use of our solutions, which could cause us to lose existing or potential customers and could adversely affect our operating results and growth prospects.We may require additional capital to support our business growth, and this capital might not be available on acceptable terms, or at all.We continue to make investments to support our business growth and may require additional funds to respond to business challenges, including the need to develop new features or enhance our software, improve our operating infrastructure or acquire complementary businesses and technologies. Accordingly, we may need to engage in equity or debt financing to secure additional funds. If we raise additional funds through future issuances of equity or convertible debt securities, our existing stockholders could suffer significant dilution, and any new equity securities we issue could have rights, preferences and privileges superior to those of holders of our common stock. Any debt financing that we may secure in the future could involve restrictive covenants relating to our capital raising activities and other financial and operational matters, which may make it more difficult for us to obtain additional capital and to pursue business opportunities, including potential acquisitions. We may not be able to obtain additional financing on terms favorable to us, if at all. If we are unable to obtain adequate financing on terms satisfactory to us when we require it, our ability to continue to support our business growth and to respond to business challenges could be significantly impaired, and our business may be adversely affected.Our business is subject to the risks of fire, power outages, floods, earthquakes, pandemics and other catastrophic events, and to interruption by manmade problems such as terrorism and war.A significant natural disaster, such as a fire, flood or an earthquake, an outbreak of a pandemic disease or a significant power outage could have a material adverse impact on our business, results of operations and financial condition. In the event our customersâ€™ IT systems or our channel partnersâ€™ selling or distribution abilities are hindered by any of these events, we may miss financial targets, such as revenues and sales targets, for a particular quarter. Further, if a natural disaster occurs in a region from which we derive a significant portion of our revenue, customers in that region may delay or forego purchases of our products, which may materially and adversely impact our results of operations for a particular period. In addition, acts of terrorism or war could cause disruptions in our business or the business of channel partners, customers or the economy as a whole. Given our typical concentration of sales at each quarter end, any disruption in the business of our channel partners or customers that impacts sales at the end of our quarter could have a significant adverse impact on our quarterly results. All of the aforementioned risks may be augmented if the disaster recovery plans for us and our channel partners prove to be inadequate. To the extent that any of the above results in delays or cancellations of customer orders, or the delay in the development, deployment or shipment of our products, our business, financial condition and results of operations would be adversely affected.Changes in financial accounting standards may adversely impact our reported results of operations.New accounting pronouncements and varying interpretations of accounting pronouncements have occurred and may occur in the future. Changes to existing rules or the questioning of current practices may adversely affect our operating results or the way we conduct our business.If securities or industry analysts do not publish research or reports about our business, or publish

negative reports about our business, our stock price and trading volume could decline.The trading market for our common stock depends in part on the research and reports that securities or industry analysts publish about us or our business, our market and our competitors. We do not have any control over these analysts or their expectations 65regarding our performance on a quarterly or annual basis. If one or more of the analysts who cover us downgrade our stock or change their opinion of our stock, our stock price would likely decline. If we fail to meet one or more of these analystsâ€™ published expectations regarding our performance on a quarterly basis, our stock price or trading volume could decline. If one or more of these analysts cease coverage of our company or fail to regularly publish reports on us, we could lose visibility in the financial markets, which could cause our stock price or trading volume to decline.We are obligated to develop and maintain proper and effective internal control over financial reporting. These internal controls may not be determined to be effective, which may adversely affect investor confidence in our company and, as a result, the value of our common stock.We are required, pursuant to Section 404 of the Sarbanesâ€“Oxley Act, to furnish a report by management on, among other things, the effectiveness of our internal control over financial reporting on an annual basis. This assessment includes disclosure of any material weaknesses identified by our management in our internal control over financial reporting. We are also required to have our independent registered public accounting firm issue an opinion on the effectiveness of our internal control over financial reporting on an annual basis. During the evaluation and testing process, if we identify one or more material weaknesses in our internal control over financial reporting, we will be unable to assert that our internal control over financial reporting is effective.If we are unable to assert that our internal control over financial reporting is effective, or if our independent registered public accounting firm is unable to express an opinion on the effectiveness of our internal control over financial reporting, we could lose investor confidence in the accuracy and completeness of our financial reports, which could cause the price of our common stock to decline, and we may be subject to investigation or sanctions by the SEC.Future sales and issuances of our capital stock or rights to purchase capital stock could result in additional dilution of the percentage ownership of our stockholders and could cause our stock price to decline.Future sales and issuances of our capital stock or rights to purchase our capital stock could result in substantial dilution to our existing stockholders. We may sell common stock, convertible securities and other equity securities in one or more transactions at prices and in a manner as we may determine from time to time. If we sell any such securities in subsequent transactions, investors may be materially diluted. New investors in such subsequent transactions could gain rights, preferences and privileges senior to those of holders of our common stock.Item 5.Other InformationDuring the fiscal quarter ended June 30, 2024, no director or officer of the Company adopted or terminated a â€œRule 10b5-1 trading arrangementâ€ or â€œnon-Rule 10b5-1 trading arrangement,â€ as each term is defined in Item 408(a) of Regulation S-K.Item 6.ExhibitsThe exhibits listed below in the accompanying â€œExhibit Indexâ€ are filed or incorporated by reference as part of this Quarterly Report on Form 10-Q.66SIGNATURESÂ 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.Â Â VARONIS SYSTEMS, INC.Â Â Â Â Â Â July 30, 2024By:/s/ Yakov FaitelsonÂ Â Â Yakov FaitelsonÂ Â Â Chief Executive Officer and President(Principal Executive Officer)Â Â Â Â July 30, 2024By:/s/ Guy MelamedÂ Â Â Guy MelamedÂ Â Â Chief Financial Officer and Chief Operating Officer(Principal Financial and Accounting Officer)67Â EXHIBIT INDEXÂ ExhibitNumberDescription of the DocumentÂ Â 3.1(1)Amended and Restated Certificate of IncorporationÂ Â 3.2(2)Amended and Restated Bylaws10.1â€ (3)Amended and Restated Varonis Systems, Inc. 2023 Omnibus Equity Incentive Plan10.2â€ Employment Agreement, dated as of May 15, 2024, by and between Varonis Systems, Inc. and Yakov Faitelson10.3â€ Employment Agreement, dated as of May 15, 2024, by and between Varonis Systems Ltd. and Yakov Faitelson31.1Rule 13a-14(a) Certification of Chief Executive Officer of the Company in accordance with Section 302 of the Sarbanes-Oxley Act of 2002Â Â 31.2Rule 13a-14(a) Certification of Chief Financial Officer of the Company in accordance with Section 302 of the Sarbanes-Oxley Act of 2002Â Â 32.1*Section 1350 Certification of Chief Executive Officer of the Company in accordance with Section 906 of the Sarbanes-Oxley Act of 2002Â Â 32.2*Section 1350 Certification of Chief Financial Officer of the Company in accordance with Section 906 of the Sarbanes-Oxley Act of 2002101The following materials from the Companyâ€™s Quarterly Report on Form 10-Q for the quarter ended June 30, 2024, formatted in inline XBRL (eXtensible Business Reporting Language): (i) the Condensed Consolidated Balance Sheets, (ii) the Unaudited Condensed Consolidated Statements of Operations, (iii) the Unaudited Condensed Consolidated Statements of Comprehensive Loss, (iv) the Unaudited Condensed Consolidated Statements of Changes in Stockholders' Equity, (v) the Unaudited Condensed Consolidated Statements of Cash Flows and (vi) related notes to these condensed consolidated financial statements, tagged as blocks of text and in detail104Cover Page Interactive Data File - (formatted as Inline XBRL and contained in Exhibit 101)_____Â â€ Indicates management contract or compensatory plan or arrangement.*Document has been furnished, is not deemed filed and is not to be incorporated by reference into any of the Companyâ€™s filings under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, irrespective of any general incorporation language contained in any such filing.(1)Filed as Exhibit 3.1 to the Companyâ€™s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on MayÂ 8, 2014 (File No.Â 001-36324) (the â€œCompanyâ€™s First Quarter 2014 Form 10-Qâ€) and incorporated herein by reference.(2)Filed as Exhibit 3.2 to the Companyâ€™s Annual Report on Form 10-K with the Securities and Exchange Commission on February 8, 2022 (File No. 001-36324) and incorporated herein by reference.(3)Filed as Exhibit 10.1 to the Companyâ€™s Current Report on Form 8-K with the Securities and Exchange Commission on June 5, 2024 (File No. 001-36324) and incorporated herein by reference.68 EX-10.2 2 vrnsq22024102.htm EX-10.2 DocumentEMPLOYMENT AGREEMENT THIS EMPLOYMENT AGREEMENT (the "Agreement") is made and entered into this May 15, 2024, by and between Varonis Systems, Inc., a Delaware corporation (â€œVaronisâ€ or â€œCompanyâ€), and Yakov Faitelson (the "Employee"). This Agreement supersedes and replaces in all respects the Employment Agreement by and between Varonis and Employee, dated as of February 10, 2014 (the â€œPrior Agreementâ€). The parties desire to enter into this Agreement to state the terms and conditions of the Employee's engagement with the Company. In consideration of the mutual promises contained herein, and intending to be legally bound, the parties hereto hereby declare and agree as follows:1. Engagement and Duties1.1.As of May 20, 2024 (the "Effective Date"), the Employee shall be employed by the Company, in the position of Chief Executive Officer & President with global responsibilities, on the terms and conditions contained in this Agreement. 1.2.Employee shall be subject to the supervision and authority of, and shall report to, the Board of Directors of Varonis (the â€œBoard of Directorsâ€). The Employee shall allocate his time and efforts to the various locations of Varonis around the world as required by his position and reasonably requested by the Board of Directors. 1.3.Employee shall perform and discharge well and faithfully all duties that may be assigned to him by the Company from time to time. Employee shall use his best endeavors to promote the interests of the Company. Employee shall be required to devote his work time, energy, talent, working knowledge, experience and best efforts to the business and affairs of the Company and to the performance of his duties hereunder. Accordingly, Employee shall not assume, directly or indirectly, any additional professional obligations unrelated to the Company or its subsidiaries, whether or not such obligation is rendered for any gain, without the prior approval of the Company and in accordance with its terms. Employee shall use his best endeavors to protect the good name of the Company and shall not perform any act that may bring the Company into disrepute.1.4.The Employee shall immediately notify the Company of any actual or potential personal interest in any of the Companyâ€™s business or of any conflict of interest that may arise with respect to his employment.1.5.The Employee hereby undertakes to comply with all Companyâ€™s disciplinary regulations, work rules, policies, procedures and objectives, as in effect from time to time (the "Rules"). This Agreement prevails to the extent of any inconsistency with the Rules.1.6.By signing this Agreement, Employee consents that the information in this Agreement and any information concerning him gathered by the Company (including before the signing date of this Agreement), will be held and managed by the Company or on their behalf, inter alia, on databases according to law, and that the Company shall be entitled to transfer such information to third parties, (including to countries which have a different level of data protection than that existing in US), including affiliates, business partners or contractors/service providers. The Company undertakes that the information will be used and transferred for legitimate business purposes only. Without derogating from the generality of the above, such purposes may include human resources management, compliance with law, and assessment of potential transactions, to the extent required while maintaining the Employeeâ€™s right to privacy. Some of the information provided by Employee to the Company is required to be provided under law, whereas other information is provided of the Employee's own free will and consent.Additionally, Employee hereby agrees that the Company can use Employeeâ€™s photograph, voice, and any reproduction or simulation thereof, in the media (including social media) and advertisements, for legitimate Company purposes, such as marketing and employer branding.1.7.By signing this Agreement, Employee agrees that the Company may monitor his use of its Systems and copy, transfer and disclose all electronic communications and content transmitted by or stored in such Systems, in pursuit of the Companyâ€™s legitimate business interests, all in 2accordance with the Companyâ€™s policy and guidelines as in force from time to time and subject to applicable law. For the purposes of this Section, the term "Systems" includes telephone, computers, computer system, internet server, electronic database and software, whether under the Employee's direct control or otherwise and including if are owned by the Employee and used to access Companyâ€™s resources. The Employee may use the Companyâ€™s Systems for reasonable personal use all subject to Companyâ€™s policy as in force from time to time.1.8.By signing this Agreement, the Employee acknowledges that during execution of his employment duties he may have access to Personal Information (as defined below) of other employees and contractors of the Company, its affiliates and/or their clients and potential clients (â€œClientsâ€). Therefore, by signing this Agreement, the Employee hereby undertakes as follows: (i) the Employee will take all precautions to maintain the confidentiality and privacy of the Personal Information and to protect the Personal Information from unauthorized use or disclosure; (ii) the Employee shall act in accordance with Varonis policies and instructions with regard to the safekeeping of the Personal Information and shall keep all Personal Information only in the secured location (physical or electronic) that was designated for this purpose; (iii) the Employee shall access and reproduce the Personal Information only to the minimal extent necessary for the performance of his position in the Company; (iv) the Employee shall keep the Personal Information in confidence and disclose it only to those with a legitimate business need to know and who are under privacy and confidentiality restrictions not materially less restrictive than his own; (v) the Employee shall not allow anyone to access any Confidential and Personal Information on Varonisâ€™ systems or premises using his credentials without his constant control and supervision; (vi) the Employee will immediately notify the Companyâ€™s security department (soc@varonis.com) if he becomes aware of any unauthorized use or breach of the Confidential and Personal Information, or passwords. In this section, â€œPersonal Informationâ€ means any and all information relating to an identified or identifiable natural person and any information related to that person. 1.9.As a condition precedent to the coming into force of this Agreement, the Employee shall execute the Confidential Information, Invention Assignment and Non-Competition Agreement attached hereto as Exhibit A (the "Proprietary Rights Agreement"). The Proprietary Rights Agreement shall survive the termination of this Agreement. 2.Salary2.1.Employee shall be entitled to a total gross annual salary of USD 560,000 (the â€œAnnual Salaryâ€), which may be paid by the Company or its subsidiaries, as applicable.2.2.The Annual Salary may be increased, but not decreased (other than pursuant to an across-the-board reduction that applies to all employees or solely to senior executives of the Company) in the discretion of the Compensation Committee of the Board of Directors (the â€œCompensation Committeeâ€) or the Board of Directors.2.3.The annual Salary shall be paid in 24 equal bi-monthly installments in accordance with the usual payroll practices of Varonis in effect from time to time.2.4.All salary-based social benefits will be calculated based on the Annual Salary.3.Annual Bonus. Employee shall have an annual discretionary target bonus opportunity equal to USD 440,000, to be paid, by the Company or its subsidiaries, as applicable, upon satisfaction of certain criteria established by the Compensation Committee or the Board of Directors and subject to the terms of any annual bonus plan established by the Compensation Committee or the Board of Directors governing such bonus opportunity (the â€œAnnual Bonusâ€). The target of the Annual Bonus opportunity is determined annually in the discretion of the Compensation Committee or the Board of Directors.4.Fringe and Social Benefits4.1.Vacation Days. The Employee shall be entitled to a total of 24 vacation days per year, allocated to the Company or its subsidiaries, as applicable, during each 12 (twelve) monthsâ€™ period of his employment, or a greater amount if required by law. 3 The Employee will make every effort to exercise his annual vacation; however, if the Employee is unable to utilize all the vacation days, he shall be entitled to accumulate the unused balance of the vacation days standing to his credit up to a maximum amount of two times the number of annual leave days available to the Employee as provided in this section above (the "Maximum Amount"). Any accumulation of vacation days, in excess of the Maximum Amount, requires the specific written consent of the relevant Company. Unused vacation days are not redeemable, except upon termination of employment in accordance with applicable law; however, any unused and accrued vacation days in excess of the Maximum Amount are not redeemable.4.2.Welfare Benefits. While employed by Varonis, Employee will be entitled to participate, to the extent eligible thereunder, in all benefit plans and programs maintained from time to time for Varonis employees, including, without limitation, medical, dental and other benefits such as a 401(k) plan, in accordance with the terms thereof in effect from time to time, on a basis no less favorable than other senior management employees of Varonis. For purposes of clarification, nothing contained in this Agreement shall limit or otherwise affect the ability of Varonis to amend, terminate or otherwise modify any such benefit plan or program now or hereafter in existence in accordance with its terms and applicable law.4.3.Expenses Reimbursement. The Employee shall be entitled to be reimbursed for all actual business expenses arising out of business travel, lodging and meals, subject to the Employee providing proper documentation and provided further that such business expenses have been approved in advance, all in accordance with Companyâ€™s applicable policy and procedures as shall be from time to time. 5.Allocation. Varonis and Varonis Systems Ltd. (a wholly owned subsidiary of Varonis) shall pay or provide their prorated portions of the Annual Salary, Annual Bonus and vacation days, based on the analysis of theÂ relative contribution of The Employee to Varonis and Varonis Systems Ltd. The separate employment agreement between the Employee and Varonis Systems Ltd. shall apply to the respective prorated portion in accordance with its terms. 6.Taxes All taxable compensation payable to the Employee for his employment with Varonis pursuant to this Agreement shall be subject to any applicable withholding taxes and such other taxes as are required under Federal law or the law of any US state or governmental body to be collected with respect to compensation paid by Varonis to Employee.It is intended that (i) each installment of the payments provided under this Agreement with regard to Employeeâ€™s employment with Varonis, is a separate â€œpaymentâ€ for purposes of Section 409A of the Internal Revenue Code of 1986, as amended (the â€œCodeâ€), and (ii) the payments satisfy, to the greatest extent possible, the exemptions from the application of Section 409A of the Code provided under Treasury Regulations 1.409A-1(b)(4), 1.409A-1(b)(9)(iii), and 1.409A-1(b)(9)(v). In addition, to the extent that any reimbursement, fringe benefit or other, similar plan or arrangement in which Employee participates during his employment with Varonis or thereafter provides for a â€œdeferral of compensationâ€ within the meaning of Section 409A of the Code, (x) the amount eligible for reimbursement or payment under such plan or arrangement in one (1) calendar year may not affect the amount eligible for reimbursement or payment in any other calendar year (except that a plan providing medical or health benefits may impose a generally applicable limit on the amount that may be reimbursed or paid), and (y) subject to any shorter time periods provided herein or the applicable plans or arrangements, any reimbursement or payment of an expense under such plan or arrangement must be made on or before the last day of the calendar year following the calendar year in which the expense was incurred.7.Term of Employment7.1.Employee's employment under this Agreement shall commence on the Effective Date and shall continue for an unfixed term until terminated by either party as set forth herein.7.2.Each party may terminate this agreement by providing 90 daysâ€™ prior written notice to the other party (the "Notice Period"). To the extent the termination circumstances are covered under the Severance Plan executed between the parties, the Severance Plan shall govern. 47.3.During the Notice Period, the Employee shall continue to perform his duties to the Company, in accordance with Companyâ€™s instructions, until the expiration of the Notice Period, unless the Company instructs otherwise. Nevertheless, the Company shall have the right to terminate the Employee's employment (regardless of the initiator of the termination) without providing the Notice Period in whole or in part, by giving him notice together with payment in lieu of all or part of the Notice Period, as the case may be, according to law. In such case, the Employee's employment shall be deemed to have ceased on the date of the receipt of the notice from the Company. 7.4.Notwithstanding the above, the Company, by service of written notice upon the Employee, shall be entitled to terminate the employment hereunder with immediate effect where said termination is a Termination for Cause.The term "Termination for Cause" shall have the meaning attributed to it in the Varonis Systems Severance Plan, attached as Exhibit C to this Agreement, as may be amended from time to time (the â€œSeverance Planâ€).7.5.Upon the expiration or termination of this Agreement, and in accordance with Companyâ€™s instructions, the Employee shall help assure the smooth transfer of responsibilities to his successor, by coordinating with his successor and helping familiarize him with the Company and the nature of the employment. 7.6.Upon the termination of Employeeâ€™s employment for any reason, Employee shall resign each position that Employee then holds as an officer of either of the Company or as an officer or director of any of the Companyâ€™s subsidiaries. Employeeâ€™s execution of this Agreement shall be deemed the grant by Employee to the officers of the Company of a limited power of attorney to sign in Employeeâ€™s name and on Employeeâ€™s behalf any such documentation as may be required to be executed solely for the limited purposes of effectuating such resignations.8.The Exclusivity of the Agreement8.1.This Agreement is personal and the terms and conditions of the employment shall be solely as set forth herein. The Employee hereby undertakes to keep the contents of this Agreement confidential and not to disclose the content of this Agreement to any third party without the prior written consent of the Company (except to

Employeeâ€™s immediate family and tax or legal advisors). Violation of the provision of this Section by the Employee will be deemed material breach of this Agreement.8.2.This Agreement, including its exhibits, is the entire agreement between the parties with respect to the subject matter hereof, supersedes all prior understandings, agreements, covenants and discussions between them, oral or written, including, without limitation, the Prior Agreement, and is intended, to the extent allowed under applicable law, to override any statutory provisions related to the employment of the Employee by the Company.9.Absence of ImpedimentThe Employee warrants, confirms and undertakes that he is entitled to enter into this Agreement and to assume all the obligations pursuant hereto, that there is no contractual or other impediment to his entering into this Agreement and to his engagement by the Company and that in entering into this Agreement he is not in breach of any other agreement or obligation to which he is or was a party. 10.Miscellaneous10.1.The Company shall be entitled to set-off any amount owed to the Company by the Employee, from any source whatsoever, from any amount owed by the Company to the Employee from any source whatsoever, to the extent allowed by applicable law.10.2.The Companyâ€™s failure or delay in enforcing any of the provisions of this Agreement shall not in any way be construed as a waiver of any such provisions, or prevent the Company thereafter from enforcing each and every other provision of this Agreement which were previously not enforced.510.3.This Agreement shall be interpreted and construed in accordance with the laws of the State of Delaware. The parties submit to the exclusive jurisdiction of the competent courts of Delaware in any dispute related to this Agreement.10.4.Captions and paragraph headings used in this Agreement are for convenience only and shall not be used in the construction or interpretation thereof.10.5.This Agreement shall not be amended, modified or varied by any oral agreement or representation other than by a written instrument executed by the Company. 10.6.The provisions of this Agreement shall, where possible, be interpreted in a manner necessary to sustain their legality and enforceability. Without derogating from the foregoing, in the event that any one or more of the provisions contained in this Agreement should be held invalid, illegal or unenforceable in any respect due to the fact that it is over-broad or insufficiently limited in time, geography or else, the parties hereby authorize, to the maximum extent legally permissible, the tribunal interpreting such provision(s) to replace the invalid, illegal or unenforceable provision(s) with valid provision(s) the effect of which come as close as possible to that of the invalid, illegal or unenforceable provision(s). The validity, legality and enforceability of the remaining provisions contained herein shall in no way be affected or impaired as a result of any provision contained in this Agreement being held invalid, illegal or unenforceable in any respect.PLEASE READ THIS EMPLOYMENT AGREEMENT CAREFULLY AND RETURN IT SIGNED TO THE COMPANY.IN WITNESS WHEREOF, the parties have duly executed this Employment Agreement on the day and year set forth above.Varonis Systems, Inc.__/s/ Yakov Faitelson_____/s/ Dana Shahar_____Yakov FaitelsonDana ShaharCHRO6Exhibit ACONFIDENTIAL INFORMATION, INVENTION ASSIGNMENTAND NON-COMPETITION UNDERTAKINGI, Yakov Faitelson, am employed by Varonis Systems, Inc., pursuant to an employment agreement to which this Confidential Information, Invention Assignment and Non-Competition Undertaking (â€œUndertakingâ€) is attached as Exhibit B (the â€œAgreementâ€).As a condition of my employment with Varonis Systems, Inc., I undertake the following towards Varonis Systems, Inc. and its subsidiaries, affiliates, successors or assigns (together, the â€œCompanyâ€):1.Confidential InformationA.Company Information. I agree at all times during the term of the Agreement and at any time thereafter, to hold in strictest confidence, and not to use, except for the benefit of the Company, or to disclose to any person, firm or corporation without written authorization of the Companyâ€™s legal department, any Confidential Information of the Company, except under a non-disclosure agreement duly authorized and executed by the Company. I understand that â€œConfidential Informationâ€ means any non-public information that relates to the actual or anticipated business or research and development of the Company, technical data, data bases, trade secrets as defined under the Defend Trade Secrets Act of 2016 (â€œTrade Secretsâ€) or know-how, including, but not limited to, research, product plans or other information regarding Companyâ€™s products or services and markets therefor, customer lists and customers (including, but not limited to, customers of the Company on whom I called or with whom I became acquainted during the term of my employment), any information about employment conditions, employees, contractors or services providers, recruitment and retention policies, software, developments, inventions, processes, formulas, technology, designs, drawings, engineering, hardware configuration information, marketing, finances or other business information and information of any third-party person or entity that has entrusted information to the Company in confidence. I further understand that Confidential Information does not include any of the foregoing items which have become publicly known and made generally available through no wrongful act of mine or of others who were under confidentiality obligations as to the item or items involved or improvements or new versions thereof. If a particular aspect or portion of Confidential Information becomes subject to any of the foregoing exceptions, all other aspects or portions of such information shall remain subject to all of the conditions, provisions and terms contained in this Agreement. A combination or sequence of Confidential Information, taken as a whole, shall not be deemed within any of the foregoing exceptions merely because all or some of the individual parts of such combination or sequence of Confidential Information shall be subject to such exceptions.I understand that nothing in this Agreement prohibits me from reporting possible violations of law to any governmental agency or entity, or making other disclosures that are protected under the whistleblower provisions of any applicable federal, state or other law or regulation. I further understand that I need not obtain prior authorization from the legal department or any other person or body within the Company to make any such reports or disclosures and I am not required to notify the Company of such reports or disclosures. Further, nothing herein prohibits me from reporting possible violations of Company policies through the internal mechanisms for properly reporting issues.B.Former Employer Information. I agree that I will not, during my employment with the Company, improperly use or disclose any confidential or proprietary information or trade secrets of any former or concurrent employer or other person or entity and that I will not bring onto the premises of the Company any unpublished document or proprietary information belonging to any such employer, person or entity unless consented to in writing by such employer, person or entity.7C.Third Party Information. I recognize that the Company has received and in the future will receive from third parties their confidential or proprietary information subject to a duty on the Companyâ€™s part to maintain the confidentiality of such information and to use it only for certain limited purposes. I agree to hold all such confidential or proprietary information in the strictest confidence and not to disclose it to any person, firm or corporation or to use it except as necessary in carrying out my work for the Company consistent with the Companyâ€™s agreement with such third party.D.Survivability. I agree that the obligations set forth in this section are perpetual, and shall survive termination of my employment with the Company.2.InventionsA.Inventions Retained and Licensed. I have attached hereto, as Appendix C1, a list describing all inventions, original works of authorship, developments, improvements, and trade secrets (trade secrets in summary form only) which were made by me prior to my employment with the Company (collectively referred to as â€œPrior Inventionsâ€), which belong to me, which relate to the Companyâ€™s proposed business, products or research and development, and which are not assigned to the Company hereunder; or, if no such list is attached, I represent that there are no such Prior Inventions. If in the course of my employment with the Company, I incorporate into a Company product, process or service a Prior Invention owned by me or in which I have an interest, I hereby grant to the Company a nonexclusive, royalty-free, fully paid-up, irrevocable, perpetual, worldwide license to make, have made, modify, use, sub-license, and sell such Prior Invention as part of or in connection with such product, process or service, and to practice any method related thereto.B.Assignment of Inventions. I understand that the Company is engaged in the business of information security an unstructured data management software (the â€œBusinessâ€). I agree that the Company shall be the owner, automatically upon creation, of all right, title and interest in, to and under any and all inventions, original works of authorship, developments, concepts, improvements, designs, discoveries, ideas, trademarks or Trade Secrets, whether or not patentable or registrable under patent, copyright or similar laws (â€œInventionsâ€), that are directly related to the Business and any ensuing rights, including all rights, powers, privileges and immunities arising thereunder or conferred thereby, and all applications for intellectual or industrial property that may hereinafter be filed for such Inventions in any jurisdiction, and all divisions, renewals and continuations thereof, and all registrations that may be granted thereon and all extensions and reissues thereof, together with any and all rights of priority relating to the Inventions and any registrations that may be granted thereon, expressly including the right to sue for past infringement (all the above together referred to as the â€œCompany Inventionsâ€).I agree and undertake to: (i) promptly disclose to the Company in writing, sufficient to identify the Companyâ€™s Inventions in question, the creation or existence of all Company Inventions; and (ii) take such action, during the term of the Agreement and thereafter, as the Company may request, to evidence, transfer, vest or confirm the Companyâ€™s right, title and interest in and to the Company Inventions.Should ownership in any of the Company Inventions, as a matter of law, not vest in the Company upon creation, then I undertake to assign and do hereby irrevocably and unconditionally assign to the Company, its successors, legal representatives and assigns all right, title and interest in, to and under the Company Inventions to the extent that I may have such rights, and I shall have no right whatsoever in, to and under the Company Inventions.Notwithstanding the foregoing, nothing in this Agreement shall be construed to obligate me to assign to the Company any development which, in the sole judgment of the Company, reasonably exercised, (a) 8is developed entirely on my own time, or (b) does not relate to the business efforts or research and development efforts in which, during the period of my employment, the Company actually is engaged or reasonably would be engaged, and provided that neither (a) nor (b) results from the use of premises, equipment, or resources owned or leased by the Company; provided, however, that I agree that I shall promptly disclose to the Company any such developments for the purpose of determining whether they qualify for such exclusion. I understand that, to the extent this Agreement is required to be construed in accordance with applicable laws which preclude a requirement in an employee agreement to assign certain classes of inventions made by an employee, this Section 2B will be interpreted not to apply to any invention which a court rules and/or the Company agrees falls within such classes.For the purposes of this Agreement, â€œIntellectual Propertyâ€ shall mean all inventions, ideas, concepts, discoveries, innovations, and improvements, whether or not patentable, algorithms, binary code, brands, business methods, computer programs, computer software code (in any form), concepts, confidential information, firmware, composition of matter or materials, certification marks, collective marks, data, databases, database structure, designs, derivative works, documents, file layouts, formulae, goodwill, improvements, industrial design, information, integrated circuits, know-how, logos, manufacturing information, processes, and techniques, mask works, materials, methods, moral rights, original works of authorship (whether or not copyrightable), plans, processes, proprietary technology, reputation, research results, research records, semiconductor chips, service marks, specifications, systems, techniques, trade secrets, trademarks, trade names, trade styles, and technical information, and all intellectual property rights in all of the foregoing, including, but not limited to, patents, patent applications, patent rights, including, but not limited to, all continuations, continuations-in-part, divisions, reissues, re-examinations and extensions, and utility models, and all other intellectual property rights analogous to the foregoing anywhere in the world.C.Waiver of rights. I hereby waive now and in the future, any claim to any right, moral rights, compensation or reward, that I may have in connection therewith. This clause also constitutes an express waiver of any rights I may have under 17 U.S.C. Â§106A of the U.S. Copyright Law.D.Maintenance of Records. I agree to keep and maintain adequate and current written records of all Company Inventions made by me (solely or jointly with others). The records will be in the form of notes, sketches, drawings, and any other format that may be specified by the Company. The records will be available to and remain the sole property of the Company at all times.E.Protection and Registration of Company Inventions. I agree to assist the Company, or its designee, at the Companyâ€™s expense, in every proper way to secure and protect the Companyâ€™s rights in the Company Inventions and any copyrights, patents, mask work rights or other intellectual property rights relating thereto in any and all countries. I further covenant and agree that I will communicate to the Company, its successors, legal representatives and assigns, any facts known to me representing the Company Inventions, testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the Company, its successors, legal representatives and assigns, to obtain and enforce proper protection for the Company Inventions.I further agree that my obligation to execute or cause to be executed, when it is in my power to do so, any such instrument or papers shall continue after the termination of this Agreement. If the Company is unable because of my mental or physical incapacity or for any other reason to secure my signature to apply for or to pursue any application for the Company's Inventions, anywhere in the world, then I hereby irrevocably designate and appoint the Company and its duly authorized officers and agents and their respective designees as my agent and attorney in fact (such appointment being coupled with an interest), to act for and in my behalf and stead to do any action and make any legal disposition in respect of the Companyâ€™s Inventions, including without limitation, to execute and file any documents, and generally do everything possible to ensure that the Company, its successors, legal representatives 9and assigns, obtain and enforce proper protection for the Companyâ€™s Inventions in all jurisdictions, including, but not limited to, evidencing inventorship, authorship, and ownership, all the foregoing with the same legal force and effect as if executed by me.F.Survivability. I agree that the obligations set forth in this Section 2 are perpetual, and shall survive termination of my employment with the Company.3.Conflicting Employment.A.I agree that, during the term of my employment with the Company, I will not engage in any other employment, occupation or consulting directly related to the business in which the Company is now involved or becomes involved during the term of my employment, nor will I engage in any other activities that conflict with my obligations to the Company.B.Prior Relationships. Without limiting Section 3.A, I represent and warrant that I have no other agreements, relationships or commitments to any other person or entity that conflict with the provisions of this Agreement, my obligations to the Company under this Agreement or my ability to become employed and perform the services for which I am being hired by the Company. I further agree that if I have signed a confidentiality agreement or similar type of agreement with any former employer or other entity, I will comply with the terms of any such agreement to the extent that its terms are lawful under applicable law. I represent and warrant that after undertaking a careful search (including searches of my computers, cell phones, electronic devices, and documents), I have returned all property and confidential information belonging to all prior employers (and/or other third parties I have performed services for in accordance with the terms of my applicable agreement). Moreover, I agree to fully indemnify the Company, its directors, officers, agents, employees, investors, stockholders, administrators, affiliates, divisions, subsidiaries, predecessor and successor corporations, and assigns for all verdicts, judgments, settlements, and other losses incurred by any of them resulting from my breach of my obligations under any agreement with a third party to which I am a party or obligation to which I am bound, as well as any reasonable attorneysâ€™ fees and costs if the plaintiff is the prevailing party in such an action, except as prohibited by law.4.Returning Company Documents. I agree that following the termination of the Agreement, I will deliver to the Company (and will not keep in my possession, recreate or deliver to anyone else) any and all devices, records, data, notes, reports, proposals, lists, correspondence, specifications, drawings blueprints, sketches, materials, equipment, other documents or property, or reproductions of any aforementioned items, including any and all Confidential Information, developed by me pursuant to my employment with the Company or otherwise belonging to the Company, its successors or assigns.5.Notification of New Employer. In the event that I leave the employ of the Company, I hereby undertake to notify my new employer about my rights and obligations under this Agreement.6.Non-Solicitation. I agree that during my employment with the Company and for a period of twelve (12) months immediately following the termination of my relationship with the Company whether initiated by me or by the Company and for any reason, whether with or without cause, I shall not either directly or indirectly: (i) solicit, induce, recruit or encourage any of the Company's personnel to leave their employment or change the terms of their employment, or take away such personnel, or attempt to solicit, induce, recruit, encourage or take away personnel of the Company, either for myself or for any other person or entity; or (ii) solicit, hire, endeavor to entice away from the Company or otherwise interfere with the relationship of the Company with any person or organization who is, or was within the preceding two years prior to termination of my employment, a customer or a supplier of the Company.107.Conflict of Interest Guidelines. I agree to diligently adhere to the Conflict of Interest Guidelines attached as Appendix C2 hereto.8.Non-competition. I shall not, during my employment with the Company and for a period of twelve (12) months immediately following the termination of my relationship with the Company whether initiated by me or by the Company and for any reason, whether with or without cause, directly or indirectly own an interest in, manage, operate, join, control, or participate in or be connected with, as an officer, employee, partner, stockholder, consultant or otherwise, any person or organization that, competes with the Company anywhere in the world; provided that this undertaking shall not preclude me from owning a stock interest not greater than 2% in a publicly traded company. I further recognize and acknowledge that a breach of this Section 8 would cause the Company substantial non-revisable damages.9.Representations. I agree to execute any proper oath or verify any proper document required to carry out the terms of this Agreement. I represent that my performance of all the terms of this Agreement will not breach any agreement to keep in confidence proprietary information acquired by me in confidence or in trust prior to my employment by the Company. I hereby represent and warrant that I have not entered into, and I will not enter into, any oral or written agreement in conflict herewith. I acknowledge that my obligations under Sections 6 and 8 herein are reasonable in light of my position and duties within the Company, the nature of the Company's business, the unique and valuable resources that the Company will invest in my training and the fact that the compensation to which I am entitled under the Employment Agreement has been calculated to include special consideration for my undertakings in these Sections.10.Acknowledgement. Executive acknowledges and agrees that: (i) the business in which the Company is engaged is intensely competitive, (ii) Executiveâ€™s employment by the Company will require Executive to have access to, and knowledge of confidential information, which is of vital importance to the success of the Company, (iii) the disclosure or improper use of any confidential information could place the Company at

a serious competitive disadvantage and could do them serious damage, financial and otherwise, (iv) Executive will develop relationships with clients and business partners pursuant to this Agreement at the time and expense of the Company, and (v) by Executiveâ€™s training, experience and expertise, Executiveâ€™s services to the Company are extraordinary, special and unique. Executive agrees and acknowledges that each restrictive covenant in this Section 6 (including, for all purposes of this Section 6(e), each restrictive covenant contained in the Restricted Covenant Agreement) is reasonable as to duration, terms and geographical area and that the same protects the legitimate interests of the Company and its Affiliates, including the protection and continuity of the business and goodwill of the Company, imposes no undue hardship on Executive, is not injurious to the public, and that, notwithstanding any provision in this Agreement to the contrary, any violation of this restrictive covenant shall be specifically enforceable in any court of competent jurisdiction. Executive agrees and acknowledges that a portion of the compensation paid to Executive under this Agreement will be paid in consideration of the covenants contained in this Section 6, the sufficiency of which consideration is hereby acknowledged. If any provision of this Section 6 as applied to Executive or to any circumstance is adjudged by a court with competent jurisdiction to be invalid or unenforceable, the same shall in no way affect any other circumstance or the validity or enforceability of any other provisions of this Section 6. If the scope of any such provision, or any part thereof, is too broad to permit enforcement of such provision to its full extent, Executive agrees that the court making such determination shall have the power to reduce the duration and/or area of such provision, and/or to delete specific words or phrases, and in its reduced form, such provision shall then be enforceable and shall be enforced. Executive agrees and acknowledges that the breach of this Section 6 will cause irreparable injury to the Company and upon breach of any provision of this Section 6, the Company shall be entitled to injunctive relief, specific performance or other equitable relief by any court with competent jurisdiction without the need to prove the inadequacy of monetary damages or post a bond; provided, however, that this shall in no way limit any other remedies which the Company may have 11(including, without limitation, the right to seek monetary damages). Each of the covenants in this Section 6 shall be construed as an agreement independent of any other provisions in this Agreement.11.General ProvisionsA.Governing Law; Consent to Jurisdiction. This Agreement will be governed by the laws of the State of Delaware. I hereby expressly consent to the jurisdiction of the competent courts of the State of Delaware for any lawsuit filed there against me by the Company arising from or relating to this Agreement.B.Entire Agreement. This Agreement sets forth the entire agreement and understanding between the Company and me relating to the subject matter herein and supersedes all prior discussions or representations between us including, but not limited to, any representations made during my interview(s) or relocation negotiations, whether written or oral. No modification of or amendment to this Agreement, nor any waiver of any rights under this Agreement, will be effective unless in writing signed by the Company and me. Any subsequent change or changes in my duties, salary or compensation will not affect the validity or scope of this Agreement. My undertakings hereunder are in addition to, and do not derogate from, any obligation to which I may be subject under applicable law or any Company policy or agreement.C.Severability. The provisions of this Agreement shall, where possible, be interpreted in a manner necessary to sustain their legality and enforceability. Without derogating from the foregoing, in the event that any one or more of the provisions contained in this Agreement should be held invalid, illegal or unenforceable in any respect due to the fact that it is over-broad or insufficiently limited in time, geography or else, I hereby authorize, to the maximum extent legally permissible, the tribunal interpreting such provision(s) to replace the invalid, illegal or unenforceable provision(s) with valid provision(s) the effect of which come as close as possible to that of the invalid, illegal or unenforceable provision(s). The validity, legality and enforceability of the remaining provisions contained herein shall in no way be affected or impaired as a result of any provision contained in this Agreement being held invalid, illegal or unenforceable in any respect.D.Successors and Assigns. This Agreement will be binding upon my heirs, executors, administrators and other legal representatives and will be for the benefit of the Company and its parent company, and their respective subsidiaries, affiliates, successors and assigns.Date ____May 15, 2024_____Â Â Â Â Signature _/s/ Yakov Faitelson_____Employee name: Yakov FaitelsonVaronis Systems, Inc. hereby agrees to and accepts the assignment of all rights in the Company Inventions. _/s/ Dana Shahar_____Â Â Â Â __May 15, 2024____Varonis Systems, Inc.Â Â Â Â Date Dana ShaharCHRO12Appendix C1LIST OF PRIOR INVENTIONS AND ORIGINAL WORKS OF AUTHORSHIPâ€¢If no inventions or improvements â€“ Please leave blank and sign belowâ€¢If there are inventions or improvements on your name please send in separate document / mail the Identifying Number or brief description.Â Â Â Â Additional Sheets AttachedSignature of Employee: Â Â Â Â /s/ Yakov FaitelsonÂ Â Â Â Print Name of Employee: Yakov FaitelsonDate: __May 15, 2024_____13Appendix C2CONFLICT OF INTEREST GUIDELINESIt is the policy of Varonis (the "Company") to conduct its affairs in strict compliance with the letter and spirit of the law and to adhere to the highest principles of business ethics. Accordingly, all officers, employees and independent contractors must avoid activities which are in conflict, or give the appearance of being in conflict, with these principles and with the interests of the Company. The following are potentially compromising situations which must be avoided. Any exceptions must be reported to the CEO of the Company and written approval for continuation must be obtained.1.Revealing confidential information to outsiders or misusing confidential information. Unauthorized divulging of information is a violation of this policy whether or not for personal gain and whether or not harm to the Company is intended. (The Confidential Information, Invention Assignment and Non-competition Agreement elaborates on this principle and is a binding agreement.)2.Accepting or offering substantial gifts, excessive entertainment, favors or payments which may be deemed to constitute undue influence or otherwise be improper or embarrassing to the Company.3.Participating in civic or professional organizations that might involve divulging confidential information of the Company.4.Initiating or approving personnel actions affecting reward or punishment of employees or applicants where there is a family relationship or is or appears to be a personal or social involvement.5.Initiating or approving any form of personal, social or sexual harassment of employees.6.Investing or holding outside directorship in suppliers, customers, or competing companies, including financial speculations, where such investment or directorship might influence in any manner a decision or course of action of the Company.7.Borrowing from or lending to employees, customers or suppliers.8.Acquiring real estate of interest to the Company.9.Improperly using or disclosing to the Company any proprietary information or trade secrets of any former or concurrent employer or other person or entity with whom obligations of confidentiality exist.10.Unlawfully discussing prices, costs, customers, sales or markets with competing companies or their employees.11.Making any unlawful agreement with distributors with respect to prices.12.Improperly using or authorizing the use of any inventions which are the subject of patent claims of any other person or entity.13.Engaging in any conduct which is not in the best interest of the Company.Each officer, employee and independent contractor must take every necessary action to ensure compliance with these guidelines and to bring problem areas to the attention of higher management for review. Violations of this conflict of interest policy may result in discharge without warning.The above is in addition to, and does not derogate from, any obligations each officer, employee and/or independent contractor may have under law, agreement or any other binding source.14Exhibit CVARONIS SYSTEMS SEVERANCE PLAN EX-10.3 3 vrnsq22024103.htm EX-10.3 DocumentConfidentialEMPLOYMENT AGREEMENT THIS AGREEMENT (the "Agreement") is made and entered into this May 15, 2024, by and between Varonis Systems Ltd., an Israeli corporation (Identification Number: 513611533) (â€œVaronisâ€ or â€œCompanyâ€), and Yakov Faitelson, ID No. [ ] (the "Employee"). The parties desire to enter into this Agreement to state the terms and conditions of the Employee's engagement with the Company. In consideration of the mutual promises contained herein, and intending to be legally bound, the parties hereto hereby declare and agree as follows:1. Engagement and Duties1.1.As of May 20, 2024 (the "Effective Date") the Employee shall be employed by the Company, in the position of Chief Executive Officer & President, on the terms and conditions contained in this Agreement. 1.2.Employee shall be subject to the supervision and authority of, and shall report to, the Board of Directors of Varonis (the â€œBoard of Directorsâ€). 1.3.Employee shall perform and discharge well and faithfully all duties that may be assigned to him by the Company from time to time. Employee shall use his best endeavors to promote the interests of the Company. Employee shall be required to devote his work time, energy, talent, working knowledge, experience and best efforts to the business and affairs of the Company and to the performance of his duties hereunder. Accordingly, Employee shall not assume, directly or indirectly, any additional professional obligations unrelated to the Company or its affiliates, whether or not such obligation is rendered for any gain, without the prior approval of the Company and in accordance with its terms. Employee shall use his best endeavors to protect the good name of the Company and shall not perform any act that may bring the Company into disrepute.1.4.The Employee shall immediately notify the Company of any actual or potential personal interest in any of the Companyâ€™s business or of any conflict of interest that may arise with respect to his employment.1.5.The Employee hereby undertakes to comply with all Companyâ€™s disciplinary regulations, work rules, policies, procedures and objectives, as in effect from time to time (the "Rules"). This Agreement prevails to the extent of any inconsistency with the Rules.1.6.By signing this Agreement, Employee consents that the information in this Agreement and any information concerning him gathered by the Company (including before the signing date of this Agreement), will be held and managed by the Company or on their behalf, inter alia, on databases according to law, and that the Company shall be entitled to transfer such information to third parties, (including to countries which have a different level of data protection than that existing in Israel), including affiliates, business partners or contractors/service providers. The Company undertakes that the information will be used and transferred for legitimate business purposes only. Without derogating from the generality of the above, such purposes may include human resources management, compliance with law, and assessment of potential transactions, to the extent required while maintaining the Employeeâ€™s right to privacy. Some of the information provided by Employee to the Company is required to be provided under law, whereas other information is provided of the Employee's own free will and consent.Additionally, Employee hereby agrees that the Company can use Employeeâ€™s photograph, voice, and any reproduction or simulation thereof, in the media (including social media) and advertisements, for legitimate Company purposes, such as marketing and employer branding.Confidential1.7.By signing this Agreement, Employee agrees that the Company may monitor his use of its Systems and copy, transfer and disclose all electronic communications and content transmitted by or stored in such Systems, in pursuit of the Companyâ€™s legitimate business interests, all in accordance with the Companyâ€™s policy and guidelines as in force from time to time and subject to applicable law. For the purposes of this Section, the term "Systems" includes telephone, computers, computer system, internet server, electronic database and software, whether under the Employee's direct control or otherwise and including if are owned by the Employee and used to access Companyâ€™s resources. The Employee may use the Companyâ€™s Systems for reasonable personal use all subject to Companyâ€™s policy as in force from time to time.1.8.By signing this Agreement, the Employee acknowledges that during execution of his employment duties he may have access to Personal Information (as defined below) of other employees and contractors of the Company, its affiliates and/or their clients and potential clients (â€œClientsâ€). Therefore, by signing this Agreement, the Employee hereby undertakes as follows: (i) the Employee will take all precautions to maintain the confidentiality and privacy of the Personal Information and to protect the Personal Information from unauthorized use or disclosure; (ii) the Employee shall act in accordance with Varonis policies and instructions with regard to the safekeeping of the Personal Information and shall keep all Personal Information only in the secured location (physical or electronic) that was designated for this purpose; (iii) the Employee shall access and reproduce the Personal Information only to the minimal extent necessary for the performance of his position in the Company; (iv) the Employee shall keep the Personal Information in confidence and disclose it only to those with a legitimate business need to know and who are under privacy and confidentiality restrictions not materially less restrictive than his own; (v) the Employee shall not allow anyone to access any Confidential and Personal Information on Varonisâ€™ systems or premises using his credentials without his constant control and supervision; (vi) the Employee will immediately notify the Companyâ€™s security department (soc@varonis.com) if he becomes aware of any unauthorized use or breach of the Confidential and Personal Information.In this section, â€œPersonal Informationâ€ means any and all information relating to an identified or identifiable natural person and any information related to that person. 1.9.As a condition precedent to the coming into force of this Agreement, the Employee shall execute the Confidential Information, Invention Assignment and Non-Competition Agreement attached hereto as Exhibit C (the "Proprietary Rights Agreement"). The Proprietary Rights Agreement shall survive the termination of this Agreement. 2.Salary2.1.The Compensation Committee of the Board of Directors of Varonis (the â€œCompensation Committeeâ€) or the Board of Directors of Varonis shall determine the gross annual salary of the Employee (the â€œAnnual Salaryâ€).2.2.The applicable Annual Salary may be increased, but not decreased (other than pursuant to an across-the-board reduction that applies to all employees or solely to senior executives of the Company) in the discretion of the Compensation Committee or the Board of Directors.2.3.The applicable portion of the Annual Salary shall be paid in equal monthly installments in NIS based on the applicable exchange rate each month (the â€œMonthly Salaryâ€). The Monthly Salary for each month shall usually be payable at the 1st day of each following month in accordance with the Companyâ€™s normal payroll procedures, but not later than the 9th day of each month.Confidential2.4.Withholdings shall be deducted at source from any payments and benefits made by the Company to the Employee according to any applicable Israeli law, including, but not limited to, Israeli income tax, National Security ("Bituach Leumi") and Health Tax. The Employee shall bear any tax imposed in connection with the payments and benefits provided hereunder.2.5.All salary-based social and fringe benefits will be calculated based on the applicable Annual Salary.2.6.As the Employee is employed in a management position and in a position which requires a special degree of trust, the Hours of Work and Rest Law 1951, and any other law amending or replacing such law, does not apply to him or to his employment with the Company. The Employee acknowledges that his Monthly Salary nevertheless includes within it consideration that would otherwise have been due to him pursuant to such law.3.Annual Bonus. The Compensation Committee or the Board of Directors shall determine the Employeeâ€™s annual discretionary target bonus opportunity, to be paid, as applicable, upon satisfaction of certain criteria established by the Compensation Committee and subject to the terms of any annual bonus plan established by the Compensation Committee governing such bonus opportunity (the â€œAnnual Bonusâ€). The target of the Annual Bonus opportunity is determined annually in the discretion of the Compensation Committee or the Board of Directors. The applicable portion of the Annual Bonus shall be paid in NIS based on the applicable exchange rate at the time of payment.4.Fringe and Social Benefits4.1.Vacation Days. The Employee shall be entitled to a total of 24 vacation days per year, allocated to Varonis or its affiliates, as applicable, during each 12 (twelve) monthsâ€™ period of his employment, or a greater amount if required by law. The Employee will make every effort to exercise his annual vacation; however, if the Employee is unable to utilize all the vacation days, he shall be entitled to accumulate the applicable unused balance of the vacation days standing to his credit up to a maximum amount of two times the number of applicable annual leave days available to the Employee as provided in this section above (the "Maximum Amount"). Any accumulation of applicable vacation days, in excess of the Maximum Amount, requires the specific written consent of the relevant Company. Unused applicable vacation days are not redeemable, except upon termination of employment in accordance with applicable law; however, any applicable unused and accrued vacation days in excess of the Maximum Amount are not redeemable.4.2.Pension Arrangement. The Employee shall be entitled to contributions to a pension arrangement of the Employeeâ€™s choice (the "Pension Arrangement"), at the following monthly rates:(a)the Company shall contribute: (i)Â Â Â Â 8.33% of the applicable Monthly Salary towards the severance pay component; and (ii)Â Â Â Â 6.5% of the applicable Monthly Salary towards the pension component.Â In case the Employee is insured in a managers insurance policy or a provident fund (which is not a pension fund), the rate mentioned above shall include the rate of contributions towards the disability insurance (×´×™×¯×•×— ××´×”×Ÿ ×›×•×©×¨ ×¢×´×•×“×”), ensuring loss of earning payment of 75% of the applicable Monthly Salary, but no less than 5% towards the pension component, all subject to the terms of the Extension Order regarding the Increase of Pension Contributions - 2016 (the "Pension Order 2016"). In accordance with the terms of the Pension Order 2016, if the said rate shall not be sufficient to insure the Employeeâ€™s in a disability insurance, the total rate of contributions shall increase up to 7.5% of the applicable Monthly Salary. (b)The Company shall also deduct 6% of the applicable Monthly Salary to be paid on the Employeeâ€™s account towards the Pension Arrangement.It is hereby agreed that the settlement regulated in the General Order as amended (attached as Exhibit B) published under section 14 of the Severance Pay Law 1963 applies. The Companyâ€™s contributions Confidentialto the Employeeâ€™s Pension Arrangement will therefore constitute his entire entitlement to severance pay in respect of the paid applicable Monthly Salary, in place of any severance pay to which he otherwise may have become entitled at law.The Company waives all rights to have its payments refunded, unless the Employeeâ€™s right to severance pay is denied by a judgment according to sections 16 or 17 of the Severance Pay Law or in the event that he withdraw monies from the pension arrangement in circumstances other than an Entitling Event, where an â€œEntitling Eventâ€ means death, disablement or retirement at the age of 60 or over.4.3.Study Fund. The Company shall contribute an amount equal to 7.5% of the applicable Monthly Salary (but in any event, not more than the ceiling recognized by the Israeli income tax authorities) towards a study fund ("Keren Hishtalmut") (the "Study Fund"). The Employee shall contribute 2.5% of the applicable Monthly Salary (but in any event, not more than the ceiling recognized by the Israeli income tax authorities) towards such a fund (the sums contributed by the Employee shall be deducted directly from his applicable Monthly Salary by the Company). The Employee shall bear any and all taxes applicable in connection with amounts payable by him and/or the Company to the said Study Fund.4.4.Company Car. The Employee is entitled to use a company vehicle, subject to execution of a car agreement as shall be provided to him by the Company. The vehicle shall be used in accordance with the practices and regulations of the Company, as updated from time to time. Employee shall bear any and all taxes applicable to him in connection with the vehicle and/or the use thereof and shall return the vehicle the Companyâ€™s principal office upon termination of Employeeâ€™s employment with the Company for any reason whatsoever. The

Company vehicle shall replace the Employeeâ€™s entitlement to travel expense reimbursement according to law and accordingly, the employee shall not be entitled to any additional travel expenses. 4.5.Sick Leave. The Employee shall be entitled to sick leave for his employment with the Company, as provided by the Israeli Sickness Pay Law, 1976. However, it is the Companyâ€™s practice to pay the Employeeâ€™s full applicable Monthly Salary as of the first day of absence, if the Employee uses accrued sick days. 4.6.Recreation Pay ("Dmey Havraah"). The Employee shall be entitled to recreation pay in accordance with the law and his Scope of Employment with the Company.4.7.Expenses Reimbursement. The Employee shall be entitled to be reimbursed for all actual business expenses arising out of business travel, lodging and meals, subject to the Employee providing proper documentation and provided further that such business expenses have been approved in advance, all in accordance with Companyâ€™s applicable policy and procedures as shall be from time to time. 5.Term of Employment5.1.Employee's employment under this Agreement shall commence on the Effective Date and shall continue for an unfixed term until terminated by either party as set forth herein.5.2.Each party may terminate this agreement by providing 90 daysâ€™ prior written notice to the other party (the "Notice Period"). To the extent the termination circumstances are covered under the Severance Plan executed between the parties, the Severance Plan shall govern. 5.3.During the Notice Period, the Employee shall continue to perform his duties to the Company, in accordance with Companyâ€™s instructions, until the expiration of the Notice Period, unless the Company instructs otherwise. Nevertheless, the Company shall have the right to terminate the Employee's employment (regardless of the initiator of the termination) without providing the Notice Period in whole or in part, by giving him notice together with payment in lieu of all or part of the Notice Period, as the case may be, according to law. In such case, the Employee's employment shall be deemed to have ceased on the date of the receipt of the notice from the Company. Confidential5.4.Notwithstanding the above, the Company, by service of written notice upon the Employee, shall be entitled to terminate the employment hereunder with immediate effect where said termination is a Termination for Cause.The term "Termination for Cause" shall have the meaning attributed to it in the Varonis Systems Severance Plan, attached as Exhibit D to this Agreement, as may be amended from time to time (the â€œSeverance Planâ€).5.5.Upon the expiration or termination of this Agreement, and in accordance with Companyâ€™s instructions, the Employee shall help assure the smooth transfer of responsibilities to his successor, by coordinating with his successor and helping familiarize him with the Company and the nature of the employment. 5.6.Upon the termination of Employeeâ€™s employment for any reason, Employee shall resign each position that Employee then holds as an officer of either of the Company or as an officer or director of any of the Companyâ€™s affiliates. Employeeâ€™s execution of this Agreement shall be deemed the grant by Employee to the officers of the Company of a limited power of attorney to sign in Employeeâ€™s name and on Employeeâ€™s behalf any such documentation as may be required to be executed solely for the limited purposes of effectuating such resignations.6.The Exclusivity of the Agreement6.1.This Agreement is personal and the terms and conditions of the employment shall be solely as set forth herein. The Employee hereby undertakes to keep the contents of this Agreement confidential and not to disclose the content of this Agreement to any third party without the prior written consent of the Company (except to Employeeâ€™s immediate family and tax or legal advisors). Violation of the provision of this Section by the Employee will be deemed material breach of this Agreement.6.2.This Agreement, including its exhibits, is the entire agreement between the parties with respect to the subject matter hereof, supersedes all prior understandings, agreements, covenants and discussions between them, oral or written, including, without limitation, the Prior Agreement, and is intended, to the extent allowed under applicable law, to override any statutory provisions related to the employment of the Employee by the Company.7.Absence of ImpedimentThe Employee warrants, confirms and undertakes that he is entitled to enter into this Agreement and to assume all the obligations pursuant hereto, that there is no contractual or other impediment to his entering into this Agreement and to his engagement by the Company and that in entering into this Agreement he is not in breach of any other agreement or obligation to which he is or was a party. 8.Miscellaneous8.1.The Company shall be entitled to set-off any amount owed to the Company by the Employee, from any source whatsoever, from any amount owed by the Company to the Employee from any source whatsoever, to the extent allowed by applicable law.8.2.The Companyâ€™s failure or delay in enforcing any of the provisions of this Agreement shall not in any way be construed as a waiver of any such provisions, or prevent the Company thereafter from enforcing each and every other provision of this Agreement which were previously not enforced.8.3.This Agreement applies only to the work days performed in Israel and no work outside of Israel will entitle the Employee to any payment or benefit in accordance with this Agreement. The Company shall pay or provide its prorated portions of the Annual Salary, Annual Bonus and vacation days, based on the analysis of theÂ relative contribution of the Employee to the Company, as determined by the Company in its sole discretion. Confidential8.4.This Agreement shall be interpreted and construed in accordance with the laws of the State of Israel. The parties submit to the exclusive jurisdiction of the competent courts of Tel-Aviv in any dispute related to this Agreement.8.5.Captions and paragraph headings used in this Agreement are for convenience only and shall not be used in the construction or interpretation thereof.8.6.This Agreement shall not be amended, modified or varied by any oral agreement or representation other than by a written instrument executed by the Company. 8.7.The provisions of this Agreement shall, where possible, be interpreted in a manner necessary to sustain their legality and enforceability. Without derogating from the foregoing, in the event that any one or more of the provisions contained in this Agreement should be held invalid, illegal or unenforceable in any respect due to the fact that it is over-broad or insufficiently limited in time, geography or else, the parties hereby authorize, to the maximum extent legally permissible, the tribunal interpreting such provision(s) to replace the invalid, illegal or unenforceable provision(s) with valid provision(s) the effect of which come as close as possible to that of the invalid, illegal or unenforceable provision(s). The validity, legality and enforceability of the remaining provisions contained herein shall in no way be affected or impaired as a result of any provision contained in this Agreement being held invalid, illegal or unenforceable in any respect.8.8.This Agreement constitutes and replaces the Israeli Notification of Employment Conditions pursuant to the Notice to the Employee Law (Employment Conditions) 2002 (the "Notification"). The Notification is without prejudice to Employeeâ€™s rights pursuant to applicable law, any extension order or any collective agreement. By signing below, the Employee hereby acknowledges receipt of the Notification. 8.9.By signing this Agreement, the Employee consents to receive the pay slips from the Company in an electronic manner. The pay slips will be placed on a secure website and access to it may be gained through username and password that will be provided to the Employee. The Employee waives his right to receive a hardcopy of the pay slip, but he may withdraw such waiver at any time by providing a written notice to Payroll-IL@varonis.com. The Employee will be entitled to request access to the pay slips according to law.PLEASE READ THIS EMPLOYMENT AGREEMENT CAREFULLY AND RETURN IT SIGNED TO THE COMPANY. IN WITNESS WHEREOF, the parties have duly executed this Employment Agreement on the day and year set forth above.Varonis Systems Ltd. /s/ Yakov Faitelson /s/ Inbal Hass Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Yakov FaitelsonInbal HassVP Human ResourcesConfidentialExhibit Bâ€ ¢××™×©×•×¨ ×›×©×œ×™ ×‘×“×‘×¨ ×žx¢×©×œ×•×™ ×žx¢×‘×™×“×™ ×œ×™×§×•×—×•×ª ×œ×™×—×¡×™×Ÿ ×¤× ×¡×™×™ ×•×¤× ×¡×™×•× ×•×›×œ×™ â€¢×œ×§ ×¤× ×™×¤×•×™×™× ×¤× ×™×˜×™×™×, ×”×•×¤×©×”×‘×¢×” ×•×›×œ×™ â€“ 1963×’×•×•×§×£ ×¡×›×•× ×•×•×ª×™ ×œ×¤× ×¤× ×¡×¤×™×™× ×¤× ×™×¤×™×™×£ 14 ×œ×—×•×§ ×¤× ×™×¤×•×™×™× ×¤× ×™×˜×™×™×, ×”×•×¤×©×”×‘×¢×” ×›×©×™×¨×•×ª ×•×¤× ×™×¤×•×™×™× ×¤× ×™×¤×•×™×™× ×›×œ ×’×™×•×™ ×–×“ ×¢×“×” ×¢×•×‘×“ ×›×–×” ×›×©×”×•× ×¡×¤×§ ×›×–×” ×›×©×”×•× ×¡×¤×§ ×›×–×” ×›×©×”×•× ×¡×¤×§

law, not vest in the Company upon creation, then I undertake to assign and do hereby irrevocably and unconditionally assign to the Company, its successors, legal representatives and assigns all right, title and interest in, to and under the Company Inventions to the extent that I may have such rights, and I shall have no right whatsoever in, to and under the Company Inventions.Notwithstanding the foregoing, nothing in this Agreement shall be construed to obligate me to assign to the Company any development which, in the sole judgment of the Company, reasonably exercised, (a) is developed entirely on my own time, or (b) does not relate to the business efforts or research and development efforts in which, during the period of my employment, the Company actually is engaged or reasonably would be engaged, and provided that neither (a) nor (b) results from the use of premises, equipment, or resources owned or leased by the Company; provided, however, that I agree that I shall promptly disclose to the Company any such developments for the purpose of determining whether they qualify for such exclusion. I understand that, to the extent this Agreement is required to be construed in accordance with applicable laws which preclude a requirement in an employee agreement Confidentialto assign certain classes of inventions made by an employee, this Section 2B will be interpreted not to apply to any invention which a court rules and/or the Company agrees falls within such classes.For the purposes of this Agreement, â€œIntellectual Propertyâ€ shall mean all inventions, ideas, concepts, discoveries, innovations, and improvements, whether or not patentable, algorithms, binary code, brands, business methods, computer programs, computer software code (in any form), concepts, confidential information, firmware, composition of matter or materials, certification marks, collective marks, data, databases, database structure, designs, derivative works, documents, file layouts, formulae, goodwill, improvements, industrial design, information, innovations, inventions, Service Inventions (as defined in Section 132 of the Israel Patent Law, 1967 (the â€œPatent Lawâ€)), integrated circuits, know-how, logos, manufacturing information, processes, and techniques, mask works, materials, methods, moral rights, original works of authorship (whether or not copyrightable), plans, processes, proprietary technology, reputation, research results, research records, semiconductor chips, service marks, specifications, systems, techniques, trade secrets, trademarks, trade names, trade styles, and technical information, and all intellectual property rights in all of the foregoing, including, but not limited to, patents, patent applications, patent rights, including, but not limited to, all continuations, continuations-in-part, divisions, reissues, re-examinations and extensions, and utility models, and all other intellectual property rights analogous to the foregoing anywhere in the world.C.Waiver of rights. I hereby waive now and in the future, any claim to any right, moral rights, compensation or reward, including any right to royalties on Service Inventions in accordance with the Patent Law, that I may have in connection therewith. This clause constitutes an express waiver of any rights I may have under Sections 132-134 of the Patent Law.D.Maintenance of Records. I agree to keep and maintain adequate and current written records of all Company Inventions made by me (solely or jointly with others). The records will be in the form of notes, sketches, drawings, and any other format that may be specified by the Company. The records will be available to and remain the sole property of the Company at all times.E.Protection and Registration of Company Inventions. I agree to assist the Company, or its designee, at the Companyâ€™s expense, in every proper way to secure and protect the Companyâ€™s rights in the Company Inventions and any copyrights, patents, mask work rights or other intellectual property rights relating thereto in any and all countries. I further covenant and agree that I will communicate to the Company, its successors, legal representatives and assigns, any facts known to me representing the Company Inventions, testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the Company, its successors, legal representatives and assigns, to obtain and enforce proper protection for the Company Inventions.I further agree that my obligation to execute or cause to be executed, when it is in my power to do so, any such instrument or papers shall continue after the termination of this Agreement. If the Company is unable because of my mental or physical incapacity or for any other reason to secure my signature to apply for or to pursue any application for the Company's Inventions, anywhere in the world, then I hereby irrevocably designate and appoint the Company and its duly authorized officers and agents and their respective designees as my agent and attorney in fact (such appointment being coupled with an interest), to act for and in my behalf and stead to do any action and make any legal disposition in respect of the Companyâ€™s Inventions, including without limitation, to execute and file any documents, and generally do everything possible to ensure that the Company, its successors, legal representatives and assigns, obtain and enforce proper protection for the Companyâ€™s Inventions in all jurisdictions, including, but not limited to, evidencing inventorship, authorship, and ownership, all the foregoing with the same legal force and effect as if executed by me.F.Survivability. I agree that the obligations set forth in this section are perpetual, and shall survive termination of my employment with the Company.Confidential3.Conflicting Employment.A.I agree that, during the term of my employment with the Company, I will not engage in any other employment, occupation or consulting directly related to the business in which the Company is now involved or becomes involved during the term of my employment, nor will I engage in any other activities that conflict with my obligations to the Company.B.Prior Relationships. Without limiting Section 3.A, I represent and warrant that I have no other agreements, relationships or commitments to any other person or entity that conflict with the provisions of this Agreement, my obligations to the Company under this Agreement or my ability to become employed and perform the services for which I am being hired by the Company. I further agree that if I have signed a confidentiality agreement or similar type of agreement with any former employer or other entity, I will comply with the terms of any such agreement to the extent that its terms are lawful under applicable law. I represent and warrant that after undertaking a careful search (including searches of my computers, cell phones, electronic devices, and documents), I have returned all property and confidential information belonging to all prior employers (and/or other third parties I have performed services for in accordance with the terms of my applicable agreement). Moreover, I agree to fully indemnify the Company, its directors, officers, agents, employees, investors, stockholders, administrators, affiliates, divisions, subsidiaries, predecessor and successor corporations, and assigns for all verdicts, judgments, settlements, and other losses incurred by any of them resulting from my breach of my obligations under any agreement with a third party to which I am a party or obligation to which I am bound, as well as any reasonable attorneysâ€™ fees and costs if the plaintiff is the prevailing party in such an action, except as prohibited by law.4.Returning Company Documents. I agree that following the termination of the Agreement, I will deliver to the Company (and will not keep in my possession, recreate or deliver to anyone else) any and all devices, records, data, notes, reports, proposals, lists, correspondence, specifications, drawings blueprints, sketches, materials, equipment, other documents or property, or reproductions of any aforementioned items, including any and all Confidential Information, developed by me pursuant to my employment with the Company or otherwise belonging to the Company, its successors or assigns.5.Notification of New Employer. In the event that I leave the employ of the Company, I hereby undertake to notify my new employer about my rights and obligations under this Agreement.6.Non-Solicitation. I agree that during my employment with the Company and for a period of twelve (12) months immediately following the termination of my relationship with the Company whether initiated by me or by the Company and for any reason, whether with or without cause, I shall not either directly or indirectly: (i) solicit, induce, recruit or encourage any of the Companyâ€™s personnel to leave their employment or change the terms of their employment, or take away such personnel, or attempt to solicit, induce, recruit, encourage or take away personnel of the Company, either for myself or for any other person or entity; or (ii) solicit, hire, endeavor to entice away from the Company or otherwise interfere with the relationship of the Company with any person or organization who is, or was within the preceding two years prior to termination of my employment, a customer or a supplier of the Company.7.Conflict of Interest Guidelines. I agree to diligently adhere to the Conflict of Interest Guidelines attached as Appendix C2 hereto.8.Non-competition. I shall not, during my employment with the Company and for a period of twelve (12) months immediately following the termination of my relationship with the Company whether initiated by me or by the Company and for any reason, whether with or without cause, directly or indirectly own an interest in, manage, operate, join, control, or participate in or be connected with, as an officer, employee, partner, stockholder, consultant or otherwise, any person or organization that, competes with the Company anywhere in the world; provided that this undertaking shall not preclude me from owning a stock interest not greater than 2% in a publicly traded company. I further recognize and acknowledge that a breach of this Section 8 would cause the Company substantial non-revisable damages.Confidential9.Representations. I agree to execute any proper oath or verify any proper document required to carry out the terms of this Agreement. I represent that my performance of all the terms of this Agreement will not breach any agreement to keep in confidence proprietary information acquired by me in confidence or in trust prior to my employment by the Company. I hereby represent and warrant that I have not entered into, and I will not enter into, any oral or written agreement in conflict herewith. I acknowledge that my obligations under Sections 6 and 8 herein are reasonable in light of my position and duties within the Company, the nature of the Companyâ€™s business, the unique and valuable resources that the Company will invest in my training and the fact that the compensation to which I am entitled under the Employment Agreement has been calculated to include special consideration for my undertakings in these Sections.10.General ProvisionsA.Governing Law; Consent to Jurisdiction. This Agreement will be governed by the laws of the State of Israel. I hereby expressly consent to the jurisdiction of the competent courts of Tel- Aviv for any lawsuit filed there against me by the Company arising from or relating to this Agreement.B.Entire Agreement. This Agreement sets forth the entire agreement and understanding between the Company and me relating to the subject matter herein and supersedes all prior discussions or representations between us including, but not limited to, any representations made during my interview(s) or relocation negotiations, whether written or oral. No modification of or amendment to this Agreement, nor any waiver of any rights under this Agreement, will be effective unless in writing signed by the Company and me. Any subsequent change or changes in my duties, salary or compensation will not affect the validity or scope of this Agreement. My undertakings hereunder are in addition to, and do not derogate from, any obligation to which I may be subject under applicable law or any Company policy or agreement.C.Severability. The provisions of this Agreement shall, where possible, be interpreted in a manner necessary to sustain their legality and enforceability. Without derogating from the foregoing, in the event that any one or more of the provisions contained in this Agreement should be held invalid, illegal or unenforceable in any respect due to the fact that it is over-broad or insufficiently limited in time, geography or else, I hereby authorize, to the maximum extent legally permissible, the tribunal interpreting such provision(s) to replace the invalid, illegal or unenforceable provision(s) with valid provision(s) the effect of which come as close as possible to that of the invalid, illegal or unenforceable provision(s). The validity, legality and enforceability of the remaining provisions contained herein shall in no way be affected or impaired as a result of any provision contained in this Agreement being held invalid, illegal or unenforceable in any respect.D.Successors and Assigns. This Agreement will be binding upon my heirs, executors, administrators and other legal representatives and will be for the benefit of the Company and its parent company, and their respective subsidiaries, affiliates, successors and assigns.Date ___May 15, 2024_____Â Â Â Â Signature __/s Yakov Faitelson_____Employee name: Yakov FaitelsonVaronis Systems Ltd. hereby agrees to and accepts the assignment of all rights in the Company Inventions.Varonis Systems Ltd.Â Â Â Â Date May 15, 2024Inbal Hass /s/ Inbal Hass VP Human ResourcesAppendix C1LIST OF PRIOR INVENTIONS AND ORIGINAL WORKS OF AUTHORSHIPâ€¢If no inventions or improvements â€“ Please leave blank and sign belowâ€¢If there are inventions or improvements on your name please send in separate document / mail the Identifying Number or brief description.Â Â Â Â Additional Sheets AttachedSignature of Employee: Â Â Â Â /s/ Yakov FaitelsonÂ Â Â Â Print Name of Employee: Yakov FaitelsonDate: _____May 15, 2024_____Appendix C2 CONFLICT OF INTEREST GUIDELINESIt is the policy of Varonis (the "Company") to conduct its affairs in strict compliance with the letter and spirit of the law and to adhere to the highest principles of business ethics. Accordingly, all officers, employees and independent contractors must avoid activities which are in conflict, or give the appearance of being in conflict, with these principles and with the interests of the Company. The following are potentially compromising situations which must be avoided. Any exceptions must be reported to the CEO of the Company and written approval for continuation must be obtained.1.Revealing confidential information to outsiders or misusing confidential information. Unauthorized divulging of information is a violation of this policy whether or not for personal gain and whether or not harm to the Company is intended. (The Confidential Information, Invention Assignment and Non-competition Agreement elaborates on this principle and is a binding agreement.)2.Accepting or offering substantial gifts, excessive entertainment, favors or payments which may be deemed to constitute undue influence or otherwise be improper or embarrassing to the Company.3.Participating in civic or professional organizations that might involve divulging confidential information of the Company.4.Initiating or approving personnel actions affecting reward or punishment of employees or applicants where there is a family relationship or is or appears to be a personal or social involvement.5.Initiating or approving any form of personal, social or sexual harassment of employees.6.Investing or holding outside directorship in suppliers, customers, or competing companies, including financial speculations, where such investment or directorship might influence in any manner a decision or course of action of the Company.7.Borrowing from or lending to employees, customers or suppliers.8.Acquiring real estate of interest to the Company.9.Improperly using or disclosing to the Company any proprietary information or trade secrets of any former or concurrent employer or other person or entity with whom obligations of confidentiality exist.10.Unlawfully discussing prices, costs, customers, sales or markets with competing companies or their employees.11.Making any unlawful agreement with distributors with respect to prices.12.Improperly using or authorizing the use of any inventions which are the subject of patent claims of any other person or entity.13.Engaging in any conduct which is not in the best interest of the Company.Each officer, employee and independent contractor must take every necessary action to ensure compliance with these guidelines and to bring problem areas to the attention of higher management for review. Violations of this conflict of interest policy may result in discharge without warning.The above is in addition to, and does not derogate from, any obligations each officer, employee and/or independent contractor may have under law, agreement or any other binding source. Exhibit DVARONIS SYSTEMS SEVERANCE PLAN EX-31.1 4 vrnsq22024exh311.htm EX-31.1 DocumentExhibit 31.1Â CERTIFICATION OF CHIEF EXECUTIVE OFFICER PURSUANT TOSECURITIES EXCHANGE ACT RULES 13a-14(a) AND 15(d)-14(a), AS ADOPTED PURSUANT TOSECTION 302 OF THE SARBANES-OXLEY ACT OF 2002Â I, Yakov Faitelson, certify that:1.I have reviewed this quarterly report on Form 10-Q of Varonis Systems, Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:(a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;(b)Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;(c)Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and(d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):(a)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and(b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Â Â Â Â Â Date: July 30, 2024By:/s/ Yakov FaitelsonÂ Â Â Yakov FaitelsonÂ Â Â Chief Executive Officer and President(Principal Executive Officer) EX-31.2 5 vrnsq22024exh312.htm EX-31.2 DocumentExhibit 31.2Â CERTIFICATION OF CHIEF FINANCIAL OFFICER PURSUANT TOSECURITIES EXCHANGE ACT RULES 13a-14(a) AND 15(d)-14(a), AS ADOPTED PURSUANT TOSECTION 302 OF THE SARBANES-OXLEY ACT OF 2002Â I, Guy Melamed, certify that:1.I have reviewed this quarterly report on Form 10-Q of Varonis Systems, Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:(a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its

consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;(b)Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;(c)Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and(d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):(a)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and(b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Â Date: July 30, 2024By:/s/ Guy MelamedÂ Â Â Guy MelamedÂ Â Â Chief Financial Officer and Chief Operating Officer(Principal Financial and Accounting Officer) EX-32.1 6 vrnsq22024exh321.htm EX-32.1 DocumentExhibitÂ 32.1Â CERTIFICATION OF CEO PURSUANT TO18Â U.S.C. SECTIONÂ 1350,AS ADOPTED PURSUANT TOSECTIONÂ 906 OF THE SARBANES-OXLEY ACT OF 2002Â In connection with the Quarterly Report on FormÂ 10-Q of Varonis Systems, Inc. (the â€œCompanyâ€) for the quarterly period ended June 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), Yakov Faitelson, as Chief Executive Officer and President of the Company, hereby certifies, pursuant to 18Â U.S.C. SectionÂ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, that, to the best of his knowledge:Â (1)Â Â Â Â Â Â Â The Report fully complies with the requirements of SectionÂ 13(a) or 15(d) of the Securities Exchange Act of 1934;Â andÂ (2)Â Â Â Â Â Â Â The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Â Â Â Â Â Â Â By:/s/ Yakov FaitelsonÂ Â Â Yakov FaitelsonÂ Â Â Chief Executive Officer and President(Principal Executive Officer)Â Â Date: JulyÂ 30, 2024 Â This certification accompanies the Report pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002 and shall not, except to the extent required by the Sarbanes-Oxley Act of 2002, be deemed filed by the Company for purposes of SectionÂ 18 of the Securities Exchange Act of 1934, as amended. EX-32.2 7 vrnsq22024exh322.htm EX-32.2 DocumentExhibitÂ 32.2Â CERTIFICATION OF CFO PURSUANT TO18Â U.S.C. SECTIONÂ 1350,AS ADOPTED PURSUANT TOSECTIONÂ 906 OF THE SARBANES-OXLEY ACT OF 2002Â In connection with the Quarterly Report on FormÂ 10-Q of Varonis Systems, Inc. (the â€œCompanyâ€) for the quarterly period ended June 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), Guy Melamed, as Chief Financial Officer and Chief Operating Officer of the Company, hereby certifies, pursuant to 18Â U.S.C. SectionÂ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, that, to the best of his knowledge:Â (1)Â Â Â Â Â Â Â The Report fully complies with the requirements of SectionÂ 13(a) or 15(d) of the Securities Exchange Act of 1934;Â andÂ (2)Â Â Â Â Â Â Â The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Â Â Â Â Â Â Â By:/s/ Guy MelamedÂ Â Â Guy MelamedÂ Â Â Chief Financial Officer and Chief Operating Officer (Principal Financial and Accounting Officer)Â Date: JulyÂ 30, 2024 Â This certification accompanies the Report pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002 and shall not, except to the extent required by the Sarbanes-Oxley Act of 2002, be deemed filed by the Company for purposes of SectionÂ 18 of the Securities Exchange Act of 1934, as amended. EX-101.SCH 8 vrns-20240630.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - Condensed Consolidated Balance Sheets link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - Condensed Consolidated Balance Sheets (Parentheticals) link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - Unaudited Condensed Consolidated Statements of Operations link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - Unaudited Condensed Consolidated Statements of Comprehensive Loss link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - Unaudited Condensed Consolidated Statements of Changes in Stockholders' Equity link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - Unaudited Condensed Consolidated Statements of Cash Flows link:presentationLink link:calculationLink link:definitionLink 9952157 - Disclosure - General link:presentationLink link:calculationLink link:definitionLink 9952158 - Disclosure - Fair Value Measurements link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - Leases link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - Goodwill and Intangible Assets link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - Convertible Senior Notes and Capped Call Transactions link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - Stockholders' Equity link:presentationLink link:calculationLink link:definitionLink 9952163 - Disclosure - Geographic Information and Major Customer Data link:presentationLink link:calculationLink link:definitionLink 9954471 - Disclosure - General (Policies) link:presentationLink link:calculationLink link:definitionLink 9954472 - Disclosure - General (Tables) link:presentationLink link:calculationLink link:definitionLink 9954473 - Disclosure - Fair Value Measurements (Tables) link:presentationLink link:calculationLink link:definitionLink 9954474 - Disclosure - Leases (Tables) link:presentationLink link:calculationLink link:definitionLink 9954475 - Disclosure - Goodwill and Intangible Assets (Tables) link:presentationLink link:calculationLink link:definitionLink 9954476 - Disclosure - Convertible Senior Notes and Capped Call Transactions (Tables) link:presentationLink link:calculationLink link:definitionLink 9954477 - Disclosure - Stockholders' Equity (Tables) link:presentationLink link:calculationLink link:definitionLink 9954478 - Disclosure - Geographic Information and Major Customer Data (Tables) link:presentationLink link:calculationLink link:definitionLink 9954479 - Disclosure - General - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954479 - Disclosure - General - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954480 - Disclosure - General - Derivative Instruments Measured at Fair Value (Details) link:presentationLink link:calculationLink link:definitionLink 9954481 - Disclosure - General - Cash, Cash Equivalents and Short-term Investments (Details) link:presentationLink link:calculationLink link:definitionLink 9954482 - Disclosure - Fair Value Measurements (Details) link:presentationLink link:calculationLink link:definitionLink 9954483 - Disclosure - Leases - Right-of-Use Assets and Lease Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 9954484 - Disclosure - Leases - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954485 - Disclosure - Leases - Minimum Lease Payments for Right-of-Use Assets (Details) link:presentationLink link:calculationLink link:definitionLink 9954485 - Disclosure - Leases - Minimum Lease Payments for Right-of-Use Assets (Details) link:presentationLink link:calculationLink link:definitionLink 9954486 - Disclosure - Leases - Weighted Average Remaining Lease Terms and Discount Rates (Details) link:presentationLink link:calculationLink link:definitionLink 9954487 - Disclosure - Goodwill and Intangible Assets - Cost and Amortization of Intangible Assets (Details) link:presentationLink link:calculationLink link:definitionLink 9954488 - Disclosure - Goodwill and Intangible Assets - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954489 - Disclosure - Goodwill and Intangible Assets - Estimated Future Amortization Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954490 - Disclosure - Convertible Senior Notes and Capped Call Transactions - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954491 - Disclosure - Convertible Senior Notes and Capped Call Transactions - Convertible Notes (Details) link:presentationLink link:calculationLink link:definitionLink 9954492 - Disclosure - Convertible Senior Notes and Capped Call Transactions - Interest Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954493 - Disclosure - Stockholders' Equity - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954494 - Disclosure - Stockholders' Equity - Stock Options Activity (Details) link:presentationLink link:calculationLink link:definitionLink 9954495 - Disclosure - Stockholders' Equity - Options Outstanding Separated Into Range of Exercise Price (Details) link:presentationLink link:calculationLink link:definitionLink 9954496 - Disclosure - Stockholders' Equity - Outstanding Options Granted to Consultants for Sales and Pre-marketing Services (Details) link:presentationLink link:calculationLink link:definitionLink 9954497 - Disclosure - Stockholders' Equity - Restricted Stock Unit and Performance Stock Unit Activity (Details) link:presentationLink link:calculationLink link:definitionLink 9954498 - Disclosure - Stockholders' Equity - Non-cash Stock-based Compensation Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954499 - Disclosure - Geographic Information and Major Customer Data - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954500 - Disclosure - Geographic Information and Major Customer Data - Revenues Within Geographical Areas (Details) link:presentationLink link:calculationLink link:definitionLink 9954501 - Disclosure - Geographic Information and Major Customer Data - Long-lived Assets by Geographic Region (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 9 vrns-20240630_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 10 vrns-20240630_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 11 vrns-20240630_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Long-term other assets: Derivative Asset, Noncurrent Options exercisable, exercise price range (in shares) Share-Based Payment Arrangement, Option, Exercise Price Range, Shares Exercisable Maximum employee subscription rate Share-Based Compensation Arrangement by Share-Based Payment Award, Maximum Employee Subscription Rate Adjustments to reconcile net loss to net cash provided by operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Statistical Measurement [Domain] Statistical Measurement [Domain] Gross UnrealizedÂ Losses Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Loss, before Tax Schedule of Cash, Cash Equivalents and Investments Cash, Cash Equivalents and Investments [Table Text Block] Cover page. Cover [Abstract] Marketable securities Debt Securities [Member] Increase (decrease) in cash and cash equivalents Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Schedule of Minimum Lease Payments Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Accrued expenses and other short-term liabilities Other Liabilities, Current Trading Symbol Trading Symbol Segment Reporting Information [Line Items] Segment Reporting Information [Line Items] Fair Value Hedging Fair Value Hedging [Member] All Trading Arrangements All Trading Arrangements [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Derivative assets, fair value Derivative Asset, Subject to Master Netting Arrangement, before Offset Non-NEOs Non-NEOs [Member] Vesting period (in years) Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Derivative [Line Items] Derivative [Line Items] Allowance for doubtful accounts Accounts Receivable, Allowance for Credit Loss, Current Debt instrument, convertible, conversion ratio Debt Instrument, Convertible, Conversion Ratio Common stock issued for debt conversion (in shares) Stock Issued During Period, Shares, Conversion of Convertible Securities Pay vs Performance Disclosure [Line Items] Schedule of Weighted Average Remaining Lease Terms and Discount Rates Summary of Weighted Average Remaining Lease Terms and Discount Rates [Table Text Block] Summary of Weighted Average Remaining Lease Terms and Discount Rates [Table Text Block] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Short-term deposits Short-Term Investments [Member] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Trade receivables Increase (Decrease) in Accounts Receivable Derivative [Table] Derivative [Table] Operating expenses: Operating Costs and Expenses [Abstract] Basic and Diluted Net Loss Per Share Earnings Per Share, Policy [Policy Text Block] General Organization, Consolidation and Presentation of Financial Statements Disclosure [Text Block] Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Hedging Relationship [Domain] Hedging Relationship [Domain] Schedule of Derivative Instruments in Statement of Financial Position, Fair Value Schedule of Derivative Instruments in Statement of Financial Position, Fair Value [Table Text Block] Fair Value Measurements Fair Value Disclosures [Text Block] Unrealized loss on marketable securities, net of tax OCI, Debt Securities, Available-for-Sale, Unrealized Holding Gain (Loss), before Adjustment, after Tax Award Timing Disclosures [Line Items] Other Performance Measure, Amount Other Performance Measure, Amount Leases Lessee, Operating Leases [Text Block] Common stock, outstanding (in shares) Common Stock, Shares, Outstanding Proceeds from sales and maturities of marketable securities Proceeds from Sale and Maturity of Marketable Securities Shares available for grant (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant Operating lease liabilities Operating lease liabilities, long-term Operating Lease, Liability, Noncurrent Cash Flow Hedging Cash Flow Hedging [Member] Total long-term assets Assets, Noncurrent Deferred revenues Contract with Customer, Liability, Current Plan Name [Domain] Plan Name [Domain] United States UNITED STATES Other assets Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Leases [Abstract] Leases [Abstract] Total intangible assets Finite-Lived Intangible Assets, Gross Schedule of Finite-Lived Intangible Assets [Table] Intangible Asset, Finite-Lived [Table] Antidilutive Securities, Name [Domain] Antidilutive Securities, Name [Domain] Range Three Range Three [Member] Represents information pertaining to the third exercise price range. Money market funds Money Market Funds [Member] Proceeds from issuance of convertible senior notes, net of issuance costs Proceeds from Convertible Debt Revenues Included in Prepaid Expenses And Other Current Assets Revenues Included in Prepaid Expenses And Other Current Assets [Member] Revenues Included in Prepaid Expenses And Other Current Assets Net cash provided by operating activities Net Cash Provided by (Used in) Operating Activities Cash flows from operating activities: Net Cash Provided by (Used in) Operating Activities [Abstract] US Treasury securities US Treasury Securities [Member] Plan Name [Axis] Plan Name [Axis] Total financial assets (liabilities), net Total financial assets (liabilities) Represents the total fair value of financial assets (liabilities). Equity Components [Axis] Equity Components [Axis] Award Timing Method Award Timing Method [Text Block] Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Weighted average exercise price (in dollars per share) Share-Based Payment Arrangement, Option, Exercise Price Range, Outstanding, Weighted Average Exercise Price Measurement Frequency [Axis] Measurement Frequency [Axis] Marketable Securities, Current Marketable Securities, Current [Member] Marketable Securities, Current Entity Common Stock, Shares Outstanding (in shares) Entity Common Stock, Shares Outstanding Capitalized contract cost, amortization period (years) Capitalized Contract Cost, Amortization Period Subsidiary or equity method investee, number Subsidiary Or Equity Method Investee Number Represents the number of subsidiaries of equity method investees. Insider Trading Policies and Procedures [Line Items] Adjustment to Compensation, Amount Adjustment to Compensation Amount Options outstanding, aggregate intrinsic value Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Intrinsic Value November 2014 - February 2016 November 2014 - February 2016 [Member] November 2014 - February 2016 Cash, Cash Equivalents, Marketable Securities and Short-Term Investments Cash, Cash Equivalents and Short-term Investments, Policy [Policy Text Block] Disclosure of accounting policy for cash, cash equivalent and short-term investments. Compensation Amount Outstanding Recovery Compensation Amount Supplemental disclosure of cash flow information: Cash Flow, Noncash Investing and Financing Activities Disclosure [Abstract] Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Entity Small Business Entity Small Business Company Selected Measure Amount Company Selected Measure Amount Geographical [Axis] Geographical [Axis] Tabular List, Table Tabular List [Table Text Block] Level III Fair Value, Inputs, Level 3 [Member] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] EMEA EMEA [Member] Award Date [Axis] Award Date [Axis] Sales and marketing Selling and Marketing Expense [Member] Repurchase of common stock Stock Repurchased During Period, Value Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Debt Securities, Available-for-sale [Line Items] Debt Securities, Available-for-Sale [Line Items] Antidilutive securities excluded from computation of earnings per share, amount (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Income (loss) on marketable securities reclassified into earnings, net of tax Other Comprehensive Income (Loss), Securities, Available-for-Sale, Gain (Loss), Net of Tax Other Comprehensive Income (Loss), Securities, Available-for-Sale, Gain (Loss), Net of Tax Operating lease cost Operating Lease, Expense Cash and cash equivalents at beginning of period Cash and cash equivalents at end of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Amortization of premium and accretion of discount on marketable securities Accretion (Amortization) of Discounts and Premiums, Investments Current assets: Assets, Current [Abstract] Goodwill Goodwill Taxes paid related to net share settlement of equity awards Payment, Tax Withholding, Share-Based Payment Arrangement Other comprehensive income (loss): Other Comprehensive Income (Loss), Net of Tax [Abstract] Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Product and Service [Domain] Product and Service [Domain] Employee Stock Option Share-Based Payment Arrangement, Option [Member] Debt Securities, Available-for-sale [Table] Debt Securities, Available-for-Sale [Table] Forward foreign exchange contracts Foreign Exchange Forward [Member] Vested, weighted average grant date fair value on restricted stock units and performance stock units (in dollars per share) Share-Based

Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Fair Value Disclosures [Abstract] Fair Value Disclosures [Abstract] Marketable securities Marketable Securities, Current 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Comprehensive loss Comprehensive Income (Loss), Net of Tax, Attributable to Parent Security Exchange Name Security Exchange Name Award Type [Axis] Award Type [Axis] Schedule of Share-based Compensation, Shares Authorized under Stock Option Plans, by Exercise Price Range Share-Based Payment Arrangement, Option, Exercise Price Range [Table Text Block] Maintenance and services Maintenance Maintenance [Member] Exercised, weighted average exercise price (in dollars per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price Amortization of deferred commissions Amortization of Deferred Sales Commissions Property and equipment, net Property, Plant and Equipment, Net Long-lived assets Long-Lived Assets Options exercisable at the end of the year, weighted average exercise price (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Weighted Average Exercise Price Convertible Debt Convertible Debt [Member] Common stock, par value (in dollars per share) Common Stock, Par or Stated Value Per Share Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Research and development Research and Development Expense Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Expiration Date Trading Arrangement Expiration Date Cash flows from investing activities: Net Cash Provided by (Used in) Investing Activities [Abstract] Number of shares underlying outstanding RSUs and PSUs Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Outstanding [Roll Forward] Goodwill and Intangible Assets Disclosure [Abstract] Operating lease liabilities, current Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Common stock, issued (in shares) Common Stock, Shares, Issued Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Concentration risk, percentage Concentration Risk, Percentage Common stock availability threshold, employee stock purchase plan vrns_CommonStockAvailabilityThresholdEmployeeStockPurchasePlan Percentage of the Company's common stock issued and outstanding that are available for issuance under an ESPP. Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Marketable Securities, Noncurrent Marketable Securities, Noncurrent [Member] Marketable Securities, Noncurrent Exercised (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Research and development Research and Development Expense [Member] Weighted average exercise price Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price [Abstract] Common stock, authorized (in shares) Common Stock, Shares Authorized Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Total Unrealized income on available for sale securities, net of tax OCI, Debt Securities, Available-for-Sale, Gain (Loss), after Adjustment and Tax Weighted average number of shares used in computing net loss per share of common stock, diluted (in shares) Weighted Average Number of Shares Outstanding, Diluted Shares increase threshold, employee stock purchase plan (in shares) vrns_SharesIncreaseThresholdEmployeeStockPurchasePlan Of an ESPP, number of reserved common stock may increase under certain condition. MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] 2024 Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Total stockholdersâ€™ equity Beginning balance Ending balance Equity, Attributable to Parent Balance Sheet Location [Axis] Statement of Financial Position Location, Balance [Axis] Prepaid expenses and other current assets: Derivative Asset, Current Concentration Risk Type [Domain] Concentration Risk Type [Domain] New Accounting Pronouncements or Change in Accounting Principle [Table] Accounting Standards Update and Change in Accounting Principle [Table] Total other comprehensive loss Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Fair Value, Recurring Fair Value, Recurring [Member] Trade receivables (net of allowances of $1,682 and $1,487 at June 30, 2024 and December 31, 2023, respectively) Accounts Receivable, after Allowance for Credit Loss, Current Initial conversion price (in dollars per share) Debt Instrument, Convertible, Conversion Price Cost of revenues Cost of Sales [Member] Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Number of shares authorized (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Authorized Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Document Fiscal Period Focus Document Fiscal Period Focus All Executive Categories All Executive Categories [Member] Balance Sheet Location [Domain] Statement of Financial Position Location, Balance [Domain] Convertible Debt Securities Convertible Debt Securities [Member] Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Options outstanding, weighted average remaining contractual life (Year) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term Assets Assets [Abstract] Revenue, performance obligation, description of timing Revenue, Performance Obligation, Description of Timing Document Type Document Type Interest rate, effective percentage Debt Instrument, Interest Rate, Effective Percentage Derivative Contract [Domain] Derivative Contract [Domain] Schedule of Share-based Payment Arrangement, Restricted Stock Unit and Performance Stock Unit Activity Share-based Payment Arrangement, Restricted Stock Unit and Performance Stock Unit, Activity [Table Text Block] Share-based Payment Arrangement, Restricted Stock Unit and Performance Stock Unit, Activity Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Contractual interest expense Interest Expense, Debt, Excluding Amortization Investment in marketable securities Payments to Acquire Marketable Securities Options exercisable at the end of the year, weighted average remaining contractual life (Year) Options exercisable, weighted average remaining contractual life (years) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term Operating Expenses Included in Prepaid Expenses And Other Current Assets Operating Expenses Included in Prepaid Expenses And Other Current Assets [Member] Operating Expenses Included in Prepaid Expenses And Other Current Assets Vested, restricted stock units and performance stock units (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Schedule of Finite-Lived Intangible Assets, Future Amortization Expense Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Term bank deposits Term Bank Deposits [Member] Represents information about term bank deposits. Maximum Maximum [Member] Amortization of intangible assets Amortization of Intangible Assets Options outstanding, exercise price range (in shares) Share-Based Payment Arrangement, Option, Exercise Price Range, Shares Outstanding Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Total intangible assets, net Finite-Lived Intangible Assets, Net Antidilutive Securities [Axis] Antidilutive Securities [Axis] Trade payables Accounts Payable, Current Revenues: Revenues [Abstract] Current Fiscal Year End Date Current Fiscal Year End Date Less: Imputed interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount Long-term assets: Assets, Noncurrent [Abstract] Statistical Measurement [Axis] Statistical Measurement [Axis] PEO Name PEO Name Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Loss before income taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Award Type [Domain] Award Type [Domain] Name Outstanding Recovery, Individual Name Operating Expenses Included In Accrued Expenses And Other Short-Term Liabilities Operating Expenses Included In Accrued Expenses And Other Short-Term Liabilities [Member] Operating Expenses Included In Accrued Expenses And Other Short-Term Liabilities Common stock issued under employee stock plans (in shares) Shares Issued, Shares, Share-Based Payment Arrangement, after Forfeiture Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Non-PEO NEO Non-PEO NEO [Member] Title of Individual [Axis] Title and Position [Axis] Estimated Useful Life (in years) Finite-Lived Intangible Asset, Useful Life Additional paid-in capital Additional Paid-in Capital [Member] Hedging Relationship [Axis] Hedging Relationship [Axis] Common stock issued for debt conversion Conversion of Stock, Amount Issued Award Timing Predetermined Award Timing Predetermined [Flag] Range Two Range Two [Member] Represents information pertaining to the second exercise price range. Recently Issued Accounting Pronouncements Not Yet Adopted New Accounting Pronouncements, Policy [Policy Text Block] Net loss per share of common stock, diluted (in dollars per share) Earnings Per Share, Diluted Title of Individual [Domain] Title and Position [Domain] Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Less: Accumulated amortization Finite-Lived Intangible Assets, Accumulated Amortization Revenue Recognition and Contract Costs Revenue from Contract with Customer [Policy Text Block] Non-cash operating lease costs Operating Lease, Right-of-Use Asset, Periodic Reduction Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Deferred revenues Increase (Decrease) in Contract with Customer, Liability Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Schedule of Outstanding Options Schedule of Stockholders' Equity Note, Warrants or Rights [Table Text Block] Cash paid for income taxes Income Taxes Paid 2023 Plan 2023 Plan [Member] 2023 Plan New Accounting Pronouncements or Change in Accounting Principle [Line Items] New Accounting Pronouncements or Change in Accounting Principle [Line Items] Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] Stock-based compensation Share-Based Payment Arrangement, Noncash Expense Sales and marketing Selling and Marketing Expense Capital shares reserved for future issuance, annual increase, maximum (in shares) Common Stock Capital Shares Reserved For Future Issuance Annual Increase Maximum Maximum annual increase in number of shares reserved for future issuance. Derivative instruments not designated as hedging instruments, gain (loss), net Derivative Instruments Not Designated as Hedging Instruments, Gain (Loss), Net Income taxes Income tax expense Income Tax Expense (Benefit) Interest rate, stated percentage Debt Instrument, Interest Rate, Stated Percentage Notional Amount Derivative, Notional Amount Short-term deposits Deposits Assets, Current Forfeited and expired (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures and Expirations in Period Compensation cost not yet recognized, period for recognition Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Financial income, net Nonoperating Income (Expense) Other long-term liabilities Increase (Decrease) in Other Noncurrent Liabilities Statement of Comprehensive Income [Abstract] Statement of Comprehensive Income [Abstract] Concentration Risk Benchmark [Domain] Concentration Risk Benchmark [Domain] Net cash provided by (used in) investing activities Net Cash Provided by (Used in) Investing Activities Operating loss Operating Income (Loss) Number of additional shares authorized (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Additional Shares Authorized Number of reportable segments Number of Reportable Segments Total liabilities and stockholdersâ€™ equity Liabilities and Equity Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] All Adjustments to Compensation All Adjustments to Compensation [Member] Options exercisable, weighted average remaining contractual life, exercise price range (years) Share-Based Payment Arrangement, Option, Exercise Price Range, Exercisable, Weighted Average Remaining Contractual Term Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Prepaid expenses and other current assets Increase (Decrease) in Prepaid Expense and Other Assets Additional paid-in capital Additional Paid in Capital Accrued expenses and other short-term liabilities: Derivative Liability, Current Long-term marketable securities Marketable Securities, Noncurrent Range One Range One [Member] Represents information pertaining to the first exercise price range. Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Investment in short-term and long-term deposits Payments To Acquire Short-Term and Long-Term Deposits Payments To Acquire Short-Term and Long-Term Deposits Lease liabilities arising from obtaining right-of-use assets Right-of-Use Asset Obtained in Exchange for Operating Lease Liability Underlying Security Market Price Change Underlying Security Market Price Change, Percent Individual: Individual [Axis] Taxes paid related to net share settlement of equity awards Share-Based Payment Arrangement, Decrease for Tax Withholding Obligation Accumulated other comprehensive income (loss) AOCI Attributable to Parent [Member] Revenue, remaining performance obligation, expected timing of satisfaction, period Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Period US Government Agency securities US Government Agency securities US Government Agencies Debt Securities [Member] Long-term Debt, Type [Domain] Long-Term Debt, Type [Domain] Product and Service [Axis] Product and Service [Axis] Entity Address, State or Province Entity Address, State or Province Statement [Line Items] Statement [Line Items] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Financial Instruments [Domain] Financial Instruments [Domain] Sublease income Sublease Income Beginning Balance, weighted average grant date fair value on restricted stock units and performance stock units (in dollars per share) Ending Balance, weighted average grant date fair value on restricted stock units and performance stock units (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Liabilities and stockholdersâ€™ equity Liabilities and Equity [Abstract] Derivative Instruments Derivatives, Policy [Policy Text Block] Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Unamortized issuance costs Unamortized Debt Issuance Expense Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Deferred revenues Contract with Customer, Liability, Noncurrent Options outstanding, weighted average exercise price (in dollars per share) Options outstanding, weighted average exercise price (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price Operating lease right-of-use assets Operating lease right-of-use assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Options outstanding, Balance (in shares) Options outstanding, Balance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Cap price (in dollars per share) Derivative, Initial Cap Price Derivative, Initial Cap Price Exercise Price Range [Domain] Exercise Price Range [Domain] Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Derivative Instrument [Axis] Derivative Instrument [Axis] Exercise Price Award Exercise Price Arrangement Duration Trading Arrangement Duration Other Other [Member] Information pertaining to other geographical locations. Goodwill and Intangible Assets Goodwill and Intangible Assets Disclosure [Text Block] Schedule of Net Carrying Amount of Liability and Equity Components of Convertible Notes Convertible Debt [Table Text Block] Unrealized income (loss) on derivative instruments, net of tax Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), before Reclassification, after Tax Stockholdersâ€™ equity: Equity, Attributable to Parent [Abstract] Granted, weighted average grant date fair value on restricted stock units and performance stock units (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 Income Taxes Income Tax, Policy [Policy Text Block] Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] Weighted average exercise price of options exercisable, exercise price range (in dollars per share) Share-Based Payment Arrangement, Option, Exercise Price Range, Exercisable, Weighted Average Exercise Price All Individuals All Individuals [Member] Deferred commissions vrns_IncreaseDecreaseInDeferredCommissions Represents the amount of increase (decrease) in deferred commissions. France FRANCE PEO PEO [Member] Name Trading Arrangement, Individual Name Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Intangible assets, net Intangible Assets, Net (Excluding Goodwill) Accrued Expenses and Other Short-Term Liabilities Accrued Expenses and Other Short-Term Liabilities [Member] Accrued Expenses and Other Short-Term Liabilities Gross Unrealized Gains Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Gain, before Tax Other long-term assets Increase (Decrease) in Other Noncurrent Assets Compensation cost not yet recognized, non-option Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount SaaS Software as a Service [Member] Software as a Service Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Common stock, capital shares reserved for future issuance (in shares) Common Stock, Capital Shares Reserved for Future Issuance Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Beginning balance (in shares) Ending balance (in shares) Shares, Outstanding Cash equivalents Cash and Cash Equivalents, Fair Value Disclosure Total long-term liabilities Liabilities, Noncurrent Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Local Phone Number Local Phone Number Prepaid Expenses and Other Current Assets Prepaid Expenses and Other Current Assets [Member] Restricted Stock Units and Performance Stock Units Restricted Stock Units and Performance Stock Units [Member] Restricted Stock Units and Performance Stock Units The 2013 Omnibus Equity Award Plan The 2013 Omnibus Equity Award Plan [Member] Represents information pertaining to the Varonis Systems, Inc. 2013 Omnibus Equity Incentive Plan (the "2013 Plan"), adopted on November 14, 2013 by the Company's board of directors. Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Total operating expenses Operating Expenses Repurchase of common stock (in shares) Stock Repurchased

During Period, Shares Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Additional Disclosures [Abstract] Changes in assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] Long-term liabilities: Liabilities, Noncurrent [Abstract] PEO Total Compensation Amount PEO Total Compensation Amount Purchase price of common stock, percent Share-Based Compensation Arrangement by Share-Based Payment Award, Purchase Price of Common Stock, Percent Derivative liability, fair value Derivative Liability, Subject to Master Netting Arrangement, before Offset Fair Value Debt Securities, Available-for-Sale, Excluding Accrued Interest Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Schedule of Long-lived Assets by Geographic Areas Long-Lived Assets by Geographic Areas [Table Text Block] Debt Disclosure [Abstract] Common stock Common Stock [Member] Measure: Measure [Axis] Common stock issued under employee stock plans Shares Issued, Value, Share-Based Payment Arrangement, after Forfeiture Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Options for shares of common stock (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 Segment Reporting [Abstract] Segment Reporting [Abstract] Entity Central Index Key Entity Central Index Key General and administrative General and Administrative Expense [Member] Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Equity Component [Domain] Equity Component [Domain] Financial Instrument [Axis] Financial Instrument [Axis] Geographic Information and Major Customer Data Segment Reporting Disclosure [Text Block] Restricted Stock Units and Stock Options Restricted Stock Units and Stock Options [Member] Award of restricted stock units (RSUs) and stock options. Options outstanding, weighted average remaining contractual life, exercise price range (Year) Share-Based Payment Arrangement, Option, Exercise Price Range, Outstanding, Weighted Average Remaining Contractual Term Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Stock-based compensation expense APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Rest of World Rest of World [Member] Represents information about geographic regions outside of the other regions specifically named in the surrounding context. Term license subscriptions Subscription and Circulation [Member] Title Trading Arrangement, Individual Title Statement [Table] Statement [Table] Ireland IRELAND Total Interest Expense, Debt Measurement Frequency [Domain] Measurement Frequency [Domain] Geographic Concentration Risk Geographic Concentration Risk [Member] City Area Code City Area Code Israel ISRAEL Current liabilities: Liabilities, Current [Abstract] Cash paid for interest Interest Paid, Excluding Capitalized Interest, Operating Activities Proceeds from short-term and long-term deposits Proceeds from Short-Term and Long-Term Deposits Proceeds from Short-Term and Long-Term Deposits Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Concentration Risk Benchmark [Axis] Concentration Risk Benchmark [Axis] Level I Fair Value, Inputs, Level 1 [Member] Stockholders' Equity Note [Abstract] Stockholders' Equity Note [Abstract] Total current assets Assets, Current Schedule of Interest Expense Interest Income and Interest Expense Disclosure [Table Text Block] Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Lease expiration date Lease Expiration Date Repurchase of common stock Payments for Repurchase of Common Stock Options exercisable at the end of the year (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Schedule of Segment Reporting Information, by Segment [Table] Schedule of Segment Reporting Information, by Segment [Table] Weighted- average grant date fair value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Operating lease, not yet commenced Unrecorded Unconditional Purchase Obligation Revenue, remaining performance obligation, percentage Revenue, Remaining Performance Obligation, Percentage 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Accumulated deficit Retained Earnings (Accumulated Deficit) Thereafter Lessee, Operating Lease, Liability, to be Paid, After Year Four Lessee, Operating Lease, Liability, to be Paid, After Year Four Forfeited and expired, weighted average exercise price (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures and Expirations in Period, Weighted Average Exercise Price General and administrative General and Administrative Expense Long-Term Other Liabilities Other Noncurrent Liabilities [Member] Organization, Consolidation and Presentation of Financial Statements [Abstract] Organization, Consolidation and Presentation of Financial Statements [Abstract] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Exercise Price Range [Axis] Exercise Price Range [Axis] Weighted average discount rate Operating Lease, Weighted Average Discount Rate, Percent Total operating lease liabilities Present value of lease liabilities Operating Lease, Liability Net cash used in financing activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Amendment Flag Amendment Flag Fair value of the notes 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 Polyrize Plan Polyrize Plan [Member] Polyrize Plan Gross profit Gross Profit Fair Value as of Grant Date Award Grant Date Fair Value Level II Fair Value, Inputs, Level 2 [Member] Convertible Senior Notes and Capped Call Transactions Debt Disclosure [Text Block] Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Geographical [Domain] Geographical [Domain] Purchases of capped calls Payments for Capped Calls Payments for Capped Calls Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Principal Debt Instrument, Face Amount Long-term other liabilities: Derivative Liability, Noncurrent Entity Address, Postal Zip Code Entity Address, Postal Zip Code Schedule of Stock-Based Compensation Expense Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security Concentration Risk Type [Axis] Concentration Risk Type [Axis] Common stock of $0.001 par value - Authorized: 200,000,000 shares at June 30, 2024 and December 31, 2023; Issued and outstanding: 112,179,617 shares at June 30, 2024 and 109,103,721 shares at December 31, 2023 Common Stock, Value, Issued 2025 Senior Notes Two Thousand and Twenty Five Senior Notes [Member] Two Thousand and Twenty Five Senior Notes Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Long-term other assets Other Noncurrent Assets [Member] Accrued expenses and other short-term liabilities Increase (Decrease) in Other Current Liabilities Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Finite-Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets [Line Items] Forfeited, weighted average grant date fair value on restricted stock units and performance stock units (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Cash flows from financing activities: Net Cash Provided by (Used in) Financing Activities [Abstract] Convertible senior notes, net Convertible Debt, Noncurrent 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] Operating Lease, Liability, Current, Statement of Financial Position [Extensible List] Operating Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration] Number Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding [Roll Forward] Cash and Cash Equivalents [Domain] Cash and Cash Equivalents [Domain] Net carrying amount Convertible Notes Payable, Noncurrent Net loss per share of common stock, basic (in dollars per share) Earnings Per Share, Basic Schedule of Right-of-Use Assets and Lease Liabilities Summary of Right-of-Use Assets and Lease Liabilities [Table Text Block] Summary of Right-of-Use Assets and Lease Liabilities [Table Text Block] Trade payables Increase (Decrease) in Accounts Payable Proceeds from employee stock plans Proceeds from Stock Plans 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 Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Total assets Assets Concentration of Credit Risks Concentration Risk, Credit Risk, Policy [Policy Text Block] Granted, restricted stock units and performance stock units (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 Other liabilities Other Liabilities, Noncurrent Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Termination Date Trading Arrangement Termination Date Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two Revenues Included In Accrued Expenses And Other Short-Term Liabilities Revenues Included In Accrued Expenses And Other Short-Term Liabilities [Member] Revenues Included In Accrued Expenses And Other Short-Term Liabilities Stockholders' Equity Share-Based Payment Arrangement [Text Block] Principal Debt Instrument, Face Amount Including Additional Purchases from Exercised Options Debt Instrument, Face Amount Including Additional Purchases from Exercised Options Schedule of Revenue from External Customers by Geographic Areas Revenue from External Customers by Geographic Areas [Table Text Block] Entity Address, City or Town Entity Address, City or Town Debt Instrument [Axis] Debt Instrument [Axis] Schedule of Stock Option Activity Share-Based Payment Arrangement, Option, Activity [Table Text Block] Exercises in period, intrinsic value Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period, Intrinsic Value Stock-based compensation Share-Based Payment Arrangement, Expense Net loss Net loss Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Revenue Revenue from Contract with Customer, Including Assessed Tax Common stock issued for debt conversion Stock Issued During Period, Value, Conversion of Convertible Securities Granted, weighted average exercise price (in dollars per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Grants in Period, Weighted Average Exercise Price Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Forfeited, restricted stock units and performance stock units (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Schedule of Finite-Lived Intangible Assets Schedule of Finite-Lived Intangible Assets [Table Text Block] Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member] Entity File Number Entity File Number Cash and Cash Equivalents [Axis] Cash and Cash Equivalents [Axis] Total Unrealized income (loss) on derivative instruments, net of tax Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification and Tax Document Fiscal Year Focus Document Fiscal Year Focus Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Developed technology & trademarks Developed Technology Rights and Trademarks [Member] Developed Technology Rights and Trademarks Debt Instrument, Name [Domain] Debt Instrument, Name [Domain] Name Forgone Recovery, Individual Name Options exercisable at the end of the year, aggregate intrinsic value Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Intrinsic Value 2024 Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Award Date [Domain] Award Date [Domain] Weighted average remaining lease term (years) Operating Lease, Weighted Average Remaining Lease Term Document Period End Date Document Period End Date Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Total undiscounted lease payments Lessee, Operating Lease, Liability, to be Paid Beginning Balance, restricted stock units and performance stock units (in shares) Ending Balance, restricted stock units and performance stock units (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Insider Trading Arrangements [Line Items] Percent of shares increase, employee stock purchase plan vrns_PercentOfSharesIncreaseEmployeeStockPurchasePlan Percent of the Company's issued and outstanding common stock on each December 31 immediately prior to the date of increase, that an ESPP may be increased. Amortized Cost Debt Securities, Available-for-Sale, Amortized Cost, Excluding Accrued Interest, before Allowance for Credit Loss Consultants Consultants [Member] Represents information pertaining to consultants. Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Cost of revenues Cost of Revenue Deferred revenue, revenue recognized Contract with Customer, Liability, Revenue Recognized Adjustment to Compensation: Adjustment to Compensation [Axis] Prepaid expenses and other current assets Prepaid Expense and Other Assets, Current Foreign Exchange Contract Foreign Exchange Contract [Member] Reclassifications Reclassification, Comparability Adjustment [Policy Text Block] Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Loss on derivative instruments reclassified into earnings, net of tax Loss related to the effective portion of the cash flow hedges Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), Reclassification, after Tax Fair Value, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Accumulated other comprehensive loss Accumulated Other Comprehensive Income (Loss), Net of Tax Entity Current Reporting Status Entity Current Reporting Status Accumulated deficit Retained Earnings [Member] Amortization of debt issuance costs Amortization of Debt Issuance Costs Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] 2015 ESPP 2015 ESPP [Member] Represents the 2015 Employee Stock Purchase Plan. Weighted average number of shares used in computing net loss per share of common stock, basic (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Schedule of Revenues from External Customers and Long-Lived Assets [Table] Schedule of Revenues from External Customers and Long-Lived Assets [Table] North America North America [Member] Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Executive Category: Executive Category [Axis] Name Awards Close in Time to MNPI Disclosures, Individual Name Revenue Benchmark Revenue Benchmark [Member] Entity Filer Category Entity Filer Category Remaining performance obligation Revenue, Remaining Performance Obligation, Amount Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Company Selected Measure Name Company Selected Measure Name EX-101.PRE 12 vrns-20240630_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT XML 14 R1.htm IDEA: XBRL DOCUMENT v3.24.2 Cover - shares 6 Months Ended Jun. 30, 2024 Jul. 26, 2024 Cover [Abstract] Â Â Document Type 10-Q Â Document Quarterly Report true Â Document Period End Date Jun. 30, 2024 Â Document Transition Report false Â Entity File Number 001-36324 Â Entity Registrant Name VARONIS SYSTEMS, INC. Â Entity Incorporation, State or Country Code DE Â Entity Tax Identification Number 57-1222280 Â Entity Address, Address Line One 1250 Broadway, 28th Floor Â Entity Address, City or Town New York Â Entity Address, State or Province NY Â Entity Address, Postal Zip Code 10001 Â City Area Code 877 Â Local Phone Number 292-8767 Â Title of 12(b) Security Common Stock, par value $0.001 per share Â Trading Symbol VRNS Â Security Exchange Name NASDAQ Â Entity Current Reporting Status Yes Â Entity Interactive Data Current Yes Â Entity Filer Category Large Accelerated Filer Â Entity Small Business false Â Entity Emerging Growth Company false Â Entity Shell Company false Â Entity Common Stock, Shares Outstanding (in shares) Â 112,179,617 Entity Central Index Key 0001361113 Â Current Fiscal Year End Date --12-31 Â Document Fiscal Year Focus 2024 Â Document Fiscal Period Focus Q2 Â Amendment Flag false Â X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCover page. + ReferencesNo definition available. + Details Name: dei_CoverAbstract Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details

Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration XML 15 R2.htm IDEA: XBRL DOCUMENT v3.24.2 Condensed Consolidated Balance Sheets - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Current assets: Â Â Cash and cash equivalents $ 155,403 $ 230,740 Marketable securities 427,065 253,175 Short-term deposits 44,846 49,800 Trade receivables (net of allowances of $1,682 and $1,487 at June 30, 2024 and December 31, 2023, respectively) 122,412 169,116 Prepaid expenses and other current assets 66,418 64,326 Total current assets 816,144 767,157 Long-term assets: Â Â Long-term marketable securities 162,972 211,063 Operating lease right-of-use assets 47,209 51,838 Property and equipment, net 30,075 33,964 Intangible assets, net 500 1,263 Goodwill 23,135 23,135 Other assets 14,780 15,490 Total long-term assets 278,671 336,753 Total assets 1,094,815 1,103,910 Current liabilities: Â Â Trade payables 2,532 672 Accrued expenses and other short-term liabilities 123,014 125,057 Deferred revenues 208,907 181,049 Total current liabilities 334,453 306,778 Long-term liabilities: Â Â Convertible senior notes, net 251,239 250,477 Operating lease liabilities 45,414 51,313 Deferred revenues 22 886 Other liabilities 5,081 4,808 Total long-term liabilities 301,756 307,484 Stockholdersâ€™ equity: Â Â Common stock of $0.001 par value - Authorized: 200,000,000 shares at June 30, 2024 and December 31, 2023; Issued and outstanding: 112,179,617 shares at June 30, 2024 and 109,103,721 shares at December 31, 2023 112 109 Accumulated other comprehensive loss (10,625) (8,649) Additional paid-in capital 1,177,947 1,142,578 Accumulated deficit (708,828) (644,390) Total stockholdersâ€™ equity 458,606 489,648 Total liabilities and stockholdersâ€™ equity $ 1,094,815 $ 1,103,910 X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapital Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards

Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef 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Type: na Period Type: duration X - DefinitionSum of the carrying amounts as of the balance sheet date of all assets that are expected to be realized in cash, sold or consumed after one year or beyond the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 8: 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https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsNoncurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying amount of long-term convertible debt as of the balance sheet date, net of the amount due in the next twelve months or greater than the normal operating cycle, if longer. The debt is convertible into another form of financial instrument, typically the entity's common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ConvertibleDebtNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value of amounts transferred to third parties for security purposes that are expected to be returned or applied towards payment within one year or during the operating cycle, if shorter. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DepositsAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-

gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of obligation due after one year or beyond the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: 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(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 22: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 23: 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_LiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesNoncurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of investment in marketable security, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_MarketableSecuritiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in marketable security, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_MarketableSecuritiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities classified as other, due within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_OtherLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities classified as other, due after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 16 R3.htm IDEA: XBRL DOCUMENT v3.24.2 Condensed Consolidated Balance Sheets (Parentheticals) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Statement of Financial Position [Abstract] Â Â Allowance for doubtful accounts $ 1,682 $ 1,487 Common stock, par value (in dollars per share) $ 0.001 $ 0.001 Common stock, authorized (in shares) 200,000,000 200,000,000 Common stock, issued (in shares) 112,179,617 109,103,721 Common stock, outstanding (in shares) 112,179,617 109,103,721 X - DefinitionAmount of allowance for credit loss on accounts receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-4 + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 17 R4.htm IDEA: XBRL DOCUMENT v3.24.2 Unaudited Condensed Consolidated Statements of Operations - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Revenues: Â Â Â Â Revenue $ 130,346 $ 115,418 $ 244,368 $ 222,753 Cost of revenues 22,436 17,386 43,785 35,023 Gross profit 107,910 98,032 200,583 187,730 Operating expenses: Â Â Â Â Research and development 44,933 46,144 92,760 90,876 Sales and marketing 70,041 70,321 141,268 138,714 General and administrative 21,762 21,283 43,014 40,972 Total operating expenses 136,736 137,748 277,042 270,562 Operating loss (28,826) (39,716) (76,459) (82,832) Financial income, net 8,249 8,465 16,794 16,238 Loss before income taxes (20,577) (31,251) (59,665) (66,594) Income taxes (3,371) (7,446) (4,773) (10,407) Net loss $ (23,948) $ (38,697) $ (64,438) $ (77,001) Net loss per share of common stock, basic (in dollars per share) $ (0.21) $ (0.35) $ (0.58) $ (0.71) Net loss per share of common stock, diluted (in dollars per share) $ (0.21) $ (0.35) $ (0.58) $ (0.71) Weighted average number of shares used in computing net loss per share of common stock, basic (in shares) 111,885,305 109,740,289 110,934,149 109,063,722 Weighted average number of shares used in computing net loss per share of common stock, diluted (in shares) 111,885,305 109,740,289 110,934,149 109,063,722 Term license subscriptions Â Â Â Â Revenues: Â Â Â Â Revenue $ 62,729 $ 85,437 $ 118,709 $ 166,343 SaaS Â Â Â Â Revenues: Â Â Â Â Revenue 44,785 5,653 78,770 7,721 Maintenance and services Â Â Â Â Revenues: Â Â Â Â Revenue $ 22,832 $ 24,328 $ 46,889 $ 48,689 X - DefinitionThe aggregate cost of goods produced and sold and services rendered during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B + Details Name: us-gaap_CostOfRevenue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 20 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 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(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type:

dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting 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470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_GrossProfit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-

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250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe 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). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(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: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingCostsAndExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, including tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total amount of expenses directly related to the marketing or selling of products or services. + ReferencesNo definition available. + Details Name: us-gaap_SellingAndMarketingExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber 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. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 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 X - Details Name: srt_ProductOrServiceAxis=us-gaap_SubscriptionAndCirculationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=vrns_SoftwareAsAServiceMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_MaintenanceMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 18 R5.htm IDEA: XBRL DOCUMENT v3.24.2 Unaudited Condensed Consolidated Statements of Comprehensive Loss - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Statement of Comprehensive Income [Abstract] Â Â Â Â Net loss $ (23,948) $ (38,697) $ (64,438) $ (77,001) Other comprehensive income (loss): Â Â Â Â Unrealized loss on marketable securities, net of tax (548) (646) (2,800) (496) Income (loss) on marketable securities reclassified into earnings, net of tax (11) (1) (12) 5 Total (559) (647) (2,812) (491) Unrealized income (loss) on derivative instruments, net of tax 2,184 311 7,224 (2,021) Loss on derivative instruments reclassified into earnings, net of tax (3,145) (3,302) (6,388) (5,950) Total (961) (2,991) 836 (7,971) Total other comprehensive loss (1,520) (3,638) (1,976) (8,462) Comprehensive loss $ (25,468) $ (42,335) $ (66,414) $ (85,463) X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting

Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and adjustment, of unrealized gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale) and unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeLossAvailableForSaleSecuritiesAdjustmentNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and reclassification, of gain (loss) from derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossAfterReclassificationAndTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and before reclassification, of gain (loss) from derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossBeforeReclassificationAfterTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax, of reclassification of gain (loss) from accumulated other comprehensive income (AOCI) for derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-15 + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossReclassificationAfterTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPeriodIncreaseDecreaseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after tax of other comprehensive income (loss) attributable to parent entity. + ReferencesReference 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/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-20Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 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_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and before adjustment, of unrealized holding gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). Excludes unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfIncomeAndComprehensiveIncomeAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionOther Comprehensive Income (Loss), Securities, Available-for-Sale, Gain (Loss), Net of Tax + ReferencesNo definition available. + Details Name: vrns_OtherComprehensiveIncomeLossSecuritiesAvailableforSaleGainLossNetofTax Namespace Prefix: vrns_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 19 R6.htm IDEA: XBRL DOCUMENT v3.24.2 Unaudited Condensed Consolidated Statements of Changes in Stockholders' Equity - USD ($) $ in Thousands Total Common stock Additional paid-in capital Accumulated other comprehensive income (loss) Accumulated deficit Beginning balance (in shares) at Dec. 31, 2022 Â 107,673,052 Â Â Â Beginning balance at Dec. 31, 2022 $ 502,125 $ 108 $ 1,055,048 $ (9,557) $ (543,474) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Stock-based compensation expense 35,811 Â 35,811 Â Â Common stock issued under employee stock plans (in shares) Â 2,218,811 Â Â Â Common stock issued under employee stock plans 5,853 $ 2 5,851 Â Â Taxes paid related to net share settlement of equity awards (16,864) Â (16,864) Â Â Repurchase of common stock (in shares) Â (100,000) Â Â Â Repurchase of common stock (2,519) Â (2,519) Â Â Unrealized income (loss) on derivative instruments, net of tax (4,980) Â Â (4,980) Â Unrealized income on available for sale securities, net of tax 156 Â Â 156 Â Net loss (38,304) Â Â Â (38,304) Ending balance (in shares) at Mar. 31, 2023 Â 109,791,863 Â Â Â Ending balance at Mar. 31, 2023 481,278 $ 110 1,077,327 (14,381) (581,778) Beginning balance (in shares) at Dec. 31, 2022 Â 107,673,052 Â Â Â Beginning balance at Dec. 31, 2022 502,125 $ 108 1,055,048 (9,557) (543,474) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Unrealized income (loss) on derivative instruments, net of tax (7,971) Â Â Â Â Unrealized income on available for sale securities, net of tax (491) Â Â Â Â Net loss (77,001) Â Â Â Â Ending balance (in shares) at Jun. 30, 2023 Â 109,818,559 Â Â Â Ending balance at Jun. 30, 2023 470,709 $ 110 1,109,093 (18,019) (620,475) Beginning balance (in shares) at Mar. 31, 2023 Â 109,791,863 Â Â Â Beginning balance at Mar. 31, 2023 481,278 $ 110 1,077,327 (14,381) (581,778) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Stock-based compensation expense 39,385 Â 39,385 Â Â Common stock issued under employee stock plans (in shares) Â 233,974 Â Â Â Common stock issued under employee stock plans 36 Â 36 Â Â Taxes paid related to net share settlement of equity awards (2,575) Â (2,575) Â Â Repurchase of common stock (in shares) Â (207,278) Â Â Â Repurchase of common stock (5,080) Â (5,080) Â Â Unrealized income (loss) on derivative instruments, net of tax (2,991) Â Â (2,991) Â Unrealized income on available for sale securities, net of tax (647) Â Â (647) Â Net loss (38,697) Â Â Â (38,697) Ending balance (in shares) at Jun. 30, 2023 Â 109,818,559 Â Â Â Ending balance at Jun. 30, 2023 470,709 $ 110 1,109,093 (18,019) (620,475) Beginning balance (in shares) at Dec. 31, 2023 Â 109,103,721 Â Â Â Beginning balance at Dec. 31, 2023 489,648 $ 109 1,142,578 (8,649) (644,390) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Stock-based compensation expense 32,093 Â 32,093 Â Â Common stock issued under employee stock plans (in shares) Â 2,485,389 Â Â Â Common stock issued under employee stock plans 6,414 $ 3 6,411 Â Â Taxes paid related to net share settlement of equity awards (34,860) Â (34,860) Â Â Unrealized income (loss) on derivative instruments, net of tax 1,797 Â Â 1,797 Â Unrealized income on available for sale securities, net of tax (2,253) Â Â (2,253) Â Net loss (40,490) Â Â Â (40,490) Ending balance (in shares) at Mar. 31, 2024 Â 111,589,110 Â Â Â Ending balance at Mar. 31, 2024 452,349 $ 112 1,146,222 (9,105) (684,880) Beginning balance (in shares) at Dec. 31, 2023 Â 109,103,721 Â Â Â Beginning balance at Dec. 31, 2023 489,648 $ 109 1,142,578 (8,649) (644,390) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Unrealized income (loss) on derivative instruments, net of tax 836 Â Â Â Â Unrealized income on available for sale securities, net of tax (2,812) Â Â Â Â Net loss (64,438) Â Â Â Â Ending balance (in shares) at Jun. 30, 2024 Â 112,179,617 Â Â Â Ending balance at Jun. 30, 2024 458,606 $ 112 1,177,947 (10,625) (708,828) Beginning balance (in shares) at Mar. 31, 2024 Â 111,589,110 Â Â Â Beginning balance at Mar. 31, 2024 452,349 $ 112 1,146,222 (9,105) (684,880) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Stock-based compensation expense 30,089 Â 30,089 Â Â Common stock issued under employee

stock plans (in shares) Â 590,312 Â Â Â Common stock issued under employee stock plans 3,378 Â 3,378 Â Â Taxes paid related to net share settlement of equity awards (1,748) Â (1,748) Â Â Unrealized income (loss) on derivative instruments, net of tax (961) Â Â (961) Â Unrealized income on available for sale securities, net of tax (559) Â Â (559) Â Common stock issued for debt conversion (in shares) Â 195 Â Â Â Common stock issued for debt conversion 6 Â 6 Â Â Net loss (23,948) Â Â Â (23,948) Ending balance (in shares) at Jun. 30, 2024 Â 112,179,617 Â Â Â Ending balance at Jun. 30, 2024 $ 458,606 $ 112 $ 1,177,947 $ (10,625) $ (708,828) X - DefinitionAmount of decrease to equity for grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsRelatedToTaxWithholdingForShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-12 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInStockholdersEquityRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and adjustment, of unrealized gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale) and unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeLossAvailableForSaleSecuritiesAdjustmentNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and reclassification, of gain (loss) from derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossAfterReclassificationAndTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. + ReferencesNo definition available. + Details Name: us-gaap_SharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued during the period as a result of the conversion of convertible securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_StockIssuedDuringPeriodSharesConversionOfConvertibleSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber, after forfeiture, of shares or units issued under share-based payment arrangement. Excludes shares or units issued under employee stock ownership plan (ESOP). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe gross value of stock issued during the period upon the conversion of convertible securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueConversionOfConvertibleSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue, after forfeiture, of shares issued under share-based payment arrangement. Excludes employee stock ownership plan (ESOP). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_StockIssuedDuringPeriodValueShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares that have been repurchased during the period and have not been retired and are not held in treasury. Some state laws may govern the circumstances under which an entity may acquire its own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards

Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 7: 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_StockRepurchasedDuringPeriodShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of stock that has been repurchased during the period and has not been retired and is not held in treasury. Some state laws may mandate the circumstances under which an entity may acquire its own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 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(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockRepurchasedDuringPeriodValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 20 R7.htm IDEA: XBRL DOCUMENT v3.24.2 Unaudited Condensed Consolidated Statements of Cash Flows - USD ($) $ in Thousands 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Cash flows from operating activities: Â Â Net loss $ (64,438) $ (77,001) Adjustments to reconcile net loss to net cash provided by operating activities: Â Â Depreciation and amortization 5,767 5,807 Stock-based compensation 62,182 75,196 Amortization of deferred commissions 14,498 12,524 Non-cash operating lease costs 4,722 4,731 Amortization of debt issuance costs 768 754 Amortization of premium and accretion of discount on marketable securities (7,611) (2,724) Changes in assets and liabilities: Â Â Trade receivables 46,704 32,311 Prepaid expenses and other current assets (3,399) (10,065) Deferred commissions (15,297) (12,423) Other long-term assets (58) (447) Trade payables 1,860 (2,282) Accrued expenses and other short-term liabilities (4,374) (5,799) Deferred revenues 26,995 19,322 Other long-term liabilities 128 2,732 Net cash provided by operating activities 68,447 42,636 Cash flows from investing activities: Â Â Proceeds from sales and maturities of marketable securities 45,101 20,850 Investment in marketable securities (166,099) (59,698) Proceeds from short-term and long-term deposits 14,338 162,012 Investment in short-term and long-term deposits (9,192) (110,652) Purchases of property and equipment (1,116) (2,603) Net cash provided by (used in) investing activities (116,968) 9,909 Cash flows from financing activities: Â Â Proceeds from employee stock plans 9,792 5,889 Taxes paid related to net share settlement of equity awards (36,608) (19,439) Repurchase of common stock 0 (7,599) Net cash used in financing activities (26,816) (21,149) Increase (decrease) in cash and cash equivalents (75,337) 31,396 Cash and cash equivalents at beginning of period 230,740 367,800 Cash and cash equivalents at end of period 155,403 399,196 Supplemental disclosure of cash flow information: Â Â Cash paid for income taxes 5,739 2,400 Cash paid for interest 1,602 1,611 Lease liabilities arising from obtaining right-of-use assets 285 1,159 Common stock issued for debt conversion $ 6 $ 0 X - DefinitionThe sum of the periodic adjustments of the differences between securities' face values and purchase prices that are charged against earnings. This is called accretion if the security was purchased at a discount and amortization if it was purchased at premium. As a noncash item, this element is an adjustment to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_AccretionAmortizationOfDiscountsAndPremiumsInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of expense recognized in the current period for the periodic realization of capitalized fees that were paid to salespeople, distributors, brokers, and agents at the time of the conclusion of the sale. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_AmortizationOfDeferredSalesCommissions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of amortization expense attributable to debt issuance costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe value of the financial instrument issued [noncash or part noncash] in the conversion of stock. Noncash is defined as transactions during a period 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. + ReferencesReference 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/1943274/2147482913/230-10-50-4Reference 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/1943274/2147482913/230-10-50-3Reference 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_ConversionOfStockAmountIssued1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 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: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, before refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2AReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_IncomeTaxesPaid Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data

Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478345/912-310-45-11Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in current liabilities classified as other. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherCurrentLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherNoncurrentAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in noncurrent operating liabilities classified as other. + ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOtherNoncurrentLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash paid for interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_InterestPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB 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https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of periodic reduction over lease term of carrying amount of right-of-use asset from operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_OperatingLeaseRightOfUseAssetAmortizationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow to reacquire common stock during the period. + ReferencesReference 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 + Details Name: us-gaap_PaymentsForRepurchaseOfCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow to satisfy grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsRelatedToTaxWithholdingForShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for purchase of marketable security. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-11 + Details Name: us-gaap_PaymentsToAcquireMarketableSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow associated with the aggregate amount received by the entity through sale or maturity of marketable securities (held-to-maturity or available-for-sale) during the period. + ReferencesNo definition available. + Details Name: us-gaap_ProceedsFromSaleAndMaturityOfMarketableSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the amount received from the stock plan during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromStockPlans Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase in right-of-use asset obtained in exchange for operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X -

DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification - Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRepresents the amount of increase (decrease) in deferred commissions. + ReferencesNo definition available. + Details Name: vrns_IncreaseDecreaseInDeferredCommissions Namespace Prefix: vrns_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPayments To Acquire Short-Term and Long-Term Deposits + ReferencesNo definition available. + Details Name: vrns_PaymentsToAcquireShortTermAndLongTermDeposits Namespace Prefix: vrns_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProceeds from Short-Term and Long-Term Deposits + ReferencesNo definition available. + Details Name: vrns_ProceedsFromShortTermAndLongTermDeposits Namespace Prefix: vrns_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 21 R8.htm IDEA: XBRL DOCUMENT v3.24.2 General 6 Months Ended Jun. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â General GENERALa.Description of Business:Varonis Systems, Inc. ("VSI" and together with its subsidiaries, collectively, the â€œCompanyâ€ or "Varonis") was incorporated under the laws of the State of Delaware on November 3, 2004, commenced operations on January 1, 2005 and has twelve wholly-owned subsidiaries.The Company's software specializes in data security, threat detection and response and data privacy and compliance. Varonis software enables enterprises of all sizes and industries to protect data stored in the cloud and on-premises including: sensitive files and emails; confidential personal data belonging to customers, patients and employees; financial records; source code, strategic and product plans; and other intellectual property. Recognizing the challenge of protecting data with growing volume, velocity, and variety, the Company has built an integrated platform to simplify and streamline data security, threat detection and response, and data privacy and compliance.The Company offers coverage for more than 40 of the most mission-critical cloud and on-premises data stores, SaaS applications and cloud infrastructure environments. In 2022, Varonis announced the availability of its flagship Varonis Data Security Platform as a SaaS, which offers simpler deployment, faster time-to-value, and groundbreaking new automation capabilities that help customers prevent data breaches.The Varonis Data Security Platform helps enterprises protect data against cyberattacks from both external and internal threats. The Company's products enable enterprises to analyze data, application and account activity and user behavior to detect and prevent attacks. Its software platform prevents or limits unauthorized use of sensitive information, detects and prevents potential cyberattacks and limits potential damage by automatically locking down data, allowing access to only those who need it and automating the removal of stale data when it is no longer useful. The broad applicability of the Company's technology has resulted in its customers deploying its software for numerous use cases. These use cases include: automatic discovery and classification of high-risk, sensitive data; data security posture management; SaaS security posture management; automated remediation of over-exposed data; centralized visibility and risk analysis of enterprise data and monitoring of user behavior and file activity; security monitoring and risk reduction; data breach, insider threat, malware and ransomware detection with Managed Data Detection and Response (MDDR); automatic response to ransomware and other severe incidents to limit exposure and reduce recovery times; data ownership identification, assignment, and automatic involvement; forensics, reporting and auditing with searchable logs; meeting security policy and compliance regulation; automatic data migration; cloud migration; automation of retention and disposition policies; automatic data quarantine; intelligent archiving; and automated indexing for data subject requests related to privacy and compliance requirements.b.Basis of Presentation:The accompanying unaudited condensed consolidated interim financial statements have been prepared in accordance with Article 10 of Regulation S-X, â€œInterim Financial Statementsâ€ and the rules and regulations for Form 10-Q of the Securities and Exchange Commission (the â€œSECâ€). Pursuant to those rules and regulations, the Company has condensed or omitted certain information and footnote disclosure it normally includes in its annual consolidated financial statements prepared in accordance with U.S. generally accepted accounting principles (â€œGAAPâ€). Certain amounts in prior periods' financial statements have been reclassified to conform to the current year's presentation.Â In managementâ€™s opinion, the Company has made all adjustments (consisting only of normal, recurring adjustments, except as otherwise indicated) necessary to fairly present its condensed consolidated financial position, results of operations and cash flows. The Companyâ€™s interim period operating results do not necessarily indicate the results that may be expected for any other interim period or for the full fiscal year. These condensed financial statements and accompanying notes should be read in conjunction with the 2023 consolidated financial statements and notes thereto included in the Companyâ€™s Annual Report on Form 10-K for its fiscal year ended December 31, 2023 filed with the SEC on February 6, 2024Â (the â€œ2023 Form 10-Kâ€). There have been no changes in the significant accounting policies from those that were disclosed in the audited consolidated financial statements for the fiscal year ended December 31, 2023 included in the 2023 Form 10-K, unless otherwise stated.c.Revenue Recognition:The Company generates revenues primarily in the form of term license subscriptions, SaaS revenues and maintenance and services fees. Term license subscription revenues are sold on-premises and are comprised of time-based licenses whereby customers use the Company's software (including support and unspecified upgrades and enhancements when and if they are available) for a specified period. SaaS revenues, including SaaS with Managed Data Detection and Response, are provided on a subscription basis and allow customers to use hosted software. Over the last few years, the Company has introduced new products and support for cloud applications and infrastructure, including the Varonis Data Security Platform delivered as a SaaS, which was previously only sold as a self-hosted solution. Maintenance and services primarily consist of fees for maintenance of past perpetual license sales (including support and unspecified upgrades and enhancements when and if they are available) and to a lesser extent professional services, which focus on both operationalizing the software and training its customers to fully leverage the use of the Company's products, although the user can benefit from the software without its assistance. The Company sells its products worldwide to a network of distributors and value-added resellers, and payment is typically due within 30 to 60 calendar days of the invoice date.The Company recognizes revenues in accordance with ASC No. 606, â€œRevenue from Contracts with Customers.â€ As such, the Company identifies a contract with a customer, identifies the performance obligations in the contract, determines the transaction price, allocates the transaction price to each performance obligation in the contract and recognizes revenues when (or as) the Company satisfies a performance obligation.Term license subscription software sold on-premises is recognized at the point in time when the software license has been delivered and the benefit of the asset has transferred. Maintenance associated with term license subscription software is recognized ratably over the term of the agreement. SaaS revenue is recognized ratably over the associated contract period, beginning when access is provided and the benefit of the service is available. Conversions from a license sold on-premises to the Companyâ€™s SaaS offering during the original subscription period are accounted for on a pro-rata prospective basis.The Company recognizes revenues from maintenance agreements ratably over the term of the underlying maintenance contract. The term of the maintenance contract is usually one year. Renewals of maintenance contracts create new performance obligations that are satisfied over the new term with the revenues recognized ratably over the contract period.Revenues from professional services consist mostly of time and material services. The performance obligations are satisfied, and revenues are recognized, when the services are provided or once the service term has expired.The Company enters into contracts that can include combinations of products and services, which are generally capable of being distinct and accounted for as separate performance obligations. The license is distinct upon delivery as the customer can derive the economic benefit of the software without any professional services, updates or technical support. The Company allocates the transaction price to each performance obligation based on its relative standalone selling price out of the total consideration of the contract. For maintenance included in term license subscriptions, the Company determines the standalone selling prices based on the price at which it separately sells a renewal contract. For professional services, the Company determines the standalone selling prices based on the price at which it separately sells those services. For software licenses included in term license subscriptions, the Company uses the residual approach to determine the standalone selling prices due to the lack of history of selling software license on a standalone basis and the highly variable sales price.Trade receivables are generally recorded at the invoice amount mostly for a one-year period, net of an allowance for credit losses.Deferred revenues represent mostly unrecognized fees billed or collected for SaaS and maintenance contracts. Deferred revenues are recognized as (or when) the Company performs under the contract. Pursuant to these contracts, customers are generally not invoiced for subsequent years until the annual renewal occurs. The amount of revenues recognized in the period that was included in the opening deferred revenues balance was $121,691 for the six months ended June 30, 2024.Revenues allocated to remaining performance obligations represent contracted revenues that have not yet been recognized, which includes deferred revenues and non-cancelable amounts that will be invoiced in the future. The Company's remaining performance obligations were $514,669 as of June 30, 2024, of which it expects to recognize approximately 53% as revenue over the next 12 months and the remainder thereafter.For information regarding disaggregated revenues, refer to Note 7.d.Contract Costs:The Company pays sales commissions to sales and marketing and certain management personnel based on their attainment of certain predetermined sales goals. Sales commissions earned by employees are considered incremental and recoverable costs of obtaining a contract with a customer. Sales commissions paid for initial contracts, which are not commensurate with sales commissions paid for renewal contracts, are capitalized and amortized over an expected period of benefit. Based on its technology, customer contracts and other factors, the Company has determined the expected period of benefit to be approximately four years. Sales commissions for renewal contracts are capitalized and then amortized on a straight-line basis. Amortization expenses related to these costs are included in sales and marketing expenses in the accompanying condensed consolidated statements of operations.e.Derivative Instruments:Â The Companyâ€™s primary objective for holding derivative instruments is to reduce its exposure to foreign currency rate changes. The Company reduces its exposure by entering into forward foreign exchange contracts with respect to revenues and operating expenses that are forecasted to be incurred in currencies other than the U.S. dollar. A majority of the Companyâ€™s revenues and operating expenditures are transacted in U.S. dollars; however, certain revenues and operating expenditures are incurred in or exposed to other currencies, specifically, Euro and Pound Sterling for revenues and the New Israeli Shekel, Euro and Pound Sterling for operating expenses.The Company has established forecasted transaction currency risk management programs to protect against fluctuations in fair value and the volatility of future cash flows caused by changes in exchange rates. The Companyâ€™s currency risk management program includes forward foreign exchange contracts designated as cash flow hedges. In addition, the Company has entered into forward contracts to hedge a portion of its monetary items in the balance sheet, such as trade receivables and payables, denominated in Euro and Pound Sterling for short-term periods (the â€œFair Value Hedging Programâ€). The purpose of the Fair Value Hedging Program is to protect the fair value of the monetary assets from foreign exchange rate fluctuations. Gains and losses from derivatives related to the Fair Value Hedging Program are not designated as hedging instruments. The Company does not enter into derivative financial instruments for trading or speculative purposes.Derivative instruments measured at fair value and their classification on the condensed consolidated balance sheets are presented in the following table (in thousands):Â Â Assets (liabilities) as of June 30, 2024 (unaudited)Assets (liabilities) as of December 31, 2023Â NotionalAmountFairValueNotionalAmountFairValueForeign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in prepaid expenses and other current assets$3,078Â $1Â $128,411Â $3,372Â Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in accrued expenses and other short-term liabilities$161,280Â $(4,235)â€”Â â€”Â Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in long-term other assets$32,442Â $198Â $33,233Â $519Â Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in long-term other liabilities$66,969Â $(1,768)$102,216Â $(1,624)Foreign exchange forward contract derivatives in cash flow hedging relationships for revenues included in prepaid expenses and other current assets$70,748Â $1,011Â â€”Â â€”Â Foreign exchange forward contract derivatives in cash flow hedging relationships for revenues included in accrued expenses and other short-term liabilities$4,407Â $(1)â€”Â â€”Â Foreign exchange forward contract derivatives for monetary items included in prepaid expenses and other current assetsâ€”Â â€”Â $39,155Â $36Â Foreign exchange forward contract derivatives for monetary items included in accrued expenses and other short-term liabilitiesâ€”Â â€”Â $5,213Â $(7)Â The unaudited condensed consolidated statements of operations reflect a loss of $3,145 and $6,388 for the three and six months ended June 30, 2024, respectively, and a loss of $3,302 and $5,950 for the three and six months ended June 30, 2023, respectively, related to the cash flow hedges.For the three and six months ended June 30, 2024, the unaudited condensed consolidated statements of operations reflect a loss of $66 and a gain of $728, respectively, in financial income, net, related to the Fair Value Hedging Program. For the three and six months ended June 30, 2023, the unaudited condensed consolidated statements of operations reflect a gain of $145 and a loss of $155, respectively, in financial income, net, related to the Fair Value Hedging Program.f.Income Taxes:Â The Company operates in the U.S. and in foreign jurisdictions and is subject to taxes in each country or jurisdiction in which it conducts business. Earnings from its non-U.S. activities are subject to local country income tax and may be subject to U.S. income tax.Because of its history of operating losses, the Company has established a full valuation allowance against potential future benefits for deferred tax assets, including loss carryforwards. Accounting for income taxes for interim periods generally requires the provision for income taxes to be determined by applying an estimate of the annual effective tax rate for the full fiscal year to â€œordinaryâ€ income or loss (pretax income or loss excluding unusual or infrequently occurring discrete items) for the reporting period. For the three and six months ended June 30, 2024, a discrete effective tax rate method was used in jurisdictions where a small change in estimated ordinary income has a significant impact on the annual effective tax rate.In some foreign tax jurisdictions, the Company bases its interim tax accruals on the annual estimated effective tax rate applicable to the Company and its subsidiaries, adjusted for items which are considered discrete to the period. In each quarter, the Company updates its calculation and makes a year-to-date adjustment to its tax provision as necessary. The Company's fiscal 2024 annual effective rate differs from the U.S. statutory rate primarily due to R&D capitalization under the terms of Section 174, tax deduction for stock based compensation, and generation or utilization of carry forward net operating loss (â€œNOLâ€) and research and development tax credits resulting in a current provision expense without an offset to deferred expense as the Company remains in a valuation allowance on its U.S. deferred tax assets. For the three months ended June 30, 2024 and 2023, the Company recorded income tax expense of $3,371 and $7,446, respectively, and $4,773 and $10,407 for the six months ended June 30, 2024 and 2023, respectively.The Company's income tax provision could be significantly impacted by estimates surrounding its uncertain tax positions and changes to its valuation allowance. The Company reevaluates the judgments surrounding its estimates and make adjustments as appropriate each reporting period.The Company remains open to federal and state examination to the extent net carry-over unused operating losses and tax credit attributable to those years remain unutilized. As of June 30, 2024, the Company's federal tax returns for the years 2010 through the current period, excluding the 2016 tax year which was audited by the Internal Revenue Service, and most state tax returns for the years 2009 through the current period, are still open to examination.In addition, the Company is subject to the regular examinations of its income tax returns by different tax authorities. The Company regularly assess the likelihood of adverse outcomes resulting from these examinations to determine the adequacy of its provision for income taxes.g.Cash, Cash Equivalents, Marketable Securities and Short-Term Investments: Â Â Â The Company accounts for investments in marketable securities in accordance with ASC No.Â 320, â€œInvestmentsâ€”Debt and Equity Securitiesâ€ and ASC No.Â 326, â€œFinancial Instrumentsâ€”Credit Losses.â€ The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. Cash and cash equivalents consist of cash on hand, highly liquid investments in money market funds and other securities.The Company considers all investments purchased with maturities at the date of purchase greater than three months but less than one year to be short-term. Investments purchased with maturities at the date of purchase greater than one year are classified as long-term assets. Marketable securities are classified as available for sale and are, therefore, recorded at fair value on the condensed consolidated balance sheet, with any unrealized gains and losses reported in accumulated other comprehensive loss, which is reflected as a separate component of stockholdersâ€™ equity in the Companyâ€™s condensed consolidated balance sheets, until realized. The amortized cost of securities is adjusted for amortization of premiums and accretion of discounts to maturity. Such amortization and accretion is included as a component of financial income, net in the condensed consolidated statement of operations. Cash, cash equivalents, marketable securities and deposits consist of the following (in thousands):Â Â As of June 30, 2024(unaudited)Â AmortizedCostGrossUnrealizedGainsGrossUnrealizedÂ LossesFairValueCash equivalentsÂ Â Â Â Money market funds$56,222Â $â€”Â $â€”Â $56,222Â Total$56,222Â $â€”Â $â€”Â $56,222Â Marketable securitiesUS Treasury securities$417,625Â $â€”Â (544)417,081Â US Government Agency securities9,987Â â€”Â (3)9,984Â Total$427,612Â $â€”Â (547)427,065Â Short-term depositsTerm bank deposits$44,846Â $â€”Â $â€”Â $44,846Â Total$44,846Â $â€”Â $â€”Â $44,846Â Long-term marketable securitiesUS Treasury securities$163,566Â $â€”Â (594)162,972Â Total$163,566Â $â€”Â (594)162,972Â Â As of December 31, 2023Â AmortizedCostGrossUnrealizedGainsGrossUnrealizedÂ LossesFairValueCash equivalentsÂ Â Â Â Money market funds$164,848Â $â€”Â $â€”Â $164,848Â Total$164,848Â $â€”Â $â€”Â $164,848Â Marketable securitiesUS Treasury securities$242,633Â $530Â (1)243,162Â US Government Agency

securities9,972Â 41Â â€”Â 10,013Â Total$252,605Â $571Â (1)253,175Â Short-term depositsTerm bank deposits$49,800Â $â€”Â $â€”Â $49,800Â Total$49,800Â $â€”Â $â€”Â $49,800Â Long-term marketable securitiesUS Treasury securities$209,961Â $1,102Â $â€”Â $211,063Â Total$209,961Â $1,102Â $â€”Â $211,063Â Â Unrealized losses associated with investments in available for sale securities have all been in a continuous unrealized loss position of less than one year as of June 30, 2024 and December 31, 2023.The gross unrealized gains and losses related to these investments were due primarily to changes in interest rates. Available for sale debt securities with an amortized cost basis in excess of estimated fair value are assessed using the credit losses model for marketable securities to determine what portion of that difference, if any, is caused by expected credit losses. Expected credit losses on available for sale debt securities are recognized in financial income, net on the condensed consolidated statements of operations. As of June 30, 2024 and December 31, 2023, the Company did not recognize an allowance for credit losses on available for sale marketable securities.h.Concentration of Credit Risks:Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash, cash equivalents, marketable securities, short-term deposits and trade receivables.Â The Companyâ€™s cash, cash equivalents, marketable securities and short-term deposits are invested in major banks mainly in the United States but also in Israel, France, Canada, the United Kingdom, Germany, the Netherlands, Ireland, Luxembourg, Australia and Singapore. Such deposits in the United States may be in excess of insured limits and are not insured in other jurisdictions. The Company maintains cash and cash equivalents with reputable financial institutions and monitors the amount of credit exposure to each financial institution.Â The Companyâ€™s trade receivables are geographically diversified and derived primarily from sales to a network of distributors and value-added resellers (VARs) mainly in the United States and Europe. Concentration of credit risk with respect to trade receivables is limited by credit limits, ongoing credit evaluation and account monitoring procedures. The Company performs ongoing credit evaluations of its channel partners and establishes an allowance for credit losses based upon a specific review of all significant outstanding invoices, historical collection experience, customer creditworthiness, current, and future economic and market conditions. The Company writes off receivables when they are deemed uncollectible and having exhausted all collection efforts.i.Basic and Diluted Net Loss Per Share:Â Basic net loss per share is computed by dividing net loss by the weighted-average number of shares of common stock outstanding during the period.Diluted net loss per share is computed by giving effect to all potentially dilutive securities, including stock options, restricted stock units, performance stock units and the shares related to the conversion of the 1.25% Convertible Senior Notes issued by the Company on May 11, 2020 and due August 2025 (the "2025 Notes"), to the extent dilutive.Basic and diluted net loss per share was the same for each period presented as the inclusion of all potential shares of common stock outstanding would have been anti-dilutive. There wereÂ 7,807,411Â andÂ 9,268,751Â potentially dilutive shares from outstanding stock options, restricted stock units and performance stock units that were not included in the calculation of diluted net loss per share for the period ending June 30, 2024 and 2023, respectively. Additionally, 8,239,049 shares underlying the conversion option of the 2025 Notes are not considered in the calculation of diluted net loss per share as the effect would be anti-dilutive for the period ending June 30, 2024 and 2023, respectively.j.Recently Issued Accounting Pronouncements Not Yet Adopted:In November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2023-07, Segment Reporting (Topic 280), Improvements to Reportable Segment Disclosures to improve reportable segment disclosure requirements through enhanced disclosures about significant segment expenses on an interim and annual basis. All disclosure requirements of ASU 2023-07 are required for entities with a single reportable segment. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods for the fiscal years beginning after December 15, 2024, and should be applied on a retrospective basis to all periods presented. Early adoption is permitted. The Company is currently evaluating the effect of adopting the ASU on its disclosures.In December 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2023-09, Income Taxes (Topic 740) - Improvements to Income Tax Disclosures. The ASU requires that an entity disclose specific categories in the effective tax rate reconciliation as well as provide additional information for reconciling items that meet a quantitative threshold. Further, the ASU requires certain disclosures of state versus federal income tax expense and taxes paid. The amendments in this ASU are required to be adopted for fiscal years beginning after December 15, 2024. Early adoption is permitted and the amendments should be applied on a prospective basis. The Company is currently evaluating the effect of adopting the ASU on its disclosures. X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for organization, consolidation and basis of presentation of financial statements disclosure. + ReferencesReference 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/1943274/2147480424/946-10-50-1Reference 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/1943274/2147480424/946-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R9.htm IDEA: XBRL DOCUMENT v3.24.2 Fair Value Measurements 6 Months Ended Jun. 30, 2024 Fair Value Disclosures [Abstract] Â Fair Value Measurements FAIR VALUE MEASUREMENTSThe Company evaluates assets and liabilities subject to fair value measurements on a recurring basis to determine the appropriate level to classify them for each reporting period. There have been no transfers between fair value measurements levels during the periods presented. The carrying amounts of cash and cash equivalents, marketable securities, trade receivables, short-term deposits and trade payables approximate their fair value due to the short-term maturity of such instruments.Â The authoritative guidance on fair value measurements establishes a consistent framework for measuring fair value on either a recurring or nonrecurring basis whereby inputs, used in valuation techniques, are assigned a hierarchical level. The following are the hierarchical levels of inputs to measure fair value:Â â€¢LevelÂ 1:Â Observable inputs that reflect quoted prices (unadjusted) for identical assets or liabilities in active markets.â€¢LevelÂ 2:Â Observable inputs that reflect quoted prices for identical assets or liabilities in markets that are not active; quoted prices for similar assets or liabilities in active markets; inputs other than quoted prices that are observable for the assets or liabilities; or inputs that are derived principally from or corroborated by observable market data by correlation or other means.â€¢LevelÂ 3:Â Unobservable inputs reflecting the Companyâ€™s own assumptions incorporated in valuation techniques used to determine fair value. These assumptions are required to be consistent with market participant assumptions that are reasonably available.The following table sets forth the Companyâ€™s assets and liabilities that were measured at fair value as of June 30, 2024 and December 31, 2023 by level within the fair value hierarchy (in thousands):Â As of June 30, 2024Â (unaudited)As of December 31, 2023Â Level ILevelIILevel IIITotalLevel ILevelIILevel IIITotalFinancial assets:Cash equivalents:Money market funds$56,222Â $â€”Â $â€”Â $56,222Â $164,848Â $â€”Â $â€”Â $164,848Â Marketable securities:US Treasury securitiesâ€”Â 417,081Â â€”Â 417,081Â â€”Â 243,162Â â€”Â 243,162Â US Government Agency securitiesâ€”Â 9,984Â â€”Â 9,984Â â€”Â 10,013Â â€”Â 10,013Â Prepaid expenses and other current assets:Forward foreign exchange contractsâ€”Â 1,012Â â€”Â 1,012Â â€”Â 3,408Â â€”Â 3,408Â Long-term marketable securities:US Treasury securitiesâ€”Â 162,972Â â€”Â 162,972Â â€”Â 211,063Â â€”Â 211,063Â Long-term other assets:Forward foreign exchange contractsâ€”Â 198Â â€”Â 198Â â€”Â 519Â â€”Â 519Â Financial liabilities:Accrued expenses and other short-term liabilities:Forward foreign exchange contractsâ€”Â (4,236)â€”Â (4,236)â€”Â (7)â€”Â (7)Long-term other liabilities:Forward foreign exchange contractsâ€”Â (1,768)â€”Â (1,768)â€”Â (1,624)â€”Â (1,624)Total financial assets (liabilities), net$56,222Â $585,243Â $â€”Â $641,465Â $164,848Â $466,534Â $â€”Â $631,382Â See Note 5 â€œConvertible Senior Notes and Capped Call Transactionsâ€ for the carrying amount and estimated fair value of the Company's 2025 Notes as of June 30, 2024. X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1 + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R10.htm IDEA: XBRL DOCUMENT v3.24.2 Leases 6 Months Ended Jun. 30, 2024 Leases [Abstract] Â Leases LEASES The Company has various operating leases for office space, vehicles and office equipment that expire through 2032. The lease agreements generally do not contain any material residual value guarantees or material restrictive covenants. Below is a summary of the Company's operating right-of-use assets and operating lease liabilities (in thousands):June 30, 2024(unaudited)Operating lease right-of-use assets$47,209Â Operating lease liabilities, current$10,092Â Operating lease liabilities, long-term45,414Â Total operating lease liabilities$55,506Â Operating lease liabilities, current are included within accrued expenses and other short-term liabilities in the condensed consolidated balance sheet. Some leases include one or more options to renew. The exercise of lease renewal options is typically at the Company's sole discretion; therefore, the majority of renewals to extend the lease terms are not included in our right-of-use assets and lease liabilities as they are not reasonably certain of exercise. The Company regularly evaluates the renewal options, and, when it is reasonably certain of exercise, it will include the renewal period in its lease term. Lease modifications result in remeasurement of the right-of-use assets and lease liabilities.Some of the real estate leases contain variable lease payments, including payments based on a Consumer Price Index ("CPI"). Variable lease payments based on a CPI are initially measured using the index in effect at lease adoption. Additional payments based on the change in a CPI are recorded as a period expense when incurred. The Company has deposit guarantees issued by a financial institution to secure various operating lease agreements in connection with its office space.Minimum lease payments for the Company's right-of-use assets over the remaining lease periods as ofÂ June 30, 2024, are as follows (in thousands):June 30, 2024Â (unaudited)2024$5,783Â 202511,564Â 20269,607Â 20279,495Â 20289,443Â Thereafter13,983Â Total undiscounted lease payments$59,875Â Less: Imputed interest(4,369)Present value of lease liabilities$55,506Â As of June 30, 2024, the Company had an additional operating lease that had not yet commenced of $2,454. This operating lease will commence in the fourth quarter of 2024 with a lease term through 2028.The weighted average remaining lease terms and discount rates for all operating leases were as follows as of June 30, 2024:Remaining lease term and discount rate:Weighted average remaining lease term (years)5.92Weighted average discount rate2.86Â %Total operating lease cost for the three and six months ended June 30, 2024 was $2,315 and $4,901, respectively, inclusive of sublease income of $381 and $811, respectively. Total operating lease cost for the three and six months ended June 30, 2023 was $2,410 and $4,702, respectively, inclusive of sublease income of $438 and $901, respectively. X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/842-20/tableOfContent + Details Name: us-gaap_LesseeOperatingLeasesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R11.htm IDEA: XBRL DOCUMENT v3.24.2 Goodwill and Intangible Assets 6 Months Ended Jun. 30, 2024 Goodwill and Intangible Assets Disclosure [Abstract] Â Goodwill and Intangible Assets GOODWILL AND INTANGIBLE ASSETSÂ GoodwillGoodwill represents the excess of the purchase price over the identifiable tangible and intangible assets acquired less liabilities assumed arising from business combinations. The Company believes the goodwill represents the synergies expected from expanded market opportunities when integrating with its offerings.There were no additions, impairments or any other changes to the carrying amount of goodwill during the three and six months ended June 30, 2024 or during prior periods.Intangible AssetsTotal cost and amortization of intangible assets is comprised of the following (in thousands, except useful life):Estimated Useful LifeJune 30, 2024Intangible assets, net(in years)(unaudited)Developed technology & trademarks4$6,110Â Total intangible assets6,110Â Less: Accumulated amortization5,610Â Total intangible assets, net$500Â Intangible assets are expensed on a straight-line basis over the useful life of the asset. The Company recorded amortization expense of $381 and $762 for the three and six months ended June 30, 2024 and 2023, respectively.The following table summarizes estimated future amortization expense of our intangible assets as of June 30, 2024 (in thousands):Years ending December 31,Amount(unaudited)2024500Â Total future amortization expense$500Â X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for goodwill and intangible assets. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-30/tableOfContentReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-20/tableOfContent + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 25 R12.htm IDEA: XBRL DOCUMENT v3.24.2 Convertible Senior Notes and Capped Call Transactions 6 Months Ended Jun. 30, 2024 Debt Disclosure [Abstract] Â Convertible Senior Notes and Capped Call Transactions CONVERTIBLE SENIOR NOTES AND CAPPED CALL TRANSACTIONSOn May 11, 2020, the Company issued the 2025 Notes pursuant to an Indenture dated May 11, 2020 (the â€œIndentureâ€). The offering totaled $253,000 aggregate principal amount. The net proceeds to the Company after the initial purchaser discount and issuance costs were approximately $245,158. The Company used $29,348 of the net proceeds from the offering to pay the cost of the capped

call transactions described below. The 2025 Notes will mature on August 15, 2025, unless earlier converted, redeemed or repurchased. Interest will be payable semi-annually in arrears on February 15 and August 15 of each year, at a rate of 1.25% per year.The initial conversion rate for the 2025 Notes is 32.5668 shares of the Companyâ€™s common stock for each $1,000 principal amount of the 2025 Notes, which is equivalent to an initial conversion price of approximately $30.71 per share. The conversion rate is subject to adjustment in specified events. The 2025 Notes are convertible into shares of the Companyâ€™s common stock, at the option of a holder, prior to the close of business on the business day immediately preceding February 15, 2025, under certain conditions.In addition, on or after February 15, 2025, a holder may convert all or any portion of its 2025 Notes at any time. During the three months ended June 30, 2024, the conversion feature of the 2025 Notes was triggered and therefore the 2025 Notes are currently convertible, in whole or in part, at the option of the holders from July 1, 2024 through September 30, 2024. Whether the 2025 Notes will be convertible following such period will depend on the continued satisfaction of this condition or another conversion condition. Since the issuance of the 2025 Notes, the Company has received and settled an immaterial amount of conversion notices from the holders. The Company may elect to repay the 2025 Notes in cash, shares of common stock, or a combination of both. The Company has continued to classify the 2025 Notes as long-term debt on its condensed consolidated balance sheet as of June 30, 2024.Effective August 20, 2023, the Company may redeem the 2025 Notes for cash, at its option, subject to the terms and conditions provided in the Indenture.The net carrying amount of the 2025 Notes was as follows (in thousands):June 30, 2024December 31, 2023(unaudited)Principal$252,994Â $253,000Â Unamortized issuance costs(1,755)(2,523)Net carrying amount$251,239Â $250,477Â The effective interest rate for the three and six months ended June 30, 2024 was 1.87%. The interest expense recognized related to the 2025 Notes for the three and six months ended June 30, 2024 and 2023 was as follows (in thousands):Three Months EndedJune 30,Six Months EndedJune 30,2024202320242023(unaudited)(unaudited)Contractual interest expense$790Â $790Â $1,581Â $1,581Â Amortization of debt issuance costs385Â 378Â 768Â 754Â Total$1,175Â $1,168Â $2,349Â $2,335Â As of June 30, 2024 and December 31, 2023, the total estimated fair value of the 2025 Notes was approximately $373,515 and $386,201, respectively. The fair value was determined based on the closing trading price per $100 of the 2025 Notes as of the last day of trading for the period. The fair value of the 2025 Notes is primarily affected by the trading price of our common stock and market interest rates. The fair value of the 2025 Notes is considered a Level 2 within the fair value hierarchy and was determined based on inputs that are observable in the market or that could be derived from, or corroborated with, observable market data, quoted price of the 2025 Notes in an over-the-counter market.Capped Call TransactionsIn May 2020, in connection with the pricing of the 2025 Notes, the Company entered into privately negotiated capped call transactions (the â€œCapped Call Transactionsâ€). The Capped Call Transactions are generally expected to reduce the potential dilution to the Companyâ€™s common stock upon any conversion of the 2025 Notes and/or offset any cash payments the Company is required to make in excess of the principal amount of converted 2025 Notes, as the case may be, with such reduction and/or offset subject to a cap initially equal to $47.24 (the "Cap Price").The Capped Call Transactions are separate transactions and are not part of the terms of the 2025 Notes and will not change the holdersâ€™ rights under the 2025 Notes. As the Capped Call Transactions are considered indexed to the Company's stock and are considered equity classified, they are recorded in stockholdersâ€™ equity on the condensed consolidated balance sheet and are not accounted for as derivatives. The cost of the Capped Call Transactions was approximately $29,348 and was recorded as a reduction to additional paid-in capital in 2020. X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/470/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1I + Details Name: us-gaap_DebtDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 26 R13.htm IDEA: XBRL DOCUMENT v3.24.2 Stockholders' Equity 6 Months Ended Jun. 30, 2024 Stockholders' Equity Note [Abstract] Â Stockholders' Equity STOCKHOLDERSâ€™ EQUITYa. Stock plans:On NovemberÂ 14, 2013, the Companyâ€™s board of directors adopted the Varonis Systems, Inc. 2013 Omnibus Equity Incentive Plan (the â€œ2013 Planâ€) which was subsequently approved by the Companyâ€™s stockholders. The Company initially reserved 5,713,899 shares of common stock for issuance under the 2013 Plan to employees, directors, officers and consultants of the Company and its subsidiaries. Since January 1, 2016, the share reserve under the 2013 Plan has been automatically increased by an aggregate of 27,579,672 shares. Awards granted under the 2013 Plan generally vest over four years. No awards were granted under the 2013 Plan subsequent to June 5, 2023, and no further awards will be granted under the 2013 Plan.On October 22, 2020, and as part of the Polyrize Security Ltd. ("Polyrize") acquisition, the Companyâ€™s board of directors approved the assumption of a certain portion of Polyrize Options pursuant to the terms and conditions of the Polyrize 2019 Share Incentive (â€œPolyrize Planâ€). No further awards were or will be granted under the Polyrize Plan.On AprilÂ 20, 2023, the Companyâ€™s board of directors adopted the Varonis Systems, Inc. 2023 Omnibus Equity Incentive Plan (the â€œ2023 Planâ€), subject to approval by our stockholders. On June 5, 2023, the Companyâ€™s stockholders approved the 2023 Plan which became effective and replaced the 2013 Plan. The Company initially reserved 5,500,000 shares of common stock for issuance under the 2023 Plan to employees, directors, officers and consultants of the Company and its subsidiaries. On June 3, 2024, the Companyâ€™s stockholders approved an additional 4,400,000 shares under the 2023 Plan.A summary of employeesâ€™ stock options activities during the six months ended June 30, 2024 is as follows:Â Â Six Months EndedJune 30, 2024 (unaudited)Â NumberWeightedaverageexercise priceAggregateintrinsic value(in thousands)Weighted averageremainingcontractual life(years)Options outstanding as of January 1, 2024573,430Â $7.564Â $21,627Â 0.962Grantedâ€”Â $â€”Â Exercised(535,668)$7.555Â Forfeited and expiredâ€”Â $â€”Â Options outstanding and exercisable as of June 30, 202437,762Â $7.690Â $1,521Â 1.061Â The aggregate intrinsic value in the table above represents the total intrinsic value that would have been received by the option holders had all option holders exercised their options on the last date of the period. Total intrinsic value of options exercised for the six months ended June 30, 2024 was $20,580. As of June 30, 2024, there was no unrecognized compensation cost related to employees and non-employees unvested stock options as all options have vested.b. The options outstanding as of June 30, 2024 (unaudited) separated into exercise prices as follows:Exercise priceOptions outstanding and exercisable as of June 30, 2024Weighted average remaining contractual life (years) of options outstanding and exercisableWeighted average exercise price of options outstanding and exercisable$5.6824,483Â 5.658Â $5.682Â $7.22024,279Â 0.367Â $7.220Â Â $9.9609,000Â 0.644Â $9.960Â Â Â Â 37,762Â 1.061Â $7.690Â c.Options issued to consultants:The Companyâ€™s outstanding options granted to consultants for services as of June 30, 2024 (unaudited) were as follows:Â Grant dateNumber of options outstanding and exercisable as of June 30, 2024Range of exercise priceper shareExercisable throughNovember 2014 - February 201610,500Â $5.623Â â€”$7.220Â November 2024 - February 2026d.Restricted stock units ("RSUs") and performance stock units ("PSUs"):A summary of RSUs and PSUs for employees, consultants and non-employee directors of the Company for the six months ended June 30, 2024 (unaudited) is as follows:Â Â Number ofshares underlyingoutstandingRSUs and PSUsWeighted-averagegrant datefair valueUnvested balance - January 1, 20248,234,171Â $36.83Â Granted3,557,660Â $42.66Â Vested(3,052,421)$40.20Â Forfeited(980,261)$38.87Â Unvested balance â€“ June 30, 20247,759,149Â $37.92Â Â As of June 30, 2024, there was $233,568 of total unrecognized compensation cost related to employees and non-employees unvested restricted stock units and performance stock units which is expected to be recognized over a weighted-average period of 2.493 years.e.2015 Employee Stock Purchase Plan:On May 5, 2015, the Companyâ€™s stockholders approved the Varonis Systems, Inc. 2015 Employee Stock Purchase Plan (the â€œESPPâ€), which the Companyâ€™s board of directors had adopted on March 19, 2015. The ESPP became effective as of June 30, 2015. The ESPP allows eligible employees to purchase shares of the Companyâ€™s common stock at a discount through payroll deductions of up to 15% of their eligible compensation, at not less than 85% of the fair market value of the Companyâ€™s common stock on the first day or last trading day in the offering period, subject to any plan limitations. The Company initially reserved 1,500,000 shares of common stock for issuance under the ESPP. The number of shares available for issuance under the ESPP was increased on January 1, 2016 and has been, and will be, increased each January 1 thereafter, by an amount equal to the lesser of (i) one percent (1%) of the number of shares of common stock issued and outstanding on each December 31 immediately prior to the date of increase, except that the amount of each such increase will be limited to the number of shares of common stock necessary to bring the total number of shares of common stock available for issuance under the ESPP to two percent (2%) of the number of shares of common stock issued and outstanding on each such December 31, or (ii) 1,200,000 shares of common stock. Since January 1, 2016, the share reserve under the ESPP has been automatically increased by an aggregate of 3,908,910 shares. The ESPP will continue in effect until the earlier of (i) the date when no shares of common stock are available for issuance thereunder or (ii) June 30, 2025; unless terminated prior thereto by the Companyâ€™s board of directors or compensation committee, each of which has the right to terminate the ESPP at any time.f.Stock-based compensation expense for employees and consultants:Â The Company recognized stock-based compensation expense in the condensed consolidated statements of operations as follows (in thousands):Â Â Three Months EndedJune 30,Six Months EndedJune 30,Â 2024202320242023(unaudited)(unaudited)Cost of revenues$1,298Â $2,030Â $2,660Â $4,530Â Research and development8,856Â 13,634Â 20,615Â 26,157Â Sales and marketing10,655Â 13,898Â 21,125Â 26,660Â General and administrative9,280Â 9,822Â 17,782Â 17,848Â Total$30,089Â $39,384Â $62,182Â $75,195Â X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityNoteAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 27 R14.htm IDEA: XBRL DOCUMENT v3.24.2 Geographic Information and Major Customer Data 6 Months Ended Jun. 30, 2024 Segment Reporting [Abstract] Â Geographic Information and Major Customer Data GEOGRAPHIC INFORMATION AND MAJOR CUSTOMER DATASummary information about geographic areas:Â ASC 280, â€œSegment Reporting,â€ establishes standards for reporting information about operating segments. Operating segments are defined as components of an enterprise about which separate financial information is available that is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing performance. The Company manages its business on the basis of one reportable segment and unit and derives revenues mainly from subscription licensing, SaaS revenues and maintenance and services fees (see Note 1 for a brief description of the Companyâ€™s business). The following is a summary of revenues within geographic areas (in thousands):Â Â Three Months EndedJune 30,Six Months EndedJune 30,Â 20242023202420 23(unaudited)(unaudited)Revenues based on customerâ€™s location:Â Â North America$95,566Â $84,514Â $181,722Â $165,763Â EMEA (*)29,070Â 27,227Â 53,223Â 50,145Â Rest of World5,710Â 3,677Â 9,423Â 6,845Â Total revenues$130,346Â $115,418Â $244,368Â $222,753Â Â Â Â Â (*) Revenues to customers in France accounted for 10.1% and 11.3% of total revenues for the three months ended June 30, 2024 and 2023, respectively.For the three and six months ended June 30, 2024 and 2023, respectively, there were no revenues to a single customer exceeding 10% of total revenues.The following is a summary of long-lived assets, including property and equipment, net and operating lease right-of-use assets, within geographic areas (in thousands):As ofAs ofÂ June 30, 2024December 31, 2023Â (unaudited)Â Long-lived assets by geographic region:Â Â United States$33,338Â $35,791Â Israel30,152Â 34,755Â Ireland12,228Â 13,240Â Other1,566Â 2,016Â Â $77,284Â $85,802Â X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for reporting segments including data and tables. Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and

intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 10: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 34 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-34Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-15Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/280/tableOfContentReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32 + Details Name: us-gaap_SegmentReportingDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R15.htm IDEA: XBRL DOCUMENT v3.24.2 Pay vs Performance Disclosure - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Mar. 31, 2024 Jun. 30, 2023 Mar. 31, 2023 Jun. 30, 2024 Jun. 30, 2023 Pay vs Performance Disclosure Â Â Â Â Â Â Â Net loss $ (23,948) $ (40,490) $ (38,697) $ (38,304) $ (64,438) $ (77,001) X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 402 -Subsection v -Paragraph 1 + Details Name: ecd_PvpTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 29 R16.htm IDEA: XBRL DOCUMENT v3.24.2 Insider Trading Arrangements 3 Months Ended Jun. 30, 2024 Trading Arrangements, by Individual Â Rule 10b5-1 Arrangement Adopted false Non-Rule 10b5-1 Arrangement Adopted false Rule 10b5-1 Arrangement Terminated false Non-Rule 10b5-1 Arrangement Terminated false X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TradingArrByIndTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 30 R17.htm IDEA: XBRL DOCUMENT v3.24.2 General (Policies) 6 Months Ended Jun. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Basis of Presentation b.Basis of Presentation:The accompanying unaudited condensed consolidated interim financial statements have been prepared in accordance with Article 10 of Regulation S-X, â€œInterim Financial Statementsâ€ and the rules and regulations for Form 10-Q of the Securities and Exchange Commission (the â€œSECâ€). Pursuant to those rules and regulations, the Company has condensed or omitted certain information and footnote disclosure it normally includes in its annual consolidated financial statements prepared in accordance with U.S. generally accepted accounting principles (â€œGAAPâ€).In managementâ€™s opinion, the Company has made all adjustments (consisting only of normal, recurring adjustments, except as otherwise indicated) necessary to fairly present its condensed consolidated financial position, results of operations and cash flows. The Companyâ€™s interim period operating results do not necessarily indicate the results that may be expected for any other interim period or for the full fiscal year. These condensed financial statements and accompanying notes should be read in conjunction with the 2023 consolidated financial statements and notes thereto included in the Companyâ€™s Annual Report on Form 10-K for its fiscal year ended December 31, 2023 filed with the SEC on February 6, 2024Â (the â€œ2023 Form 10-Kâ€). There have been no changes in the significant accounting policies from those that were disclosed in the audited consolidated financial statements for the fiscal year ended December 31, 2023 included in the 2023 Form 10-K, unless otherwise stated. Reclassifications Certain amounts in prior periods' financial statements have been reclassified to conform to the current year's presentation. Revenue Recognition and Contract Costs c.Revenue Recognition:The Company generates revenues primarily in the form of term license subscriptions, SaaS revenues and maintenance and services fees. Term license subscription revenues are sold on-premises and are comprised of time-based licenses whereby customers use the Company's software (including support and unspecified upgrades and enhancements when and if they are available) for a specified period. SaaS revenues, including SaaS with Managed Data Detection and Response, are provided on a subscription basis and allow customers to use hosted software. Over the last few years, the Company has introduced new products and support for cloud applications and infrastructure, including the Varonis Data Security Platform delivered as a SaaS, which was previously only sold as a self-hosted solution. Maintenance and services primarily consist of fees for maintenance of past perpetual license sales (including support and unspecified upgrades and enhancements when and if they are available) and to a lesser extent professional services, which focus on both operationalizing the software and training its customers to fully leverage the use of the Company's products, although the user can benefit from the software without its assistance. The Company sells its products worldwide to a network of distributors and value-added

resellers, and payment is typically due within 30 to 60 calendar days of the invoice date.The Company recognizes revenues in accordance with ASC No. 606, â€œRevenue from Contracts with Customers.â€ As such, the Company identifies a contract with a customer, identifies the performance obligations in the contract, determines the transaction price, allocates the transaction price to each performance obligation in the contract and recognizes revenues when (or as) the Company satisfies a performance obligation.Term license subscription software sold on-premises is recognized at the point in time when the software license has been delivered and the benefit of the asset has transferred. Maintenance associated with term license subscription software is recognized ratably over the term of the agreement. SaaS revenue is recognized ratably over the associated contract period, beginning when access is provided and the benefit of the service is available. Conversions from a license sold on-premises to the Companyâ€™s SaaS offering during the original subscription period are accounted for on a pro-rata prospective basis.The Company recognizes revenues from maintenance agreements ratably over the term of the underlying maintenance contract. The term of the maintenance contract is usually one year. Renewals of maintenance contracts create new performance obligations that are satisfied over the new term with the revenues recognized ratably over the contract period.Revenues from professional services consist mostly of time and material services. The performance obligations are satisfied, and revenues are recognized, when the services are provided or once the service term has expired.The Company enters into contracts that can include combinations of products and services, which are generally capable of being distinct and accounted for as separate performance obligations. The license is distinct upon delivery as the customer can derive the economic benefit of the software without any professional services, updates or technical support. The Company allocates the transaction price to each performance obligation based on its relative standalone selling price out of the total consideration of the contract. For maintenance included in term license subscriptions, the Company determines the standalone selling prices based on the price at which it separately sells a renewal contract. For professional services, the Company determines the standalone selling prices based on the price at which it separately sells those services. For software licenses included in term license subscriptions, the Company uses the residual approach to determine the standalone selling prices due to the lack of history of selling software license on a standalone basis and the highly variable sales price.Trade receivables are generally recorded at the invoice amount mostly for a one-year period, net of an allowance for credit losses.Deferred revenues represent mostly unrecognized fees billed or collected for SaaS and maintenance contracts. Deferred revenues are recognized as (or when) the Company performs under the contract. Pursuant to these contracts, customers are generally not invoiced for subsequent years until the annual renewal occurs.Revenues allocated to remaining performance obligations represent contracted revenues that have not yet been recognized, which includes deferred revenues and non-cancelable amounts that will be invoiced in the future.d.Contract Costs:The Company pays sales commissions to sales and marketing and certain management personnel based on their attainment of certain predetermined sales goals. Sales commissions earned by employees are considered incremental and recoverable costs of obtaining a contract with a customer. Sales commissions paid for initial contracts, which are not commensurate with sales commissions paid for renewal contracts, are capitalized and amortized over an expected period of benefit. Based on its technology, customer contracts and other factors, the Company has determined the expected period of benefit to be approximately four years. Sales commissions for renewal contracts are capitalized and then amortized on a straight-line basis. Amortization expenses related to these costs are included in sales and marketing expenses in the accompanying condensed consolidated statements of operations. Derivative Instruments e.Derivative Instruments:Â The Companyâ€™s primary objective for holding derivative instruments is to reduce its exposure to foreign currency rate changes. The Company reduces its exposure by entering into forward foreign exchange contracts with respect to revenues and operating expenses that are forecasted to be incurred in currencies other than the U.S. dollar. A majority of the Companyâ€™s revenues and operating expenditures are transacted in U.S. dollars; however, certain revenues and operating expenditures are incurred in or exposed to other currencies, specifically, Euro and Pound Sterling for revenues and the New Israeli Shekel, Euro and Pound Sterling for operating expenses.The Company has established forecasted transaction currency risk management programs to protect against fluctuations in fair value and the volatility of future cash flows caused by changes in exchange rates. The Companyâ€™s currency risk management program includes forward foreign exchange contracts designated as cash flow hedges. In addition, the Company has entered into forward contracts to hedge a portion of its monetary items in the balance sheet, such as trade receivables and payables, denominated in Euro and Pound Sterling for short-term periods (the â€œFair Value Hedging Programâ€). The purpose of the Fair Value Hedging Program is to protect the fair value of the monetary assets from foreign exchange rate fluctuations. Gains and losses from derivatives related to the Fair Value Hedging Program are not designated as hedging instruments. The Company does not enter into derivative financial instruments for trading or speculative purposes. Income Taxes f.Income Taxes:Â The Company operates in the U.S. and in foreign jurisdictions and is subject to taxes in each country or jurisdiction in which it conducts business. Earnings from its non-U.S. activities are subject to local country income tax and may be subject to U.S. income tax.Because of its history of operating losses, the Company has established a full valuation allowance against potential future benefits for deferred tax assets, including loss carryforwards. Accounting for income taxes for interim periods generally requires the provision for income taxes to be determined by applying an estimate of the annual effective tax rate for the full fiscal year to â€œordinaryâ€ income or loss (pretax income or loss excluding unusual or infrequently occurring discrete items) for the reporting period. For the three and six months ended June 30, 2024, a discrete effective tax rate method was used in jurisdictions where a small change in estimated ordinary income has a significant impact on the annual effective tax rate.In some foreign tax jurisdictions, the Company bases its interim tax accruals on the annual estimated effective tax rate applicable to the Company and its subsidiaries, adjusted for items which are considered discrete to the period. In each quarter, the Company updates its calculation and makes a year-to-date adjustment to its tax provision as necessary. The Company's fiscal 2024 annual effective rate differs from the U.S. statutory rate primarily due to R&D capitalization under the terms of Section 174, tax deduction for stock based compensation, and generation or utilization of carry forward net operating loss (â€œNOLâ€) and research and development tax credits resulting in a current provision expense without an offset to deferred expense as the Company remains in a valuation allowance on its U.S. deferred tax assets. For the three months ended June 30, 2024 and 2023, the Company recorded income tax expense of $3,371 and $7,446, respectively, and $4,773 and $10,407 for the six months ended June 30, 2024 and 2023, respectively.The Company's income tax provision could be significantly impacted by estimates surrounding its uncertain tax positions and changes to its valuation allowance. The Company reevaluates the judgments surrounding its estimates and make adjustments as appropriate each reporting period.The Company remains open to federal and state examination to the extent net carry-over unused operating losses and tax credit attributable to those years remain unutilized. As of June 30, 2024, the Company's federal tax returns for the years 2010 through the current period, excluding the 2016 tax year which was audited by the Internal Revenue Service, and most state tax returns for the years 2009 through the current period, are still open to examination.In addition, the Company is subject to the regular examinations of its income tax returns by different tax authorities. The Company regularly assess the likelihood of adverse outcomes resulting from these examinations to determine the adequacy of its provision for income taxes. Cash, Cash Equivalents, Marketable Securities and Short-Term Investments g.Cash, Cash Equivalents, Marketable Securities and Short-Term Investments: Â Â Â The Company accounts for investments in marketable securities in accordance with ASC No.Â 320, â€œInvestmentsâ€”Debt and Equity Securitiesâ€ and ASC No.Â 326, â€œFinancial Instrumentsâ€”Credit Losses.â€ The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. Cash and cash equivalents consist of cash on hand, highly liquid investments in money market funds and other securities.The Company considers all investments purchased with maturities at the date of purchase greater than three months but less than one year to be short-term. Investments purchased with maturities at the date of purchase greater than one year are classified as long-term assets. Marketable securities are classified as available for sale and are, therefore, recorded at fair value on the condensed consolidated balance sheet, with any unrealized gains and losses reported in accumulated other comprehensive loss, which is reflected as a separate component of stockholdersâ€™ equity in the Companyâ€™s condensed consolidated balance sheets, until realized. The amortized cost of securities is adjusted for amortization of premiums and accretion of discounts to maturity. Such amortization and accretion is included as a component of financial income, net in the condensed consolidated statement of operations. Concentration of Credit Risks h.Concentration of Credit Risks:Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash, cash equivalents, marketable securities, short-term deposits and trade receivables.Â The Companyâ€™s cash, cash equivalents, marketable securities and short-term deposits are invested in major banks mainly in the United States but also in Israel, France, Canada, the United Kingdom, Germany, the Netherlands, Ireland, Luxembourg, Australia and Singapore. Such deposits in the United States may be in excess of insured limits and are not insured in other jurisdictions. The Company maintains cash and cash equivalents with reputable financial institutions and monitors the amount of credit exposure to each financial institution.Â The Companyâ€™s trade receivables are geographically diversified and derived primarily from sales to a network of distributors and value-added resellers (VARs) mainly in the United States and Europe. Concentration of credit risk with respect to trade receivables is limited by credit limits, ongoing credit evaluation and account monitoring procedures. The Company performs ongoing credit evaluations of its channel partners and establishes an allowance for credit losses based upon a specific review of all significant outstanding invoices, historical collection experience, customer creditworthiness, current, and future economic and market conditions. The Company writes off receivables when they are deemed uncollectible and having exhausted all collection efforts. Basic and Diluted Net Loss Per Share i.Basic and Diluted Net Loss Per Share:Â Basic net loss per share is computed by dividing net loss by the weighted-average number of shares of common stock outstanding during the period.Diluted net loss per share is computed by giving effect to all potentially dilutive securities, including stock options, restricted stock units, performance stock units and the shares related to the conversion of the 1.25% Convertible Senior Notes issued by the Company on May 11, 2020 and due August 2025 (the "2025 Notes"), to the extent dilutive.Basic and diluted net loss per share was the same for each period presented as the inclusion of all potential shares of common stock outstanding would have been anti-dilutive. There wereÂ 7,807,411Â andÂ 9,268,751Â potentially dilutive shares from outstanding stock options, restricted stock units and performance stock units that were not included in the calculation of diluted net loss per share for the period ending June 30, 2024 and 2023, respectively. Additionally, 8,239,049 shares underlying the conversion option of the 2025 Notes are not considered in the calculation of diluted net loss per share as the effect would be anti-dilutive for the period ending June 30, 2024 and 2023, respectively. Recently Issued Accounting Pronouncements Not Yet Adopted j.Recently Issued Accounting Pronouncements Not Yet Adopted:In November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2023-07, Segment Reporting (Topic 280), Improvements to Reportable Segment Disclosures to improve reportable segment disclosure requirements through enhanced disclosures about significant segment expenses on an interim and annual basis. All disclosure requirements of ASU 2023-07 are required for entities with a single reportable segment. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods for the fiscal years beginning after December 15, 2024, and should be applied on a retrospective basis to all periods presented. Early adoption is permitted. The Company is currently evaluating the effect of adopting the ASU on its disclosures.In December 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2023-09, Income Taxes (Topic 740) - Improvements to Income Tax Disclosures. The ASU requires that an entity disclose specific categories in the effective tax rate reconciliation as well as provide additional information for reconciling items that meet a quantitative threshold. Further, the ASU requires certain disclosures of state versus federal income tax expense and taxes paid. The amendments in this ASU are required to be adopted for fiscal years beginning after December 15, 2024. Early adoption is permitted and the amendments should be applied on a prospective basis. The Company is currently evaluating the effect of adopting the ASU on its disclosures. X - DefinitionDisclosure of accounting policy for basis of accounting, or basis of presentation, used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). + ReferencesNo definition available. + Details Name: us-gaap_BasisOfAccountingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for credit risk. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 825 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478898/942-825-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1 + Details Name: us-gaap_ConcentrationRiskCreditRisk Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for its derivative instruments and hedging activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 815 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(n)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1AReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-7 + Details Name: us-gaap_DerivativesPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for computing basic and diluted earnings or loss per share for each class of common stock and participating security. Addresses all significant policy factors, including any antidilutive items that have been excluded from the computation and takes into account stock dividends, splits and reverse splits that occur after the balance sheet date of the latest reporting period but before the issuance of the financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2 + Details Name: us-gaap_EarningsPerSharePolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for income taxes, which may include its accounting policies for recognizing and measuring deferred tax assets and liabilities and related valuation allowances, recognizing investment tax credits, operating loss carryforwards, tax credit carryforwards, and other carryforwards, methodologies for determining its effective income tax rate and the characterization of interest and penalties in the financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-20Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-19Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(h)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-17Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-28Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-1 + Details Name: us-gaap_IncomeTaxPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure 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. + ReferencesNo definition available. + Details Name: us-

gaap_NewAccountingPronouncementsPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for reclassification affecting comparability of financial statement. Excludes amendment to accounting standards, other change in accounting principle, and correction of error. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 205 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483504/205-10-50-1 + Details Name: us-gaap_PriorPeriodReclassificationAdjustmentDescription Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for revenue from contract with customer. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-19Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 9: http://www.xbrl.org/2003/role/exampleRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (e) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for cash, cash equivalent and short-term investments. + ReferencesNo definition available. + Details Name: vrns_CashCashEquivalentsAndShortTermInvestmentsPolicyPolicyTextBlock Namespace Prefix: vrns_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration XML 31 R18.htm IDEA: XBRL DOCUMENT v3.24.2 General (Tables) 6 Months Ended Jun. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Schedule of Derivative Instruments in Statement of Financial Position, Fair Value Derivative instruments measured at fair value and their classification on the condensed consolidated balance sheets are presented in the following table (in thousands):Â Â Assets (liabilities) as of June 30, 2024 (unaudited)Assets (liabilities) as of December 31, 2023Â NotionalAmountFairValueNotionalAmountFairValueForeign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in prepaid expenses and other current assets$3,078Â $1Â $128,411Â $3,372Â Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in accrued expenses and other short-term liabilities$161,280Â $(4,235)â€”Â â€”Â Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in long-term other assets$32,442Â $198Â $33,233Â $519Â Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in long-term other liabilities$66,969Â $(1,768)$102,216Â $(1,624)Foreign exchange forward contract derivatives in cash flow hedging relationships for revenues included in prepaid expenses and other current assets$70,748Â $1,011Â â€”Â â€”Â Foreign exchange forward contract derivatives in cash flow hedging relationships for revenues included in accrued expenses and other short-term liabilities$4,407Â $(1)â€”Â â€”Â Foreign exchange forward contract derivatives for monetary items included in prepaid expenses and other current assetsâ€”Â â€”Â $39,155Â $36Â Foreign exchange forward contract derivatives for monetary items included in accrued expenses and other short-term liabilities$â€”Â â€”Â $5,213Â $(7) Schedule of Cash, Cash Equivalents and Investments Cash, cash equivalents, marketable securities and deposits consist of the following (in thousands):Â Â As of June 30, 2024(unaudited)Â AmortizedCostGrossUnrealizedGainsGrossUnrealizedÂ LossesFairValueCash equivalentsÂ Â Â Â Money market funds$56,222Â $â€”Â $â€”Â $56,222Â Total$56,222Â $â€”Â $â€”Â $56,222Â Marketable securitiesUS Treasury securities$417,625Â $â€”Â (544)417,081Â US Government Agency securities9,987Â â€”Â (3)9,984Â Total$427,612Â $â€”Â (547)427,065Â Short-term depositsTerm bank deposits$44,846Â $â€”Â $â€”Â $44,846Â Total$44,846Â $â€”Â $â€”Â $44,846Â Long-term marketable securitiesUS Treasury securities$163,566Â $â€”Â (594)162,972Â Total$163,566Â $â€”Â (594)162,972Â Â As of December 31, 2023Â AmortizedCostGrossUnrealizedGainsGrossUnrealizedÂ LossesFairValueCash equivalentsÂ Â Â Â Money market funds$164,848Â $â€”Â $â€”Â $164,848Â Total$164,848Â $â€”Â $â€”Â $164,848Â Marketable securitiesUS Treasury securities$242,633Â $530Â (1)243,162Â US Government Agency securities9,972Â 41Â â€”Â 10,013Â Total$252,605Â $571Â (1)253,175Â Short-term depositsTerm bank deposits$49,800Â $â€”Â $â€”Â $49,800Â Total$49,800Â $â€”Â $â€”Â $49,800Â Long-term marketable securitiesUS Treasury securities$209,961Â $1,102Â $â€”Â $211,063Â Total$209,961Â $1,102Â $â€”Â $211,063Â X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of cash, cash equivalents, and investments. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfCashCashEquivalentsAndShortTermInvestmentsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the location and fair value amounts of derivative instruments (and nonderivative instruments that are designated and qualify as hedging instruments) reported in the statement of financial position. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4B -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4B + Details Name: us-gaap_ScheduleOfDerivativeInstrumentsInStatementOfFinancialPositionFairValueTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R19.htm IDEA: XBRL DOCUMENT v3.24.2 Fair Value Measurements (Tables) 6 Months Ended Jun. 30, 2024 Fair Value Disclosures [Abstract] Â Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis The following table sets forth the Companyâ€™s assets and liabilities that were measured at fair value as of June 30, 2024 and December 31, 2023 by level within the fair value hierarchy (in thousands):Â As of June 30, 2024Â (unaudited)As of December 31, 2023Â Level ILevelIILevel IIITotalLevel ILevelIILevel IIITotalFinancial assets:Cash equivalents:Money market funds$56,222Â $â€”Â $â€”Â $56,222Â $164,848Â $â€”Â $â€”Â $164,848Â Marketable securities:US Treasury securitiesâ€”Â 417,081Â â€”Â 417,081Â â€”Â 243,162Â â€”Â 243,162Â US Government Agency securitiesâ€”Â 9,984Â â€”Â 9,984Â â€”Â 10,013Â â€”Â 10,013Â Prepaid expenses and other current assets:Forward foreign exchange contractsâ€”Â 1,012Â â€”Â 1,012Â â€”Â 3,408Â â€”Â 3,408Â Long-term marketable securities:US Treasury securitiesâ€”Â 162,972Â â€”Â 162,972Â â€”Â 211,063Â â€”Â 211,063Â Long-term other assets:Forward foreign exchange contractsâ€”Â 198Â â€”Â 198Â â€”Â 519Â â€”Â 519Â Financial liabilities:Accrued expenses and other short-term liabilities:Forward foreign exchange contractsâ€”Â (4,236)â€”Â (4,236)â€”Â (7)â€”Â (7)Long-term other liabilities:Forward foreign exchange contractsâ€”Â (1,768)â€”Â (1,768)â€”Â (1,624)â€”Â (1,624)Total financial assets (liabilities), net$56,222Â $585,243Â $â€”Â $641,465Â $164,848Â $466,534Â $â€”Â $631,382Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assets and liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 33 R20.htm IDEA: XBRL DOCUMENT v3.24.2 Leases (Tables) 6 Months Ended Jun. 30, 2024 Leases [Abstract] Â Schedule of Right-of-Use Assets and Lease Liabilities Below is a summary of the Company's operating right-of-use assets and operating lease liabilities (in thousands):June 30, 2024(unaudited)Operating lease right-of-use assets$47,209Â Operating lease liabilities, current$10,092Â Operating lease liabilities, long-term45,414Â Total operating lease liabilities$55,506Â Schedule of Minimum Lease Payments Minimum lease payments for the Company's right-of-use assets over the remaining lease periods as ofÂ June 30, 2024, are as follows (in thousands):June 30, 2024Â (unaudited)2024$5,783Â 202511,564Â 20269,607Â 20279,495Â 20289,443Â Thereafter13,983Â Total undiscounted lease payments$59,875Â Less: Imputed interest(4,369)Present value of lease liabilities$55,506Â Schedule of Weighted Average Remaining Lease Terms and Discount Rates The weighted average remaining lease terms and discount rates for all operating leases were as follows as of June 30, 2024:Remaining lease term and discount rate:Weighted average remaining lease term (years)5.92Weighted average discount rate2.86Â % X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionSummary of Weighted Average Remaining Lease Terms and Discount Rates [Table Text Block] + ReferencesNo definition available. + Details Name: vrns_SummaryOfWeightedAverageRemainingLeaseTermsAndDiscountRatesTableTextBlock Namespace Prefix: vrns_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - DefinitionSummary of Right-of-Use Assets and Lease Liabilities [Table Text Block] + ReferencesNo definition available. + Details Name: vrns_SummaryofRightofUseAssetsandLeaseLiabilitiesTableTextBlock Namespace Prefix: vrns_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration XML 34 R21.htm IDEA: XBRL DOCUMENT v3.24.2 Goodwill and Intangible Assets (Tables) 6 Months Ended Jun. 30, 2024 Goodwill and Intangible Assets Disclosure [Abstract] Â Schedule of Finite-Lived Intangible Assets Total cost and amortization of intangible assets is comprised of the following (in thousands, except useful life):Estimated Useful LifeJune 30, 2024Intangible assets, net(in years)(unaudited)Developed technology & trademarks4$6,110Â Total intangible assets6,110Â Less: Accumulated amortization5,610Â Total intangible assets, net$500Â Schedule of Finite-Lived Intangible Assets, Future Amortization Expense The following table summarizes estimated future amortization expense of our intangible assets as of June 30, 2024 (in thousands):Years ending December 31,Amount(unaudited)2024500Â Total future amortization expense$500Â X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance with a finite life, by either major class or business segment. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 35 R22.htm IDEA: XBRL DOCUMENT v3.24.2 Convertible Senior Notes and Capped Call Transactions (Tables) 6 Months Ended Jun. 30, 2024 Debt Disclosure [Abstract] Â Schedule of Net Carrying Amount of Liability and Equity Components of Convertible Notes The net carrying amount of the 2025 Notes was as follows (in thousands):June 30, 2024December 31, 2023(unaudited)Principal$252,994Â $253,000Â Unamortized issuance costs(1,755)(2,523)Net carrying amount$251,239Â $250,477Â Schedule of Interest Expense The interest expense recognized related to the 2025 Notes for the three and six months ended June 30, 2024 and 2023 was as follows (in thousands):Three Months EndedJune 30,Six Months EndedJune 30,2024202320242023(unaudited)(unaudited)(unaudited)Contractual interest expense$790Â $790Â $1,581Â $1,581Â Amortization of debt issuance costs385Â 378Â 768Â 754Â Total$1,175Â $1,168Â $2,349Â $2,335Â X - DefinitionTabular disclosure of convertible debt instrument. Includes, but is not limited to, principal amount and amortized premium or discount. + ReferencesNo definition available. + Details Name: us-gaap_ConvertibleDebtTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of interest income and expense, including, but not limited to, interest income and expense from investments, loans, and securities. + ReferencesNo definition available. + Details Name: us-gaap_InterestIncomeAndInterestExpenseDisclosureTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 36 R23.htm IDEA: XBRL DOCUMENT v3.24.2 Stockholders' Equity (Tables) 6 Months Ended Jun. 30, 2024 Stockholders' Equity Note [Abstract] Â Schedule of Stock Option Activity A summary of employeesâ€™ stock options activities during the six months ended June 30, 2024 is as follows:Â Â Six Months EndedJune 30, 2024 (unaudited)Â NumberWeightedaverageexercise priceAggregateintrinsic value(in thousands)Weighted averageremainingcontractual life(years)Options outstanding as of January 1, 2024573,430Â $7.564Â $21,627Â 0.962Grantedâ€”Â â€”Â Exercised(535,668)$7.555Â Forfeited and expiredâ€”Â â€”Â Options outstanding and exercisable as of June 30, 202437,762Â $7.690Â $1,521Â 1.061 Schedule of Share-based Compensation, Shares Authorized under Stock Option Plans, by Exercise Price Range The options outstanding as of June 30, 2024 (unaudited) separated into exercise prices as follows:Exercise priceOptions outstanding and exercisable as of June 30, 2024Weighted average remaining contractual life (years) of options outstanding and exercisableWeighted average exercise price of options outstanding and exercisable$5.6824,483Â 5.658Â $5.682Â $7.22024,279Â 0.367Â $7.220Â Â $9.9609,000Â 0.644Â $9.960Â Â Â Â 37,762Â 1.061Â $7.690Â Schedule of Outstanding Options The Companyâ€™s outstanding options granted to consultants for services as of June 30, 2024 (unaudited) were as follows:Â Grant dateNumber of options outstanding and exercisable as of June 30, 2024Range of exercise priceper shareExercisable throughNovember 2014 - February 201610,500Â $5.623Â â€”$7.220Â November 2024 - February 2026 Schedule of Share-based Payment Arrangement, Restricted Stock Unit and Performance Stock Unit Activity A summary of RSUs and PSUs for employees, consultants and non-employee directors of the Company for the six months ended June 30, 2024 (unaudited) is as follows:Â Â Number ofshares underlyingoutstandingRSUs and PSUsWeighted-averagegrant datefair valueUnvested balance - January 1, 20248,234,171Â $36.83Â Granted3,557,660Â $42.66Â Vested(3,052,421)$40.20Â Forfeited(980,261)$38.87Â Unvested balance â€“ June 30, 20247,759,149Â $37.92Â Schedule of Stock-Based

Compensation Expense The Company recognized stock-based compensation expense in the condensed consolidated statements of operations as follows (in thousands):Â Â Three Months EndedJune 30,Six Months EndedJune 30,Â 2024202320242023(unaudited)(unaudited)Cost of revenues$1,298Â $2,030Â $2,660Â $4,530Â Research and development8,856Â 13,634Â 20,615Â 26,157Â Sales and marketing10,655Â 13,898Â 21,125Â 26,660Â General and administrative9,280Â 9,822Â 17,782Â 17,848Â Total$30,089Â $39,384Â $62,182Â $75,195Â X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h) (1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of option exercise prices, by grouped ranges, including the upper and lower limits of the price range, the number of shares under option, weighted average exercise price and remaining contractual option terms. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of warrants or rights issued. Warrants and rights outstanding are derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in years, while the lifetime of a typical option is measured in months. Disclose the title of issue of securities called for by warrants and rights outstanding, the aggregate amount of securities called for by warrants and rights outstanding, the date from which the warrants or rights are exercisable, and the price at which the warrant or right is exercisable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-1 + Details Name: us-gaap_ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityNoteAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionShare-based Payment Arrangement, Restricted Stock Unit and Performance Stock Unit, Activity + ReferencesNo definition available. + Details Name: vrns_ShareBasedPaymentArrangementRestrictedStockUnitAndPerformanceStockUnitActivityTableTextBlock Namespace Prefix: vrns_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration XML 37 R24.htm IDEA: XBRL DOCUMENT v3.24.2 Geographic Information and Major Customer Data (Tables) 6 Months Ended Jun. 30, 2024 Segment Reporting [Abstract] Â Schedule of Revenue from External Customers by Geographic Areas The following is a summary of revenues within geographic areas (in thousands):Â Â Three Months EndedJune 30,Six Months EndedJune 30,Â 2024202320242023Â (unaudited)(unaudited)Revenues based on customerâ€™s location:Â Â North America$95,566Â $84,514Â $181,722Â $165,763Â EMEA (*)29,070Â 27,227Â 53,223Â 50,145Â Rest of World5,710Â 3,677Â 9,423Â 6,845Â Total revenues$130,346Â $115,418Â $244,368Â $222,753Â Schedule of Long-lived Assets by Geographic Areas The following is a summary of long-lived assets, including property and equipment, net and operating lease right-of-use assets, within geographic areas (in thousands):As ofAs ofÂ June 30, 2024December 31, 2023Â (unaudited)Â Long-lived assets by geographic region:Â Â United States$33,338Â $35,791Â Israel30,152Â 34,755Â Ireland12,228Â 13,240Â Other1,566Â 2,016Â Â $77,284Â $85,802Â X - DefinitionTabular disclosure of long-lived assets, excluding financial instruments, long-term customer relationships of a financial institution, mortgage rights, deferred policy acquisition costs, and deferred tax assets, by geographic areas located in the entity's country of domicile and foreign countries in which the entity holds assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_LongLivedAssetsByGeographicAreasTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of revenue from external customers by geographic areas attributed to the entity's country of domicile and to foreign countries from which the entity derives revenue. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_RevenueFromExternalCustomersByGeographicAreasTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 38 R25.htm IDEA: XBRL DOCUMENT v3.24.2 General - Narrative (Details) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 USD ($) subsidiary Jun. 30, 2023 USD ($) Jun. 30, 2024 USD ($) subsidiary shares Jun. 30, 2023 USD ($) shares May 11, 2020 New Accounting Pronouncements or Change in Accounting Principle [Line Items] Â Â Â Â Â Â Subsidiary or equity method investee, number | subsidiary 12 Â 12 Â Â Deferred revenue, revenue recognized Â Â $ 121,691 Â Â Remaining performance obligation $ 514,669 Â $ 514,669 Â Â Capitalized contract cost, amortization period (years) 4 years Â Â 4 years Â Â Loss related to the effective portion of the cash flow hedges $ (3,145) $ (3,302) $ (6,388) $ (5,950) Â Derivative instruments not designated as hedging instruments, gain (loss), net (66) 145 728 (155) Â Income tax expense $ 3,371 7,446 $ 4,773 $ 10,407 Â Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2024-07-01 Â Â Â Â Â Â New Accounting Pronouncements or Change in Accounting Principle [Line Items] Â Â Â Â Â Â Revenue, remaining performance obligation, percentage 53.00% Â 53.00% Â Â Revenue, remaining performance obligation, expected timing of satisfaction, period 12 months Â 12 months Â Â Restricted Stock Units and Stock Options Â Â Â Â Â New Accounting Pronouncements or Change in Accounting Principle [Line Items] Â Â Â Â Â Â Antidilutive securities excluded from computation of earnings per share, amount (in shares) | shares Â Â 7,807,411 9,268,751 Â 2025 Senior Notes | Convertible Debt Securities Â Â Â Â Â Â New Accounting Pronouncements or Change in Accounting Principle [Line Items] Â Â Â Â Â Â Antidilutive securities excluded from computation of earnings per share, amount (in shares) | shares Â Â 8,239,049 8,239,049 Â Convertible Debt | 2025 Senior Notes Â Â Â Â Â Â New Accounting Pronouncements or Change in Accounting Principle [Line Items] Â Â Â Â Â Â Interest rate, stated percentage Â Â Â Â 1.25% Foreign Exchange Contract Â Â Â Â Â Â New Accounting Pronouncements or Change in Accounting Principle [Line Items] Â Â Â Â Â Â Loss related to the effective portion of the cash flow hedges $ 3,145 $ 3,302 $ 6,388 $ 5,950 Â Maintenance Â Â Â Â Â Â New Accounting Pronouncements or Change in Accounting Principle [Line Items] Â Â Â Â Â Â Revenue, performance obligation, description of timing Â Â one year Â Â X - DefinitionSecurities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmortization period of cost capitalized in obtaining or fulfilling contract with customer, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -SubTopic 40 -Topic 340 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479483/340-40-50-2 + Details Name: us-gaap_CapitalizedContractCostAmortizationPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAmount of revenue recognized that was previously included in balance of obligation to transfer good or service to customer for which consideration from customer has been received or is due. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerLiabilityRevenueRecognized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionAmount of realized and unrealized gain (loss) of derivative instruments not designated or qualifying as hedging instruments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4C -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4CReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 4CC -SubTopic 10 -Topic 815 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4CC + Details Name: us-gaap_DerivativeInstrumentsNotDesignatedAsHedgingInstrumentsGainLossNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476173/280-10-65-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476173/280-10-65-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-9Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 9 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-9Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-7Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 848 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483550/848-10-65-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 18:

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6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 39: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 40: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 41: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 42: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 43: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 44: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 45: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 46: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 47: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (i)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 48: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (i)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 49: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479845/805-20-65-3Reference 50: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479845/805-20-65-3Reference 51: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479845/805-20-65-3Reference 52: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 5 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479832/842-10-65-5Reference 53: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 54: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147479654/326-10-65-4Reference 71: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-4Reference 72: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-4Reference 73: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-8Reference 74: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(3) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147476166/350-60-65-1Reference 100: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap_NewAccountingPronouncementsOrChangeInAccountingPrincipleLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after tax, of reclassification of gain (loss) from accumulated other comprehensive income (AOCI) for derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-15 + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossReclassificationAfterTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDescription of timing for satisfying performance obligation in contract with customer. Includes, but is not limited to, as services are rendered, and upon shipment, delivery or completion of service. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12 + Details Name: us-gaap_RevenuePerformanceObligationDescriptionOfTiming Namespace

Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of transaction price allocated to performance obligation that has not been recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPeriod in which remaining performance obligation is expected to be recognized as revenue, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(1) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionPercentage of remaining performance obligation to total remaining performance obligation not recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(1) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligationPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionRepresents the number of subsidiaries of equity method investees. + ReferencesNo definition available. + Details Name: vrns_SubsidiaryOrEquityMethodInvesteeNumber Namespace Prefix: vrns_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis=2024-07-01 Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=vrns_RestrictedStockUnitsAndStockOptionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=vrns_TwoThousandAndTwentyFiveSeniorNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_ConvertibleDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_ForeignExchangeContractMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_MaintenanceMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 39 R26.htm IDEA: XBRL DOCUMENT v3.24.2 General - Derivative Instruments Measured at Fair Value (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Cash Flow Hedging | Operating Expenses Included in Prepaid Expenses And Other Current Assets Â Â Derivative [Line Items] Â Â Notional Amount $ 3,078 $ 128,411 Derivative assets, fair value 1 3,372 Cash Flow Hedging | Revenues Included in Prepaid Expenses And Other Current Assets Â Â Derivative [Line Items] Â Â Notional Amount 70,748 0 Derivative assets, fair value 1,011 0 Cash Flow Hedging | Operating Expenses Included In Accrued Expenses And Other Short-Term Liabilities Â Â Derivative [Line Items] Â Â Notional Amount 161,280 0 Derivative liability, fair value (4,235) 0 Cash Flow Hedging | Long-term other assets Â Â Derivative [Line Items] Â Â Notional Amount 32,442 33,233 Derivative assets, fair value 198 519 Cash Flow Hedging | Long-Term Other Liabilities Â Â Derivative [Line Items] Â Â Notional Amount 66,969 102,216 Derivative liability, fair value (1,768) (1,624) Cash Flow Hedging | Revenues Included In Accrued Expenses And Other Short-Term Liabilities Â Â Derivative [Line Items] Â Â Notional Amount 4,407 0 Derivative liability, fair value (1) 0 Fair Value Hedging | Prepaid Expenses and Other Current Assets Â Â Derivative [Line Items] Â Â Notional Amount 0 39,155 Derivative assets, fair value 0 36 Fair Value Hedging | Accrued Expenses and Other Short-Term Liabilities Â Â Derivative [Line Items] Â Â Notional Amount 0 5,213 Derivative liability, fair value $ 0 $ (7) X - DefinitionFair value, before effects of master netting arrangements, of a financial asset or other contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset. Includes assets elected not to be offset. Excludes assets not subject to a master netting arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-22Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-7Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 4D -Subparagraph (c)(2) -SubTopic 20 -Topic 860 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481326/860-20-50-4D + Details Name: us-gaap_DerivativeFairValueOfDerivativeAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value, before effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset. Includes liabilities elected not to be offset. Excludes liabilities not subject to a master netting arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-22Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-7Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 4D -Subparagraph (c)(2) -SubTopic 20 -Topic 860 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481326/860-20-50-4D + Details Name: us-gaap_DerivativeFairValueOfDerivativeLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5 + Details Name: us-gaap_DerivativeLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNominal or face amount used to calculate payment on derivative. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1BReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1A + Details Name: us-gaap_DerivativeNotionalAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_DerivativeInstrumentsGainLossByHedgingRelationshipAxis=us-gaap_CashFlowHedgingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=vrns_OperatingExpensesIncludedInPrepaidExpensesAndOtherCurrentAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=vrns_RevenuesIncludedInPrepaidExpensesAndOtherCurrentAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=vrns_OperatingExpensesIncludedInAccruedExpensesAndOtherShortTermLiabilitiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_OtherNoncurrentAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_OtherNoncurrentLiabilitiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=vrns_RevenuesIncludedInAccruedExpensesAndOtherShortTermLiabilitiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentsGainLossByHedgingRelationshipAxis=us-gaap_FairValueHedgingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_PrepaidExpensesAndOtherCurrentAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=vrns_AccruedExpensesAndOtherShortTermLiabilitiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 40 R27.htm IDEA: XBRL DOCUMENT v3.24.2 General - Cash, Cash Equivalents and Short-term Investments (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Debt Securities, Available-for-sale [Line Items] Â Â Cash equivalents $ 56,222 $ 164,848 Marketable securities | Marketable Securities, Current Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 427,612 252,605 Gross Unrealized Gains 0 571 Gross UnrealizedÂ Losses (547) (1) Fair Value 427,065 253,175 Marketable securities | Marketable Securities, Noncurrent Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 163,566 209,961 Gross Unrealized Gains 0 1,102 Gross UnrealizedÂ Losses (594) 0 Fair Value 162,972 211,063 US Treasury securities | Marketable Securities, Current Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 417,625 242,633 Gross Unrealized Gains 0 530 Gross UnrealizedÂ Losses (544) (1) Fair Value 417,081 243,162 US Treasury securities | Marketable Securities, Noncurrent Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 163,566 209,961 Gross Unrealized Gains 0 1,102 Gross UnrealizedÂ Losses (594) 0 Fair Value 162,972 211,063 US Government Agency securities | Marketable Securities, Current Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 9,987 9,972 Gross Unrealized Gains 0 41 Gross UnrealizedÂ Losses (3) 0 Fair Value 9,984 10,013 Short-term deposits Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 44,846 49,800 Gross Unrealized Gains 0 0 Gross UnrealizedÂ Losses 0 0 Fair Value 44,846 49,800 Term bank deposits Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 44,846 49,800 Gross Unrealized Gains 0 0 Gross UnrealizedÂ Losses 0 0 Fair Value 44,846 49,800 Money market funds Â Â Debt Securities, Available-for-sale [Line Items] Â Â Cash equivalents $ 56,222 $ 164,848 X - DefinitionAmount, before tax, of unrealized gain in accumulated other comprehensive income (AOCI) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2 + Details Name: us-gaap_AvailableForSaleDebtSecuritiesAccumulatedGrossUnrealizedGainBeforeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, before tax, of unrealized loss in accumulated other comprehensive income (AOCI) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2 + Details Name: us-gaap_AvailableForSaleDebtSecuritiesAccumulatedGrossUnrealizedLossBeforeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value portion 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. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_CashAndCashEquivalentsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmortized cost excluding accrued interest, before allowance for credit loss, of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleAmortizedCostExcludingAccruedInterestBeforeAllowanceForCreditLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount excluding accrued interest, of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleExcludingAccruedInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aaa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3 + Details Name: us-gaap_ScheduleOfAvailableForSaleSecuritiesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_DebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=vrns_MarketableSecuritiesCurrentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=vrns_MarketableSecuritiesNoncurrentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USTreasurySecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USGovernmentAgenciesDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-

gaap_FinancialInstrumentAxis=us-gaap_ShortTermInvestmentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=vrns_TermBankDepositsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CashAndCashEquivalentsAxis=us-gaap_MoneyMarketFundsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 41 R28.htm IDEA: XBRL DOCUMENT v3.24.2 Fair Value Measurements (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash equivalents $ 56,222 $ 164,848 Marketable securities 427,065 253,175 Long-term marketable securities 162,972 211,063 Money market funds Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash equivalents 56,222 164,848 Fair Value, Recurring Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total financial assets (liabilities), net 641,465 631,382 Fair Value, Recurring | Forward foreign exchange contracts Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Prepaid expenses and other current assets: 1,012 3,408 Long-term other assets: 198 519 Accrued expenses and other short-term liabilities: (4,236) (7) Long-term other liabilities: (1,768) (1,624) Fair Value, Recurring | US Treasury securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 417,081 243,162 Long-term marketable securities 162,972 211,063 Fair Value, Recurring | US Government Agency securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 9,984 10,013 Fair Value, Recurring | Money market funds Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash equivalents 56,222 164,848 Fair Value, Recurring | Level I Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total financial assets (liabilities), net 56,222 164,848 Fair Value, Recurring | Level I | Forward foreign exchange contracts Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Prepaid expenses and other current assets: 0 0 Long-term other assets: 0 0 Accrued expenses and other short-term liabilities: 0 0 Long-term other liabilities: 0 0 Fair Value, Recurring | Level I | US Treasury securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 0 0 Long-term marketable securities 0 0 Fair Value, Recurring | Level I | US Government Agency securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 0 0 Fair Value, Recurring | Level I | Money market funds Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash equivalents 56,222 164,848 Fair Value, Recurring | Level II Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total financial assets (liabilities), net 585,243 466,534 Fair Value, Recurring | Level II | Forward foreign exchange contracts Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Prepaid expenses and other current assets: 1,012 3,408 Long-term other assets: 198 519 Accrued expenses and other short-term liabilities: (4,236) (7) Long-term other liabilities: (1,768) (1,624) Fair Value, Recurring | Level II | US Treasury securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 417,081 243,162 Long-term marketable securities 162,972 211,063 Fair Value, Recurring | Level II | US Government Agency securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 9,984 10,013 Fair Value, Recurring | Level II | Money market funds Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash equivalents 0 0 Fair Value, Recurring | Level III Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total financial assets (liabilities), net 0 0 Fair Value, Recurring | Level III | Forward foreign exchange contracts Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Prepaid expenses and other current assets: 0 0 Long-term other assets: 0 0 Accrued expenses and other short-term liabilities: 0 0 Long-term other liabilities: 0 0 Fair Value, Recurring | Level III | US Treasury securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 0 0 Long-term marketable securities 0 0 Fair Value, Recurring | Level III | US Government Agency securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 0 0 Fair Value, Recurring | Level III | Money market funds Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash equivalents $ 0 $ 0 X - DefinitionFair value portion 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. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_CashAndCashEquivalentsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value, after the effects of master netting arrangements, of a financial asset or other contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap_DerivativeAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value, after the effects of master netting arrangements, of a financial asset or other contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled after one year or the normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap_DerivativeAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap_DerivativeLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled after one year or the normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap_DerivativeLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of investment in marketable security, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_MarketableSecuritiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in marketable security, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_MarketableSecuritiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the total fair value of financial assets (liabilities). + ReferencesNo definition available. + Details Name: vrns_FinancialAssetsLiabilitiesFairValueDisclosure Namespace Prefix: vrns_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_CashAndCashEquivalentsAxis=us-gaap_MoneyMarketFundsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_ForeignExchangeForwardMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USTreasurySecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USGovernmentAgenciesDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 42 R29.htm IDEA: XBRL DOCUMENT v3.24.2 Leases - Right-of-Use Assets and Lease Liabilities (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Leases [Abstract] Â Â Operating lease right-of-use assets $ 47,209 $ 51,838 Operating lease liabilities, current 10,092 Â Operating lease liabilities, long-term 45,414 $ 51,313 Total operating lease liabilities $ 55,506 Â X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 43 R30.htm IDEA: XBRL DOCUMENT v3.24.2 Leases - Narrative (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Leases [Abstract] Â Â Â Â Lease expiration date Â Â Dec. 31, 2032 Â Operating Lease, Liability, Current, Statement of Financial Position [Extensible List] Accrued expenses and other short-term liabilities Â Accrued expenses and other short-term liabilities Â Operating lease, not yet commenced $ 2,454 Â $ 2,454 Â Operating lease cost 2,315 $ 2,410 4,901 $ 4,702 Sublease income $ 381 $ 438 $ 811 $ 901 X - DefinitionDate which lease or group of leases is set to expire, in YYYY-MM-DD format. + ReferencesNo definition available. + Details Name: us-gaap_LeaseExpirationDate1 Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of operating lease expense. Excludes sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-4 + Details Name: us-gaap_OperatingLeaseExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIndicates line item in statement of financial position that includes current operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-2 + Details Name: us-gaap_OperatingLeaseLiabilityCurrentStatementOfFinancialPositionExtensibleList Namespace Prefix: us-gaap_ Data Type: enum2:enumerationSetItemType Balance Type: na Period Type: instant X - DefinitionAmount of sublease income excluding finance and operating lease expense. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_SubleaseIncome Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of unrecorded obligation to transfer funds in future for fixed or minimum amount or quantity of product and service at fixed or minimum price. Includes, but is not limited to, lease not yet commenced and take-or-pay and throughput contracts. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_UnrecordedUnconditionalPurchaseObligationBalanceSheetAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 44 R31.htm IDEA: XBRL DOCUMENT v3.24.2 Leases - Minimum Lease Payments for Right-of-Use Assets (Details) $ in Thousands Jun. 30, 2024 USD ($) Leases [Abstract] Â 2024 $ 5,783 2025 11,564 2026 9,607 2027 9,495 2028 9,443 Thereafter 13,983 Total undiscounted lease payments 59,875 Less: Imputed interest (4,369) Present value of lease liabilities $ 55,506 X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting

Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLessee, Operating Lease, Liability, to be Paid, After Year Four + ReferencesNo definition available. + Details Name: vrns_LesseeOperatingLeaseLiabilityToBePaidAfterYearFour Namespace Prefix: vrns_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 45 R32.htm IDEA: XBRL DOCUMENT v3.24.2 Leases - Weighted Average Remaining Lease Terms and Discount Rates (Details) Jun. 30, 2024 Leases [Abstract] Â Weighted average remaining lease term (years) 5 years 11 months 1 day Weighted average discount rate 2.86% X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average discount rate for operating lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant XML 46 R33.htm IDEA: XBRL DOCUMENT v3.24.2 Goodwill and Intangible Assets - Cost and Amortization of Intangible Assets (Details) $ in Thousands Jun. 30, 2024 USD ($) Finite-Lived Intangible Assets [Line Items] Â Total intangible assets $ 6,110 Less: Accumulated amortization 5,610 Total intangible assets, net $ 500 Developed technology & trademarks Â Finite-Lived Intangible Assets [Line Items] Â Estimated Useful Life (in years) 4 years Total intangible assets $ 6,110 X - DefinitionUseful life of finite-lived intangible assets, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: us-gaap_FiniteLivedIntangibleAssetUsefulLife Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAccumulated amount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAccumulatedAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=vrns_DevelopedTechnologyRightsAndTrademarksMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 47 R34.htm IDEA: XBRL DOCUMENT v3.24.2 Goodwill and Intangible Assets - Narrative (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Goodwill and Intangible Assets Disclosure [Abstract] Â Â Â Â Amortization of intangible assets $ 381 $ 381 $ 762 $ 762 X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2 + Details Name: us-gaap_AmortizationOfIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 48 R35.htm IDEA: XBRL DOCUMENT v3.24.2 Goodwill and Intangible Assets - Estimated Future Amortization Expense (Details) $ in Thousands Jun. 30, 2024 USD ($) Goodwill and Intangible Assets Disclosure [Abstract] Â 2024 $ 500 Total intangible assets, net $ 500 X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 49 R36.htm IDEA: XBRL DOCUMENT v3.24.2 Convertible Senior Notes and Capped Call Transactions - Narrative (Details) $ / shares in Units, $ in Thousands 6 Months Ended May 11, 2020 USD ($) Jun. 30, 2024 USD ($) $ / shares Dec. 31, 2023 USD ($) Debt Instrument [Line Items] Â Â Â Cap price (in dollars per share) | $ / shares Â $ 47.24 Â 2025 Senior Notes Â Â Â Debt Instrument [Line Items] Â Â Â Fair value of the notes Â $ 373,515 $ 386,201 Convertible Debt Â Â Â Debt Instrument [Line Items] Â Â Â Purchases of capped calls $ 29,348 Â Â Convertible Debt | 2025 Senior Notes Â Â Â Debt Instrument [Line Items] Â Â Â Principal 253,000 Â Â Proceeds from issuance of convertible senior notes, net of issuance costs $ 245,158 Â Â Interest rate, stated percentage 1.25% Â Â Debt instrument, convertible, conversion ratio Â 0.0325668 Â Initial conversion price (in dollars per share) | $ / shares Â $ 30.71 Â Interest rate, effective percentage Â 1.87% Â X - DefinitionThe price per share of the conversion feature embedded in the debt instrument. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-5 + Details Name: us-gaap_DebtInstrumentConvertibleConversionPrice1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionRatio applied to the conversion of debt instrument into equity with equity shares divided by debt principal amount. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-7Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-6 + Details Name: us-gaap_DebtInstrumentConvertibleConversionRatio1 Namespace Prefix: us-gaap_ Data Type: xbrli:pureItemType Balance Type: na Period Type: duration X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: 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/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: 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/1943274/2147481568/470-20-55-69BReference 4: 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/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: 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_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionEffective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium. + ReferencesReference 1: 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/1943274/2147482949/835-30-55-8Reference 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(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: 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 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_DebtInstrumentInterestRateEffectivePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 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-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: 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/1943274/2147481568/470-20-55-69BReference 6: 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/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -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 (f) -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 (h) -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 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 16: 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/1943274/2147481139/470-20-50-1DReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -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 (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -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 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe fair value amount of long-term debt whether such amount is presented as a separate caption or as a parenthetical disclosure. Additionally, this element may be used in connection with the fair value disclosures required in the footnote disclosures to the financial statements. The element may be used in both the balance sheet and disclosure in the same submission. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_LongTermDebtFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe cash inflow from the issuance of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: 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_ProceedsFromConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDerivative, Initial Cap Price + ReferencesNo definition available. + Details Name: vrns_DerivativeInitialCapPrice Namespace Prefix: vrns_ Data Type: dtr-types1:perShareItemType Balance Type: na Period Type: instant X - DefinitionPayments for Capped Calls + ReferencesNo definition available. + Details Name: vrns_PaymentsForCappedCalls Namespace Prefix: vrns_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=vrns_TwoThousandAndTwentyFiveSeniorNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 50 R37.htm IDEA: XBRL DOCUMENT v3.24.2 Convertible Senior Notes and Capped Call Transactions - Convertible Notes (Details) - 2025 Senior Notes - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Debt Instrument [Line Items] Â Â Principal $ 252,994 $ 253,000 Unamortized issuance costs (1,755) (2,523) Net carrying amount $ 251,239 $ 250,477 X - DefinitionCarrying value as of the balance sheet date of long-term debt (with maturities initially due after one year or beyond the operating cycle if longer) identified as Convertible Notes Payable, excluding current portion. Convertible Notes Payable is a written promise to pay a note which can be exchanged for a specified amount of another, related security, at the option of the issuer and the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ConvertibleLongTermNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: 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/1943274/2147482949/835-30-55-8Reference 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-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: 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/1943274/2147481568/470-20-55-69BReference 6: 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/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -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 (f) -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 (h) -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 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 16: 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/1943274/2147481139/470-20-50-1DReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -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 (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -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 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe remaining balance of debt issuance expenses that were capitalized and are being amortized against income over the lives of the respective bond issues. This does not include the amounts capitalized as part of the cost of the utility plant or asset. + ReferencesNo definition available. + Details Name: us-gaap_UnamortizedDebtIssuanceExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionDebt Instrument, Face Amount Including Additional Purchases from Exercised Options + ReferencesNo definition available. + Details Name: vrns_DebtInstrumentFaceAmountIncludingAdditionalPurchasesFromExercisedOptions Namespace Prefix: vrns_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_DebtInstrumentAxis=vrns_TwoThousandAndTwentyFiveSeniorNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R38.htm IDEA: XBRL DOCUMENT v3.24.2 Convertible Senior Notes and Capped Call Transactions - Interest Expense (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Debt Instrument [Line Items] Â Â Â Â Amortization of debt issuance costs Â Â $

768 $ 754 2025 Senior Notes Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Contractual interest expense $ 790 $ 790 1,581 1,581 Amortization of debt issuance costs 385 378 768 754 Total $ 1,175 $ 1,168 $ 2,349 $ 2,335 X - DefinitionAmount of amortization expense attributable to debt issuance costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef - Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 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-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: 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/1943274/2147481568/470-20-55-69BReference 6: 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/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: 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-Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -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 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of the cost of borrowed funds accounted for as interest expense for debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_InterestExpenseDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRepresents the portion of interest incurred in the period on debt arrangements that was charged against earnings, excluding amortization of debt discount (premium) and financing costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1F + Details Name: us-gaap_InterestExpenseDebtExcludingAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=vrns_TwoThousandAndTwentyFiveSeniorNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 52 R39.htm IDEA: XBRL DOCUMENT v3.24.2 Stockholders' Equity - Narrative (Details) - USD ($) 6 Months Ended 13 Months Ended 102 Months Ended Jun. 03, 2024 Jun. 30, 2015 Nov. 14, 2013 Jun. 30, 2024 Jun. 30, 2024 Jun. 30, 2024 Jun. 05, 2023 Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Granted (in shares) Â Â Â 0 Â Â Â Exercises in period, intrinsic value Â Â Â $ 20,580,000 Â Â Â Compensation cost not yet recognized, non-option Â Â Â 0 $ 0 $ 0 Â Restricted Stock Units and Performance Stock Units Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Compensation cost not yet recognized, non-option Â Â Â $ 233,568,000 $ 233,568,000 $ 233,568,000 Â Compensation cost not yet recognized, period for recognition Â Â Â 2 years 5 months 26 days Â Â Â The 2013 Omnibus Equity Award Plan Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Common stock, capital shares reserved for future issuance (in shares) Â Â 5,713,899 Â Â Â Â Capital shares reserved for future issuance, annual increase, maximum (in shares) Â Â Â 27,579,672 27,579,672 27,579,672 Â Vesting period (in years) Â Â Â 4 years Â Â Â Â Granted (in shares) Â Â Â Â 0 Â Â Shares available for grant (in shares) Â Â Â 0 0 0 Â Polyrize Plan Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Shares available for grant (in shares) Â Â Â 0 0 0 Â 2023 Plan Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Number of shares authorized (in shares) Â Â Â Â Â Â 5,500,000 Number of additional shares authorized (in shares) 4,400,000 Â Â Â Â Â Â Â 2015 ESPP Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Number of shares authorized (in shares) Â 1,500,000 Â Â Â Â Â Number of additional shares authorized (in shares) Â Â Â Â Â 3,908,910 Â Maximum employee subscription rate Â 15.00% Â Â Â Â Â Purchase price of common stock, percent Â 85.00% Â Â Â Â Â Percent of shares increase, employee stock purchase plan Â 1.00% Â Â Â Â Â Common stock availability threshold, employee stock purchase plan Â 2.00% Â Â Â Â Â Shares increase threshold, employee stock purchase plan (in shares) Â 1,200,000 Â Â Â Â Â X - DefinitionAggregate number of common shares reserved for future issuance. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockCapitalSharesReservedForFutureIssuance Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionWeighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of cost to be recognized for nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPeriod over which grantee's right to exercise award under share-based payment arrangement is no longer contingent on satisfaction of service or performance condition, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service condition. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards

Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe highest percentage of annual salary that an employee is permitted to utilize with respect to the plan. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardMaximumEmployeeSubscriptionRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionNumber of additional shares authorized for issuance under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfAdditionalSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares authorized for issuance under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAmount of accumulated difference between fair value of underlying shares on dates of exercise and exercise price on options exercised (or share units converted) into shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisesInPeriodTotalIntrinsicValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPurchase price of common stock expressed as a percentage of its fair value. + ReferencesNo definition available. + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardPurchasePriceOfCommonStockPercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionPercentage of the Company's common stock issued and outstanding that are available for issuance under an ESPP. + ReferencesNo definition available. + Details Name: vrns_CommonStockAvailabilityThresholdEmployeeStockPurchasePlan Namespace Prefix: vrns_ Data Type: dtr-types1:percentItemType Balance Type: na Period Type: duration X - DefinitionMaximum annual increase in number of shares reserved for future issuance. + ReferencesNo definition available. + Details Name: vrns_CommonStockCapitalSharesReservedForFutureIssuanceAnnualIncreaseMaximum Namespace Prefix: vrns_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPercent of the Company's issued and outstanding common stock on each December 31 immediately prior to the date of increase, that an ESPP may be increased. + ReferencesNo definition available. + Details Name: vrns_PercentOfSharesIncreaseEmployeeStockPurchasePlan Namespace Prefix: vrns_ Data Type: dtr-types1:percentItemType Balance Type: na Period Type: duration X - DefinitionOf an ESPP, number of reserved common stock may increase under certain condition. + ReferencesNo definition available. + Details Name: vrns_SharesIncreaseThresholdEmployeeStockPurchasePlan Namespace Prefix: vrns_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=vrns_RestrictedStockUnitsAndPerformanceStockUnitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=vrns_The2013OmnibusEquityAwardPlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=vrns_PolyrizePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=vrns_A2023PlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=vrns_ESPP2015Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R40.htm IDEA: XBRL DOCUMENT v3.24.2 Stockholders' Equity - Stock Options Activity (Details) $ / shares in Units, $ in Thousands 6 Months Ended 12 Months Ended Jun. 30, 2024 USD ($) $ / shares shares Dec. 31, 2023 USD ($) $ / shares shares Number Â Â Options outstanding, Balance (in shares) | shares 573,430 Â Granted (in shares) | shares 0 Â Exercised (in shares) | shares (535,668) Â Forfeited and expired (in shares) | shares 0 Â Options outstanding, Balance (in shares) | shares 37,762 573,430 Options exercisable at the end of the year (in shares) | shares 37,762 Â Weighted average exercise price Â Â Options outstanding, weighted average exercise price (in dollars per share) | $ / shares $ 7.564 Â Granted, weighted average exercise price (in dollars per share) | $ / shares 0 Â Exercised, weighted average exercise price (in dollars per share) | $ / shares 7.555 Â Forfeited and expired, weighted average exercise price (in dollars per share) | $ / shares 0 Â Options outstanding, weighted average exercise price (in dollars per share) | $ / shares 7.690 $ 7.564 Options exercisable at the end of the year, weighted average exercise price (in dollars per share) | $ / shares $ 7.690 Â Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract] Â Â Options outstanding, aggregate intrinsic value | $ $ 1,521 $ 21,627 Options exercisable at the end of the year, aggregate intrinsic value | $ $ 1,521 Â Options outstanding, weighted average remaining contractual life (Year) 1 year 21 days 11 months 15 days Options exercisable at the end of the year, weighted average remaining contractual life (Year) 1 year 21 days Â X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsAdditionalDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of options outstanding and currently exercisable under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionFor presentations that combine terminations, the number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan or that expired. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price of options that were either forfeited or expired. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount by which the current fair value of the underlying stock exceeds the exercise price of options outstanding. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingIntrinsicValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePriceRollforward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which option holders acquired shares when converting their stock options into shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average per share amount at which grantees can acquire shares of common stock by exercise of options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount of difference between fair value of the underlying shares reserved for issuance and exercise price of vested portions of options outstanding and currently exercisable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableIntrinsicValue1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionWeighted average remaining contractual term for vested portions of options outstanding and currently exercisable or convertible, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableWeightedAverageRemainingContractualTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionWeighted average remaining contractual term for option awards outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (e)(1) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -

Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 54 R41.htm IDEA: XBRL DOCUMENT v3.24.2 Stockholders' Equity - Options Outstanding Separated Into Range of Exercise Price (Details) - $ / shares 6 Months Ended 12 Months Ended Jun. 30, 2024 Dec. 31, 2023 Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Weighted average exercise price (in dollars per share) $ 7.690 Â Options outstanding, exercise price range (in shares) 37,762 Â Options exercisable, exercise price range (in shares) 37,762 Â Options outstanding, weighted average remaining contractual life (Year) 1 year 21 days 11 months 15 days Options exercisable, weighted average remaining contractual life (years) 1 year 21 days Â Weighted average exercise price of options exercisable, exercise price range (in dollars per share) $ 7.690 Â Range One Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Weighted average exercise price (in dollars per share) $ 5.682 Â Options outstanding, exercise price range (in shares) 4,483 Â Options exercisable, exercise price range (in shares) 4,483 Â Options outstanding, weighted average remaining contractual life, exercise price range (Year) 5 years 7 months 28 days Â Options exercisable, weighted average remaining contractual life, exercise price range (years) 5 years 7 months 28 days Â Weighted average exercise price of options exercisable, exercise price range (in dollars per share) $ 5.682 Â Range Two Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Weighted average exercise price (in dollars per share) $ 7.220 Â Options outstanding, exercise price range (in shares) 24,279 Â Options exercisable, exercise price range (in shares) 24,279 Â Options outstanding, weighted average remaining contractual life, exercise price range (Year) 4 months 13 days Â Options exercisable, weighted average remaining contractual life, exercise price range (years) 4 months 13 days Â Weighted average exercise price of options exercisable, exercise price range (in dollars per share) $ 7.220 Â Range Three Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Weighted average exercise price (in dollars per share) $ 9.960 Â Options outstanding, exercise price range (in shares) 9,000 Â Options exercisable, exercise price range (in shares) 9,000 Â Options outstanding, weighted average remaining contractual life, exercise price range (Year) 7 months 20 days Â Options exercisable, weighted average remaining contractual life, exercise price range (years) 7 months 20 days Â Weighted average exercise price of options exercisable, exercise price range (in dollars per share) $ 9.960 Â X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares reserved for issuance pertaining to the outstanding exercisable stock options as of the balance sheet date in the customized range of exercise prices for which the market and performance vesting condition has been satisfied. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (c)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeNumberOfExercisableOptions Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares reserved for issuance pertaining to the outstanding stock options as of the balance sheet date for all option plans in the customized range of exercise prices. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeNumberOfOutstandingOptions Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining contractual term for vested portions of options outstanding and currently exercisable or convertible, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableWeightedAverageRemainingContractualTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionWeighted average remaining contractual term for option awards outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (e)(1) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionWeighted average exercise price as of the balance sheet date for those equity-based payment arrangements exercisable and outstanding. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeExercisableOptionsWeightedAverageExercisePrice1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining contractual term of exercisable stock options, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (e)(2) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeExercisableOptionsWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average price as of the balance sheet date at which grantees could acquire the underlying shares with respect to all outstanding stock options which are in the customized range of exercise prices. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeOutstandingOptionsWeightedAverageExercisePriceBeginningBalance1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining contractual term of outstanding stock options, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (e)(1) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeOutstandingOptionsWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeAxis=vrns_RangeOneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeAxis=vrns_RangeTwoMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeAxis=vrns_RangeThreeMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 55 R42.htm IDEA: XBRL DOCUMENT v3.24.2 Stockholders' Equity - Outstanding Options Granted to Consultants for Sales and Pre-marketing Services (Details) 6 Months Ended Jun. 30, 2024 $ / shares shares Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Granted, weighted average exercise price (in dollars per share) $ 0 Consultants Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Options for shares of common stock (in shares) | shares 10,500 November 2014 - February 2016 | Consultants | Minimum Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Granted, weighted average exercise price (in dollars per share) $ 5.623 November 2014 - February 2016 | Consultants | Maximum Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Granted, weighted average exercise price (in dollars per share) $ 7.220 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher

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DefinitionNet number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average per share amount at which grantees can acquire shares of common stock by exercise of options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - Details Name: srt_TitleOfIndividualAxis=vrns_ConsultantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardDateAxis=vrns_November2014February2016Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R43.htm IDEA: XBRL DOCUMENT v3.24.2 Stockholders' Equity - Restricted Stock Unit and Performance Stock Unit Activity (Details) - Restricted Stock Units and Performance Stock Units 6 Months Ended Jun. 30, 2024 $ / shares shares Number of shares underlying outstanding RSUs and PSUs Â Beginning Balance, restricted stock units and performance stock units (in shares) | shares 8,234,171 Granted, restricted stock units and performance stock units (in shares) | shares 3,557,660 Vested, restricted stock units and performance stock units (in shares) | shares (3,052,421) Forfeited, restricted stock units and performance stock units (in shares) | shares (980,261) Ending Balance, restricted stock units and performance stock units (in shares) | shares 7,759,149 Weighted- average grant date fair value Â Beginning Balance, weighted average grant date fair value on restricted stock units and performance stock units (in dollars per share) | $ / shares $ 36.83 Granted, weighted average grant date fair value on restricted stock units and performance stock units (in dollars per share) | $ / shares 42.66 Vested, weighted average grant date fair value on restricted stock units and performance stock units (in dollars per share) | $ / shares 40.20 Forfeited, weighted average grant date fair value on restricted stock units and performance stock units (in dollars per share) | $ / shares 38.87 Ending Balance, weighted average grant date fair value on restricted stock units and performance stock units (in dollars per share) | $ / shares $ 37.92 X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average fair value as of the grant date of equity-based award plans other than stock (unit) option plans that were not exercised or put into effect as a result of the occurrence of a terminating event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value as of grant date pertaining to an equity-based award plan other than a stock (or unit) option plan for which the grantee gained the right during the reporting period, by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsOutstandingRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=vrns_RestrictedStockUnitsAndPerformanceStockUnitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 57 R44.htm IDEA: XBRL DOCUMENT v3.24.2 Stockholders' Equity - Non-cash Stock-based Compensation Expense (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Stock-based compensation $ 30,089 $ 39,384 $ 62,182 $ 75,195 Cost of revenues Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Stock-based compensation 1,298 2,030 2,660 4,530 Research and development Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Stock-based compensation 8,856 13,634 20,615 26,157 Sales and marketing Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Stock-based compensation 10,655 13,898 21,125 26,660 General and administrative Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Stock-based compensation $ 9,280 $ 9,822 $ 17,782 $ 17,848 X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21:

http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_CostOfSalesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_SellingAndMarketingExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_GeneralAndAdministrativeExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 58 R45.htm IDEA: XBRL DOCUMENT v3.24.2 Geographic Information and Major Customer Data - Narrative (Details) - segment 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Segment Reporting Information [Line Items] Â Â Â Number of reportable segments Â Â 1 France | Revenue Benchmark | Geographic Concentration Risk Â Â Â Segment Reporting Information [Line Items] Â Â Â Concentration risk, percentage 10.10% 11.30% Â X - DefinitionFor an entity that discloses a concentration risk in relation to quantitative amount, which serves as the "benchmark" (or denominator) in the equation, this concept represents the concentration percentage derived from the division. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-21Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-20Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-18Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-20 + Details Name: us-gaap_ConcentrationRiskPercentage1 Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionNumber of segments reported by the entity. A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfReportableSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_StatementGeographicalAxis=country_FR Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByBenchmarkAxis=us-gaap_SalesRevenueNetMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByTypeAxis=us-gaap_GeographicConcentrationRiskMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 59 R46.htm IDEA: XBRL DOCUMENT v3.24.2 Geographic Information and Major Customer Data - Revenues Within Geographical Areas (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Segment Reporting Information [Line Items] Â Â Â Â Revenue $ 130,346 $ 115,418 $ 244,368 $ 222,753 North America Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Revenue 95,566 84,514 181,722 165,763 EMEA Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Revenue 29,070 27,227 53,223 50,145 Rest of World Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Revenue $ 5,710 $ 3,677 $ 9,423 $ 6,845 X - DefinitionAmount, including tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_StatementGeographicalAxis=srt_NorthAmericaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=us-gaap_EMEAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=vrns_RestOfWorldMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 60 R47.htm IDEA: XBRL DOCUMENT v3.24.2 Geographic Information and Major Customer Data - Long-lived Assets by Geographic Region (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Segment Reporting Information [Line Items] Â Â Long-lived assets $ 77,284 $ 85,802 United States Â Â Segment Reporting Information [Line Items] Â Â Long-lived assets 33,338 35,791 Israel Â Â Segment Reporting Information [Line Items] Â Â Long-lived assets 30,152 34,755 Ireland Â Â Segment Reporting Information [Line Items] Â Â Long-lived assets 12,228 13,240 Other Â Â Segment Reporting Information [Line Items] Â Â Long-lived assets $ 1,566 $ 2,016 X - DefinitionLong-lived assets other than financial instruments, long-term customer relationships of a financial institution, mortgage and other servicing rights, deferred policy acquisition costs, and deferred tax assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_NoncurrentAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_StatementGeographicalAxis=country_US Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=country_IL Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=country_IE Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=vrns_OtherMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 61 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 ("V# E@'04UB@0 +$ 0 9&]C4')O<',O87!P+GAM M;$V./0L",1!$_\IQO;=!P4)B0-!2L+(/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*I#BV&5(C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " M@_Y8:A(\7^\ K @$0 &1O8U!R;W!S+V-O&ULS9+/ M:L,P#(=?9?B>R"V!TSJ2\M.&PQ6V-C-V&IK&CO&UDCZ]DNR-F5L#["CI9_ M?0(U)DK3)7Q)7<1$#O/-X-N0I8DK=B"*$B"; WJ=RS$1QN:N2U[3^$Q[B-H< M]1Y!<'X/'DE;31HF8!$7(E.--=(DU-2E,]Z:!1_4SO#K %LT6.@#*%59 5/3 MQ'@:V@:N@ E&F'S^+J!=B'/U3^S< 79.#MDMJ;[OR[Z><^,.%;P_/[W.ZQ8N M9-+!X/@K.TFGB"MVF?Q6KS?;1Z8$%[<%?RAJOA5&UL[5I;<]HX%'[OK]!X9_9M"\8V@;:T$W-I=MNTF83M M3A^%$5B-;'EDD81_OTV23;J;/ 0LZ?O.14?GZ#AY\^XN8NB&B)3R M> +]O6N[!3+ MUES@6QHO(;JM-O=5H1I;*81V1@?5XL:$#05%%:;U\@M.4?,_@5RU2-9:,! M$U=!)KF(M/+Y;,7\VMX^9<_I.ATR@6XP&U@@?\YOI^1.6HCA5,+$P&IG/U9K MQ]'22(""R7V4!;I)]J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*?IUE!K9';O=05SP6.XYB1'^QL4$UFG2&98T1G*=D 4. #?$ MT4Q0?*]!MHK@PI+27)#6SRFU4!H(FLB!4>"(<7K;YH] M5Z%82=J$^!!&&N*<<^9ST6S[!Z5&T?95O-RCEU@5 9<8WS2J-2S%UGB5P/&M MG#P=$Q+-E L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!:$L;1>$[2M!\6:PUDSY@R.S-D77.UI$.$9)>-T(^8LZ+ MD!& '8H2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3-L+([W1]072N0/)J<_Z3(T M!Z.:60F]A%9JGZJ'-#ZH'C(*!?&Y'C[E>G@*-Y;&O%"N@GL! _]':-*K^(+ M.7\N?<^E[[GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=? EK[DHN#Q;Y.FOH70^+, Y/%_GM,T+,T.WF)&Y M"M-2D&_#^>G%>!KB.=D$N7V85VWGV-'1^^?!4;"C[SR6'<>(\J(A[J&&F,_# M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$L%.!D8"V@!X.O40+R4E5@,5O& RN0 MHGQ,C$7H<.>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2?_VU[4/;07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1(\8$@F_S6VZ3VW> ,? -2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;:,0QY@%CS#*%F.-^'19H:,]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W[O#;#"Q([A[8N_ 5!+ P04 M" M@_Y8K&01/-P% #<'@ & 'AL+W=OM&68=LV =:HFVADJA1E!W_M^QU*MI1D%*T)=3_4NITW?'AX>4E>;;GXFJX9D^@Y"N/TNK.6,GG?ZZ7>FD4T M/><)B^'-DHN(2K@5JUZ:"$;]"@*>\2R!KV(!G%G?)4_FXOQ% <]D&,1L+E": M11$5NQL6\NUU!W<.#QZ"U5JJ![WQ54)7S&7R]V0NX*Y7JOA!Q.(TX#$2;'G= MF>#WCDU40/[%EX!MTQ?72*$L./^J;J;^=<=2)6(A\Z22H/"S80X+0Z4$Y?AG M+]HI_Z8*?'E]4+ _/X0%F05/F\"/P)?KZ\ZH@WRVI%DH'_CV%[8'ZBL]CX=I M_C_:%M_V20=Y62IYM ^&$D1!7/S2YWU%O BKBYB >Q]@YZ!% MR7*L6RKI^$KP+1+J:U!3%WG=Y-% $\0JC:X4\#: .#EV^(8)U$7IF@J67O4D M:*HW/6\??U/$DYKX ?K{8[E.T5WL,]U? _*4A:(' IT0XR"OV;Q.;*M,T0L MSC?7SUV212@%-[F]=#14*%WH%U0_? IPGU MV'4'.EK*Q(9UQC]\AP?63SJ\;R3V"O:BA+TPJ8]ON9=!%Y7H<9,;XEIS#DG/8L&4*"E-(/@/4Y]&LM:1AJDVD,:PE MX*@$'!D+=1?+0.[0?1 R-,NB!1,Z,+.&9>&N/;#UV3.&MH2[+.$NF\ ]L%6@ MAE%(XXQ&VC9JUODR>?@TF[K(??(?SZZ9V@Z<\YUL$:9EK#8JJ94JPGN-/:X M@"9*56L]0ZZ$?HFX0 [/8BEV\.MKZ^"(^NV=CM@II"'Z,TCJ!RJS(K9@0M*2GL(QX,E3"3-*IMUY..+XI-VO<*8P0J8P0,7N8PTC[:I9W_UM]"F38&OC? Y]%\3[;>\?M?3?R.[L MZZ10Z^=JZFQE,\:8X.'E (/9VNB *V=$&NT=.3"\"K" T]AGS^@WIL_IL2TD M"]L#C+&MA3B%^2&5^2%F[W*8.^^#%G=)P;.S;3A>42NV\6D:VM7*.;(EJ!V MY8;L(UL\]W.EZ3W\% [W!X1J]O.-8>U9:S\D&UV+V\9]QO8]91FN<]$RW@* M+V177L@V.Y<) /H%9$A76BJS0.T0:X[[OV"]%^>':O;+CU53Y*F-RN(HL7Q: M'MU.\@/+7O5Y<>[[D:K),T4A6T*H=3Z$$4\41ZG%C>1)?AJYX%+R*+]<,^HS MH3Z]TO.Y>%&_8'R0'O\+U!+ P04 " M@_Y86_#"CK\& "[' & M 'AL+W=O7DBIQ?LZ 9T"+^R>6C.;A&C2MW2CTT M-Q^SRPEN&,E"IK8Q(>![C(Z]E4326@,?WG=') IG-P,/KG]9 ;YT'9^Z$D=>] M^#?/[.IR$D]0)I>B+NP7]? BGW#G4$DQ58=K Z'&'Q1.4UL:J GCJ [0:PUM$ML]:M#**Q856CT@W:+#67+1STXX&;_*J M6<9;J^'7',;9Q;6J,E@4F2&X,JK(,V'AYKTH1)5*=-L8-FB&OMU^0&]>O46O M4%ZAKRM5&U%EYF)N@4-C:9[NGO=^^SPZ\KR_ZNH,,3Q%%%/N&'[M'_Y!IC"< MM,/9\? Y>+YWG^[=IZT]-N9^K;6L+!+&@)_G+G^V!KC;0!-EYV8M4GDY@3 R M4F_D9/"Z-Q+B=R[O7LC8D:]L[ROS65]<"[-"L&HH2[D]SK?B *<=Z[BUE38 MFFI2P69!@H!CF//-H3]#&&4XXG@/.V+*]TRYE^DGH1^D%7>%1$:FMU*:3NS4I>0-];*Y.Z9#(8<>X:AE^%7+3()R3:5L-0PFP:]J4 9U!*) O)W$^&FN7M%IF%, MV[T!ESR.D+ ((E7N([7]#8)/EG=2[P-P"K;-6K:9N'AZZ_(^'/A%*.6$]MQW MP,*$D-#M?[3W/_+Z?Z/E6N09DC_638XSK1?*KL"%]"CP7@ M.*,CO.,] []B_;LJ*X@2*\>#A,0D)YSV.0U@41B2(W"23/4MP)Y38NRB=O^6IZ6EG\7A;TR3J[WX'CA*"0^9>(7(@[L3+ M^?-:.F'SZAX5$FH=I)NB9J:6LQINQO?5SNI1-HHH3OJTA[" Q"P>8=UI,O'* M((0M5*G:/K7AVNC4&NI&.T60NYQLZ8 &PSCJBX +QI*0C[#M5)7X9?5C945U MGS>[83NCXT39<+X.4OR.YA!$Z.A.Z!25^"7U#Z6RQ[PHG+P<^L@(&TS@<[!C M:IV,$K^.? FX3LF3)P#%O!D1$))IZ'D&1%MDW'1RW9.HD,5HU$, M];;/=(AC+(R"L47NY([X]6Y+U4-PJ%8$)SPF@Z5V EF"1F;S4[92'Q2P5WD MXBXOVLSI% [B54Q"M-NSIL+9[:(LSI;NO[40%0X4,<-Q7>@>*QW@L+CL1 MI:?TAX4K.IU_Q91$ M[]JZWCZYD\F+=HTO9>WXS*U35^97UVM5EJI"IIF"]JP%GV%,H!C0:".*6J(9 MNJHMZ&S^G\S.$<5XBK=_H+Y"-W)\TEG,._31F$;&6_6NK8&N)(., <(X(H5,2 M)=.01%Z34 I.H-6P@%2KC/N <2OP,6F[:+X5=N#@&PO=V]R:W-H965T&ULK99K]HP%(;_BI554RMUY (D;0>16JIIFS0)E77[,.V#20[$]F-G MM@/=? OV.G32"+O0BC0_$=L[[\SC&Y.M5'>Z ##DON1"3[W"F.K"]W560$GU M0%8@\,U*JI(:[*JUKRL%-'>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2?_VU[4/;07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1(\8$@F_S6VZ3VW> ,? -2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;:,0QY@%CS#*%F.-^'19H:,]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W[O#;#"Q([A[8N_ 5!+ P04 M" M@_Y8K&01/-P% #<'@ & 'AL+W=OM&68=LV =:HFVADJA1E!W_M^QU*MI1D%*T)=3_4NITW?'AX>4E>;;GXFJX9D^@Y"N/TNK.6,GG?ZZ7>FD4T M/><)B^'-DHN(2K@5JUZ:"$;]"@*>\2R!KV(!G%G?)4_FXOQ% <]D&,1L+E": M11$5NQL6\NUU!W<.#QZ"U5JJ![WQ54)7S&7R]V0NX*Y7JOA!Q.(TX#$2;'G= MF>#WCDU40/[%EX!MTQ?72*$L./^J;J;^=<=2)6(A\Z22H/"S80X+0Z4$Y?AG M+]HI_Z8*?'E]4+ _/X0%F05/F\"/P)?KZ\ZH@WRVI%DH'_CV%[8'ZBL]CX=I M_C_:%M_V20=Y62IYM ^&$D1!7/S2YWU%O BKBYB >Q]@YZ!% MR7*L6RKI^$KP+1+J:U!3%WG=Y-% $\0JC:X4\#: .#EV^(8)U$7IF@J67O4D M:*HW/6\??U/$DYKX ?K{8[E.T5WL,]U? _*4A:(' IT0XR"OV;Q.;*M,T0L MSC?7SUV212@%-[F]=#14*%WH%U0_? IPGU MV'4'.EK*Q(9UQC]\AP?63SJ\;R3V"O:BA+TPJ8]ON9=!%Y7H<9,;XEIS#DG/8L&4*"E-(/@/4Y]&LM:1AJDVD,:PE MX*@$'!D+=1?+0.[0?1 R-,NB!1,Z,+.&9>&N/;#UV3.&MH2[+.$NF\ ]L%6@ MAE%(XXQ&VC9JUODR>?@TF[K(??(?SZZ9V@Z<\YUL$:9EK#8JJ94JPGN-/:X M@"9*56L]0ZZ$?HFX0 [/8BEV\.MKZ^"(^NV=CM@II"'Z,TCJ!RJS(K9@0M*2GL(QX,E3"3-*IMUY..+XI-VO<*8P0J8P0,7N8PTC[:I9W_UM]"F38&OC? Y]%\3[;>\?M?3?R.[L MZZ10Z^=JZFQE,\:8X.'E (/9VNB *V=$&NT=.3"\"K" T]AGS^@WIL_IL2TD M"]L#C+&MA3B%^2&5^2%F[W*8.^^#%G=)P;.S;3A>42NV\6D:VM7*.;(EJ!V MY8;L(UL\]W.EZ3W\% [W!X1J]O.-8>U9:S\D&UV+V\9]QO8]91FN<]$RW@* M+V177L@V.Y<) /H%9$A76BJS0.T0:X[[OV"]%^>':O;+CU53Y*F-RN(HL7Q: M'MU.\@/+7O5Y<>[[D:K),T4A6T*H=3Z$$4\41ZG%C>1)?AJYX%+R*+]<,^HS MH3Z]TO.Y>%&_8'R0'O\+U!+ P04 " M@_Y86_#"CK\& "[' & M 'AL+W=O7DBIQ?LZ 9T"+^R>6C.;A&C2MW2CTT M-Q^SRPEN&,E"IK8Q(>![C(Z]E4326@,?WG=') IG-P,/KG]9 ;YT'9^Z$D=>] M^#?/[.IR$D]0)I>B+NP7]? BGW#G4$DQ58=K Z'&'Q1.4UL:J GCJ [0:PUM$ML]:M#**Q856CT@W:+#67+1STXX&;_*J M6<9;J^'7',;9Q;6J,E@4F2&X,JK(,V'AYKTH1)5*=-L8-FB&OMU^0&]>O46O M4%ZAKRM5&U%EYF)N@4-C:9[NGO=^^SPZ\KR_ZNH,,3Q%%%/N&'[M'_Y!IC"< MM,/9\? Y>+YWG^[=IZT]-N9^K;6L+!+&@)_G+G^V!KC;0!-EYV8M4GDY@3 R M4F_D9/"Z-Q+B=R[O7LC8D:]L[ROS65]<"[-"L&HH2[D]SK?B *<=Z[BUE38 MFFI2P69!@H!CF//-H3]#&&4XXG@/.V+*]TRYE^DGH1^D%7>%1$:FMU*:3NS4I>0-];*Y.Z9#(8<>X:AE^%7+3()R3:5L-0PFP:]J4 9U!*) O)W$^&FN7M%IF%, MV[T!ESR.D+ ((E7N([7]#8)/EG=2[P-P"K;-6K:9N'AZZ_(^'/A%*.6$]MQW MP,*$D-#M?[3W/_+Z?Z/E6N09DC_638XSK1?*KL"%]"CP7@ M.*,CO.,] []B_;LJ*X@2*\>#A,0D)YSV.0U@41B2(W"23/4MP)Y38NRB=O^6IZ6EG\7A;TR3J[WX'CA*"0^9>(7(@[L3+ M^?-:.F'SZAX5$FH=I)NB9J:6LQINQO?5SNI1-HHH3OJTA[" Q"P>8=UI,O'* M((0M5*G:/K7AVNC4&NI&.T60NYQLZ8 &PSCJBX +QI*0C[#M5)7X9?5C945U MGS>[83NCXT39<+X.4OR.YA!$Z.A.Z!25^"7U#Z6RQ[PHG+P<^L@(&TS@<[!C M:IV,$K^.? FX3LF3)P#%O!D1$))IZ'D&1%MDW'1RW9.HD,5HU$, M];;/=(AC+(R"L47NY([X]6Y+U4-PJ%8$)SPF@Z5V EF"1F;S4[92'Q2P5WD MXBXOVLSI% [B54Q"M-NSIL+9[:(LSI;NO[40%0X4,<-Q7>@>*QW@L+CL1 MI:?TAX4K.IU_Q91$ M[]JZWCZYD\F+=HTO9>WXS*U35^97UVM5EJI"IIF"]JP%GV%,H!C0:".*6J(9 MNJHMZ&S^G\S.$<5XBK=_H+Y"-W)\TEG,._31F$;&6_6NK8&N)(., <(X(H5,2 M)=.01%Z34 I.H-6P@%2KC/N <2OP,6F[:+X5=N#@&PO=V]R:W-H965T&ULK99K]HP%(;_BI554RMUY (D;0>16JIIFS0)E77[,.V#20[$]F-G MM@/=? OV.G32"+O0BC0_$=L[[\SC&Y.M5'>Z ##DON1"3[W"F.K"]W560$GU M0%8@\,U*JI(:[*JUKRL%-'>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2?_VU[4/;07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1(\8$@F_S6VZ3VW> ,? -2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;:,0QY@%CS#*%F.-^'19H:,]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W[O#;#"Q([A[8N_ 5!+ P04 M" M@_Y8K&01/-P% #<'@ & 'AL+W=OM&68=LV =:HFVADJA1E!W_M^QU*MI1D%*T)=3_4NITW?'AX>4E>;;GXFJX9D^@Y"N/TNK.6,GG?ZZ7>FD4T M/><)B^'-DHN(2K@5JUZ:"$;]"@*>\2R!KV(!G%G?)4_FXOQ% <]D&,1L+E": M11$5NQL6\NUU!W<.#QZ"U5JJ![WQ54)7S&7R]V0NX*Y7JOA!Q.(TX#$2;'G= MF>#WCDU40/[%EX!MTQ?72*$L./^J;J;^=<=2)6(A\Z22H/"S80X+0Z4$Y?AG M+]HI_Z8*?'E]4+ _/X0%F05/F\"/P)?KZ\ZH@WRVI%DH'_CV%[8'ZBL]CX=I M_C_:%M_V20=Y62IYM ^&$D1!7/S2YWU%O BKBYB >Q]@YZ!% MR7*L6RKI^$KP+1+J:U!3%WG=Y-% $\0JC:X4\#: .#EV^(8)U$7IF@J67O4D M:*HW/6\??U/$DYKX ?K{8[E.T5WL,]U? _*4A:(' IT0XR"OV;Q.;*M,T0L MSC?7SUV212@%-[F]=#14*%WH%U0_? IPGU MV'4'.EK*Q(9UQC]\AP?63SJ\;R3V"O:BA+TPJ8]ON9=!%Y7H<9,;XEIS#DG/8L&4*"E-(/@/4Y]&LM:1AJDVD,:PE MX*@$'!D+=1?+0.[0?1 R-,NB!1,Z,+.&9>&N/;#UV3.&MH2[+.$NF\ ]L%6@ MAE%(XXQ&VC9JUODR>?@TF[K(??(?SZZ9V@Z<\YUL$:9EK#8JJ94JPGN-/:X M@"9*56L]0ZZ$?HFX0 [/8BEV\.MKZ^"(^NV=CM@II"'Z,TCJ!RJS(K9@0M*2GL(QX,E3"3-*IMUY..+XI-VO<*8P0J8P0,7N8PTC[:I9W_UM]"F38&OC? Y]%\3[;>\?M?3?R.[L MZZ10Z^=JZFQE,\:8X.'E (/9VNB *V=$&NT=.3"\"K" T]AGS^@WIL_IL2TD M"]L#C+&MA3B%^2&5^2%F[W*8.^^#%G=)P;.S;3A>42NV\6D:VM7*.;(EJ!V MY8;L(UL\]W.EZ3W\% [W!X1J]O.-8>U9:S\D&UV+V\9]QO8]91FN<]$RW@* M+V177L@V.Y<) /H%9$A76BJS0.T0:X[[OV"]%^>':O;+CU53Y*F-RN(HL7Q: M'MU.\@/+7O5Y<>[[D:K),T4A6T*H=3Z$$4\41ZG%C>1)?AJYX%+R*+]<,^HS MH3Z]TO.Y>%&_8'R0'O\+U!+ P04 " M@_Y86_#"CK\& "[' & M 'AL+W=O

BD78S3#U* LNIKOCO (P[#,]4.9=*UP6F:F<;)'?/X)^T;#IHJ>VC,*>AA8K[*$9Y MZ%M:^RCJ-T\5)#4X2 V<4G^MI%)H4\E5IB&905^ QR/L63K[L"CT*+%T]E'& M0O@AM80";8:<4P]6R@]*N;-TM*M%>8O$PZ9>6^ BPL!B)\!M%1(FT6JR16:&-C]H9@[BI%W5H.,+^H\$B:LV8.8 *,&/6].NC(L(# M:RHG ,H+>0!/ON@@.7)*ODYSH1JJQ@'?B7H:0FJC7MO<\QBVU$(H2BQ4W$=A MADFO@@(P&G+,8+W8ZZRE'+A8[I7^6V@B7O7H#"L= _@/>6TA '.?, M7CD(X M'C _LB4#N-!,GB')G2?%3LLU>Y>5:;G(S)AGY4(6XC4J!5C,6I[C'H2$1;9N M ,4"WU;=1^& 1[TY#L$(#0S[G MMG 1S'Q[7B[G5]%I0MT,NL M1$N9YVEU!'X%)FG?9'C<6>^-O6#/81CM/?@@S.JE"(3QH01UW@V[S=M3$K3, M\FU]7/.,%(5/2Q$(ZZ<(A/53!,(&4]1Y>PV>U^; T&C/]V9M?!6H');W!CY M)D]-!A3:UB=;)CDF;9MMLUB6SYIW>QHXDX"APS@,?>KY=C8!]/$_S"-A9&<4 M8O4BRK"]?"4PJQ=03@966M*92N(VE?]79H\GK*.WI&\8AW(+00=R"[+"N859 MG;GM7"OYAFL558'R;%%;5:2V-VI199OF=!5,A9/LN?OD4=GB4=F2L=A.AZ7S MTX1_XDG<7KQ9X_"F&SQJ&S)6&RGH]!9?.*V^(YSSS;RV(H$A!/;U0.PT&?4 M-D S%08[O4J 8 + LH&C@-)9^R)V]A?I^DU*-,9]NRI-B9;/"I;,A;;Z0!T MFPOB \ #[]R8/'L4QF2+1V5+QF(['85NTT/]V/J19J45]>B&:@[HZC\8!P"O^]"?CH[+% MH[(E8[&=#DJWPR+A#Q0 Y^[LV:.,P)EL*ELR%MOI*'2;..+>Q+D*0 3\ZAC: MOW;-(1BCQ#ZQ!6L"L".U=0@+!PN (MM M7JUYV[Q08MV_PN=S#-R/\7FR?W&FH]^_Q_,AK6ZS4J%&PO=V]R:W-H965T&ULK5A= MC^(V%/TK5KJ]=J6=26+GDP+2#%!UJMUVM+/3/E1],,2 -8E-;0/3_OK:228#MQC!HEQ>(G7./[SV^MJ_3WW+Q))>$*/!\Q5A^LV< MBPHKW10+7ZX$P45M5)4^#(+$KS!EWK!?]]V+89^O54D9N1=KJL*BW]O2('QB)1DI@P%UG\,B)E:9BT`_^TI%XWIC'/DG+=1RX&4>*,@&;\5+6OV#;8@,/S-92 M\:HUUAY4E#7_^+D58L= \[@-8&L ;8/HB %J#="Y(T2M073N"'%K4(?N-['7MPHVQPL.^X%L@#%JSF8=:_=I:ZT69290')?1;JNW4\)"A=4$5*<"(LT(G0/.D M>4D+;+H?E/[3F:$DX'/IJM+YN#2)LB'@$Y<27(''AS%X_^X#> ?0],5"7*:CF0T?XND0XS(,[-N,5 M7_=3*42>NG_[9K[ACURYLQ]L"=7>$8&GB:61&R(-_SQAS)?G()?TFR\27) M)AQ/^AYY+@/B2 M^7=)LO$ER287(MN;F*2;F.1D_CTR7:N4]#]];)AY +H0T-7'$U%X6A(@R6PM MJ*)$?@2,U-N(PL^NJ6I&B7?3)C[(5 AI9$+8RGD@D!+GT-, M[!8GZ\3)3HKSE2MPC"++%4.0/AM*Z.UVQLP3^P%[T+!/+?SP '+4&*'Z.!*_18(L#7$.';(0+N.,2/ MU2MMX?XF%BV. M$OL4=.$BB%!L!^W)4D4VHO?ACH'YOO# _45]Y6^^7CQ&8N%WCE 2>9ZJ. ZU5,DFN\!34/Q M57WAG7*EK_UXY)@O>\8@'X_YURJ-,P W5>9X?]02P,$% @ +8/^6%"9 MS2%K# &7D !@ !X;"JW;W)KYW[KKU\VVMKZM-^:Z-NNUZ7;1?WY9U\ \#@EQ\^\7[ZG;5#[^XNGY5]86\K^X]V[5K^[M.J@LJW6YZ:IF$[7ES9N+G\E/*MU5V)7X5U4^=$>OH^%0/C7-Y^'-K\LW%_0 MHK(N%_T@4>@?]^6LK.M!2;?CC[WHQ2'F4/'X]3=UM3MX?3"?BJZ<-?6_JV6_ M>G.1743+\J;8UOW[YN&7-+Z+%MNN;];ZR;&ZVCS^ M++[L.^H F$G*M!]!3JV MM78$X%FIZHP/<5N%.!)R^BYB::K8K-;=E%U4;_H5E\7C7UMLFR[OT7RCVW5?XTNHX\?YM'WW[V*OAO* _+YJMEVQ67:OKWK=V"'DU6+?L+>/ M#:,G&O9[TQZ+ 0)7]3175$M+_4A+([J M"FZ)/*.U6&S7VWK7B4V *MMHT:SUZ%\-P_*^U-VCWY?1]W73=:\>35>7H^D M:E'UMLB5/A,.IP,]G YT!\J/+XM;ZO-IMKEQ??7_T+2>* 0UX_BHF= MV#!'WE^3.$U2%@L=^_[85\RP$E-,(8E9=K*#G6RBG6,L?-1,CG)1087?Y MS"]&XLR0]2:N=RG7S4)?ME#M]KNNNV;UZ=7*"^_[IJXC?5%[*-KE?Z'>XY@# %-LCBDF,<44DICEOCBX M+X)C9&?SY; Z6>YF:#T]%[M%3_EE>%U"'@MO7F(B(\09(,&X4\T;%5)BAE1(M8I8KR<&5).C*\74\JKINJJW9Z@5*&Y7KN[KY6I;[O]WI>:T[ODI!?@5C31V3 MB><$I23SO)AC!I688@I)S#(V/1B;(AH+F9EZ_2\RP9RQEWJ7"G?% ,JXXREX M+%.['4G,ZO;LT.U9L-M_+[[H9?NPJ-7[P<=58]]$&[UUW0V;J"O[OMZM\X=E M?OEXL2N&BQSH0>9UWB5)LH0[+@3;-'4&'!=38L942&*69?G!LCQHV?OR;MLN M5L/"1%NR.!XW9Z:[H.[4Z2X'NCT>_CGC"3.HQ!132&*6B20V&^SXB3:"F^+8 M[VXJ2.X,K'#,J2-K7%")&E1AJ=FV"$/$K3EXT:O].OJ?WHBM';BD79'7XVJ M^Z)_W*5W?;O=\8\?=M.E]K OOH#6$;\7>9[%KG7!=DVV#E--CCL$A174MLXP M"A*&%+YU Z*\+ZJZ^%27T4W31EU1#]>TQ;.M^JH\;QT &D3B&H>)!>:H:G+, M 2BLD+9MAD60,(SXI[9@&&*@ 9^>X:J-D=5DZAJ"DO-/@D,6R!A MN/ G;'\ 4)#FJ0O%P^V:[#J=4!54UAJ]@>YACO0,'? WR51 !/PW#4XW*RI M!J.J250UA:5F&VP(!@T3C-!^B@(;^32-8\L5!B!JB91U126FFW645Y%F%F$ M=UW_V&[T4B4^O5P/]TJ.JX#R*O*,9$(XS&^.&EBBJBDL-=M2PS-HF&?XNZ[S M-OJ;>[I(&:>SB70KD37B[+D!,%\KCW-DY2Z#@),E)#7.@ M8>9P=M=U=K\:#C!Y (S'#JB!):J:PE*S7378@8:Q [CK.N_D2/) QY '0 PF M*T!!D#Q Y4+D@1KR0),7W'915J!JC9'59.H:@I+S3X)#*B@85#QE&0CZI, MEK/,I13AR),]'!54H@956&JV.0:,T'".!&[.43C8Y!'J9S]0QO*4NQ,B*O) M55-8:K:]!GG0,/)X?N81]1$'3E'#2M1MU126FNVE814SL"JF92PQ'R9PG'G#S$1@65J$5EIIMR]&']&'>@(L M&;#AI[E'=,/MFFP=:M+%N-06%MZPS_8&'^@<_BF4\P+A>.>NLYAXH8YJIH< M=00**Z9MG$$<+(PX0HR= :B94GNF8!Z'PBJFD154^=[Q+;!L!,65MIX)CT/ MJT]>8D I&S]1PTL4=44EIIMJ2$A+$Q"GD#/F<\D0'K.@'P-CQP"8C]!PJ" M]!PJ%Z+GS')%N82DW*6X)Y#91',9Q&ZYTC,4NK> X4:6**J*2PUVU6#(U@8 M1YS-68*=]($ S ,+$S3*:[].2+$<+U5M6[/1?([<@2[@T!H%C". AP@P5X_(+PG&/NO&>H:G-4-8FJIK#4[)/ , 8>9@Q/@>?I/\+!QY MLH>C@DK4H I+S3;'0 ,>A@:X\#P<;/((]6D!Y9E@F3LAHH:5J&H*2\WVU] ' M'J8/SZ?GW-^J)YRX=WAP/_7!_4@>%G)OW0'T2S^3>_S, C_CAHHP0$#&XAS8 M>S.>)2ZT"[=J\K0X+JI$C:JPU&SG#$'@88*3^TXD/.0>M0AW*S)UJ%2AU%' MH+!BVL89YL##S &?V7$?"Q2ZGUU0;A=DYU#11#C#D%A!;6M,VR!A]E"B-IQ M8)O.8YY[4Q]J.@6JFD154^=[Q+;!< L>YA;C[S3DH%.HT((#T((0D>4^&D(-M+%'5%):::;F!%CP,+<)W&L(V L1"4.;"@QD'B 5Q[X$#Q CA":7474, *"(G ML7 G*HA89#S+3IS\PA +$4YD>#ZT"P>8>OX+/RGA%+1##2Q1U126FNVJ01 B MC""'>!NV$SP- :+.%63?87-6=',D=Q!CN (C!W $"'$']%B(M.R2&.R0OF2F1H#((5+4YJI$55-8:O9)8#!%@I\ID0!)"W'L?D0=^T>>[.&H MH!(UJ,)2L\TQ6"1YR4R)<++#)(]3/E!!YS+SY$#6J1%536&JVO09X)'JVHD3B M P[&O/OCP\V8/!#'Q)2H,166FFV4(1?)B^94) "V(*G'>,..FFS;]* 2-:C" M4K-],SPB>>F,B@2@&'J/ZCJ'RC!0U>2H(U!8,6WCCA[I\=(9%0F0CN#=A3$+ M-VNR<;C/]1AS!HKIFV<(1#)&=V#&XMRT^]7E]N[O6F8EA=GEN]8*8MS!(M2^3"7:>@YEV@JBDL-=M4PTJ2Z=]V 9@*&NEC#9@(_:0BPU+2< ['V%Z6'WJ?)<" M"1PG8#IJ8(FJIK#4;$L-&4G#9.0),#WULS) F Z4\T$B6 B"Z4!!$*9#Y4"8 M?G7TD-CAH<&_%>VM7B-'=7FC:\8_IOK,:A^?P_OXIF_N=L^-_=3T?;/>O5R5 MA5YA#P7TWV^:IO_V9G@4[%>IR-?_!U!+ P04 " M@_Y8PTIQ^,D' #R M(0 &'AL+W=O:!4@<]E4!26Y M7506*Q0$\:HDK%ILKNVS6[&YYK4J6$5O!9!U61+Q^)86 ,%F 1=/#]ZS^X,R M#U:;ZR.YIW=4?3S>"GVWZK3DK*259+P"@NYO%F_@U3:T"ZS$GXP^R,$U,*;L M./]D;GL:,Q:!040+FBFC@NB$]W2HC"::(Y_6J6+[CO-PN'UD_8?K?':F!V1 M=,N+OUBN#C>+]0+D=$_J0KWG#S_1UJ#(Z,MX(>U?\-#*!@N0U5+QLEVL$92L M:C[)Y]81@P5:CWL!:A>@\3)P9@%%V!K:(/,FO6.*+*Y%OP!"".MM9D+ZQN[M6EO#*A/&.R7T?YE>IS8?*U+G3-$<;'F5Z_ T5Y(7+*?F\9W2'SIN2@*^!ULB M#^!''7L)EN>CW3OPZNMOP=>5>##@=>25+F\7BF-RVA?92V&MPT&-(,A!K_Q M2ATD^$$CR,_7K[0]G5'HR:BWR*OPE[IZ#7#P'4 !"AUXML)?CCUP<.=C;/7A M&7W6:7OKM+W@)= U*(ABU7V3Q$PQ*J]<;FO4AFZUIL"OY)%D]&:A*UA2<:*+ MS3=?2CXWF7SA92=>2#L/!#ZM&]^U_VHX-*9&\W*V*XT3>>T6<9AB-?7J],0 MOD,L28(=F)GP*(.6.0-S9O\;UUC37HKKOM2QJN,%114+6+SU%QG)H9'P4], MIRC83/SX_B-$E@W@A96>^BCM?Q=X@OJ:::<9(TWZK')"2"\7^M0])'>*9Y]6IKNGH.,EYKRY"S(9/+],8)K-$(YE4HB MF,9NF.L.YMH+\\W ?Z:Y:O:A0C282R8-4SHK9CT! \,P'1>,0PI%IAVZ(*<= MY-1?R+Q:VE+HT[^@VL\:LE1.L.D$1IB@L7M=0GBFM&'04UOP0O_N%-!^K4F5M>1"W6L^"'8^]ZQ**9IP+!V0,7X18%US)ZK*IMBP3M#.%R8S7E0+Z5H]?GZ@B M.]VU),UJ85N1TS XP;Q,8@C?ICG$4#*7.1#UQB$_#1Y(=4^E&1:(E%1W7&-6 MPAEV52W)YUT3?BSJ&73 35'/:^%MFK. 40H';.34PZ%9BQT NVY%/K)]_KT()7 M]TM%1>ESZ90AE]&D'3F$PG"&1F'/H]!/I$V^'LGC?+).F1&NXV ,;RJU1&C MLN?X>@*%7V!0W1-KZLQ5>="MM/'MH,4X39@RY3+$R:3>'&)1,DCMH9C%.&1'&:1F.,4S&88C3C9]0S*?(SZ3A;O^!1-"5'B,8IZQ!" M"9Z#VE,H\E/H[\\=UIW I]07KX=UU$*?BH4HQC/C(.H9$GV!(4<;15:=]'S. M'@-=E"0OI>W<"SU)(C])W&@]>49JW/I"D:.NZ)*H=;LP$].RI!SGH-(+!>.IQ MB*%@'04S,>WI%/GI]&<;0[/#-(/\U&[&#*.@PF5N@2C-!YL2\'Z!U2'%0Z M"D/?3NW4UK6'G!ZY9&[J0E/VA"&>;.U=8C$*X%POZ$D6^4GVW/?_SP0'L:8P M'6]@7&(0ZH%FSH:>@I&?@F]KD1V(;))>]S3=R=2C-8#^4[.C,0]J_3>\3D-V"/5# M.T_$/6=C/V=OY\ "HL".WK.J,I$P3$(%X[G3ABD;(QPDX22#IG(X3M;!S,2$ M>];&?M;V&D'-!L\+?\K$,(K" :6U*=R.$UGSW1Q3[@X\7+&77T\-JV%%/:< MKN"R%DW=/M&)3]SF#2SCE?O-CW/&KGPMI._=(/PQ@_S!@ VI[L39:FZ[;M%P7*=&BGZ5,JCQ(\'GL=4BB\+%_,SZ&JN=#/:@X83VMYQ$PH3>7U-P9 M7=@S8NJY/NE;L>>,Z;0L1=?CP\7 M'$(01C-]-^RI.O13]79 9O9TGC;.MZ?U&=>3HI $[VY:S<.7@F.Z<(B,DV0U M>'M>4G%O?U0@@3U?;]XY=T^[']RZ\L-_K1_?PJMM_.#7DWS:XC?B-"]5X*" M[K7*X'6BG2B:'Q@T-XH?[3OZ'5>*E_R0$E.A1'0_]]SKIYNS!=T/ /8_ =0 M2P,$% @ +8/^6"JZGO8@(@]6L !@!X;"]W;W)KMSVT:2_U=06N^N5 71)"51DIVD2GYEO1M[?9:3NZNK^P 2 M0Q(Q"' Q@&3EK[_^=?<\P(+-MV_>SI4SM;FE5F! 7:5/1D7C>KK*6OS>*I73C _?"Q6"Q; _/#TNV_6MV<)&OCWUL^3%RE2VJ*ND,?-O#ZY&SUZYM\># &0*<,\WJTO+_DUM]=WB0S#K;UBL=3!"L MBDK^S;XH'1XS8*P#Q0+WFR+,10OLK:[+MOFOHV:? VS88/C"J//)N"*"IMRW3;T MM*!Q[7??F\HT6?G-TY8FPT]/9SKPA0P<[QDX2=[55;NTR>LJ-WE__%,"PD,R M=I"\&-\[X5^[:I"<#--D/!R?WC/?B)V^**JMF158FU_2C(<9K;?(_5U;-L0Z_[N+0@+ MZ6X($[/[#J;F6\/UEBKN3$'W_WI#Z/)\/D]Z)UZ]$[OF_V^C7M@X.OWKS]> M_9!D@^25L;.F6#L*O.@LO6OML^2GK*FKPB;7=Y8H8=/D;34;)(<'/UV_/6#B MM?7"M$O3$+>VRZ0@2MEN:HN)K$"T/O$EBQW-Z:\2Q-Z_G3'R[&X^'SE_5J MG55W_&WT/*F;Y$ 7.SA*;C.;%-6L;M9U0UN0)QWQ5L/#R^S6 D9\YOW!EU>& M?LX:^EPE[^L;LYK2VR@H.$I8%C1)LYH&E)A#>^SQ9M_S:J.]$\RXA?/&)\E MK=S>FO+&)+=+@OWNN+ZM:&2,U2#Y1(LK G\FC.MYRZO;M0'?%+\8@)\0CV6) M-;.N*5I&GI1E2YJB=8J(UB-^6!,XAK_P@'53W&2S._Z!(%^7!7&C&?BM*N9 M*1N6M!+QIVEHE#5,F*PL$/L@8(:BRDEW &K*IJ[QN(*65LW!F\P+6=EW>4\ MI*Z.B4U7/!]M0MGE1;5X1HB0 L9&)O.BU-G)+A2E?4YP5O,B)T @-41C6U?M@5>9DKJO%C0#UA<]1L_39$W[P(E\ZS+^LX8FFKNI:\QQ Y_63KKID1A'5N MT@12V)I%,>.!A%#>$4+K,JOH30:?V;$@HC#G=8"HP<:W=X/D(\VY(&7 \ #K M)9'+5 OF(J4.GC'HS-(+$D?\#IU4K6K;DH6Q,+?'I!;:8D8TW,T?@9%H2Z^S[#K)UK3X3(6, MP>&!135O,L*3-JMCWKTIB)U9MPY(J4#7CU//XUE5U1U++ #*;HC+LFE1$DD M)+3,O,P6=EFL_1 8O>1:"9=\<*2FK<@8L)3DN9@M'168_L0GN0'G 8XTF1. MT#+D:QRW]?%-5G9*8V("TD!3VHO/X(6*?(RL(TX6FS'+U@(=2]F2]FMIRG5@ M=MH= M AP1=!/Q&?MH;.ME/1LO2'@2_411]:B&=W2%\$:>K2ITSN_W20*Y5U"*H 9 M(2?CX"A2EJ(HB!1D.H%N7=&K!*IE6T)< VTKZ+OI5 V1.-7$;HQ*FY6]!FZ7 MIL(8H^J3J!&B9Z$\;PK9?.F39WE;B^"?+2]?242+*NZK!>BF$A2R4\5O0]D M Y>** "D(MX+J(F*5!^)@&5ZS\CW%>ZA+_X'-17F62!5DA>6M8WJI3(CG3)W M;$. +LE3/B8.^YQ&.PC4G_?U(.V(9;6Q(BY+MU M =.Q^4)C3*[KS6A$PZ:;E'IA"Z4FJUL"4-C?%FQA@V2H%-)+*Y)B4H.@'KW1 MYWP\A\WTTO$\P!V-\VN15>Y8VS^/-49*%"87A-T@"'!*N):\0SR0[%^]X_! M6+ !>\<4R47#O.H9DH_.^3A\]^K5QZ/GT=9YOX3X.)H[&%A+XM1 WF9L^)GA M67X2)FSGX (NAFTY,P*4JU6\X%DUK,3%=W"L0<)$C+*H1"O'XC*C]<@0W^@& M%VN";69D>QI#KF+KR)B1S\)?F +69 T9>B@U$@-:?45!$IY&W$,2M&D]:M*PH+XIUH\CXG"HIR;+T(LBJ2TTU_AJIMS#\Z8UN(?#I(7F?)["]8\4#=<_Z!8M"(1.Y#68C0"HKGS3*,FIYBE7D MVMD06)&,D"(SI.E(0Z\S]4BQ0),S7+R%5[2W,]J_$7LI'_W&)-?'_Y6ZD.*M MKK,K@'-Q!L4G(8M!3;7KU_J8D>#Y$/7V(G072[!SX6W_,9"20*I)K)B^Y,1FT-OI^R(ERJ>NV M(J/%"K<4X2-!K/ 2S)6J9NMT/KE7<(M[F[1S<^[;DA\'UX-D(<$GK0&SM\9$ MZ@J ,XC3:,HU$#Y4ZGQ_=?4AD.>E(I2M,(3AHS&$,;GK19W;/S_$,Z17U*H(M;R,040^;W?NN:2 Y=Z0!V,4)C,Q>9[6@&ET_ISX?5U4K(,V=V25Y8:#JRS_ MF6RF0'((&A:6L65S3SPC9(=*PO*LDL*(E-0C" 7'E!7I+B(XB95M M<*,)$S=E3NY,W7I@"V8RP4$=&GF/O>%5=D>[!;M *@FPLDV\BR*U>*V&GV,2 M\G-*0LPB_ ..I\CD& G=SA_U"LHB 8Y-,NZ*W, @IPE6(WF^9FBC& JL2@% M(B>/D PL(,""4-[I4+F ^I-FEZ)T'UD0X7T@U,T?V.$.:@)N*3@;E>$8$E MF<%)"@(-CD0>P"5MPW.9:<.YC(FDS7H:B$&J+7>*=O,:$JH4)"R#P\0%6_\X\@Q"!]^UBF9)9*^.%!R'B= M?)#,D :@6* S+AT0#)L3>-%KV-Y&7H7R*%:.TP5(K 4;8>A?(@A8DO-$+I7F M0F(!3N*&1B^8CW*L;]I;F@LX6[8]JXW630+,DUUV0_$F>D;PP8=GFG.D"&2 M1:HZ=U-:!!6-H8 F^/V=-1LA@_?]#WW^AV!9,^-R8%=QIHN5;K@=PZ>Q?&F.1 TD8291 (,^S=*0@I('C_5I4UZ.@MJ; DR" MIWUZ3MF]8;HA=(L(0L(,FA!;@U$=,0;)WV]\#I)B[KFY90;=8;QIASF8IM%(M%?C(FO=;Z0CL-:>RF3'IYTIB"K0/9PQR4Q;PS//MU >RJ@B#"XKD8*I@KYB1 M^$UKROFQQ[GLQ$M^V\>N01S4!(+AP,.25XJ&(;,&@M\'K@WGXSQ_9^P: #.9 M3'+4A!Z4 6T?4B*DS&A+YH9]-R@@QB0[<)7D)X_H:P M=7%SCXU@P>YH:D$4B==HNE>Y>8)"- 2!W-R:-3?1NM#W&H M.W$-X B1DMM*_-'.EI;?\)QX6S=E?DN2(<2I3(N:&0 C[=TVQ91BB\9JBK/L MS'&6YQQ'8R[.WW).)>/,&1(4[=U: MH1R1'0'+!L"-9FEC];LK*+A^F;RO!{3 Q,< 3K,SI5[6%==LK+S_TFW-P$4# M5RA7(+2.)=@%HV W,#=/(3-D?GO3^#6,)BYAIYPY?DH1FPJT2Z_K/)*4:E:H MK_"#%M%U)OJ+9&IF))4TR]I]+X"F2 CL67)S18TUMBG*HG,()6R/>@2P-(]5 M_'>O<9*=*M6031M5V '*9U6Z%87X*"C97 U&-PMP8GU>6@E I.8SDG'>- +IESO.),DN&74&,"B,:R> M^K;LH2DBH/S>B4U,"<5%4;&.$4G.<;"!@.WAQBJV_"JUXH#" :M:B7FA:1D M ?O-7=-0:M.=9WJV\0UQ9(CA'BXH[VL' _8]18(VU&(7[)!-1JG M?*1-N,U*5G6[1I&90K/B'NP1W.P1\V"I/*8!SPPCD'S@8"GQWTLML%7WA%6 M*NZTBMZ^HRXD$2Z+JCBSB-VBEX5H^S#J(9.J8HJ\V@!Z&FD"!T??GP/GS$R/ MQYD@D'N*- N6^9AW.&O+OED=[0,3><9U.@XGX$!/B7VU2#S?<-XV/ 6 %%(@ M7 O .4TFN0RP3 M8T.<#1'"[T33JEX5LRW-L.E"@$A[_*)NG;,)0GB&<@)7!-59ZU/Y-]HN"59J M25-QSA)HP*G)LQ+R!?]#4TL8V7ETVKK5E!9RY#[]&G/].%A3QY[,>0]85QL M'3?L)S[8;,"%S1S#BQ"9&8>VP6U_Z1RTC!!FM;$!\)X]^9?)+%]D&[LVF: M[:\B8V<56/(IBQQ1 <5!30W>T$HA(_0 /G VU4"5V>RS%)50C[Z3L]"\O.5,M2#08@GVQ+8HH@-H^R[.$*;PB,3L"$6@J4]Q(_T5?4C7OO!OQ)LK9<>GMEQ*F)E;[+$>H"7179 M 0[+ID59BN+4GAS51%*UW\A,> 6Y:[&^JH;^@1<)A=WU(7&;=2]$SB[GQG7MM)ZLF49!5)^XR#DJ005X,!A*)KCQ5)M48H[)?DV)U/UC")EU:FZ%UR=V;:: MZC^KQR)YKM5OD,N3=4AC;+8;/(P1)Q.?G(U.T\GDDO/E M\SZQ4OSB=9>DEZU02]$2G?*E6(E..SOY8Y)YUS'VIKZTR6CL]L77B!A$95WR MU^:DDT0%Q@68QBRR)E=SGRT6^![3'GGXN>'^A_>HT9P/DGS@0U/Z8%O;3SZN M$22+TIGY&A,C)C^*L#:?C:]WNL)0J&=H%U9ERI[.+QKNN"BXM@KRN9'$/%[G MYKK.HB87%C',)B0D:7AK>A<:MS3Y*-:7]WXFM43M/M$",'/-#"AS56+:*@_L M#[1WK;_."A' KG;R&#W'V#-PNK3^V8[]+"D&[Y]MT_Q:R2&26U>TVAK CMP* ME>9?G#M.RMI7-EP-8^Z<+:ZB!H\F]&*DD;_FG=%079_3]WI7:C':)';N]JX M=7[O

M.L/2RN$C,%ZL82Y\TH+7P!*N]9)H>*$J9]H4UTSFO.(&\%0)U$!B ZQ'_14L MG^3 #)GO/!80L!3((8"DN(E+)D-[?B-WH%=*943M:4]:\J6C\SYZ%@7Y"&&B M-0V34OQ#EQ'\ACBD)<5+@FHJ])V0F->5,]P;Q2N+Y,)RZH-L5HF4RP0H:H?\ M!8:,$MA=$!)+%+9B8W&'334O@-JM"Y7G(7%I),BJ>*?,@Q 2A;9A*I,,L$:*Z33"0\]Q'VYDY5
MCB>."Z+VF;=+Z0+KM9)+:^,;9@S9VS>#*.J/V$>7JN&0_36A0G?!7G%FW-(! M12<->ZH4IAFEC0:^\JR=/_L(U#>N1\)5+TGP-0UQFN-
$CE,*ELC&>V1:$0A@.V:-4.^&H([$q],G6/)=;P9(2&+"395!4EJ2!WH<:R1G8@ M[7U-;#33ERQU'6TIYO LT"7F!IKLPN.;98\A N-R6LO8J7/:,D
M&KAD?,XQ[FCJ=HVMNI]U^8'"]QE^X&AQBA;4U^L"Q+*VS5["79WBA0#6%P(G MY#VVUF*'P>F&;K5+T?-G"AF(KB04#4&K#K!D[]RFJ@S*,4=#-MZC@HJW2H6K
M7;^_J]#GP4W]K61FE8(EOW" M>OT@BB(<.,]&HXW1>C/LQ\$@'AP@6^W>[CN[,*WQ>J!=-):-]35_')X$G4%X MH_AF_HH^"TY/HX#P*$4._NS- T>M- AE33P=[Q[WP=&/\DK6-
M&L8"2A)=P5[-VXI&RP _Y-'$3= _M'A^-L?/ZTW#$[Z@Z/7YOTHWIW[M I]N%3A[U\]Q%#"\=-THV-Z@%V"A;)11/PZ#N- _;*.>XWP]ZW7B3#CM2=Q"Q M!P#V"0]6UO-
'56=TI206G!64B0\@!9YH1. #=(4W3:!/GF->X@G'W6/9.-YP MM#Z"MR[$CA=OA^Z&FFY<^Z;-SO^KH2[96RG<[;'^'Y)[<9SM@]A/%0F"}KY_BDUV+:/]3]Q*K2/8XGRN)3
MVPTSP+NX)@+.JMK"0ZY\)I4Y#EV47G:G!V/1;Y(/!9*MK4DR>3#FJSS< M)A>=O@3$&<=>+"CV?(-9YD80AC?&IN=E4M17%^WUG\)N2.7!^7XQF1?=.+3
MB\Y)AQ*>J2KS'\WB5V[RF8B]V&0N_-*BEAU .*Z<-WFCC AR7=3_ZJFIPYK" M2?\5A6&C, QQUXY"E.^45Y?GUBS(BC2LR2*D&K01G"ZD*??>XJN&GK_\G9&2 M.^]YV)
(WO;C1NZ[UA]_H3>F#*7SJZ'V1<+*IWT,,JT"&;2#7P[T&?ZN*+HWZ M$0W[P_$>>Z-58J-@;[0W,?KKZL%YB][_O2O'VL1XMPF9AS-7JI@O.@"\8_0(MG!3C>9WU/Y?]#[_W5_?
M[^10RW9B\5,624N7H45EM*D<8 M5ZN\+N:4U17 X)*9S73,%)*)Z)%3'6?XI(JD_<3?*EUBV#SY5'GBIU);QMJ: M:IZB)Z-A-[@,1DG-+;-(.YIS 8=9MJ3$4&$\Q< %R(D,$P-6ZTRC* 3287%
MH\HJIGFEK"H\(P9$MR[EK0YS"C./7$#&=2E0!VG$VW('HD9LJP+\)OZVE3E\ M8V9O*@G4.?9-HIN%H4RK!YUIKQ'$(>+U*@ 33< @:%!ZNGQOHZ MH'6?]R;G%GB--3*HI739P(,IA8L=>8-F%
[RH0<5/;&.-R-#6IJSR,>17RZ/Y M?EGJ. !-^1?-=R9C2K2++8OX6_D,T2+D@[:5 ^YU$(K706;,JR[I1($2;D*A&4L %Z%*@ M*30OT>)57<#+K>J)#CLW=[>=HRY]WFUT
MP\#=;3,8B#=@KTDWH'@&Y.'A@M.I]<\6/.WG^ M:E<] 8R "9 ![F-+QL<-G\1$]9:LNSF.0*.!:DS.AA&X\E8T*:WL1&XI14G M7>-Z!MX$,KX!AE(>\/ AE#G!1:SRS=M(8GM1P7H0#M< ?.,#]8
LF#6-HR MPULOL*?#"L&X?A1:\"8X= #JCCSO<;'LYHR_?$Q\=+EE9=T23+G;X+94-DS3L MGDSIQUU'R][: 1]\-@_7&*%'Z-9G_=7;U4WIJKX@/(O7UZP/RLXQ](AQ!M5^ MJWC2J:>O??"F#->%!^-
Q^0C+%+<]MB* [S-C?/L@#E;WQ\M_ 5!+ P04 M" M@ Y8(?8*J4P$!"@ &0 'AL+W=O9+\;)40(9YJ)6_JM9?<*-/X>,,EQKEPB^LHNQA/X&T=MZ4&V5B M4$H=_\7])@Y/%(XZ6Q1Z&X5>X!T-
!98SX<5D9,T*+$L3&^`JT&;R$G-2;GV MEKY*TO.3$ST;[MPL&9SC[!KM\F;@<W!W@/!D]Y.P#]K?0#]3@MZG=Y@!UZ_<;@?\/]_Y##,I$N5 M<;5%^<&>Z<-Y2V?S[5ABBE<';5KB5CETE4APGU"L.
[1TFDW> =8>=CSM\@^ M#':A_T+2=N*]S?;\RY?9]_G%!4PO9S" O)E>GL]/+LY@>GU]=G,-#8=F83$H M:XJB+Q#P/D7GP.1A5]4V+:A[H+(R13!W:,.YS$A!YE(P_\81]DL^^B5B;D3Z MHY86,U
,K$A'*NDE.A:H2_H@K'12+R&WIH1%36N63$VYD%KP%' '<$-63TU9 M";V&!2J)=Q@)+[:)-14Q-1DQ?=\J-\4)1;)T/P$3 >ODS1)EIO$Z?#)D@7$=F-V61&T77 MM[M+S6=F-H1& 6 JZ?
R4#O,:T6YSG' &,ZS% ;:;8&FY##\ M&H5U^_"^UJ*F2&.V#S/*Q(};+@./::-&-,LLUO!-E]1&H]3/DU#H8P!X,6)UN M9^/T:]_BUPNJMF.8IFE=UBKP?!:5P]9P.T2DN0>'GAY]5M,CLMR88:V]_E$W)'?
OPI!"N;+__MKYA8A!,%EERW#ET_ZIUY("8>']:/SX*Y$_NLB;+>>5UJ(;+A^C9VK[UI0(,^ M']P$9"'>T.UI[ZQOFO]43P^CCX+FD":AA[FI-HY<'"8@(T/CKCQI@J7_),X M>C*$94%O-+0L0-
]S8_S#A@TTK[(}?U!+ P04 " M@_Y8*A3/_UL) #" M%P &0 'AL+W=OU) M9A3=9DDSB>V&T?.N?;QKW3;BIUUKH\YV_W]O+<%#[1F;]WPA5I*NWZO4K,Z]+5;U4?ONC% MTM.'[N5Y+A?J0?G?
\WN+WMVY-)=:IRIPVF;!]?M&ZZK]]/Z+]O.$/K5:N\)O)ZVE3E\ M8V9O*@G4.?9-HIN%H4RK!YUIKQ'$(>+U*@ 33< @:%!ZNGQOHZ MH'6?]R;G%GB--3*HI739P(,IA8L=>8-F%
M79OD3QW[Y45KVA*QFLLB\5 _ZM^]E&=_]"*3./X5J[!W/&]J]'#>]5A($&U_M%O[E@POU^\"+!WXJL(X;]MACT!J_7 MZ_UK/0R9WO (O1LU\^)&NR@QKK!*_'4U<]Y"WO\
<$C;0&AVF17'TUN4R4A_<"TE&-=/02]7 ,8M]A_GNC]LOCQ_>?[P5#[=W'SY_ M$7>?'V\?Q-7=C;B^NK^_I;^/\7CEZN[AZOKQP^?[O[$YTQ\DFO1[[-A8!Z_ M5.+:I+G,UD([5P
N.>,2]F<^5U=D"Y+Q.0.!D.!ZV>[V>D(N%50L0%3DV1#]7 MB9"I*3(?3F9(@;DUD5*Q(S!-Z'+NE>4O.M->XR1@1TND RMB> U180.0C#*+ ME(B,\TZL% 2!3:QYUD@A*ED#SVC<[H^G@6G%H'
,]:P!'$TA [/: C2W)N6O M#0%%#N70-V)6G8I"""T3D K[A LA5+K}ZAK49Y>+ OV&(E<8)@"3=(U]>%0ND M']$?L^[O6V2)-?UG4^&6$I K;9;V(1_K M3]XYT$I3T$%>CKXR(09TTF:YA,/>&3VW,&
M4*TLS)E&9Z#OXZIAZ["WYEQ\202Q-$FL8#A(118($48)ET6<%0XIR+$+T$+] M'L/)=0KWTD%ZY-0(+XB AJ=LG#0FWP1L-"0D0:S9^\D7H8/PUB8>@!"B^@"5 M"BO"85VI05!
T2%$:VYL)99&E#?UYGF#1^/2$3=%"%1(XY=6*9&&(JBH" J4 M,%67L'89Q[4)YZJ,Q%T7$BN))&3U8H'0BCE"L &]C+%]=RM;L4!H93Y9-^W9 M)B=804A%(N$YE]8?,!]!:564&>BW
H1".AZ14*98+%&&)>P#L=JL ,AH@AP//610NE/>)_Q,W@G7M'HK M\!N, 05QW,CAI4JW2P#Y&G>K%!I(HV5N;V8IR"#=LMT(Q.V@([GITTOGLE+- M#'K89D2B;%0)9E$BG=/S/7[8EYAL\0:RI3
%.B20)(FU3KQB6J9PX.5> MO]T66-S 94)DA* 9BE=%)@L 4O%K<5\7C!,Q& _:9VM\IB2%7L MXOKYA93%BNAWII.?JW);4E//.3D'A8M99 S?JH0]I#3.CCW_+ZZTA17YHAW$ M6V BBLVY
V'_O/V!*3*US5/30,UG-X\$:[GV93U1$$.>O5OOSV>]NO_JV#% M.B(YDG8..IR.Q7 R%1-T0//Q2#Q2\H4^I-Q^.,<*#(D&\2S\#\?B:C_$6#_[M7A?"BWMB =S<2<1B+K45:$**8W5FM^^8#-
OCLBT[&4Y/VX->G]H .:B?(HY)U M<(4&7:(2*XI&5/.8)^A-/D?MYP)I)=?ST.Y06W/2A_ O0Y)UX&.Y:DSH/?R M>.5*H8#L(=DGIRDC0#BK$VKQ*2P(8LB#VZ!PV!1VN_TC+>#P5^6W(\G]&&M*
MG4A&7,3%1_1AB1B@Z]&4]>TTSB_1<$MTU6OF>4RE.LL+N)>]!2A-"K<.,9D\9 MVC5-SF$)Q@:/,E$WRG= MBHT3AOX69YZ"-V=]@;K,$AZ=F9H#YS&HV_/G48'((@0M2 T\E#>B,J,"&Q%
MV8WD0)_Q%!#KI&!IMR?1PX-(D=,%5[9N-AT'HB>+N[M!DBG0IM*A91F,AH+ MW,ZL#EB84&R FJO[$3].(6?5[I?V_>]M!5\XGVR0ZE,?]] VTH4& MD>=--2UM]B_7R$L[)\B4?
ETU>IJ&=IQ<\S8]TI9LBIC #O+R[*8' X'6KZ%# M&868CSD_<^KB$$3"<=7@NKF],*["]6HO"VI4F(M!^UL^!0/OZ$#I'L,J>,W MW$CGVG,EYQS3.70SUVWYE-lO#[?8G:1<:
M8B1]CJ,8W\>MX!+5BSEDM 5:<#ZW,!5RA=B4% ;7_X/4$L# M!!0 ("V# E@LFG!:M0H '$> 9 >&PO=V]R:W-H965T:F;HHN+Y (7)U=S$*1NW".[G>6%PXO7Q>\;68" _NANM'P=-IQR60A M2B-
5R;1878RN@&]Y&/&SY*<6=ZOQEJLE#]$SZ\SBY&/@HDY_:=NOM5 M-/K$R&^IG%CCC^]-EP^6%XQ)^A4O" _E*W1AV768B&]*?@D2=6&$KUHOP(./?ZG+,
M(M]CH11.#O"+.C4CXA=]@YKLC,*" >M]8:R&X/CW/K4=U\E^KI@P9Z;B2W$Q M@HPP0M^*T>5//P2)?WY YDDG\^00]R>[YB"7_3+.W[]]^?=?W_[^ZOK=_*L(7B.F-JQ3*I(>>4-HQGJK(BH^T?
N5:E=&Q^;ZPHC.=>E\LQL6-OBU(N M:M/Z!5Z(SL5W8 ,[!B\930/Z?MN$K/P?D)N]O(Y8;=<0.XLC#B7J7@C0O#,0!YQ6U@"H+"#O),XI)&FKPEZ9-F"SA1" C#6@
M#+=R25H#2T!WXTP'V_AZK<6:0ZJ 2.'4BZA[B.,?IB=*&*^[G$$E%144+-G$&\6&AO+)*Z7:Q MD^,M[0,A:XWA1U9!'E;HH@NJ3+I-NTJ 69L3H&RS;GC)M6Z7?UT(U_M&AA]
M!@GP=4,/6)&QKRHMO^0CP)OPU/PB&>>!AA_X'CT)#.*SS'3,!P'8(& M]#&,O\=P9NCE[N@&PA9BR0O!Q&HE]%,AYVD!,+SL*+IX?12P8M_W?-__9L * M_[^ U=HL
M>&60VN7:P:C\P@K7VPCL;1KQF\X$;(@(L5(Y-+=0+.>PN]\]L3!IYD\AG1VPZCI,) \#+PFG MS! _/DI#]TN0?]1F>P^OVU_47H9<2H?TXCF(O2=(3QR2.&?2X*R%)(/"<^%*! MR_?
QV"LF41!OOLA%* ; 4M'4FX)P>%PR0]D#+PX#%HS])*!PWM8965]POY%+ M!KE7X[.#-,=[=& >8'!CG%'KY2%F-BELQMNX5)0YQG4,B"B8@>!+&2O.7#N M9VVX;3@8
'!L9UETE@.;J;N@44ZTG$-9RYH:B0N5T%)!87B_5S#8U#+8,L:4 M?$+$8:=S!, 9IS[$]T-#4TH!(.,^*(9U"0JK=0GHB^E:P&7.<%)MJ4!F+7). M@-I+]Z:.EL^V*W6)A1OV[:2,Z=G*.",[C6.V<""EOA[5
[6.ZY+7&<;?"3," M2BZ)!893G8D8U(RE&";<]>#===P?G@V34 B^T2 X01]>#&OR8RQ741VI:3OI. M/'3<]9#=9[*YB@>)VF(L)=&#'[*:206SN:C[&4,7!],)T!!D3)E(.(%X]F M D^FQ%2=N-
D@FCAUIJ$= G8IB54T-;&6!Y<9/10_JO?>3K [@O>*M-V 4-Z MBG[L4JTG#P8"=19]=Q.TN41KD(6)YMMWXTCM>KLG^.QZY[M'9C5:U>K.] D$-
MGK!G[&>QT(3)V'"SP,=ZZQP"M6<+FLX)/>)PASA,&.3*,\@9.'J;8'6)I?-X M]&[^P6!'"=H HM (!@OV<-,-;3H;%CND)#I\2U;OE?.^0W;3O==M[53T)P)4
MWX$[Y7'KLS8KGK$/+;0L>$[*/7M0[U(OC"9>,,4PC9(Q)$!;XB(OCJ=0O!#V MDW"<).RC8W8=>7X<>I,PP HW\'[/K-H;VRU\=`OP^=M#M7\]O;K:-OK/#$V\>U!.AX.8INEJO$RV.!7Q>\U
M)"&#;*V7W5VPKO"4((ZQX0Q]32=(/S(]Y%HJRW)AL-\"JZ8=$5MOX9 /8^23L MMKUY5,ZF<5I)39W3/5X@J8N"8DL(CFM-XP=7#D$-N0N_X14-@ DG55";"VE) MW,?G.<%W7H_098YYV2%9PX'?
^W(IB#OB_8M#0# ?2=D_A80O-24C+CO9@=!S^>M#Y[MH->N99JN "4:5/W22?4*NFOB$ 5,%H6 BY\58'JHK%@]G"AMH]QJY $2+45E M7<-.$Q"G -9FY&JJ!*QF=S=G((\
[!']2Z"7(9@S:#/&NN^$Y6'Z4^FD.1EGN MU-:TX5]G6C)"S[X>ILRQ!&<&7G@PG+]K3DCJ?,^(,/F?NK- K^;$'9H1Y[# MAEJ6[EKG8!).M3*G4Z&>Y'(;IEVTW&U "+C.?,TYV"?N=Q!EAU.KM5>_6L?
G M<+K#-;$+65+Q;:(5*3%4]D^0]Q0)(-JIZ 6$]!48X>A"V.R*#MH5>6JLKO0T M[>%;VR.2 WQ964!Y7353^6<+,OO@%"SCI1'#)F!W/#-HW/NEWCS&M@%A"'/B ML^.J(0%\93-
>=Y8U=4Z3$WH^Y,X9O1M(,4A3!#2 M?CSK%S?S=D/D#)PK\3,3M00S+TSQ3@:-" N@I4SI7SI)FW!$0:GGU*3,?.B M%,]L2>@%*8U/8B^8Q6S?]Z73WF? 0N@U?
>S$N@OYY;X(=]0K]QEQN]U MC(7^9BW!B[E8 :D_GL8C%ZSM@U45?51<* O(0#W@D.6X09XOU+*M@]X0/>5 M^?) 4$L#!!0 ("V# E&A@O=VJR:W-H965T M,V\[TA5P"V&^ /8G#A3:?
[!S1P6-9*'O4FCM7[7\T#D^K.0.Q^B^5'>&OCIKE%R6J*S4"@O. MCUK#:\DY?/^P.\2%W9+!O9DHO4W_KC*CUHA$\("\<(@EX/>(I%P4!$X_L2 ML[4VR8K;\@K]POM.ODR$Q5-
=?)6YFO^U!BW(<2K]PHWTXA,N >DR7J8+ZY^P M:,ZF_19DM76Z7"H3@U*]YBT>EW'84AB$/U&(EPJQYIT8\BS/A!/'AT8OP/!I M0F/!N^]UB9Q4G)2Q,
[0K2<\=7Z*>&5'-9097JLFQ#Y;*X5K\0V<>@YH@.$/ M.XYLLF8G6^*?-/CQ3_![<*V5FULX5SGFS_4[Q'5-.%X1/HG?!/Q+_D)WAAG5&,.1EAIXZ2:P1_#B76&RN7/U]QMT-+7T;B%]FTE M,CQJ48]8-
_8.O[P+N]%!V]P3==#^$<=/=(+<)3F@GDQ'M6%\(43S!YHFVS;"YQND4Y MQTSZT5>*;Y11J?Q*SEMS*ANG012%SI@ Y4K7)J/8<"G026$M6LM'"NR^6$?-6:B4;(4=# M<]72N0=4-
0G*R"WID:7-.LG-C.R\A$I9,;3G-(*8R'&&PV&82V'"$CTWUQ] MDEV:(CUV+*+<:/(U\ED7.#$G(/Y8K[C.3RZML3/[NX3G"%6V _-QO+Q^0)/*7XD6]).K42= M2ZJ"W6?R:$6 ?S,Y)R-;]O/:&9]P-
^CV>B0,TJ ; MI21$@RCHQS+O6[0[R5P?GT^A)U?=R'>"\)^"'$_B.,^=!-Z)= -@RCM$@OK M.!Q?M2ER(,4HA"3H]?NP%Z1TK!<,Z-
2]=E3OZY"1#9K)2*WVM9<=L&H+!IVK&D*149UVX,ECXFHFIM =4G$&5NYF^1_*.@,FVN6NO5]45UV-S/-L>;6^ZU,#.IJ)%Q2JIA MN]]M->%??3A=^=O:1#LJ%"_,Z;*-A@_0_E33%%Q^L('U]?
WX;U!+ P04 M" M@_Y8+7' ?:0" """0 &0 'AL+W=O?PS7CSR(%D.BER*D86JF4Y<"V19Q"0<0%*X&J-PO& M"R+5E"]M47(@B8&*W/8<)[+DE$K"LW:G$49AS)*JB(/QU!#E:#RW7
MVBS<9\M4Z@4["DNRA >0C^6*[B!/-=";AN_&DVK=:G![?%&?6IB5[$\M$0$W+/^=)3(=6I<62F!!JES>L_4M-/'TM%[,"l? >P&\ _U@ -P ^%N@U0, 8&((&"([UT&^ ODE6 M_75-:L9$DBCD;
(VXME9J>F#R:VB5D8SJ2GR07+W-%'>C.7E%*X'FP$U5TQC0 M.!-QSD3% 9VCQX'C\^NF-4 MI@)-:))!S\|S <'>%O%W ;N;0(?>0<%OU?T OG.%^0Y'N[8S\UA_(YPA;M[
M\)'QWOT.?'*\]RY\^G>QS]Z]^9U4^&T-^D;/?T\-=I5:+8>[Y?39/1 EB6%H MJ<-9 %^!%7W\X ;.UZX\GU)L?$JQR2G%IJ<4TQ\(;*=:<%LM^)'IZ]$.U9U4:
MG6=030:&U#UX%9U[_A6^#,W5=LH[S+"#KYQ=LW&'F7\97/5WS2:=9KZ#=\VF M'68!QOZ;O>U)V&X-GWRS?K(M'4SGVO$)3X(^;O* M_(U>*L95XI5:UPO?5UD)%58C40,W3W(A*ZS-
5!:^JB5@XI(JYH=!./,K3+F7 MQFYM(J-8-)I1#AN)5%-56+ZN@(E#XHV]X*6%]6V"WX:U[B 11_ZHTT,[^G M$%H!5U1P)"%/O.5XL9K;>!?PD\)!G8R1K60GQ+.=K$GB!58(&&3:$K"Y[>$.
M&+.@H_&[8WK]EC;Q='RD?W6UFUIV6,&=8+\HT67B?? 0@1PW3&_%X1MT]4PM M+Q-,N2LZM+'11P]EC=*BZI*-045Y>\$$R+_YOC'K]<*CWBH^ M?S>>>]9\&E">]\F2(GFX;!F@<[*:WXU-
MM"2BUO\?0YBO"%]R&F6^YS7NW^=4'-^PWS+WHYY_TAPID MX;[@0IEHN&Y;1; :-]IEVU_^AK==^@'+@G*%&.0F-1C-S>N4;>=%]UK4KMOL MA#:]RPU+\[_ :0/,\UP(?9S8#?K?3_H'4$L#!!0 (
"V# EAPBE/RY1< M ,)(9 >&PO=V]R:W-H965T MO9FDBK;E1^*\]YS7K'?GD8IGYNKJZGZ 2$A"0I$<@+2C^>OWZVX !&5*SLSN MW?
V26"+9:#2ZOWY2+VX;^]FMM.ZR+^NJ=B\/5EW7/CL^=L5*KY4[:EI=X\]B ML6O5X:-='KO6:E7R0^OJ^'0V>WR\5J8^>/6"O_M@7[UH^]XRM?Y@,]>OU\IN
M7NNJN7UY<'(0OOAHE]N.OCA^]:)52WVMNU_:#Q:?CB.5T]QU[4Q39U8O7AY< MGCO[?7)*#_ =OQI]ZY* ,]K*O&D^TX>K\N7!C#C2E2XZ(J'PWXU^HZN**(&/
MWSS1@[@F/9C^':B_Y\UC,W/E])NF^D]3=JN7!T\.LE(O5%]U'YO;OVF_H4=$ MKV@JQ_]FM_[>V4%6]*YKUOYA<+ VM?ROOGA!?,T#I_X!%L2Q+,1O7" M-K>9I;M!C?[@K?+38,
[4="K7G<55@^>Z5]_I6EM590\^-)4IC'8/7QOWH$7 MCPM/X[70,-U!XW'V0U-W*Y>]]TM=C\\ !C^1J=/ U.O3O03_WM='V=DLSTYG MI^=[Z]W%39XQO;,=!ZR2U6;WQ7I09Z]:6J'S99*U*
(NLP]6.UUW\D6SR-Z; M6M6%@5BN\:6&$G8N^^_+N>LLM.A_IB0D#)Q/,T"F]SYGNV=Q^V=[Z/^ZK5RQA'?Z3ZFF-O/9GZ435)ZEEW54+D:1DJ2^.8O M3TY/+I[CMM;4+-
!NI2'4=:OJ3;92#O>6.E-5E:GR$S18Q>@=B-Z?TR]S)]Z MVM J-=E5E<.ZB]Y;NI(\D6?Z2Z';+@/%!DO86^-T9NK2%#B3\F%6ZT([!RC) MNB9;*&-!M^[0<.X,5L6)<- E _>5/"!\6\7#;QAE1"3P%*^:=
^\L;]NQ:A3* MK;(%L,L=93\/^XQ","6GK5EG>,HT97@:.PDDRP;;["*S!DR&;#@PGW=2G00 MW";;VR\!6@1KXW-2*]\ SMK6;Y.1!8]I+TPKL"N-EI9YA72&D0P[-H-*DT; M5$4A6R*FP:EVF5LU2
542(X3S6);H?.IKP=%;TZUX41CGV2[1;BTB=&D3&F=E MZJ+J@11$N9N0Z65=]Z#Q4;>-[: L&>%O=C([_ =OF,XVV6NF"76RMQ#P>@XI MG9WDPMK"5/@^LGO][@W3TG/;D]
(\%GC)'M!%6OMT]IR?BZOQER?/'[(TK89N MWVA(1=?83U:L5+W4+NS!F65M%CA6*!^)M*]9"UJ/JMG"-FO]74%W4R,C-XKW.DUBU_R97!]>A5Y]34$BYBUA"!?H/'0>,U8>0^1IZYP')
M$FZMP2@9!G&&*/"0(]\RD'39+1GD?.,C)&U=UCN=@@E.TC6+[I:H/1 #('MT M?3:PP!<8E7Y@GP]+1> &L^U"H(K%/FK70O0ZY^5:V]P8,F"Z.I;G MG#TVZVV"ETH$ O4FF0!R"$2",(ZRGVZT0
>,HL-YW;+FN[MN'"=LF[(O\'2- MNUK^X $]R)%V#PCKL7S;5L'(15[UPF(%BV=ZJU,)T$* *MO4X)SW?DW^WW2; M[$.E,E;(4E<(UBV6!B.*99;C*$RQRFX5&^F-:7I'803%$JQ(?"?B_<5AW'/5
MLQE#TCO4=3 ''YZ0PI$.\)Z+=,.7XCJB)2/BJ$OF2%N'4NJ,4D!B#9^VLF?==8T7<-ZKJ M];$JR8H(X:M*D\[3I59MUAPS8K.;%CI,NRU[X0HH>38C\HlGV$,%%PM'6ZJ- M"]LW1$T+L6?D]\
<,6X'EWU/X)3^&Z,"6K%,. I??;[(?FR,L@(CQR!V5E2 MP5,XN?]-.)HC'Y]DE"ZOEB-+1A200BRH-A#D7*+LV$**AYOGMY&3T-+.--G MC9]79ND-VCN+0">'@9+#@$^2Y_!M[93@%VRJ(.
"'A6]VW4#R50KZ.GTDMLK M\DE-291-YP&!L'LX$H #'>?W/[W&/C\55?..CS)NX ,@TXG<&D,:5+.S$IY& M"A[6(%SEH"0!.+*]E8[6X?4*9] [OI]%M"(4LHM)'.N0=C3Q2CW_MV,F0**Q+**
**[N/1,)4/#OQB3FVN#0U8XP 7DY1&,#FZ',#RV MT:T1%8_(,+'J8P5E2U'#K=/$0=[VZD&[ZQ90+K$5=G; (V<->"58#65H\(^\ M&#(ER/=)&CMF[.*0Y$%_$.I3O4D<]/W P/R/HJH@?
K?_F'H$__T\2![M63E]8.HN$FSO>D:^IM8^A_R0[IA5%4/=U%-P$T@0D<=R>+ #.3C;84/RIE@. M^Z#GF+68I$5Y[%.Q+;V*@;"7XJ17C/Y]C=A_J@]LJA+.4EZ=W"Q"VI6CT69R
M#TQ)5#NPGB=($/@8QW.D.84>Z3@+A.Q>?VD-VWRJ.YIJ !R;->6814YJ2L@+D0;8AW8". MQ W=LQ*-KV#JE3! >P*5M)8QJEP\YU@0K+!@>]0"Q*EE5FN((S;I#=LSY*F M\
(I0=DI$"*FTN:&K;@L$",-L.<0W(M!1D"]- ,WAQLAB<1+L0S*_TZRP8ND&*@;4ZP9;IK#E!> MMU6ST5Z*P7I9D[!G6H04PP>PE$71>12T9:XXSSN?>>T.U*?6;Y41%#94^TD,
M;@3L5'RFIZ_O/>,T4[XKUTAMVWR=U"#@%DQ'R:./TJ_N(/=()=QV+%]'>K3 MBP#6W%@%@#8$)'!MZF:Y29\#XZ,Z(N!>\%/C=3I8GDD-@Y[%R9U&6NQ2B_F+6 MPJ+IK10]IL0Z*8-
)$70"L&.0DF3G_MJ_7.KY1"T92V1QJA;IP6\7?T/9+:Z*C-L:_(>1&+G!=[BY%OR5&+E[NJ]>;# MZTP5-?23 3)-DWHVV7R1Z@U "O$_ARW#}3,0(G3_:"I\H6JR.$ MV< V&
(+QO#;+VA>%BTW&)N-K_=M1/%%P8Q)S'Z%Q':46@L#L,A+67X18HEIL MD/ ?L/"6E)H'1I*\1W%+U*(] ^[5$TQTU M5N0LVY5-#;0,0PV6ZS=Y]JZWC31WX;'*[!J'PEY4S#M9G?;\
((Q*1*V<5@M'L M>J4_ZVH_@;NG,M8-#M\=I2W&K216CB>5!).#EAGW>>2V;+.T:LV:BK^L,RHs& M4)$:9XN**J#788ZGU+>BMNY:2CDK/RA+GJ29I+)Q)^]\^5=+&B9G+'8+K:
M>1_# ;CJXC"%!RER+J=E4GK9#I.D8,@?] I&28GL 93V MJ8Q;@8]#CBM]XVK4>7Q/I_@KG^+?P#@]]4%D.NI"9FUOR02"L>Y^S.-XH^XYTD;U(X>I.LQI:*8@NL'\]Y1@H:S>(?
P%V+T1T^F53?UH;!# MSAB&&]I\P\]45E=Q12.[!#L^ON'IA^1VIC;BRD0!Y ?4@I2E1]]<@*\VP]:8N+> "D6;OQV$11 MX# 6(%%[V);O-HW'.]PH&_NM-S:4Z*EXQ$-Q=ZA(%)
$QT!XZLMM)&,B"7 , M'$N\FBA%PL?/M%FQ-IW#);0$AZQD!_"Q.PF="$\)WB0-_\ N121V_H:H.)% MU-=<< 2(:(]AY$IRX,AG#_[N:[?Z5;6>TI?.8+ MH1M-I5K@^)?AT0T28NCZ#W5
M<(Q7'I%^ZY7M*%P4M'#KCDLF?LX2T;K<.*) MC0WF@P.)(V0CU_)MG"_B :$[)\.R*0UU#=S0S&2LHB2K9TB2FFAL+_L2S\=O MU+I]_G9()64/7,2/I7U.T*[]-
,#)!;25&"\IW^B"W0/WBL^^]$&Y'X)0/]Y(M\O"#'QSVV*RG6/#W6$QD6(HQ$Q=K1MB9/? 6_N-/WX?@PUAMJ-@-$;Q)FI3*MQCPA;'$=P5>(=N_GN5G%R?\[%\O\O/S MQWG([*
XE);PE?/\XN),_CR9Y>>$BPAM^V$KX2FENJV\"6N#V(LPTY= $$T! M,0CY.I;' C)K:RF$#>, ?1T2-R;JYR;IA*1/(;R-31S*=MZLY1[OSS[UY5*" ML^U5!WZ"C8\F2@E0J:X#(R-
;8^2XZQI^GM >FFGG;%^7//S,#J-C(E_4VO=- M CCY60NR$[:<0ZYWD??2Y9VH0U*P: Y49N0QA %#*7CGVJDAPQ?5*GYY)- M?\M5C8^EG*ZJ#05A+T()S$V>
[]7.0X6(8PJGE!R'GL2PJWH MED.$)?R#39]W(6A,S"/PB3T*G@=P=]^]*5IS%=>;I_Q[*Y=Y[1 MO]D[1)HW-.="\>P/7'!DW?4C6L:K^#5GLSP^<54CW>MV%OSVK[P\ROY=BX_3 M)-
^G#)%UO"OC_D"DI ;*>T9SSDYG<30G69'+(J?/W^]Y[$:)_6Z3VF6!$KI%D- Y7C6WK=[*@,FRM&.?2L!2-H/=;[$ M^5%?H3IK,O6IDP0!T%TN*7):1P[G(>0VC\5)!]Z&WXA[6;I+/
MDG=)TCH$UW!CADF-RH!?R0%+BW\@S@CF'0L7X(+ X0&Q1"OC&R+\,_[QY--Z MGZ>5]5*S;W=A('!<_-I1$_PCJXFKG5J0B[VD&))N<54:\6WJV7&O>QA8_J5F MM\1OYE]
K97.7JIP%=P\^R])1,F3*E5]?+TJ7\ A-[U=YMEE3XV=RB@!(%!1*#00V5Q3I3#N8I)%7]:0 M$BL/VB](%WK+ \WK(.Y0!@N7[.+--C!*]<;>B*< .*0I=EJE;R^T/@@9U\5, MUP^1'"S1\
D>R#I] X:E[9).-::I#2M(Q-U5&XW4P&P78612\/37#PB)!D& M37^421+%[E/Z87]NX#-[\.OE1_=PKT8QDO<(*_6$;:?6M[VWN;M)Q"5\P+[6
MIMO??.0YT'9<+O.BS<)G("VJGT.N7%/K $:4E#H1 /)\@Z2"[$+C<5^V, M5 *K\'XF95'6:+;4*Y9FPF1N 434 M$ULL1D<5!K5D]+JDT3L:W@[\D>40\96ZD:
[/2DFE@3L_R286$%JWWUDEKV:> MW/M>G^SIK:EZ6@U Q1%!]@&RN5Z!U4F?M9^LD??\[JAS-!%B0^7!5KRQRL_M14HUA]XK-@S7\!"6WW.<,OOQ.KR4/G1\;KG-Y-HJ(4(B4-
KUFL:4>6"1JHP MR31F2.8"M_?SM#1R4%RT8;2HJI'#+8D4CV4EKC"9X1=VPLP/> 6\%-)'IRM] MS4:<#H E%V(GSF]SJQE2Q,'54(D]_3I]!]^H%6T[5K7])+3C_SFG'&N\U*Q MV
JH$21OLA-YSVLFH(G,[+)?0CGINT?28SK@/YG4P<-*[$-@DHUMPMYUM? MD7%**]Q$(X&+_S+4]+!D;DA"#1=`0$7Z,!MURS&-[D 28PX'?G]D(RV_2 M7>1/9A?Y^8F47[FIX^?
Y!>/3G:+5///GXO;NT M:LDN:Z>00]LQ:J%OZ^K!5WZ%%G:X$_RT[.G^>S\:=AU,B\\K8IM.FXXJ$PR M1I0,-OW!'7E\/9X&XI1HQ/]5I:I#W!/!\ )O>]M1>E!7(FD)1V;#Q8NIH\O M[$
PV7]AEYKRN1&Z/"<:LUI;!+(Q;D:CKQBSX2#,*G\ARDNP->NM:\'\D$N0 MAQ\#Y^O2#"$0XOS')^,.(JJF=GY@=WC&6X=:1D8BH:+])>UAQ/X6U;1-?+QB=9II7S;6#.,#$UT_:G%
M*$AV.]\FN]7T8P[Q-9U8A>743WX9)I0FX\-4O>\MI;IY/,*XI=!W2&V9PD2^$1+QI?CMH\,$DQV&=<^;1\^ YGRG\)S\H@&5OR MC^VI:K?M@FSSRCL\]?,RC=+*4ZD8O
RY*PNA3WL+8ZKCX5!G"RB9/I(5"!R9 M254R@UTU'^I* \GPY)QT9N<.-NEFIS(VA1RT=Q8[X%! 5DQD9@^',+Y&U 4-A#"^-C&['5+6L?UGWT MERYWS&7*-
%S(X@^>F\5L;!0C.2N%66CR0N20;_H/ M$4T'B=Y#,J=[_Y2BR,2^AZA/HWVQ N[%$,7+]P1[WN*97#;J^Q:ZA9ZDZ=/@L1_MB>]J$LOVA=]$= MYV8!V,*IC6?
\:SE7E@[R20*26CTR[]]PLZ4%0@:B-.Z)DP!J9J=PT'>N,YD M@:<,%W-BK)Q)WIEEK7%-/3@F9UI;WW[!V907F#DJGC!M.4'50:%9HPC&XJRQMUC,KZKQA!2FJ
M&,]7@Y9]B5PA^[525A"LR>\0%G$GI^.L+?P'IHR(N"P%G#E/X0["S+5 U;L>N% M5.9G ZHD:]MB<2>!1T<^MOJ11\-X@*VG3T8TH,_66C\BFT**>8.X26%%,_6B
MB%KL8\M^&"+N$!MQ,/Y? -TD.$F\<3*V_ 9>FHPLOX%//1HDC2VAT>#?@:W@ M%D3]#?I.?2^-G,]WTG[/Q+&5N"/

8(]A;AO &$5K_V?]=+"G#,==&8X/+L,7* K/?9,7'VO, MJW#UT.)\(S!#X^KCMCJ[=XWM%XEF,:=#6"WFX251W4!3!C7@CC546 PY5+;L M:U=?N797@LW]^67=_(<262+O_#-NRBLEM6Z_7=&[> #,WA;A4XN.S&I! M=7XE;T$)=XLZFX/(-J*,O?$H[?S[XJ;U98D-A,1SMHN!]=03UD]E>JC$;42YK2'OK=,4ZCT,/L#]$7 M\A,%'8[QS(6=I!IC-%]J^$X#5;18XR>?HVRQM(()W>II1GLE'7 W$+NHA[>,#9BTP!+>+*6^P%SMYWQP[4'YO+4W+T>L,=B+4SS#-U9NS<09\V#M]VIZ_H"M8#E7Y,"9NC]'Z5XE*OFE4#3,;)RC^%3:?"AWC47P+#NV0DX/I/2 MW'?L MU[F&PO=V|R M:W-H965T2+*@ T>:M* MKL9.H?5BZ'DJ*Z"BZE0L@./.3,B*:E3EW%,+"32W1E7IA;Z?>!5EW)F,[-J# MG(Q$K4O&X4$255<5E:M+*,5R[3>N&1S0MM%KS):$'G\ 3ZV^)!HN9U*#FK M@"LF.)$P&SL7P? R-N?M@>\,EFI+)B;2J1 O1KG-QXYO"$$)F38(%#^O< 5E M:8"0QH\6T^E<&L-M>8U^8V/'6*94P94H_V&Y+L9.ZI <9K0NI:-8_@5M/'V# MEXE2V5^R;,X.^@]:J5%U1HC@XKQYDO?VCQL&:3^ 8.P-0@M[\:197E--9V. MI%@2:4XCFA%LJ-8:R3%N+N15)2]QE:*L M9)(A;T]Y@0?_2-DM92,S\DE54SMB^RH[_V1/1= 9J+$@C;(VKP48]E@D] % MT;A]):H%Y:LOG](P&)PCR0W7&>]W;;?5KN])<]"T_(GNS>,4YXQE)K$#,D5506!'S5# MNJ8"AZ:,8(6U+E^P-\[J)$L^DW[BAF&(@LUL>+XC=9M!$KMIG!XXMMZ[M]#M M[>$[L5R+.TM[':6N_LXV#@^FEP4 _CR V2\(..L'^*5Y#<-!AR,0>> M[<4_<\,2^(6^*X?1._5!PD+RG(";_A7I:!Y90+O7O+S^HV[=9:QDR^IS,U# MQ7[-T20K*)\#R;!GF>+?\@0.SR@16[LI^^T.\'G7S7(JKVR7\TKYL@[&X0' M]3! #DGT0=_X;4+^G5#/TKUR/SC;D3>O=]N&L8"R3-:P-_^]P([0L-LQ^05R M)[$;1DGOL#[8E=_GX[?]!NX@27O']"2,/^I-@<_>%3@YV>+1*\9!-WA._@=02P,$% @ +8/^6.X82|&Q P R D !D !X M;"]W;W)K&ULG59M;]LV$/XK!ZW;;$"Q9%F27V8; M<-(-]&@1I*N'X9]H"W:)DJ1*DG%S;_?D9)E)U&%;E_L(W7WW'-O).=']:[H M Z4&ON5'FA.]$ 65."7G50Y,;A4^T 7BI+,&>4\B,(P#7+" MA+>:>.,[0_&:@3+>4'VI)Z;3\5:MX2IH4#*64Z&9%*#H;N&MAK/KU.H[A:\8/>H+&6PD&RF_V,6[:.&%EA#E=&LL M L&_1WI#.;= 2.-KC>DU+JWAI7Q"_\/%CK%LB*8WDG]FF3DLO(D'&=V1DIL[M>?R3UO$D%F\KN7:_<*QTQZ$'VU(;F=?&R"!GHOHGW^H\7!A,OF<!4W$$\1UTY MJLD1P3MBCW1N%7AG9F^8%B2!IZ#V3#]>]/ X.@ M]E.PK0&N*X#H.P IW$IA#AI^%QG-GML'2*9A%)T874>=@.]+,8!1Z$,41G$' MW]B)<.3P1MT1_KW::*.P"?YIB[&"B-LA[&#,=$&V=.%AYVN]'JFW_.6G81K^ MUD$P;@C&7>C+>QRTK.04Y [<4%S)W=4G36&E-34:B,C!0$?&-DPS@RCNBV(M3C?M0;BI!(9.3F-I69@#A1N9%T0_:H!#P!%#!-[4"=V)9(A9W9G#>YX\C-/ MZ#&!>++4J*CL\#RTJ:\T"L%*3-F:-:'CR]0VKR]@7CL1^'TE?*%2Q_G1BDJ M#&H/0S^<1MW:7(K]E:$]ASCQXV$,#](0WAG4&T@2/PE3Z"A_TI0_^>'RW5U.! M\C*OR[TF3WC\F=9:=V*VU_H$?H753U." !_N+@K]2?TX)98C++ M/M V@&?5]8$H"X N.+;9?^D%MX%9]L>3D5TD,!SZ21[.86IGX9C*XY1C*>) M%2=6C$?P<*!X.>VPGC <^5,TK\I9BHSIK2P%XK], 3J:^I-Q@GG7>@;O\]*T M6@QU,7L&>K$_2J=]6-M<8E\]$EZZ>OV_SDB;SDA_N#,^N^L%2:VP$'A;PEU3 MAZI9'K"!]VE\6\<)=\2T'Q3=;C&#<#RY([6[EV4WC;M36D%9=ZZ="'\U/AHA MGS=#2\/,+](ZNWGM979.1Q<_Z#U1HG0?D@&> ;|,GD%"-)BD\'-;U8*+VS6G M:N_>$!]<;771-KO-,V55WJ-C=4"R,+=U=O ML&;WXD'?&I1917P^TY*&PO=V]R:W-H965T':!IPFZ7:1 D'3"XK%/M#2R")*D2]'BI-^?8>BH]BH[8?%ODB\ MS)PY9S@<3M?&_J 2T<%#I33-HM*Y>A+'E)58"3HS-6K>*8RMA..I7<546Q1Y MZU2I.$V2<5P)J:/YM%V[M?.I:9R2&F\M4%-5PCY>H#+K6=2/GA8^R57I_$(\ MG]9BA7?HOM2WEF=QAY++"C5)H\%B,8L6_S_@LW>EJ"F5'4?F$=;,_3"+*&G*DVSLR@DCK\Q<,F#UL.;Y(# M#NG&(6UYAT MRTOAQ'QJS1JLMV8T/VBEMMY,3FI_*'2.\]YD/S=_;TR^EDJ!MT#E\T$[HE5PA 41.H*3SX)G=#J-'0?S+G&V ;X(P.D!X#%\--J5!%E%>A3P[T:?P2#I09]DPR-X@T[YH,4;_#?EEY(R9:BQ"\LEN0L MU\^_^]0H@SW1,%W:D*UR'6\:4AM/<8S5^]Z(^3MT/ MW;^$]1M>!ZX&[*IA6VZ(VP/-#9+&"4)'"F'45<.H_^I'IPW3A?VXMMKE+W\A 7;G6@0J.VG#0,4K,8W=DWQ!?F^W#';*B4OGNS][0)U[I>88;5$ M"X-^S\MNM M>/OGA?(X1.7Q(\5;WK="NVC?&ESU'"(VX6^V>L47HWL_FX0W\ M*.Q*;@*%!;LF9^><=AO>E3!QIFY[^=(X?AG;8YIX@-TC_O\ M-U!+ P04 " M@_Y8O(Y*GWD# 5" &0'AL+W=OK#CV; ..DV$=UB*HW>W#L ^T M=+:)4J1*4G&R7[\C):MNYAC]8/'X<@^?XW,\>GI0^HO9(UIXKH0TLV!O;3V) M(E/LL6+F6M4H:6;K=,4L=?4N,K5&5GJG2D1I'-]$%>,RF$_lV*,>3U5C!9?X MJ,$T5<7TRQT*=9@%27 <,1W>^L&HOFT9CMS M8)%,[G*WWB_XD^/!G-C@(MDH]<5UWI>S(':$4&!A'0*CY@F7*(0#(AI?.\R@ MW](GYMI'%]][!3+AAE<*O$7+^U^%MP&4.*6-<)^4H??L(O'$RR4,/X+AVYM M'$#1&*NJSID85%RV+7ONSN%"-+.(?6\VXT\WWMFV7RJU0&T6TUHSO"A>F\B MQZ43964US7+RL ,EDD^H+=\(A!5*KC1\5!8-,%G"DM4UND8(6&LF#?-':>!] MS[:_=(W]KN!#TK:O8$'66+YO7]$W/L TF, =^E%P-\; M>0U9'$(:I\,+>%E_()G'R][N\>-A7MN"]%,HQ'^7FR,U13X/^>";;&&Y[<MA9J8FA4X"^C&&-1/&,Q__BFYB7^YP'38,QU>0!^OZ(*6#>FFMO!KN^2;?W" MY0X6E6JD=<-_<+;A@ML7+^?#U:92U7252]FTQBTY30"O_+DP+Q(Y'^9ZCR)M57%DQ7I6EJ9(K;S+M .C;#.P58(J!.46EI1"-88HF\$$2&&I!89[++#:H(8L M\2,97#62-26W6 [@47-9\)H)> =IGH;C\=!;61C',7R6Q(%"_9=RFAO3,%D@ M%,K005PEX2C/!W"5AGF:#?QYOF;N@)(PS<;>BL/A: 079,Q[&?,?EO&]M$@G M:.'AF:JNP7-:7$1[6PM^A,86FBIJH7;2'X9&P>C\P*K7VE#5]T-VKQ%]$AG^ M#%5[A=%=X5?ZN"5>EHNJP@36'O&T&,"*H+\;\(@>[9MU*O>I37GLKVE#XO\O MUG&PO=V]R:W-H965T9.:%$.A.\G@X4LJM[HQ'V[TJ,35=NR MJ/!*@ZD7"ZD?S[%4]Z>]H+?Z<%W,YI8_#$8G2SG#&[!2!EU>:9H,.)2\66)E"M5:!Q>MH["X[..]IO-GPK\-ZLC8$]&2MURY,_\],>SP9AB1/+")+^[O "RY*! MR(P?+6:O4\F"Z^,5^COG,_DRE@8O5/F]R.W\M)?U(,>IK$M[K>[_PM:?F/$FMJC3N%^[;O7X)K6Q:M$*DP6+HFK^Y4-[#J\1$*V <'8WBIR5?THK1R=:W8/F MW83& ^>JDR;CBHJ#:;\@,RK:-/K.P[%SL!/]15'T+? ^&+ M: =>V/D:,KSP5_S]I"S"/V=C8S6QY-]M;C>HT794SIPCLY03.U1:AC4=]@; MO7T3)(Q#INCSN9H%_KHAC(QKTL$:05G/WQ>.DJ?,:7)@6T&[X8)6V4A8^)B M6:I'1//V32:"[!B,4Z*<$M,D3F$+-)#7NJAF8.<(IGB 11-KY%@#10J[2$%! M<@:FJJ2L-T=P0[O7F0&?ZL48-7QW64/SL]E,XTQ2'+I\@XUU87660-44HR5 M5T MO!I=/]">%(;6]N,PJI(D.VA XA@H^:=8.(.J'/!A6>BM&%O-=!(.FS-J9?;&M286IEY)QK"X9LNV!%XL @KZ?!#O($W?DB5]/GKG4>,A%+(<+M:#";B0;[34K M!LYJ.U>Z^(6:PJ3WJ3;52DKX\'XL3LON-+%!.%:5C/<1L*=IFW/FB_$+?7S MB&\"]!JY"[+XA*C.MI;26)93%%&'_$:4V!PRRU;EGZEY ;[KS6IB|N\)]D B(ORD*@<9P1O9IO>E>V=?M"!]$Y(ET2/D1)]FC(`_<&U*Z^##T?-^GI23B&3^M61UY.PHNX.E2 MX5B["DGS! +?BWV_H8(UTI8$_8U8?%,6"0[8IQV,4Y_JQ)=R4>ZY5DXTYI= MY;$'UTC-N)AP:)H:]+4JK#NO*]3N+EK1&:PM>[%.^W:7H8V&N3US5?3Z.8!M;^U8.]%_WK%68:5HJUGE&JB[1+44GZQKQT8[]2G' M_.)/SO/<,4F51>ZZ&-4(ZW+!-,6#^D![']>LX /L.0M6&>&<.CN#+7!/G-NY9 M+RY>]NCI)UP;K;-L?7RAC&7M&N^PJJD2\N5$#+F+",]W%RVQ(HP7TYRREOK< M9.X2(2>I4BU=;F=>%E,!"KTD9)U>$L0@$B^(4[B1)3:90^EVBY;K(E6JA*Y> MM#\(;72)"X3;S[K>8T5G43H)F=.3J.!K.[_M]&.)C/M6)JA%$;TR]Y=%&7Q1 MED3VF'Q^Y@@W],*,^UHBO"!SUZ_8"X;Q5@X.UMY7"]O$]XHT%*^ZLLU3]_O: M/53/FO?9T_;FE?M1ZEE!42QQ2])^/Z4KDFY>CLW$]J5[K8V5I;>?&\[IL8V: M-1#Z5-%CI9VP@N[Y/OH?4$L#!!0 ("V#_EBY&[G;UP, *D(9 M>&PO=V]R:W-H965T/.*.F#E@8CH*& M5*;3=S>C9I-9&?J2N"- MTU#5>/%UC+S=2+O-W&;;4NC=T(9I.6KW&!YDM[MVM@5#%Z*JD&A*RE X6KJS:/SB]3J.X4_*MSH/1EL)DLIO]G%53'U0@L(:\R- M]<#I=8\?L:ZM(X+Q?>O3&T):PWUYY_TGESOELN0:/\KZ:U68C?_&%[#GL&X_ 5 [8U8 YW M\BA_.0-GTV4W("RVN3-"BY59TW@*F&+LC"*OE9D9V8_HUPKWI95#E>BK[$[M+%' -?|;*OCH,* "ZQZ.[OBR1GT\"0P%MRZ"?!OHH@_$7@DT@FLI3*GA4A18 M/+//72^GVWI*7O=E>.MNA;]6CI:7Y#EUKGXIG8,!7T[GKJ2H MLJ:^MJ=5:>"[WK:X5(]+$Z%-60E8/X'@%@0);/KX'.Y*A?B.);"H M'IYOV%K;1[PG'76"=T5EL#A^)M_N -BN+8!8G6\/Y?V[.8NR#QIJF3N^G\-O M5/.2YO2QRCG\ &>IGXY&)(P3/XT2$])QY&>,66F4^MDHALOKRSD<_7@,[,P/MLQ!8YC.601K3*X8T]*,D)13:V./X*E5= !E&(<3^*.O@S$](;>2/2>M.&BK: M<&04@Y@=)Q9 %*5^$HU)8DGBQR,G,>9G:0P']0.5$K?3*7/4JQ/:KHE"YAK MC>;-Y#D8XO^0IWY"PAT2'RJ1UU1:4FX5S21E'MTMA=^[JK6-ZX.@&6:W[%?N M.K@FO C*WLPG+G?V=@ MSW(OFI*U(]X78?5A8;AQA8]C/XYMC6/BRED$5UIQK&W4*&40)U3W%*X4UC;3 MB!'5QD06GR4A_&Y*0A,YXC(_C"O[,N+DV-)WG/KCD+W(F&!O?% #K-V0U)#+ M3IA^D@R[PQR>]^/G2;T?XM=P?4$L#!!0 ("V# _E@.U&U8Q0< ,,W 9 M >&PO=V]R:W-H965TDH?2U2,77^6*$(6>\HS)Z\Y*]?5EMRO3%$* MM2!X7ACE63?PO$$WQY1U)E?%LUO>(;E5%&;@62FSS'XMN49/SQNN-WM@\^ MT^5*F0?=R=4:+\D=45_6MT+?=7?&OTR"L3$H2OQ&R:/< MNT:F*_>LM>E)T M7G?F'DLRX]GO=Y6UYU1!\W)F\RJ9D__H=4'>H;O)1GLOB+'JNR7@>E&ZEX M7AGK%N24E?_Q4^6(/8,P/&(05 9!RR (CAB$E4'8,N@=:U*O,NBU:Q@?,>A7 M!OV6@7^L#X/*8%#XOG16X>D(*SRY$OP1"5-:HYF+@J["6CN8,A-9=TKH7ZFV MA.?"2,"9^@"?<1"8$,S.HN(PC23;]$;1'GZ=<4W$K.YO.HJ7:.QZZ85^K1$M#XZ@A^@#9VHE4_-6#ZM[2>=4CRQ+$V<_CAAN$6T]_6<-0W*%!;%1$+^@?-?GDSPU5WU!.U(K/=0P\$*D(M.4=LD]\3@;Z[Q^VTK*I?5&4FV(>)'UQU'_8I=;;F5$J?KR^&K"\!FL0U=\1 MU7<2%9$%$8+,]>+B@;"-)J6ZT/]3OF3T+VNZGSI13QV0D&!1"39HL.]\B_A]1I?8K/EL[T.?-3W>X/! MN#6JG!6?RLN/U1E#UID @35X&>YX&3IYF>$U53@S PBE>O$C]-I;7TAUCG#. MA:)_%?08UC.BF??"|;2MN"8NNOIH<+2-JZ/GYF0 M!'THMR^4224VY1*2<:7WF9(N6>%+]+ NWFJRW5^H<+74J1&>9)NJM7EX09?/Z M^&!ZOQ@,6CX_+'/2W189ABT_6VIR^^W@!*G0U[H;M^K]XV>T^'O6R[F1!:LW'(8MUUE*^5]/&[:>$-+SS?2HJS;:>NPD#1(E"T&!0M@4)KQDQ0QTSP MJIOEJGJHL(!$BT#18E"T! JM&1:UA.([=^1U*A'/K.C/S?-4!PM>VG-U6<]X M+W-Z[_IA.U>#RB _5&<,6F<"A=;DJY8X?+?&<0)?9)OZU2[URT;J+S+I5_2%49VX M,=O>?UH;5NTR.ZAPHH6@:+%H&@)%%J3\EIC\0>O.V5#RAXS4+0(%"T&14N@ MT)IA44L\OEOUN-$\SVFV*;:KDJ0;014E4N?[--O,=7Y8")XCO;]:;Q3>J@,$ M"S-92)/TR_.:0A'2,8/.=/R4)SIOC21^[&QGZFI6R>$"JA-5:(T]X,@;]ORV M_FLI. X&HV'?;V_Q_A^BCU^K/KY;]M%[L#ZZ(XSJ8?Z1*TWO=S3CI($(1>_IMV([O=*_;\FW\@6DJ%1\0:)%H&@Q*%H"A=9DOI:B_/'K9GT@Y:<*"TBT"!0M M!D5+H-";;Q[4BEG@5LQ>*^N[FW5]N("B1<&A\C<*PK'7:Y_O_&C!!*I]39)K M82|P"WL'&?X].I@(K"2!:G*@:!$H6@R*ED"A->FN-;G@=36Y %23 T6+0-%B M4+0$"JT9%K4F%[@UN?=,$8VKD,!*)VRIBM,GM_SFACR9:E"9#A0M!D5+*C1S MH+.G(7I^4)^7-5FLE;K+4TE7!"Z9"A^2LM1/*O.XZWT04I5,U"T"!0M!D5+ MH-":-'>B7-!_W00.*MR!HD6@:#$H6@*%U@R+6K@+W&|'@;^$$1R^QV1Y9\-6 MZO"=#4LIRSL;EE*6=S;[{:OOR\[0,62\HDRLA"5^6]&^JU M@2B_&"MO%%\77SC=7LP4 MV(\?*2MZ%VLU]=$LNX>WYWN\3TZS0\)^*WE KP6(4Q7UA;(79O;)NOMC0B M_"S9T5A>62LHW-=XP2/W.*0ALYCF=')(BMY3S[!)8MYTDJPB"FMPSP M-(H(^_:6ALEA84'KZ8.[8+,5Z@-[.=^1#;VGXM/NELDSNT#Q@XC&/$ABP.AZ M89W#-Q<8*X?,XG- #[QR#%0[#TGR19U<^PO+41'1D*Z$@B#RWYY>T#!42#*. MKSFH157RG/Z%?94)CA;=* M0I[!8?6?]"8,A*"$;BD+-@3551P M'7/!4GFS! ?O*>$IHSX@ ER1@(')$PI>'E)!0E" DIZ?KJ_!"]?O (O0!"# MC]LDY23V^=P6,C[U+?8JC^7M,1;4$\N?:7P&L/,:(>Y'>X7>O=+NI+N,'/' M=7=;5J4H#2I*@S(\MP?O@O MN))[#MY1?Q/$&_ ?^+"3U1+J^/=!R21.N2S6M*DQ]62"9_"VC.Q+XY<7SV H0;5\-H!-]VP'B"NL/TBC"]P8R[MHWL:IR9YIHUA:,\9]N5:U*4:V**9Q.3.1L"]^4\+7*>/I=GTU9G3IR)VR1: MV\KI;MY9$=G,+,=F;8XYL$FSME%/F- I)[YC=*Y=Q^!\M6(I[>3;_39A8O21 ML@C MJ-<\IQ#*:VLMY+JHV: =9AAAW-.DI+4?@%ES_G88C>&L)]92 M'4"]/.@E=2@CA/K>-V-*^PV#N\L06KT>I2:!,V.LTLJ;P7D;0JL_N9<:!^DUMS@FLRA&J#>AY,V_6Z-,,,^@@!+WN5D6E@D#:2?U#HRJ'K(TJ./&:W.HT\]1. MI3/DRD)D^$:D_7QF2B_]@QF\$/D9&Q%4"A-D;">"C"Y%3*'5\RX5#GKV7B1'MJ':KZSJ39D^WK7KD%RHU!SIY+7(Z[=N+CU'SH:W#IB_64B<@O4ZH[%Y+\K7V M(&3(OM'H(L046KT\I4A!QG8AR.@RQ!1:/>]2*![G[T.0;M61)]$VP3,X'O&ULM5IM;]LV$/XKA%<,+=#4XHMDNW, ,MI,Z:=FB'HFFZ#\,^*#83"Y%$EZ2==MB/'R6KHB519PN1OR26?'<\'JGG>7C6 M]%'(!]7B7*/O29RJ\%*Z_7KX5 M5CP)U2NQYJGYYD[0-3F4MX/5K<)D[M)?&0>%XP3,(H'#P?X,'/&Y^C^Y7. M;@QGTW5XSZ^YOEE_DN9J6$99!@E/5212)/G=^> "OYZS<>:06WR-^*/:^XRR MJ=P*\9!=O%^>#[PL(QSA13![?B]"#TU*OSP7BEOPNW,3ZLWA\QXL)^5F\A8A5_A<]%K;> "TV2HND M<#89)%&Z^Q[^+PJQYX!9BP,I',BQ#K1PH/E$=YGETIH,=3B;2O&(9&9MHF4?M\MKDWF8V49HMX[66YMO(^,G9%4^Y#&-TAN:A6KW, Z+?OVVB;1CS5"L4IDMT MO1)2GVDN$ 0^W7*ED_RKYY=(>(0YW.>P^R5?&'>#<"M0X5EUL^F/WZ"PZ\WU53[RE8I1BT+ :%HL_RO<'MWG!- M=AOF1D%,#Z]FV:$9\$GN_>OJ,RO1&8W1442]&;U+!Q MG&=Y95C8^9"-&N-[M0R;%OX(N],:E^F-.Z6W6Y8/YB9W)CENI'#FLU$M3X=1 M2YJ3,LT)F.;;,)+H:QAON"NIB6N!O<"OI=4T(S[%HY8%QIXE6Z]/A/I3I(MVMD(+'ZOI@]A6M6ID|&8)/#E3%$'T5I*=HU8)8X8%!*C\"K(H ?H5%J1\$M9!*T/&C8R@$,ZX'C :L(!"&6PP1CC[3D:"4!AC5!5]0JPE5A:\+JR3:M MO)9,+5-CD/L. %?A7%UL,AG5]DIVC5@EB9@&&=< 1P-5F?X5% ZBSLL"., M!+1M+UN)@&&-T &XFD]@ 5Q-$Y^VH &Q2H' 2]$K;A7A:G*KCELNJQ8:0;Z M"V=X&$B0IHE4[M%8W M4%@W'$8PVM0 D\FXWIAQ6HU:D(%:K4!AK7 \>M&F'JBCE\.$M> KM7*!PG*A M*W;1YNGZC-83;=]T(!?=Z\7#AV\8N6CS-&T6N8ZH#BOL>;@%MJBE40K3Z-[O M14N^%BIJ^:V@US9[7]&J<[:\3$_?::>]MMK[BE8MB!4!]*G==NIHM[,QTLI ME]ED[+4]09;[:5_]=GJXX0Z:5!.T[$_[[;C3YGFYD29D4DW3=.EKN MKD5VF+4O,K-\R& ^_)*!T&V8/H!(! ?I_(/?*5KIS'(L.WTKG?:2N\K6K4@ MEM+94UOIK$G0KDW],@,V]>5RUE;1+71F M.9@]I87.FH==YR([S(!%MGS(8#[\'%+^ R7Y>0W=;5K>CH&#='[P3M$;9Y9AMV>E[XZS7WGA?T:H%L8S.8$8_Y@<(L2A5V@<9LYW:(9[[X9E+^9]#.6] 1<4 M\SOCZ+T:F8TN=^^Z[2ZT6.>OB]T*K462?USQ<,EE9F"^OQ-"_[S(WD KWSB< M_0]02P,$% @+8/^6'",DGC7" ,U !D !X;"]W;W)K&ULS9QM;]LX$H#_"N%;'%]@K26*I)1>8J!-T;LNNHNB+[L? M%O=!L9E8]"REDIRTP/[XI637(YKT2+)I0%\2OPR'P^&0?C01VQND$C\4MK#T&OCL0 .Z;4#[-@BV#8)FH!O+FF&]B:MX=EGDCZ2H MI96V^D7CFZ:U&DV2U=/XJ2K4MXEJ5]W>QDE! HC3M22_R;A<%U+-4562)V]D M%2=I^90\)U\^O2%/?GE*?B%)1CXO\W499XOR;ONB!OGY= M9R](X#TCU*/,TOP:;_Y&SE5SOVD>Z,VG:M2[H=/=T&FC+^@<^C/RJBRE&K4: M%WF?Q#=)FE2)+'^Z9$%4P'V4\W51)-E=(_5[GA6[#UI'95*2O]ZK#LB[2[I* M_]NRZN)6H^E+![D9/;O?_G"^X_-58Z4:8X+=HX+,.VS MZ[A<$OEMG3S$:1TLML%N-(A&0[V5/.RUH3)1>3A ;HS"E?,$B%NW$-/O8SCZ& MVO=;7'Q5T7N32E+6<]3,IZI[1T!-\ST3C/+ #[G=2KZSDJ-6OL^S MN^>5+%9J.?>TEQN&^()>A/M>-<6H[WLBL-LK=O8*W*MY)G]L;26WZP,[*IC M:) [4J8--]P--QS5[A"Z=)PC99KCHIVM-WA\B(4-ON8$IAN\/%SKX+U+[V MQ.YFS68DJF;HC#A2IHW8]^!'WAM5,&_-<>0[5]ITY[4(R4<#YG->Q2FY3;(X MFR?J5;QQX),4O/?T&[#Y CH^B@#W9Y5A6*KNV YQ1B7&G370,8XP?C6A4H5@UV MGB-MNO. L7PNRZNE+$CM%;7S;Q?*2ZLK3*;R/7__ M!\ B%3#OP/[O WCY?703OGE$_E<-/O CPX^QSL8O, =:=/= 9CD7XQK=W3*6ZZTZ9D% M "Z*,DG_2]"M'NT:U ^]R-\+>HL<98$*>WO44Z ;BM/-$9>AU&05ZW6H10Z[M$*6MQ.UQ3*-6ZG_S!UED=0Z+O+J3V;QKR>(]#<[*G -H* -'1?04*= XTJ; M[CP &NHH:T1-*KFXB-A^\-L(Q_,/Q3["\7AY5#L]TO/X,H'SY@C;;HK@)"HM&%>X.TUNN=*F.P_@C.)PUB=-0TW2LN5I+&)8HH8"D='CB.R]?) I>6^M[\V,|'= M:&"T &>T 9F;P.0OPT),1+<0\"S \%>#U_0Y#MX"X*4@&M>&Z!2V7&G3G0>P%>#GM@KVO_[9ZT*C'1/2:!N 9AO/,$8D:9N+)OJ6HB&XIP L[%5Z.2-3@?0Z--5?: M= \!N;!QD0MS2BZNM.G. W)A.+GT+^_IAA141+>O57V$0TIW^/?+U>#=#)XT M1]ITIP7,3ZNB'>:Z'*E37<>D:0~^A<^Q*F^XEP$+NCV]!<*?$Z$];[CP@1HX?>9Z6KMDJ M]RBWL4@=+K?AP&LJ]>8;** MI0C'(H44X0A &H$C38]ET/-V*:<55*ZT5X!A!)L7)'O-$'F2ION/*W@=-; MGQR/Z#X61$5TTUHW_IU&M;<#JYS\.2<@\@$$)D8%Y$)IT3F2ION/" R@1/9 M2;D=8=*7$?*8B&XSL)DXXB;!=L@?G=+!.QX\M>>HL0H!!\-QW5<8.@5%5]ITMYP$HAO@QZ6DIG= LKM]?&*B(;C0 6H@#VH!D3FC"EV$A)J);"&P6XFSF)I$3 M=I\=HB*Z\8!0X; "ITXSNZN<4!'=3(^5\+@B]/;VV#]Y@W%6?XZPN!%@*MQU64'CKE+%?:=.>UGKF 'R+VOOP+S9)S(^XQ$=T^0)0D1YDC4C9A-\"(KJE M ##AZ0!S1*8&[W5PM)V#7B*@EVA<!(YI1=7VG3G ;U$.+WT7J1-ZB@(KI] M "K1;;-1M(;!PQT0VIDU;3W2K'Z>G5MM=DI4DE;>JC?>BAIQB\X2ZS9LJOV\>\G:35U6^ M:EXN9;R012V@OK_-\^KGF_JY<;OG!,[^ 5!+ P04 " M@_Y8O)NTF9T" M "(P &0 'AL+W=O#XH/;WK;6'#O83CO^/==.&KHMJC$E\2/>X[/ MN=>/?"W5G5X"&')?88+< M+&6M$:-SWZ TNX _;66<-S*B9V1\KL4AB8,#$@51T@,?[8:/88KPT,'CAW ? M$])E)>JR$CF^>'=6?IQ-M%&XTWIV.6HHDGX*>.J=46G,/3P>&E0*_"*MV_" M+'C?Y^_D3UP&W=NXUWLQ=<*%#5,+ AWQ5:;K5!CA[]MT.>_.(N=<2D6 P.J[/.6/O&6I$F8//*6]I0C#N/^>E]>K.G2M(TR![IW;GP2VOA;]V3]HWZ0M6""8UZYT@?'!YA=E1S[S<= M(RMW=4ZDP8O8-9?X5(*R 3@_E)]L.O8V[A[?X@]02P,$% @ +8/^6 0[M ZB& P 5 T !D !X;"]W;W)K&ULM5?;;MLXM$/T50EL4+>!&5\\VM0W$EHMVT4M0;]J'8!]H:6P1E4B5I.+D]WB4<;B61!591N7##%*QG5BN]3CQ ME6T2;2;LZ3BG&UB"OLFO)8[L!B5F&7#%!"<2UA/KRKU;3-WB12%7Y2[:UK6.1]%!:9+4S9I Q7OW3 M^[H..P[]IQR\VL$[<'"#)QS\VL$_-4)0.P2G1NC7#B5UN^)>%BZDFD['4FR) M--:(9AI*ZI?>6"_&S3I9:HEO&?KIZ4?*BORAGRF4E(C&GD5@J8L5:]Q]F89 MDE*+'@,<8M_V.T_MZ/"WD7+#VWOD?,Z ?\J^ 7QG1[Q'"]HR6=^NKO?1N?7HB_^=_2]8OC-(O!+ M/+][$=Q>K926N'7_:1.X@@C:(^)>F_H*@7T5^U[]3N/JRB2!<1F(2 2;DP\ M#W/1%2O]$@,Y+6R3%H.X_GG2&>]^KOSW=QIGSWA!\TP@1.%#ZMA.=" MDP=LTB*1H=11ZQ=K5F$.2DS3CMU-O:"/I_G=K@R=@9\KPRD1%V>*N%?(85/(MX7,*B?53NJUT%4I_EXCO|@]*-VQAZSK[1N$Q4O"GXQZ4Y!@I&#I>]8[1'==10 M'75271:KBB/CN$I:3^G145A_=)#:_-@F\$<'"(]M1NXAQ6.;W3)4#.V=-C$# MN2G[OAIHD9=-ZDIH;'G+QP2O/2"- ;Y?"Z$?!R9 &ULA95K;]HP%(;_B1554RN-YD(NA$&D7C2M4RNA7K8/TSX8+, M=]#]][.=-&/#P!?BVWF?]]CX>+9A_$64 !*]5K064LIFZKEB54&%QSAJH MU4S!>(6EZO)G5S0<<&Z"*NH&GA>[%2:UD\W,V)G,]9*2FI8<"3:JL+\[1(H MV\P=WWD?N"?/I=0#;C9K\#,\@'QJ%ESUW$$E)Q74@K :<2CFSH4_O?1-@%GQ MGM#XD'JF\[5YZ])B$Z4OU3J+DLEXYJXMK'!@A<=8D8W5 M145;+-^/XM .BP98= P6VV#1#BR-O<3.B@=6?(R5V%CQ+BM,(SLK&5C),=;$ MQDHLK'#//@4TU&UN0@Z[$$560+"=Q&G>P>VSC=]Q\)!V1Z&,DDIJBMO2==1[+&U/ ED^I%,,U2O<']0(U7S FWSOZ M61A>]>P/4$L#!!0 ("V#_EAP44\8- (.P$ 9 >&PO=V]R:W-H M965T)"?-O[])=DP&:6!?[#OIGN>>,YV4')1^-@6BA9>JE&;&"FOK M:1"8K,"*FX&J4=+.5NF*6W+U+C"U1IY[4%4&

<1B.@XH+R=+$KZUTFJC&ED+B M2H-IJHKKXP)+=9BQB)T6UF)76+<0I$G-=_B(]D>]TN0%/4LN*I1&* D:MS,V MCZ:+D8OW
3\%'LR9#:Z2C5+/SOF2SUCH!&&)F74,G'YIO,>R=$0DXT_'R?J4 M#GANG]@_^=JIE@TW>*_*)Y';8L;N&.2XY4UIU^KP&;MZ;AU?IDKCOW!H8R<3
M!EECK*HZ,"FHA&S__*7KPQD@'KT"B#M ['6WB;S*);<\3;0Z@';1Q.8,7ZI' MDS@AW:$\6DV[@G V_8I4DH$/\.3U8P[S/6HZ#EBC.U,A=^!CX#QJR@"7.2R% MR50C+:RY)>S-
$BT7I7F7!)84.=X@ZI(OVNSQ*ID?&CF 8?@>XC > 0L/]"^ MFKBO)O9\P^O5)IOC-5TX\+O26HI1I M$3CL!0ZOL:=]EWG79=UWN?1=MM1EN#DBUY?
[>9W^%CP2H@@])6U!%N3\>$7X MJ!<^^C_A^6D(- W!):4M7Q1Z0OK=:QJO;SO%&6;HR\(=6V5H%_QH4M 5W ,^%K?*S/Q:)6$Y",VD(K2J3?KC"!'UMX9 M?&&PT3MC8B-
92OG#3FZ2J1=8(. 0HU6@YK.&*^#<"AF,GUM-KS[2.NZ.7]2O M7>PFEB75<"7Y5Y9@-O7./9) 2DN.=W+S$;;QJ*U>++EVOV2SM0T\$I<;9;YU M-
@0Y$]67/FWSL,,0AGLI1FEQD_C#Y(F6P8YX2*A-P(I&++%EAS(3&M 34I)E=3H-F>Y5,A^49=,F388 M'\T!*>/ZF!P0)LA#)DMM//7$1T-JS_/C+=5E117NH?I4BC/2#4Y(&(0]\G@_
M)T<'OW_*^";0.MJPCC9TNMT]NM=:,,(33A2F$IFB_+8P]N4'(]??ROI?@%:#TFLS@N\Y)3-.FC._701%'I]7/V2?Q,U8H)33BDQBTX&YIZ5M4S M4TU0%JZU+R6:A\(-
,,,R@[(&9C^5$E\F]K6HW_KH-U!+ P04 " M@_Y8 MF.G27IT" #U!P &0 'AL+W=O[UA?V]CU[$LL(09I]|(MIO*Q<^&@#):XHNJ&UQ^AC>?,*6<2OM$=>-
[KIW32BI>M&!]@H*PYHT?VCQL M 31//\!O ?YC0/@$(&@!P:$*80L(#U4X:P$V=+>)W28NP0K'D> U$L9;LYF%
MS;Y%ZWP19N()K1+Z*!$X%7_@/*L)10BS#%TRA=F*+"B@B92@'J+/F,AL"DF M.DY 84+EB;;>W2;H^,@$'2"T)><5U+C9>0J?21#[*:M_+21]Y^0#] 59RJ7 M:,XRR'KPR7[\<
_>U;GH\N%O\C'Ul Q)^]M@I"KPWR/?\L.<\L\/A05\X_Z<^ M?[;Z3C*"[G(SEB]XWN5(B$PIEY4]'VRD$KHQ_Y'WQUH5,)^%=,)1[+$*8P= MW>HDB#4X\>M7@Z'WKJ\
+TF6O"39_(7(=DH5=J4*]["DX(+17YCVWWY4O^6 M7;6PK59?71K*H:4T V4=!Q>#R%UOI_L G^1?G_.AO^LSW^_3Q.QN];$"Q,H. M$(E27C'5W-K.VLVHB6W-
C^S3P6@VZ+$G>]8U(^@O?3,6K![8$281A:66\D[/ M=9L5S9!-HJ7MHLNN-(]V2YS/9=!& ?]?&UL MG53O:ILP$/U7A%9&"UWL.&DW.L?0-FW7P:#TQ_9A[(-B7V)16?)TYSC;7S])
M=DP&;1G[8NND>^_>.^N$M5G481Y"97 D:E!NY.EL94@ M%]I5A+4O10I:(DCD^C2DC-LS3LW=DL-0TIJ>'.,FRJ2MA?%Z!,.^-COMVX MEZN2_$:4I;58P0/04WUG710-+
(6L0*,TFEE8SOCY^.QBZO-#PE<)+>ZLF7>R M,.;9![?%C,=>$"C(R3,(]UK#)2CEB9R,GSTG'TIZX,YZRWX=O#LO"X%P:=0W M65 YXQ\X*V
I&D7WIOT$O9\3SY<;A>')VCXWYBQOD$S5@YV"2NKN+39]'W8 M2?("(.D!2=#=%0HJYX)EEK3,NNS'9M?!*L![<1)[3_* UEW*AV.LAMCBE8J MQ80NV*TFH5=RH8"=
(P(A>\>ND*0S#P6[;BQ[J0REN1O$9IZM7&W X$=SH&$ M5'C$#IC4[+$T#3I&3"-R(GVI*.\%772"DA<$?6[TB$WB8Y;$R90|/"= _)_1N<1<&?0&OY\OD*R[+C_VJ>^J3/=7\2-
TAK7(8<;= MC"#8-?#L[9OQ:?SQ%0^3PE0:OI] MJ4=#0KE/.?1)A#X=,PVT3\+T'R1$.]?43_P785=2(U.P=*AX]/Z$,]M-41>0 MJ] $ @& &0 'AL+W=O03^6&JR>WHZ2D
"H(HXC#=NF\]VIC?ZX-ZA:_$3B(MWCW2KCPS]D4_W*=+QI.C@AP2J1%87?:PACS7)#6.OUJHT_6I#?OW+_0//M?/* MF67^47/U*E)U3)= /Z"/F'.LI0VICD)CDXAUZ@UPD,LR5-
:'HB1(IKM1+ M=?\Y8Y501+%PI1JT[MI-V@&NFP$&9P8X10^,RDR@GV@*Z=#>5Y3Y+=$^%Y)6*5XG^^%4U0/<2"O'GR"CO&EHT3M/:T*TH M<0)+1^TS O>@>G-7WW_E3[\4Y;G
MF M4 F_F^QWZVSSY=T;\I;(VL'D-TSO[?A7-KH-HX>[[>EG]+)8$,9T\2(N%03FI#8$FP@W;23;FHU8*FX9&D&7"MC IKW0#&?AQ)^>?TW+Q+ M];[F>AF-
>6LD7.JM35AL"390[J93[L9JT-W85-$F++8$&ZCH>\=TTC.NP$W%_MDSTEX4)'7=+DCXG*'T<#KV7UHR"X":/Y,%;6YBXOU<<6;2A0+]_V+PI1E3C\ MIV^E&7OIBK-
BVW1AI(&1TD#J[';XFQ):9,6VZ(-I3S6"KXQB5YM.$)*7$^ MJEMC.^F'ZR3T/\.\T7JUF,;9H0T6.>;]O3OPWG"4 J4!;S@I$A*@P3>]<(NE% MLFBBMTXQKA
%J1MTC1,FY'A01Z\WP$@E"Z]V0)O50VR+-E3T6!GXYM+@GDI0 M7(DXEG"%A%275)=2B0I>O(-1H1JDWKLI[:QKSP\FITI9+0-LT89*'0L!WY@A M-QL;Z3:VJ_Z2>WEH#N"P)&Q4-
ZO%04OS_>$LA,%D.CU9LK&MGH?2';-_WYS^ MWU,B"<[[(OVO\MWQ7Y\[F6%;+![=WI%H W]5'TT(MIXK*YG2U>]L=?[^O#WW=8 /F
MJ(P!\YT*8I3#5IFJ:5:,"F^.HYL'R6U{^LLAX+]"UF"P)6U5 4U.%0;7Y<*Z,J!"NY'07#I%Y0)+QVYN9E*1[(R MG F8*:*KH]#[^0:XW(Y]T'N9N&>;W-@)/QV5= -S,(MRIG#DMRPK5H#03
JB M8#WV/H;7D\3&NX#O#':ZTR?6R5+*1SNX78V]P H"#IFQ#!2;+4R 3:?.H!P< 0-8#H7P%Q XB=T5J9LS6EAJ8C)7=$ MV6ADLQV7&X=&-TS8OS@W"E<9XDPZD6(+RK
E!S('P:0B=]*)E2LR(26)=B& M<_*@J-#4Y5Z3<]+%U8#3*1C*N#[#U2B(DGVZ<[*83\GIR1DY(4R0AUQ6&K?0 M(]^@"ZO%SQK%-
[7BZ(#B+Y6X("PSFXRZ(%/CL.GD"$\=/IX'^YC[MH$1FT" M(\<7'^1;&G(KM%$5'FY#?GI%)KH-"_^LS5;(-^-GMGKW5),QA[>"DU]"UX MZ=LWX67PH<_J?R+:,QZWQN-
C[.E,,9&QDO(^ES7TTD%M(=FF41)=7>'_VG;U M]X7%01"T87O*!]VRP5%E"T$+B6?S#YY=IG5%108DDIKTGK::*^EH. ^'2?)* M:4\4.HK[A2:MT.2HT#NLTAE5ZIF)#4'-E3!|"L.>+
(51?/5*8E]8,!@.7VGT M.\7"%NIO5&T8WFD.:P0&%T/D477QJP=&EJY^-+*7!:N2Z.;X7H&P K]\EWO!F M8$M2^P*E?P%02P,$% @ +8/^6$6P.W)Q P +0X !D !X;"]W;W)K
M&ULM5?;;N,V$/T50ET4NT ;W7U);0&)Y453=(M@ MDVT?BC[0]M@65B)5DK+3?GV'E*+:,J-F6_5%$JES#N?Y1Y D:$%D5!15_W$+.CW/'=YXG/F:[O=(3;C(KZ0X>0'TJ[P6.W%9E
MDQ7 9,89$;"=.S?^]7*J\0;P?),M"_Y)MU!N3!RR@2VM(&X)QW:Ul-X%+J:+)3/ C$1J-:OK!1-^P,5X9T]_)@Q+X-D.> M2A:
<'4"H;)4#>0"6<4%^X@HDH6Q#%K0L0=_RG#P*RB0UV97D6W+'% B0BBR? M\),50-ZFH&B6RW?X\M-#2MZ^>4?>D(R1QSVO)*K)F:O08+VLNVZ,NZV-"UXP M+B0?.%-[299L
QL+/^WGCWKX+@:JC5;P'W;H%?PAXI=D=#[A@1>$%GL6;R> M'MK<^6^K+__UZF?!"-M/)S1ZX0MZ*:P4?@=2B0H+AR*__H@ @D+_9PX$D0!W"2&L[_R1]YWMD
/*98.*;8<2.PL)5&;DJA//;DI M..[E/ZFIP7R+%1-3E$E94;8&LN9267=AK^B79F9(L;06&QDQ_M3@-NP<194:8SF+8]S&,>Z-(^Z0^*P1FT>1H.6 MF-&0*1E2+!U2;#F0V%E*QFU*QKU;
QL&); /]&B.?_>F"8"Z";"E9'RY.Z?> M^0Y>O *3UICX!./'$[]3"OX!=.;PI'5X\G_4U,F%*>$D[OAMP8P[U2V]Q%Q6 M0 OFI0HX;;V>]GK]R!7-;7Y-
+W+E^^.N8S90U^KT$A2$T;3CF@T4QAW?W)/^ MMP"Q,P@%VA-B\A=0 M2P,$% @ +8/^6G!"KLY" 4U(!D !X;"]W;W)K&ULQ9QK<]LV%H;,"D:
[LYO..!8ONF9MS23FK9TFZVDW[8?.?H I M6.*$%Q4$[;B_ON!%HB!1D-2\'>=#+%$XSP')5P1X7@HWSQG_F]\8$^1;$]?Y M;6\EQ/I=OY^'*Y;0_#!;LU1^\ICQA
KYEB_[^9HSNJB"DKAO&<:HG] H[^_-=X%MEP%5BU\B]ISOO";EKCQDV=?RS8^+VYY1 M]HC%+!0E@LH_3^R.Q7%)DOWXO8'VMCG+P-W7&[I7[;S:L[LL_C5:B-5M M;]
(C"_9(BUA\SIX#UNS0L.2%69Q7_Y/GIJW1(V&1BRQI@F4/DBBM_])OS8'8 M"3 '1P*L)L Z-\!N NQS P9-P& OP!H>"1@V PB@MM7LON/PTDG%B M=B^R\.LJBQ>,Y_\F[N[%0%
[(6_*)RC,C'+!6KG+CI@BTZXCU]O&F? O@G (;E(?3E0=L>.6MS MY#Y86N1/17I-#/N*6(8UZ.C1W1GAME&&F\..<$'!.4=^6(7;FC-I;[\#=L6SCWT'5I2SM^45<$'NLD0."SFM+JSO
MY9<@73)YJ1;DX87LMIO3EVKS^V?*%^2WGR62_"A8DO^_8W\^U/D'W?G+X>E= MQJ8AN^W)\2=G_(GU9O_ZASDR_M.E*R3,0<)<),Q#PGPD+ #!%*T.MEH=Z.@S
M7RI22/V]B5*2EWK,NR["[202P6'A#E(F%O#AA6LG*4]S8R;_M.NBI#I?"0L M ,$4%0VW*AIJ5>1^8SR,LM-1+986$ M.4B86\-&.[*RC.'$D/_VU(7,ZB-A 0BFJ&NT5==(JRYE# VS7)
T$^1%WHAQ M%F;+-/J2;FE6?HV6Y=MNI2FS7"IT!P!PES1RZU\$^V"$!=5L0P
MWHIAK!7#9Y;+RTI8CEG5O0;YDD8B)S25J$0ESD#!W>CAEL^WA:'(X9SN[I7]VRP"T*XI(3*,MX1D F=33?")' MW,WF8Y+1I[M4,U": Z6Y)PZL)0\BY3D9DJ2N'5HCLJ
O73,4#]HQ'TH+4#15 MGSLE9E-[&/^W8E69DOPW2:.'(M^4F>OA=![3;A5JH1>K$$ESH#072O.@-!]* M"U T58A6*T3KE>=^30=0HD72'"C-A=(*,V'T@(4315M:TZ8VGIR.;K+T8?D
MY0WR%0GI.A(T;FJ_I$E8#^N/A2@X(U&>%|4]]8D:L3[OQ5]%VA(-;;+C2M!Z7Y4%J HJDR;'T4V\\W)TOO"M"T[20;;,TY$Q>1:]*QSI*
MBN2D)*&^!93F0&FN>6A=6,/A>#H:6WOW*V>W],N&:#V1=52ZSZ8>OOA%Y:+ M*%UN;DE*4503[6Y-0$T'*,TYL9^#>K>=#!\:,(15/EU+H9IM[.N*^'/_I$HY@^Q*P:_Y:E
MQDXJ#.IA0&D.E.8V-)VK=;)?[I)@.JVJH7623"UQ=_9/(M?>/0'.U["@%H! M4)H#I;E0F@>E^5!:@**IFFL= 7/ZVB4,J&, I3E0F@NE>5":#Z4%*)KZH&QK
M4%CZ.OI?'S3UX$O%"4Y4)K;T'2#YNDF_NDF :K;JA9:,\#2FP'E,[M'!TQ] M[,6G&UKSA])<*,V#TGPH+4#15+VU-7_KM6O^%K3F#Z4Y4)H+I7E0F@^E!2B: M*MJVYF_I:_Z?BN2!
<9(I;LJMM!"KK+S7.%G(T),O5B.TJ@^EN5";!Z7Y4%I@ M=;@A0T-Y'ED56EO5M_15_59H=+&H'@AI2_P7:.ZP\#P8&(?/2]_I>W.QG* 5 M>2C-@])*"U T53-
M=5_2U\5+W_P1MS[^;Q32M!J/Y3F0&DNE.9!:3Z4%J!H MJMY:!\ :O?8,$&H>0&D.E.9":1Z4YD-I 8JFBK;U&2R|S_],T"HT6 =EN'- M8@ZMX6#K#8=YP<.5G,B1-8]"
M5E[<0N4IRC7CH9S>=:E,3[Y490U-5=ED7V70G"Z4YD%/I06H&BJREHKP]9; M&?-:13N3M/:!Q ;25OVP=;T5Y!'G0Y_J8MF9';(SS'W901T-*,V#TGPH+4#1 M5-
FUCH:M+3XK#X1O/-4H+G]0(U8R7[F8TU_0']3$:&A[^K/V]0O=>>][M0MA#[KQ0H\+)F;5M=M*S2M"Z5Y4)H/I04H
M6BW"_LX*=@GCRVHUPUS.VHI4U(O9;;=N5TQ\7ZT3V&^;U\LM?J1\&;4YB=FC M##6NQU(#O%[!'L'XCLG6U'MY#)D265"]7C"X8+QO(SQ^S3&S>E FVZTC. _@10 M2P,$% @
+8/^6*A,/NRV! (A< !D !X;"]W;W)K&ULO5C;;N,V$/T50EVT&R")1-F2DI0QX%RV%V#;8-/T411]H*6Q M3402M21EQT_OB1E2[XHC&+878DIBC.<W,I+3%/(!&49
MXC"^=H;XZM8W!F;%GQ3F8FV,-)018_ZX9?XVO%T1)!)+4+HGYF< M)HCVI M.+XMG3K5GMIP?;SR_LF 5V!&1, M2[[26$ZOG0L'Q3 F12*_L/G/L 04:\1 M2X3YB^;+M9Z#HD)
(EBZ-500ISKE3<|,-P8:X6&9OH8'R57;ZFRDX-'R:+G*4MBX.('=/^MH'*! MSI"91K_GFFJ!AIIK_>+C'4A"$W&"/B 7B2GA(!#-T%-&I3A5DVK\QY05@F2Q MZ+M2!:BW<:-
E,#=E,/XKP83H,\OD5*#[+(:XP?[6;H]]BP-7,5/1XZ_HN?&M M'G\WLG/4\4Z1[_E=]/1XASY^V !?_C2%:G=\!Y%RC(WC3EO'&Q ZU0EWS$Z= M5W;ZK4A'P)L.H[3K-MOI^^-
*Y"2":T==$ +X#)S!]]_AT/NQ">Z!G&U [%80 MNS;O@U6>JFM*2)5Z-)NA:IG1:6*RQBH/B65B A>XWIG%#L1.KQ?Z6S!W5VUlC1L +BL EZT 0)EZ9)0 (A+)*2!0I\7& M9K@
PEO#N6P%QQK6GJ>&O;K&>]82\-6(&9V2,^!*G*WP \HYC;"Q4'N'+ Z' M\K:)?TWCX/?G[=Q.BDF F"4)X0+EP,L4T+E0%^E&XLI0>FL)T3L/PNY60M@C MWI<1OV;$;U-
)CL>"_^9%9H]P7P9J582MBJ2N/L?CH P ^YNI$ 3;1!Q#.N%: M.V&[>&HL6,];Z^:C#/]/=@AC=LC2'3!#3A!AR=8].((5, MHM$"K:][(LS/9P3KCZG)=6G:!C'5])@NZHB!
(F"OWOWM_#D9"<1/7?1I8. MI/J6;!Y#0^):1.(]5"293#A,B 1$,\E])FB$9B0I0&=0(R7E)N%:XN# Q]N) MI[O*QZ'>^7+]74D/I20W ?:92MHQ]"4?]TI?:MF;WE-"A:7NZ]?*R>_R9\(GZ
M4% "8V7JG?=4 >1E0[9\D"PW/&PO=V]R:W-H965TPPV,'2"W7TSKMU*K==IJFO7") M@:A)S-FFE/]^=F+BP 4'LF3T14M"?@_?;_SP@6:TH>R%+PD1X"T*8SYVED*L
MKER7SY8DPKQ%5R26[\PIB["0AVSA\A4CV$^"HM!%[7;/C7 0.Y-1N5D6/XA(MS ,: T;F8^<:7DT]3P4D5_P9D W/O09*RC.E+^K@SA\[;=41"C{4]^@XV^MNV V9H+&NE@V4$4Q.E?
_*:-R 6@[I$ I /000 <' GP M=$#BG)MVELCZB 6>C!C= *:NEMG4B\2)%]J"6)U&Y\$D^\&,DY,G@2=O2QI MZ!/&?P2W7]>!V((/X'ZE3.;@?BVXP+$?O OP1%:884%\GK#68^^/LWF1+
<"1+Q?XIN4%J_4UQ?+3!7?(5G9.S(%803]DI"2BT\E9 MJ#0MT\TI]?K]CJ0:FVFHM1>)K5WDE2M#C^'])K4WDE2K&$HT W495=- MV?;M0L8N]#^!@2Z4GP;=5F]PN(G8^ZFJUR
CM&)6?72@Z^3WS$YGX!VJ;0+Z MH*$^:,>^V@!!URE3VP3W00-^L +YG;$M'K/F*#F4]----DL.^CL"0(.CVZ8]
M557K#$C"'B19@W7'.:.DH:.\:P),H2%3:">\"U&'[JITO;4V7]4<0ZK0#HPI M>/R^H842:H)%K;0)|(2&/>'PTN!1$T-JNYH@4F2(%-F)M#[PT(7V^1L=S@-[M.U7E&BQ%5HZKCSMTG?
Q.C#JH?_AQPIY.5;D&*Y$=*VL##UVG5&X35(D,5:(* M5-DD>93TT\F^<_".[IKV%%4M,VB**]!IH\11TM!)GC4!N,@ +K(#Y85(0W=5 MML V0;#($"RR
Z,&C24CA=]QV*//W3OKRK:OU1 GZE\8-5!-U*CM:H)!D6%0 M9&?0&E%C\,U,&+:&O7;N!QY.BR:H%!DJ1?:O1.OCCN$W& ,%0RCU4VP14>@8]
M/3M4UH8=NDZ)6GLW5=4:IO0J,&63U%'2C_FLWCZZ@!I35+7,<*E7@4L;I8Z2 MAD[RK FX]7+_9;?#Y(6H0W=USEIK%W%N46[NH9*(L$7RK V70V(=B_3YDNQL M]CS/=?
(4BVLN3Q\&^HS9(I#^A&0N0]NMOEQ86/I\37H@Z"IY1.69"D&CY.62 M8)\P=8%\?TZIV!VH ME33I-_ 5!+ P04 " M@_Y8^D9%GF$# (# M&0 'AL+W=O M;,M)9@M(TG;KL*Q&C6T?
AGV@I;-%1!15DK(3H#]^1TI6M,W6AZ!9ODCBRIT] MS^GA\>9[]>YTCFC@7A2E7GBY,=6E[^LT1\'T2%98TLI&*L$,#=76UY5"ECDC M4?
A1$,2^8+STDKF;6ZID+FM3\!*7"G0M!%,/UUC(_<(+ONWP!HO">B(Y#AAM6%^23W/V%+:&K]I;+0[@G[=F_@05IK(T5K3 @$+YLWNV\3T3,81R<, MHM8@_AW>>:FP.S36=(5JQU-
:>O46#>.%?CWW#:&VL?VT17C=((Q.((SA5I8FU_"N MS##[[U;#O*T8'R=33H\>Z',$X> -1$$W@6_!!YTP1R.8U$&'<)77L(HQ/ M)=4Z.K-BR2A5@DZ09DZ#5XIRN%52M8'U
_3W+=F#F[[:,Y7!G[^02_A@4.B_ MCJ6LB3\Y'M^>Y$M=L107'AU533\!O>2[;\(X^&& W:1C-OGRGK0Z> -|)WG" MSG:HZ @#W]-
*N4:H%/UU>,5+R&11,*6A0M7D]Z@"FH"Q"VCKR"X)YO[N",9I MAW$ZB+$GT&/Q!HV?F+ZX@Q;_L#CB9V WZ]C-!A-_*!:V*K3'2FX@E4(00VV+ MC9-%_L 0:OAP]= V-)M"T)XHPF
8GA"'>X3L?Q/>KW*%8DQBC(Q0H7N/:U73 M=63',<I5]8O<,M++FIQ#-U@F"R>'@G?@LFAK_ M1U.S413]2U)^KSD3]+:N!=54$NO2-'U:-!NUN5=-<_>XO>F1;YG;&PO=V]R:W-
H965T+,]M W*;K!G0($]1]9J1CBPA%NB1E-\!^ M?$E*EK5:$KH!&?)B\78.O\'90F@T->*,KET2J5VEZXK@(J+&=\ M!TSO;+BHL-)3L77E3@
NK%!%W<#S$K?"A#FKA5V[$:L%KQ4E#&X$DG558?&T M!LH/2\=WC@NW9%LJL^"N%CN\A3M0][L;H6=NIZ4@%3!).$,"-DOGRK]<^Y$1 ML"<^$3C(WA@9*@^
]5&D\;QI57|'<:P?[X MJ/V]):_)(&);SG]3 I5+IW,005L<$W5+3]\@)90;3EG$K[BP[M6<]!>2T5 MKUIAC: BK/GBKZTA>@)A,"(OM *!Q=U<9%&^PPJO%H(?D#"GM38SL%2MM 9'
MF/'*G1)ZEV@YM;I3/\L.2U R%_1]9>;]"=T@6Y!*D%R!06R)]](PIA5J ; M$/;_P'+H;UT9ZQK95^] 84+EZS$M&Q1X081^1BZ2)18@V_$#6%G\]#> M$([<\%==/8!
?'/47&OH@CX1MD4Z<*32!C+CV[O[UEAZ,&29YIIH^!H3SY=R MAW-8.CI@)8@1.*M??O(3[(<)$E%'(IK2OEK#EC!F8*XQ-6Y\HX.T<[>T+]T[M=^]Z[N[OO2*L-
<)K]/>@A1NF#9;88C&)9K_*@C#R4W_A[@=(Q!V>)+$[P(S M#?=9H<=GT,,X3I/S&X:>=-"32>B?-.)G1IZ<(;\(O3B(@A&KIQWT=!*Z3[<; M(,^-/CU'[\^\
(!D!GW7@LTGPUTUL_A]_^NR,09K&A2R_:FC! !5: -I@(M,>TAB%$\V=(.+YW*E7>OTTYAY;+-!5D.XC_MY*>"4XJ%-&<:3QF7G8K"8+U]6&3]B$]F63CL-;]7J?T?2U8ODG3;9H0]UE$P
M2Y(1UL&)=?!#>>Y%D@X&2'NS8(3SJ3_P)RMW/T&^2-KA.>TPFV7I".132^%/ M]Q3?Y]8723XZC^YT-O_>YVZO):] ;.W#0Z*1E] MQ$+G/8DH;+2H-TMU11#-8Z.9*+ZS#?
X#5_JY8(>E?]"!, ?T_H9S=9R8"[HG MW^H;4$L#!!0 ("V#_EBG@RD37@0 %D9 9 >&PO=V!R:W-H965T MNRY8R#LKRBHDY"E;NWS,+ITA%6ZON=%;H4*TKRG^MH-
MFT_I5I0%P3<,\&U5(?9TC4NZGSG0>;YP6ZQSH2ZX\^D&K?$=%E\W-TR>N0TE M*RI,>$$)8'@U"D4 LFO M'5[@LE0DV8]O-=1VE2![>-G^B>=O$SF'G&\H.5?12;RF1,
[(,,KM"W%+=W_M@NN$0L5;TI+K3["OM9X#EELN:%4'RQY4!3E\H\=Z(%H!DF,.\L OQ\P>B$@ MJ ."U[8P](@-&KVTAK -TZNXA=SUP"1)H/F5T#YA22YHZT*.OH^5X%41-E#O! MY-
U"QHGYG:#+AYR6&6;\!Y!^VQ;B"5R WRFY6"*> WW_0I4B PM:R?G)D:YP M^JB.,7B?8(&*DG^045_O$O#^W0?P#A0$_)'3+4"O6_(1!-Z/P/?\D:$_ MB]>'!Z9T_E_KZ7]NO3,803-E
LT+7IHR.6+8-"6N&$-DC:6-"'#_!-JZ&_2D M+U_M$R#';86?^_7##=6SF B"US()GXy/H3CY? M;]2$-*4[2#IW]MF$)39AJ258IQR3IAR3-[:0B.,2<,'QK:[&Z9+5*
M2ZS24ENT;BF/RU8XN* ZSUJBDPV,B1|[?6X KO?O=NWX-+Q?0<#U1[PWTUO01?WCI M\ 6Q=4$X*/%*-N5[',MZLL,^_N%$T(W>]+ZG0M!*'^8899@I@;R_HE0\GZ@&
MFK&PO=V]R:W-H M965TLBU/ 02Z+7+"YU8J M1#FU;1ZE4& ^H"40^65#68&%G++$YB4#'&M0D=N>XXSM F?$"F;;=LV"&:U$
MGA&X9HA718'9[P7D=#^W7.M@6&5)*I3!#F8E3N &Q)?RFLF9W;#$60&$9U0@ M!INY=>Y.PXGRUPY?,]CSHS%2E:PIW:K)13RW')40Y!)Q8#EWPZ6D.>*2*;Q MJ^:TFI
*>#P^L+_7ML08H&#&:-IQ)2W9%,#+:9&R_(SHI;]1C#Y-9,X$7P FC!O0*76'&L%HK]"($@:,B.^C2TIRM[$D/<@@^[\>,.O"VU: 3Q#H(LO$["3Q49(-\Y0Y[C M#5OR63X>
[K>5_13ZKQF^7U-9__ -^-61>T@I(RD9'D9)6_?Y;NZ$) P7^T M+9WA'K9SJPMIRDL/L,'3MOVW3KDRSLB>Q$TV&CZ;"+/;BJ MBK4\#W0CKSVE*E[G<#@
O$W&3KJGRM@G66C(11L/"[P)W9NQ9M1HTVHTYM MWC-,(D!_Y(;: :D -8*$]7Q0MM)V=-> ^/=V/3.[',U0*5P,+3I:/A< C^ L. /7N3L_1]%V-]<_=0L[LWMJ[?91.R!?
[D2W51QO%M"+"/(2-M>G)"M#TN<%?4$L#!!0 ("V#_EA&^47&PO=V]R:W-H965TS(V) M 6^\1?N,WY+CK[@)R)-Z&Y*QZB\X-EC+)L]XR1OR&(&>5K4O^AKDX@S@M!1
M$^R&8/<)[A,$IR$XSQW!;0CNL1!L\-X05,DP/V%A_QWTK9]4 M:=57 H.?" M21<6#F&VZSI^#Q8I8+8=>$X+ZT3IM5%ZHU'^+A9? I;"K80;J6(=I;]TI>D4
M"W6*19K$.C7PVQKX;V@%OLX"Z10+=8I%FL0Z!0K: @6OM8*;Z)WMRJGG^7TG M&*(FK@?=GA$,47 "]ON&8$"YGN!_X013-H8)Z,Q1M?14A7@*.NERTNG6*A3 M+-
(DUDG]M$W]] WW_U1G@72*A3K%(DUBG0)!Z_3);[W6 1KF^7ZTIU9@]2Q M!1-[.^AY@ +F.;;M]#Q !;.@ZZD])X=;>|_Q,DX(%MP3VBF.C*LQODO76Y:
MU4*M:I$NM6XE[%,E[#&*,^UEM5M M3]J_!2_74-$?RGNPZJKE)%]?HETCNDL+!C*\%4-9%X$P,%K?2]4-3LKJXN6! M<$[RZC'!*,94 L3[+2'\L2$':&\'%_\"4$L#!!0 ("V#_EC$\)0.5P,
M)0/ 9 >&PO=V]R:W-H965T7+@D69,XLPVT_WZVDX:$AJBH@0?(QSV' M NB*GQ&L>.48[5;N*7U0 M)Y>SD6$I11##5"@*(C^ 6,(8X5DQ2Q[^"U"B_4P&KQ_LGW7SLIE[PF%,XU_1
M3(0C8V"@&"R,J M .QN =@%P'XMP"D CFXT5Z;;NB""^$-&5XBI:LFF#K0W&BV[B5*UC!/!Y-U(MXH3_!6C 2!9&4W29YJG0[J8S=$W^4H;&6@,PI.C1$;JB:7 42^MGZ(QS$!S=
M/Z$*RRT$BN#P @2)8OY!0NXF%^CPX ,Z0%&*?H1TP24]'YI"ZE-W:\$@NA -'6;4_0TA?IG6?K]OCV0B[BLMO&R:N -++NL MJNES2WUNJ[ZI-!)2VT00 8W:6N&
[KD1'9+5.O;)3;X^!]+]TH2.RF@V]TH;> MVP.94WB5]#GR-=@(9$.5US_!$8'LE_KZK?HN.2,0-XEJQ>VZ!!V1U5H9DQ"WOV1A(;JMR^YS4G$5OKI[_5GD4&L7P8 M-SZ+6Y&[+D-
7;/4^*U,.WF,@" *NKL.B(K6[%>FK!K=/ ZT)9<%3SAFW;WOQ_ M;"IS:-?:$LOU2(;9XKO(@36]*L5M_-*=,16]W(]F&!WGZ'L=&[IBJUNQ7IR MP:T3P2M#Z;V8#['7ZVUF\F65;>'>1B3-
RI9)]5>O"0NBE*,8YA)F'?1=U3(?=#^C"4VV9@JD#>GU,JGD_4QJS6QEUY#B9X[!VOWZ^=II^X(LZ'@9=*HA]C\^Y MQ_9-8QA6>B78W8(Q'2QS(:L166A=?
@S#:K9@.:TNBI))@V2%RJDV734/JU(Q MFE9 RD78ZW3B,*=X^\F'DY/.P_GU?OS, N'2!ZT>G@P@!BXO%AXL]I8]+] M76D[_0(.>(I1AMX:";+A@D=C)SXR?::%K 7(M+O("([I8<-
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W635X=@\GX&$P>14T.CL%D<@0F^Z_VK7FXR>AM M+F38G(2VCEL[AZTV&L"A=D2^PQ%9;)(&TYH+S6736_ T9?+)F_VD^ W0^#L.\#;S(.4, M4(YC^9")_6!Y_)S$7/Z9)DD4Q3&VHI.)U\$$6[R/1W:XWO M-EXAS]W#O?12NWU/AYK^5XS]02P,$% @ +8/^6)>*NQS $P(L M !?3T\$MP>;4#M.*2VBZD8_1!2:5K5N %(MB6/:(7->=I3W;+T]!;X"O.DQQ0FE(2S,. M\,W2?S+W\PPU1>5*(Y5;&GC3Y?YVX$G1H2)8%II%R=.B':5_'O]NT]?YD9+.8WB;L<5&"?R1\V7#>07?FW;%L>O M+SB"3*.]"7:X$,:Z]HBV?XZ,:\"#NZW:Z4]".C S[N#(Z'HEU++I!N]B[-U& M&X?-=Q?$??,W8=2+AP30ZU&LPS?W@!8Z+ M]MX<0GF1,OL"=YCCHL4+B:(*4!8*AK^LE]) CH)lX)*K')@'F1"0R8"0WQ(/M,B4@T["07Q6O"^$ZR,>X'F1&0&8#0O8BN4M [@X)F7J0>P3DWI"0F0?YFH!\ M'1;R"!08+CV8-P3,F[PG[@P[(K+&M@I<%L;:$ZP'MQ; NYM6+@3) *?)9Y0 M27D2>-RT+FZ%E(RK@AVC'=6R(6 'UD(O8C&ICO#N6#>6;L@N00EMV!E6!K:E M/N0^)B6/.+]+IW.;THM"S#V!?OXH\::Q&>CG!$'EL81Z*7AJU+D.,Q=#WA(M&\!3_EW[F)0UXL#:F/-?;&W9'$Q[>E,9S(3-I6Z>8A^2LD8<6!O'R@H<8_;% M\ (K.W9@##XWCY),3$DC#FR-/PF9[!AK;#A]3$H?\:/XXZGH)91(DD%%TBOO*9,D0YJD5Y8FY#1D),\.>244I(A ME=*/):64)+!2-OEFQ,XX)NIFILYV9N"XD/U84DI) BOE'G(&1JP[2O2,,^V9 M/B9EE>29K#+"JLN6K]K/]N^YYO(!)J68)+!BMJ;R;MA]3,HX26#C_$GE(W8AMEJ4;Z<7HJ[W+F%SYF)1QDNH([X$=H%]"Q^3TD\:6#^DS/O+8.0Z6&@!D9C^\DU* M"2@-+2 2TU_ 22D%I8$51)=&O6A2"DH#*XC&[$634E :6$$TYJZ/22DH#:R@ M)PO-^TSO8U(*2@,K: MFV\S.5_Z2-V6A++"%MF">K]HC_4E01EDH"VRA;9BU M0R15^)B4A;(A)D%8+ %6Q2+WB\V,LE 6V$+;'B&M1CF6QSXF^3XF^#2(F]WYMZ3VC+)0%GPA1F'YZSR@+9<$G0A2FG]XSRD)9:Z'QYD5P 0NAH#C#2UALS[G, MYX8U7]W:=K;;+#TM:BD/L>U;-XK;]Z)O_\/4$L#!]0 ("V#_EBY M(]HWL@$ %0< ;>&PO7W)E;',O=V]R:V)O;VLN>&UL+G)E;'/-V3MN MPD 4A>&M("\@PWU 0A12I:&-V(%PT,!;'DF"NP^" HX5HHT:$YES5B^_]M/ MUOCM,^[JO&T.:;-MT^"XWQW2M-KDW+Z&D!:;N*_34]/&P_G.JNGV=3XONW5H MZ\57O8Y!A\-QZ.YG5.]O]S,'\U,;_S.Q6:VVB_C1++[W\9#_&!Q^FNXK;6+, MU6!>=^N8IU4X[F[;*5PN\G2>7UFRVG5S992A=)!"D%:/L@@R,H'.01Y^: 1 M!(W*!XTA:%P^Z!F"GLL'O4#02_F@"01-R@?)$&4<$B3UL";06I!K(?!:$&PAM$%N0;"$P6Q!M(5!;D&TA<%L0;B&06Y!N(;!;$&\AT%M1;R706U%O)=!;>Q_; M!'HKZJT$>BOJK01Z*^]M!'HKZ]T$>BOJK01Z*^]M!'HKZJT$>AOJ;01Z&^IM M!'H;ZFT$>EOOL(1;T.]C4!O0[V-0&]#O8U ;T.]C4!O0[V-0&]#O8U ;T>] MG4!O1[V=0&]'O9U ;T>]G4!O[QUV$^CMJ+<3Z.VHMQ/H[:BW/U+OE$^[F&X] MUS6^_Y%4Y_.S\?;ZR_*ZV6/G@G. GXCOOU!+P04 " M@_Y89>&9M;UW7VSI;#)^VUKRO4U= M-7Z2%"'8!\9\5E"M?6HL-7%D;ERM0WQT"V9UMM0+8F(X'+',-(&;. AMC60Z M?]*Y7E6A[[R)KWUIFDGBJ/))[W$WL3?4@;[A#2N[.;X MHK2^'RC3S>9E1 M;K)5'9>DWCK2N2^(0EVENZ+]\\DA[C#MKOSJ_*[,N< X<^:,]?'$'%T>=SB2 M=O7 QD+D0GG^$X^)L?35WT?M:>>4_S(];N^'<&PO=&AE;64O=&AE;64Q+GAM;%!+ 0(4 Q0 ("V#_EBL M9!$\W 4 -P> 8 " @0X(!X;"]W;W)K&PO=V]R:W-H965T&UL4$L! A0#% @ M+8/^6+52%]?G @ &@@ !@ ("!%14 'AL+W=O&PO=V]R M:W-H965T&UL4$L! A0#% @ +8/^6%"9S2%K# &7D M !@ ("!S", 'AL+W=O]B B M #U:P & @(%L. >&PO=V]R:W-H965T&UL4$L! A0#% @ +8/^6+F!F6J !@ .1$!@ ("! MPEH 'AL+W=OT@4 $L. 9 " @7AA !X;"]W;W)K&UL4$L! A0#% @ +8/^6"'V"JE,! 0H !D M ("!@6< 'AL+W=O&PO=V]R:W-H M965T 9 M " @99U !X;"]W;W)K&UL4$L! M A0#% @ +8/^6%R4_/E>!0 R@L !D ("!@H 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ +8/^ M6'"*4_+E%P PD@ !D ("!?8L 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ +8/^6.X82]&Q P R D M !D ("!8*T 'AL+W=O&PO=V]R:W-H965T0, !4(9 " @;6T !X;"]W;W)K&UL4$L! A0#% @ +8/^6"&%#43_!0 R@\ !D M ("!9;@ 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ +8/^6#C@*7$E!0 VAX !D ("!I&PO=V]R:W-H965T&UL4$L! A0#% @ +8/^6'!13Q@T @ [0 !D M ("!',D 'AL+W=O&PO M=V]R:W-H965TG0(M /4' 9 " @7ON !X;"]W;W)K&UL4$L! A0#% @ +8/^6%)YTWTX @ U@0 !D ("! M3_$ 'AL+W=OJ $ @& &0 @(&^\P >&PO=V]R:W-H965T&UL4$L! A0#% M @ +8/^6$6P.W)Q P +0X !D ("!9OL 'AL+W=O&UL4$L! A0#% @ +8/^6%,(Q5%/ M!0 \20 !D ("!:PP! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ +8/^6*>#*1->! 61D !D M ("!0QD! 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ +8/^6,3PE Y7 P E \ !D ("!'R4! M 'AL+W=O&POU!2S$ 0)&PO7W)E;',O=V]R:V)O;VLN>&UL M+G)E;'-02P$"% ,4 " M@_Y89>&9M; XML 62 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show={};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var ref=((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0); e.removeAttribute('id');a.parentNode.appendChild(e)}}if(e).style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p,_if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'}e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 63 report.css IDEA: XBRL DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } .report table.authRefData a { display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align: center; } .report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align: top; white-space: normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a { width: 200px; } .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc { background-color: #f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-color: white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; } .report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */ .report .text { text-align: left; white-space: normal; } .report .text .big { margin-bottom: 1em; width: 17em; } .report .text .more { display: none; } .report .text .note { font-style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-style: italic; } .report .outerFootnotes { font-size: 1em; } XML 65 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.2 html 219 270 1 false 63 0 false 6 false false R1.htm 0000001 - Document - Cover Sheet http://varonis.com/role/Cover Cover 1 false false R2.htm 9952151 - Statement - Condensed Consolidated Balance Sheets Sheet http://varonis.com/role/CondensedConsolidatedBalanceSheets Condensed Consolidated Balance Sheets Statements 2 false false R3.htm 9952152 - Statement - Condensed Consolidated Balance Sheets (Parentheticals) Sheet http://varonis.com/role/CondensedConsolidatedBalanceSheetsParentheticals Condensed Consolidated Balance Sheets (Parentheticals) Statements 3 false false R4.htm 9952153 - Statement - Unaudited Condensed Consolidated Statements of Operations Sheet http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations Unaudited Condensed Consolidated Statements of Operations Statements 4 false false R5.htm 9952154 - Statement - Unaudited Condensed Consolidated Statements of Comprehensive Loss Sheet http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofComprehensiveLoss Unaudited Condensed Consolidated Statements of Comprehensive Loss Statements 5 false false R6.htm 9952155 - 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Estimated Future Amortization Expense (Details) Details 35 false false R36.htm 9954490 - Disclosure - Convertible Senior Notes and Capped Call Transactions - Narrative (Details) Notes http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsNarrativeDetails Convertible Senior Notes and Capped Call Transactions - Narrative (Details) Details http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsTables 36 false false R37.htm 9954491 - Disclosure - Convertible Senior Notes and Capped Call Transactions - Convertible Notes (Details) Notes http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsConvertibleNotesDetails Convertible Senior Notes and Capped Call Transactions - Convertible Notes (Details) Details 37 false false R38.htm 9954492 - Disclosure - Convertible Senior Notes and Capped Call Transactions - Interest Expense (Details) Notes http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsInterestExpenseDetails Convertible Senior Notes and Capped Call Transactions - 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http://varonis.com/role/StockholdersEquityNoncashStockbasedCompensationExpenseDetails Stockholders' Equity - Non-cash Stock-based Compensation Expense (Details) Details 44 false false R45.htm 9954499 - Disclosure - Geographic Information and Major Customer Data - Narrative (Details) Sheet http://varonis.com/role/GeographicInformationandMajorCustomerDataNarrativeDetails Geographic Information and Major Customer Data - Narrative (Details) Details 45 false false R46.htm 9954500 - Disclosure - Geographic Information and Major Customer Data - Revenues Within Geographical Areas (Details) Sheet http://varonis.com/role/GeographicInformationandMajorCustomerDataRevenuesWithinGeographicalAreasDetails Geographic Information and Major Customer Data - Revenues Within Geographical Areas (Details) Details 46 false false R47.htm 9954501 - Disclosure - Geographic Information and Major Customer Data - Long-lived Assets by Geographic Region (Details) Sheet http://varonis.com/role/GeographicInformationandMajorCustomerDataLonglivedAssetsbyGeographicRegionDetails Geographic Information and Major Customer Data - Long-lived Assets by Geographic Region (Details) Details 47 false false All Reports Book All Reports vrns-20240630.htm vrns-20240630.xsd vrns-20240630_cal.xml vrns-20240630_def.xml vrns-20240630_lab.xml vrns-20240630_pre.xml http://fasb.org/us-gaap/2024 http://xbrl.sec.gov/dei/2024 http://xbrl.sec.gov/ecd/2024 true true JSON 68 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "vrns-20240630.htm": { "nsprefix": "vrns", "nsuri": "http://varonis.com/20240630", "dts": { "inline": { "local": ["vrns-20240630.htm"] }, "schema": { "local": ["vrns-20240630.xsd"], "remote": ["http://www.xbrl.org/2003/xbrl-instance-2003-12-31.xsd", "http://www.xbrl.org/2003/xbrl-linkbase-2003-12-31.xsd", "http://www.xbrl.org/2003/xl-2003-12-31.xsd", "http://www.xbrl.org/2003/xlink-2003-12-31.xsd", "http://www.xbrl.org/2005/xbrldt-2005.xsd", "http://www.xbrl.org/2006/ref-2006-02-27.xsd", "http://www.xbrl.org/lrr/role/negated-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/net-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/reference-2009-12-16.xsd", "https://www.xbrl.org/2020/extensible-enumerations-2.0.xsd", "https://www.xbrl.org/dtr/type/2020-01-21/types.xsd", "https://www.xbrl.org/dtr/type/2022-03-31/types.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-roles-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-types-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-gaap-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-roles-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-types-2024.xsd", "https://xbrl.sec.gov/country/2024/country-2024.xsd", "https://xbrl.sec.gov/dei/2024/dei-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-2024.xsd", "https://xbrl.sec.gov/stpr/2024/stpr-2024.xsd"] }, "calculationLink": { "local": ["vrns-20240630_cal.xml"] }, "definitionLink": { "local": ["vrns-20240630_def.xml"] }, "labelLink": { "local": ["vrns-20240630_lab.xml"] }, "presentationLink": { "local": ["vrns-20240630_pre.xml"] } }, "keyStandard": 252, "keyCustom": 18, "axisStandard": 24, "axisCustom": 0, "memberStandard": 39, "memberCustom": 24, "hidden": { "total": 20, "http://fasb.org/us-gaap/2024": 15, "http://xbrl.sec.gov/dei/2024": 5 }, "contextCount": 219, "entityCount": 1, "segmentCount": 63, "elementCount": 535, "unitCount": 6, "baseTaxonomies": { "http://fasb.org/us-gaap/2024": 733, "http://xbrl.sec.gov/dei/2024": 29, "http://xbrl.sec.gov/ecd/2024": 4 }, "report": { "R1": { "role": "http://varonis.com/role/Cover", "longName": "0000001 - 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r69", "r794"] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "calculation": { "http://varonis.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://varonis.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Trade receivables (net of allowances of $1,682 and $1,487 at June 30, 2024 and December 31, 2023, respectively)", "label": "Accounts Receivable, after Allowance for Credit Loss, Current", "documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current." } } }, "auth_ref": ["r942"] }, "us-gaap_AccretionAmortizationOfDiscountsAndPremiumsInvestments": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccretionAmortizationOfDiscountsAndPremiumsInvestments", "crdr": "credit", "calculation": { "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": -1.0, "order": 15.0 } }, "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Amortization of premium and accretion of discount on marketable securities", "label": "Accretion (Amortization) of Discounts and Premiums, Investments", "documentation":

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"The sum of the periodic adjustments of the differences between securities' face values and purchase prices that are charged against earnings. This is called accretion if the security was purchased at a discount and amortization if it was purchased at premium. As a noncash item, this element is an adjustment to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": [ "r101" ] }, "vrns_AccruedExpensesAndOtherShortTermLiabilitiesMember": { "xbrltype": "domainItemType", "nsuri": "http://varonis.com/20240630", "localname": "AccruedExpensesAndOtherShortTermLiabilitiesMember", "presentation": [ "http://varonis.com/role/GeneralDerivativeInstrumentsMeasuredatFairValueDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Accrued Expenses and Other Short-Term Liabilities", "label": "Accrued Expenses and Other Short-Term Liabilities [Member]", "documentation": "Accrued Expenses and Other Short-Term Liabilities" } } }, "auth_ref": [] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossNetOfTax", "crdr": "credit", "calculation": { "http://varonis.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://varonis.com/role/CondensedConsolidatedBalanceSheets" ], "lang": { "en-us": { "role": { "terseLabel": "Accumulated other comprehensive loss", "label": "Accumulated Other Comprehensive Income (Loss), Net of Tax", "documentation": "Amount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source." } } }, "auth_ref": [ "r14", "r15", "r87", "r152", "r612", "r642", "r646" ] }, "us-gaap_AccumulatedOtherComprehensiveIncomeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeMember", "presentation": [ "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofChangesinStockholdersEquity" ], "lang": { "en-us": { "role": { "terseLabel": "Accumulated other comprehensive income (loss)", "label": "AOCI Attributable to Parent [Member]", "documentation": "Accumulated increase (decrease) in equity from transactions and other events and circumstances from non-owner sources, attributable to the parent. Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions to owners." } } }, "auth_ref": [ "r1", "r7", "r15", "r466", "r469", "r534", "r637", "r638", "r923", "r924", "r925", "r931", "r932", "r933", "r934" ] }, "ecd_Additional402vDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Additional402vDisclosureTextBlock", "presentation": [ "http://xbrl.sec.gov/ecd/role/PvpDisclosure" ], "lang": { "en-us": { "role": { "terseLabel": "Additional 402(v) Disclosure", "label": "Additional 402(v) Disclosure [Text Block]" } } }, "auth_ref": [ "r857" ] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "calculation": { "http://varonis.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://varonis.com/role/CondensedConsolidatedBalanceSheets" ], "lang": { "en-us": { "role": { "terseLabel": "Additional paid-in capital", "label": "Additional Paid in Capital", "documentation": "Amount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock." } } }, "auth_ref": [ "r81", "r794", "r1069" ] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": [ "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofChangesinStockholdersEquity" ], "lang": { "en-us": { "role": { "terseLabel": "Additional paid-in capital", "label": "Additional Paid-in Capital [Member]", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": [ "r656", "r931", "r932", "r933", "r934", "r1001", "r1070" ] }, "ecd_AdjToCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAmt", "presentation": [ 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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." } } }, "auth_ref": ["r18", "r147", "r748"] }, "us-gaap_CashAndCashEquivalentsAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAxis", "presentation": ["http://varonis.com/role/FairValueMeasurementsDetails", "http://varonis.com/role/GeneralCashCashEquivalentsandShorttermInvestmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash and Cash Equivalents [Axis]", "label": "Cash and Cash Equivalents [Axis]", "documentation": "Information by type of cash and cash equivalent balance." } } }, "auth_ref": ["r147"] }, "us-gaap_CashAndCashEquivalentsFairValueDisclosure": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsFairValueDisclosure", "crdr": "debit", "calculation": { "http://varonis.com/role/FairValueMeasurementsDetails": { "parentTag": "vrns_FinancialAssetsLiabilitiesFairValueDisclosure", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://varonis.com/role/FairValueMeasurementsDetails", "http://varonis.com/role/GeneralCashCashEquivalentsandShorttermInvestmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash equivalents", "label": "Cash and Cash Equivalents, Fair Value Disclosure", "documentation": "Fair value portion 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." } } }, "auth_ref": ["r1003", "r1004"] }, "vrns_CashCashEquivalentsAndShortTermInvestmentsPolicyPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://varonis.com/20240630", "localname": "CashCashEquivalentsAndShortTermInvestmentsPolicyPolicyTextBlock", "presentation": ["http://varonis.com/role/GeneralPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Cash, Cash Equivalents, Marketable Securities and Short-Term Investments", "label": "Cash, Cash Equivalents and Short-term Investments, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for cash, cash equivalent and short-term investments." } } }, "auth_ref": [] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "presentation": [

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Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r18", "r98", "r178"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "calculation": { "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Increase (decrease) in cash and cash equivalents", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect", "documentation": "Amount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r0", "r98"] }, "us-gaap_CashFlowHedgingMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashFlowHedgingMember", "presentation": ["http://varonis.com/role/GeneralDerivativeInstrumentsMeasuredatFairValueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash Flow Hedging", "label": "Cash Flow Hedging [Member]", "documentation": "Hedge of the exposure to variability in the cash flows of a recognized asset or liability, or of a forecasted transaction, that is attributable to a particular risk." } } }, "auth_ref": ["r51"] }, "us-gaap_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": 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granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": ["r80"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://varonis.com/role/CondensedConsolidatedBalanceSheetsParentheticals"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, outstanding (in shares)", "label": "Common Stock, Shares, Outstanding", "documentation": "Number of shares of common stock outstanding. 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This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r80", "r611", "r794"] }, "ecd_CompActuallyPaidVsCoSelectedMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsCoSelectedMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Company Selected Measure", "label": "Compensation Actually Paid vs. Company Selected Measure [Text Block]" } } }, "auth_ref": ["r874"] }, "ecd_CompActuallyPaidVsNetIncomeTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsNetIncomeTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Net Income", "label": "Compensation Actually Paid vs. Net Income [Text Block]" } } }, "auth_ref": ["r873"] }, "ecd_CompActuallyPaidVsOtherMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsOtherMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Other Measure", "label": "Compensation Actually Paid vs. Other Measure [Text Block]" } } }, "auth_ref": ["r875"] }, "ecd_CompActuallyPaidVsTotalShareholderRtnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsTotalShareholderRtnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Total Shareholder Return", "label": "Compensation Actually Paid vs. Total Shareholder Return [Text Block]" } } }, "auth_ref": ["r872"] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "calculation": { "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofComprehensiveLoss": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofComprehensiveLoss"], "lang": { "en-us": { "role": { "totalLabel": "Comprehensive loss", "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r16", "r164", "r166", "r171", "r606", "r620", "r621"] }, "us-gaap_ConcentrationRiskBenchmarkDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskBenchmarkDomain", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Benchmark [Domain]", "label": "Concentration Risk Benchmark [Domain]", "documentation": "The denominator in a calculation of a disclosed concentration risk percentage." } } }, "auth_ref": ["r26", "r28", "r64", "r65", "r236", "r731"] }, "us-gaap_ConcentrationRiskByBenchmarkAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskByBenchmarkAxis", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Benchmark [Axis]", "label": "Concentration Risk Benchmark [Axis]", "documentation": "Information by benchmark of concentration risk." } } }, "auth_ref": ["r26", "r28", "r64", "r65", "r236", "r648", "r731"] }, "us-gaap_ConcentrationRiskByTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskByTypeAxis", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Type [Axis]", "label": "Concentration Risk Type [Axis]", "documentation": "Information by type of concentration risk, for example, but not limited to, asset, liability, net assets, geographic, customer, employees, supplier, lender." } } }, "auth_ref": ["r26", "r28", "r64", "r65", "r236", "r731", "r909"] }, "us-gaap_ConcentrationRiskCreditRisk": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskCreditRisk", "presentation": ["http://varonis.com/role/GeneralPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Concentration of Credit Risks", "label": "Concentration Risk, Credit Risk, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for credit risk." } } }, "auth_ref": ["r67", "r133"] }, "us-gaap_ConcentrationRiskPercentage1": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskPercentage1", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration risk, percentage", "label": "Concentration Risk, Percentage", "documentation": "For an entity that discloses a concentration risk in relation to quantitative amount, which serves as the \"benchmark\" (or denominator) in the equation, this concept represents the concentration percentage derived from the division." } } }, "auth_ref": ["r26", "r28", "r64", "r65", "r236"] }, "us-gaap_ConcentrationRiskTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskTypeDomain", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Type [Domain]", "label": "Concentration Risk Type [Domain]", "documentation": "For an entity that discloses a concentration risk as a percentage of some financial balance or benchmark,

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Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. \"Part noncash\" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period." } } }, "auth_ref": ["r20", "r21", "r22"] }, "us-gaap_ConvertibleDebtMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtMember", "presentation": ["http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsNarrativeDetails", "http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible Debt", "label": "Convertible Debt [Member]", "documentation": "Borrowing which can be exchanged for a specified number of another security at the option of the issuer or the holder, for example, but not limited to, the entity's common stock." } } }, "auth_ref": ["r106", "r334", "r335", "r345", "r346", "r347", "r351", "r352", "r353", "r354", "r355", "r765", "r766", "r767", "r768", "r769"] }, "us-gaap_ConvertibleDebtNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtNoncurrent", "crdr": "credit", "calculation": { "http://varonis.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_LiabilitiesNoncurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://varonis.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Convertible senior notes, net", "label": "Convertible Debt, Noncurrent", "documentation": "Carrying amount of long-term convertible debt as of the balance sheet date, net of the amount due in the next twelve months or greater than the normal operating cycle, if longer. The debt is convertible into another form of financial instrument, typically the entity's common stock." } } }, "auth_ref": ["r13"] }, "us-gaap_ConvertibleDebtSecuritiesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtSecuritiesMember", "presentation": ["http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible Debt Securities", "label": "Convertible Debt Securities [Member]", "documentation": "Debt securities that can be exchanged for equity of the debt issuer at the option of the issuer or the holder." } } }, "auth_ref": ["r969"] }, "us-gaap_ConvertibleDebtTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtTableTextBlock", "presentation": ["http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Net Carrying Amount of Liability and Equity Components of Convertible Notes", "label": "Convertible Debt [Table Text Block]", "documentation": "Tabular disclosure of convertible debt instrument. Includes, but is not limited to, principal amount and amortized premium or discount." } } }, "auth_ref": [] }, "us-gaap_ConvertibleLongTermNotesPayable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleLongTermNotesPayable", "crdr": "credit", "calculation": { "http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsConvertibleNotesDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsConvertibleNotesDetails"], "lang": { "en-us": { "role": { "totalLabel": "Net carrying amount", "label": "Convertible Notes Payable, Noncurrent", "documentation": "Carrying value as of the balance sheet date of long-term debt (with maturities initially due after one year or beyond the operating cycle if longer) identified as Convertible Notes Payable, excluding current portion. Convertible Notes Payable is a written promise to pay a note which can be exchanged for a specified amount of another, related security, at the option of the issuer and the holder." } } }, "auth_ref": ["r13"] }, "us-gaap_CostOfRevenue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfRevenue", "crdr": "debit", "calculation": { "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations": { "parentTag": "us-gaap_GrossProfit", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "terseLabel": "Cost of revenues", "label": "Cost of Revenue", "documentation": "The aggregate cost of goods produced and sold and services rendered during the reporting period." } } }, "auth_ref": ["r90", "r180", "r272", "r324", "r325", "r326", "r327", "r328", "r329", "r330", "r331", "r332", "r506", "r756", "r964"] }, 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debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants." } } }, "auth_ref": ["r105", "r179", "r309", "r310", "r311", "r312", "r313", "r322", "r323", "r333", "r339", "r340", "r341", "r342", "r343", "r344", "r349", "r356", "r357", "r359", "r513"] }, "us-gaap_DebtInstrumentAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentAxis", "presentation": ["http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsConvertibleNotesDetails", 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Addresses all significant policy factors, including any antidilutive items that have been excluded from the computation and takes into account stock dividends, splits and reverse splits that occur after the balance sheet date of the latest reporting period but before the issuance of the financial statements." } } }, "auth_ref": ["r24", "r25", "r209"] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1", "presentation": ["http://varonis.com/role/StockholdersEquityNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Compensation cost not yet recognized, period for recognition", "label": "Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition", "documentation": "Weighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r421"] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions", "crdr": "debit", "presentation": ["http://varonis.com/role/StockholdersEquityNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Compensation cost not yet recognized, non-option", "label": "Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount", "documentation": "Amount of cost to be recognized for nonvested award under share-based payment arrangement. Excludes share and unit options." } } }, "auth_ref": ["r996"] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Employee Stock Option", "label": "Share-Based Payment Arrangement, Option [Member]", "documentation": "Share-based payment arrangement granting right, subject to vesting and other restrictions, to purchase or sell certain number of shares at predetermined price for specified period of time." } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Address Line One", "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, City or Town", "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } } }, "auth_ref": [] }, "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Postal Zip Code", "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, State or Province", "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } } }, "auth_ref": [] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Central Index Key", "label": "Entity Central Index Key", "documentation": "A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK." } } }, "auth_ref": ["r822"] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Common Stock, Shares Outstanding (in shares)", "label": "Entity Common Stock, Shares Outstanding", "documentation": "Indicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Current Reporting Status", "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Emerging Growth Company", "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r822"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity File Number", "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Filer Category", "label": "Entity Filer Category", "documentation": "Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": ["r822"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Incorporation, State or Country Code", "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Interactive Data Current", "label": "Entity Interactive Data Current", "documentation": "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)." } } }, "auth_ref": ["r906"] }, "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityRegistrantName", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Registrant Name", "label": "Entity Registrant Name", "documentation": "The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC." } } }, "auth_ref": ["r822"] }, "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityShellCompany", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Shell Company", "label": "Entity Shell Company", "documentation": "Boolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act." } } }, "auth_ref": ["r822"] }, "dei_EntitySmallBusiness": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntitySmallBusiness", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Small Business", "label": "Entity Small Business", "documentation": "Indicates that the company is a Smaller Reporting Company (SRC)." } } }, "auth_ref": ["r822"] }, "dei_EntityTaxIdentificationNumber": { "xbrltype": "employerIdItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityTaxIdentificationNumber", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Tax Identification Number", "label": "Entity Tax Identification Number", "documentation": "The Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS." } } }, "auth_ref": ["r822"] }, "ecd_EqtyAwrdsAdjFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsAdjFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Equity Awards Adjustments, Footnote", "label": "Equity Awards Adjustments, Footnote [Text Block]" } } }, "auth_ref": ["r861"] }, "ecd_EqtyAwrdsAdjsExclgValRprtdInSummryCompstnTblMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsAdjsExclgValRprtdInSummryCompstnTblMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Equity Awards Adjustments, Excluding Value Reported in Compensation Table",

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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r485", "r486", "r496", "r781"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": ["http://varonis.com/role/FairValueMeasurementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value, Recurring and Nonrecurring [Table]", "label": "Fair Value, Recurring and Nonrecurring [Table]", "documentation": "Disclosure of information about asset and liability measured at fair value on recurring and nonrecurring basis." } } }, "auth_ref": ["r485", "r486", "r496", "r781"] }, "us-gaap_FairValueByFairValueHierarchyLevelAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByFairValueHierarchyLevelAxis", "presentation": ["http://varonis.com/role/FairValueMeasurementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Hierarchy and NAV [Axis]", "label": "Fair Value Hierarchy and NAV [Axis]", "documentation": "Information by level within fair value hierarchy and fair value measured at net asset value per share as practical expedient." } } }, "auth_ref": ["r347", "r380", "r381", "r382", "r383", "r384", "r385", "r484", "r486", "r487", "r488", "r489", "r495", "r496", "r498", "r538", "r539", "r540", "r766", "r767", "r773", "r774", "r775", "r781", "r785"] }, "us-gaap_FairValueByMeasurementFrequencyAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByMeasurementFrequencyAxis", "presentation": ["http://varonis.com/role/FairValueMeasurementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement Frequency [Axis]", "label": "Measurement Frequency [Axis]", "documentation": "Information by measurement frequency." } } }, "auth_ref": ["r485", "r486", "r487", "r489", "r781", "r1006", "r1017"] }, "us-gaap_FairValueDisclosuresAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresAbstract", "lang": { "en-us": { "role": { "terseLabel": "Fair Value Disclosures [Abstract]", "label": "Fair Value Disclosures [Abstract]" } } }, "auth_ref": [] }, "us-gaap_FairValueDisclosuresTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresTextBlock", "presentation": ["http://varonis.com/role/FairValueMeasurements"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Measurements", "label": "Fair Value Disclosures [Text Block]", "documentation": "The entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": ["r491", "r493", "r494", "r495", "r498", "r499", "r500", "r501", "r502", "r604", "r781", "r786"] }, "us-gaap_FairValueHedgingMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueHedgingMember", "presentation": 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Includes, but is not limited to, fair value adjustment for impairment of asset, liability or equity, frequently measured at fair value." } } }, "auth_ref": ["r781", "r1003", "r1004", "r1005", "r1006", "r1007", "r1017"] }, "vrns_FinancialAssetsLiabilitiesFairValueDisclosure": { "xbrltype": "monetaryItemType", "nsuri": "http://varonis.com/20240630", "localname": "FinancialAssetsLiabilitiesFairValueDisclosure", "crdr": "debit", "calculation": { "http://varonis.com/role/FairValueMeasurementsDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://varonis.com/role/FairValueMeasurementsDetails"], "lang": { "en-us": { "role": { "totalLabel": "Total financial assets (liabilities), net", "label": "Total financial assets (liabilities)", "documentation": "Represents the total fair value of financial assets (liabilities)." } } }, "auth_ref": [] }, "us-gaap_FinancialInstrumentAxis": { "xbrltype": "stringItemType", "nsuri": 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"documentation": "Information by major type or class of finite-lived intangible assets." } } }, "auth_ref": ["r295", "r297", "r298", "r299", "r300", "r301", "r303", "r304", "r569", "r573", "r743"] }, "us-gaap_FiniteLivedIntangibleAssetsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsGross", "crdr": "debit", "calculation": { "http://varonis.com/role/GoodwillandIntangibleAssetsCostandAmortizationofIntangibleAssetsDetails": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://varonis.com/role/GoodwillandIntangibleAssetsCostandAmortizationofIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Total intangible assets", "label": "Finite-Lived Intangible Assets, Gross", "documentation": "Amount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life." } } }, "auth_ref": ["r293", "r301", "r573", "r764"] }, "us-gaap_FiniteLivedIntangibleAssetsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsLineItems", "presentation": ["http://varonis.com/role/GoodwillandIntangibleAssetsCostandAmortizationofIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Finite-Lived Intangible Assets [Line Items]", "label": "Finite-Lived Intangible Assets [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r295", "r301", "r303", "r304", "r305", "r569", "r743", "r764"] }, "us-gaap_FiniteLivedIntangibleAssetsMajorClassNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsMajorClassNameDomain", "presentation": ["http://varonis.com/role/GoodwillandIntangibleAssetsCostandAmortizationofIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Finite-Lived Intangible Assets, Major Class Name [Domain]", "label": "Finite-Lived Intangible Assets, Major Class Name [Domain]", "documentation": "The major class of finite-lived intangible asset (for example, patents, trademarks, copyrights, etc.) A major class is composed of intangible assets that can be grouped together because they are similar, either by their nature or by their use in the operations of a 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Risk is the materially adverse effects of economic decline or antagonistic political actions resulting in loss of assets, sales volume, labor supply, or source of materials and supplies in a US state or a specified country, continent, or region such as EMEA (Europe, Middle East, Africa)." } } }, "auth_ref": ["r27", "r731"] }, "us-gaap_Goodwill": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Goodwill", "crdr": "debit", "calculation": { "http://varonis.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_AssetsNoncurrent", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://varonis.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Goodwill", "label": "Goodwill", "documentation": "Amount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not 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measuring deferred tax assets and liabilities and related valuation allowances, recognizing investment tax credits, operating loss carryforwards, tax credit carryforwards, and other carryforwards, methodologies for determining its effective income tax rate and the characterization of interest and penalties in the financial statements." } } }, "auth_ref": ["r167", "r426", "r427", "r430", "r431", "r432", "r433", "r653"] }, "us-gaap_IncomeTaxesPaid": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024",

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"r926"] }, "vrns_IncreaseDecreaseInDeferredCommissions": { "xbrltype": "monetaryItemType", "nsuri": "http://varonis.com/20240630", "localname": "IncreaseDecreaseInDeferredCommissions", "crdr": "credit", "calculation": { "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": -1.0, "order": 6.0 } }, "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "negatedLabel": "Deferred commissions", "label": "vrns_IncreaseDecreaseInDeferredCommissions", "documentation": "Represents the amount of increase (decrease) in deferred commissions." } } }, "auth_ref": [] }, "us-gaap_IncreaseDecreaseInOperatingCapitalAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInOperatingCapitalAbstract", "presentation": 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disclosure of interest income and expense, including, but not limited to, interest income and expense from investments, loans, and securities." } } }, "auth_ref": [] }, "us-gaap_InterestPaidNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InterestPaidNet", "crdr": "credit", "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Cash paid for interest", "label": "Interest Paid, Excluding Capitalized Interest, Operating Activities", "documentation": "Amount of cash paid for interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount." } } }, "auth_ref": ["r174", "r176", "r177"] }, "us-gaap_LeaseExpirationDate1": { "xbrltype": "dateItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseExpirationDate1", "presentation": ["http://varonis.com/role/LeasesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lease expiration date", "label": "Lease Expiration Date", "documentation": "Date which lease or group of leases is set to expire, in YYYY-MM-DD format." } } }, "auth_ref": [] }, "us-gaap_LeasesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeasesAbstract", "lang": { "en-us": { "role": { "terseLabel": "Leases [Abstract]", "label": "Leases [Abstract]" } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityMaturityTableTextBlock", "presentation": ["http://varonis.com/role/LeasesTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Minimum Lease Payments", "label": "Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block]", "documentation": "Tabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position." } } }, "auth_ref": ["r1024"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDue", "crdr": "credit", "calculation": { "http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails": { "parentTag": null, "weight": null, "order": null, "root": true }, "http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails_1": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails"], "lang": { "en-us": { "role": { "totalLabel": "Total undiscounted lease payments", "label": "Lessee, Operating Lease, Liability, to be Paid", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease." } } }, "auth_ref": ["r527"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths", "crdr": "credit", "calculation": { "http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "2025", "label": "Lessee, Operating Lease, Liability, to be Paid, Year One", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r527"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "calculation": { "http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "2028", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Four", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r527"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree": { "xbrltype": "monetaryItemType", "nsuri":

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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r527"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearTwo", "crdr": "credit", "calculation": { "http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Two", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r527"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear", "crdr": "credit", "calculation": { "http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "2024", "label": "Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year." } } }, "auth_ref": ["r1024"] }, "vrns_LesseeOperatingLeaseLiabilityToBePaidAfterYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://varonis.com/20240630", "localname": "LesseeOperatingLeaseLiabilityToBePaidAfterYearFour", "crdr": "credit", "calculation": { "http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Thereafter", "label": "Lessee, Operating Lease, Liability, to be Paid, After Year Four", "documentation": "Lessee, Operating Lease, Liability, to be Paid, After Year Four" } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityUndiscountedExcessAmount", "crdr": "credit", "calculation": { "http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://varonis.com/role/LeasesMinimumLeasePaymentsforRightofUseAssetsDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Less: Imputed interest", "label": "Lessee, Operating Lease, Liability, Undiscounted Excess Amount", "documentation": "Amount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease." } } }, "auth_ref": ["r527"] }, "us-gaap_LesseeOperatingLeasesTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeasesTextBlock", "presentation": ["http://varonis.com/role/Leases"], "lang": { "en-us": { "role": { "terseLabel": "Leases", "label": "Lessee, Operating Leases [Text Block]", "documentation": "The entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability." } } }, "auth_ref": ["r518"] }, "us-gaap_LiabilitiesAndStockholdersEquity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LiabilitiesAndStockholdersEquity", "crdr": "credit", "calculation": { "http://varonis.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://varonis.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Total liabilities and stockholders\u2019 equity", "label": "Liabilities and Equity", "documentation": "Amount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any." } } }, "auth_ref": ["r85", "r125", "r614", "r794", "r930", "r948", "r1018"] }, "us-gaap_LiabilitiesAndStockholdersEquityAbstract": { "xbrltype": "stringItemType", 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foreign countries in which the entity holds assets." } } }, "auth_ref": ["r103"] }, "us-gaap_LongTermDebtFairValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtFairValue", "crdr": "credit", "presentation": ["http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair value of the notes", "label": "Long-Term Debt, Fair Value", "documentation": "The fair value amount of long-term debt whether such amount is presented as a separate caption or as a parenthetical disclosure. Additionally, this element may be used in connection with the fair value disclosures required in the footnote disclosures to the financial statements. The element may be used in both the balance sheet and disclosure in the same submission." } } }, "auth_ref": ["r1003", "r1005", "r1006", "r1007"] }, "us-gaap_LongtermDebtTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeAxis", "presentation": ["http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsNarrativeDetails", "http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Long-term Debt, Type [Axis]", "label": "Long-Term Debt, Type [Axis]", "documentation": "Information by type of long-term debt." } } }, "auth_ref": ["r13", "r958", "r959", "r960"] }, "us-gaap_LongtermDebtTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeDomain", "presentation": ["http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsNarrativeDetails", "http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Long-term Debt, Type [Domain]", "label": "Long-Term Debt, Type [Domain]", "documentation": "Type of long-term debt arrangement, such as notes, line of credit, commercial paper, asset-based financing, project financing, letter of credit financing. These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the company, if longer." } } }, "auth_ref": ["r13", "r34", "r958", "r959", "r960"] }, "us-gaap_MaintenanceMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MaintenanceMember", "presentation": ["http://varonis.com/role/GeneralNarrativeDetails", "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "terseLabel": "Maintenance and services", "verboseLabel": "Maintenance", "label": "Maintenance [Member]", "documentation": "Process of preserving asset, including, but not limited to, building, machinery and software." } } }, "auth_ref": ["r968"] }, "us-gaap_MarketableSecuritiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MarketableSecuritiesCurrent", "crdr": "debit", "calculation": { 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Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit." } } }, "auth_ref": ["r175"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from financing activities:", "label": "Net Cash Provided by (Used in) Financing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInInvestingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivities", "crdr": "debit", "calculation": { "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by (used in) investing activities", "label": "Net Cash Provided by (Used in) Investing Activities", "documentation": "Amount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets." } } }, "auth_ref": ["r175"] }, "us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivitiesAbstract", "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from investing activities:", "label": "Net Cash Provided by (Used in) Investing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInOperatingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivities", "calculation": { "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by operating activities", "label": "Net Cash Provided by (Used in) Operating Activities", "documentation": "Amount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities." } } }, "auth_ref": ["r98", "r99", "r101"] }, "us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from operating activities:", "label": "Net Cash Provided by (Used in) Operating Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetIncomeLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLoss", "crdr": "credit", "calculation": { "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofComprehensiveLoss": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": 1.0, "order": 1.0 }, "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 2.0 }, "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows", "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofChangesinStockholdersEquity", "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofComprehensiveLoss", "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations", "http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "totalLabel": "Net loss", "terseLabel": "Net loss", "label": "Net Income (Loss) Attributable to Parent", "documentation": "The portion of profit or loss for the period, net of income taxes, which is attributable to the parent." } } }, "auth_ref": ["r91", "r101", "r127", "r144", "r162", "r165", "r170", "r180", "r187", "r191", "r192", "r193", "r194", "r195", "r198", "r199", "r204", "r272", "r324", "r325", "r326", "r327", "r328", "r329", "r330", "r331", "r332", "r447", "r456", "r483", "r506", "r617", "r690", "r706", "r707", "r818", "r964"] }, "us-gaap_NewAccountingPronouncementsOrChangeInAccountingPrincipleLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NewAccountingPronouncementsOrChangeInAccountingPrincipleLineItems", "presentation": ["http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "New Accounting Pronouncements or Change in Accounting Principle [Line Items]", "label": "New Accounting Pronouncements or Change in Accounting Principle [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r138", "r139", "r140", "r141", "r142", "r143", "r186", "r187", "r188", "r189", "r190", "r193", "r200", "r210", "r237", "r238", "r273", "r274", "r275", "r276", "r277", "r278", "r279", "r280", "r281", "r282", "r306", "r307", "r315", "r434", "r435", "r436", "r437", "r438", "r440", "r441", "r442", "r443", "r444", "r445", "r446", "r447", "r448", "r449", "r450", "r451", "r452", "r453", "r454", "r455", "r456", "r461", "r462", "r463", "r464", "r465", "r466", "r467", "r468", "r469", "r470", "r471", "r473", "r474", "r475", "r476", "r477", "r478", "r479", "r480", "r481", "r482", "r483", "r504", "r505", "r515", "r516", "r517", "r529", "r530", "r531", "r532", "r533", "r534", "r570", "r571", "r572", "r635", "r636", "r637", "r638", "r639", "r640", "r641", "r642", "r643", "r644", "r645", "r646", "r651"] }, "us-gaap_NewAccountingPronouncementsOrChangeInAccountingPrincipleTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NewAccountingPronouncementsOrChangeInAccountingPrincipleTable", "presentation": ["http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "New Accounting Pronouncements or Change in Accounting Principle [Table]", "label": "Accounting Standards Update and Change in Accounting Principle [Table]", "documentation": "Disclosure of information about change in accounting principle or amendment to accounting standards or both. Includes, but is not limited to, nature, reason, and method of adopting amendment to accounting standards and other change in accounting principle." } } }, "auth_ref": ["r23", "r138", "r139", "r140", "r141", "r142", "r143", "r186", "r187", "r188", "r189", "r190", "r193", "r200", "r210", "r237", "r238", "r273", "r274", "r275", "r276", "r277", "r278", "r279", "r280", "r281", "r282", "r306", "r307", "r315", "r434", "r435", "r436", "r437", "r438", "r440", "r441", "r442", "r443", "r444", "r445", "r446", "r447", "r448", "r449", "r450", "r451", "r452", "r453", "r454", "r455", "r456", "r461", "r462", "r463", "r464", "r465", "r466", "r467", "r468", "r469", "r470", "r471", "r473", "r474", "r475", "r476", "r477", "r478", "r479", "r480", "r481", "r482", "r483", "r504", "r505", "r515", "r516", "r517", "r529", "r530", "r531", "r532", "r533", "r534", "r570", "r571", "r572", "r635", "r636", "r637", "r638", "r639", "r640", "r641", "r642", "r643", "r644", "r645", "r646", "r651"] }, "us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NewAccountingPronouncementsPolicyPolicyTextBlock", "presentation": ["http://varonis.com/role/GeneralPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Recently Issued Accounting Pronouncements Not Yet Adopted", "label": "New Accounting Pronouncements, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact." } } }, "auth_ref": [] }, "ecd_NonGaapMeasureDescriptionTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonGaapMeasureDescriptionTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Non-GAAP Measure Description", "label": "Non-GAAP Measure Description [Text Block]" } } }, "auth_ref": ["r869"] }, "ecd_NonNeosMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonNeosMember", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Non-NEOs", "label": "Non-NEOs [Member]" } } }, "auth_ref": ["r833", "r843", "r853", "r877", "r885"] }, "ecd_NonPeoNeoAvgCompActuallyPaidAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": 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A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements." } } }, "auth_ref": ["r753", "r760", "r936"] }, "us-gaap_OperatingCostsAndExpensesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingCostsAndExpensesAbstract", "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "terseLabel": "Operating expenses:", "label": "Operating Costs and Expenses [Abstract]" } } }, "auth_ref": [] }, "us-gaap_OperatingExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpenses", "crdr": "debit", "calculation": { "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "totalLabel": "Total operating expenses", "label": "Operating Expenses", "documentation": "Generally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense." } } }, "auth_ref": [] }, "vrns_OperatingExpensesIncludedInAccruedExpensesAndOtherShortTermLiabilitiesMember": { "xbrltype": "domainItemType", "nsuri": "http://varonis.com/20240630", "localname": "OperatingExpensesIncludedInAccruedExpensesAndOtherShortTermLiabilitiesMember", "presentation": ["http://varonis.com/role/GeneralDerivativeInstrumentsMeasuredatFairValueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Operating Expenses Included In Accrued

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Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": ["r6", "r528", "r609", "r615", "r794"] }, "ecd_PvpTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "PvpTable", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Pay vs Performance Disclosure", "label": "Pay vs Performance Disclosure [Table]" } } }, "auth_ref": ["r858"] }, "ecd_PvpTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "PvpTableTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Pay vs Performance Disclosure, Table", "label": "Pay vs Performance [Table Text Block]" } } }, "auth_ref": ["r858"] }, "srt_RangeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeAxis", "presentation": ["http://varonis.com/role/StockholdersEquityOutstandingOptionsGrantedtoConsultantsforSalesandPremarketingServicesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Statistical Measurement [Axis]", "label": "Statistical Measurement [Axis]" } } }, "auth_ref": ["r318", "r319", "r320", "r321", "r379", "r386", "r414", "r415", "r416", "r424", "r489", "r541", "r550", "r566", "r631", "r633", "r647", "r662", "r663", "r711", "r713", "r715", "r716", "r724", "r741", "r742", "r761", "r770", "r776", "r785", "r786", "r790", "r791", "r805", "r812", "r961", "r966", "r1006", "r1029", "r1030", "r1031", "r1032", "r1033"] }, "srt_RangeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeMember", "presentation": ["http://varonis.com/role/StockholdersEquityOutstandingOptionsGrantedtoConsultantsforSalesandPremarketingServicesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Statistical Measurement [Domain]", "label": "Statistical Measurement [Domain]" } } }, "auth_ref": ["r318", "r319", "r320", "r321", "r379", "r386", "r414", "r415", "r416", "r424", "r489", "r541", "r550", "r566", "r631", "r633", "r647", "r662", "r663", "r711", "r713", "r715", "r716", "r724", "r741", "r742", "r761", "r770", "r776", "r785", "r786", "r790", "r791", "r805", "r812", "r961", "r966", "r1006", "r1029", "r1030", "r1031", "r1032", "r1033"] }, "vrns_RangeOneMember": { "xbrltype": "domainItemType", "nsuri": "http://varonis.com/20240630", "localname": "RangeOneMember", "presentation": ["http://varonis.com/role/StockholdersEquityOptionsOutstandingSeparatedIntoRangeofExercisePriceDetails"], "lang": { "en-us": { "role": { "terseLabel": "Range One", "label": "Range One [Member]", "documentation": "Represents information pertaining to the first exercise price range." } } }, "auth_ref": [] }, "vrns_RangeThreeMember": { "xbrltype": "domainItemType", "nsuri": "http://varonis.com/20240630", "localname": "RangeThreeMember", "presentation": ["http://varonis.com/role/StockholdersEquityOptionsOutstandingSeparatedIntoRangeofExercisePriceDetails"], "lang": { "en-us": { "role": { "terseLabel": "Range Three", "label": "Range Three [Member]", "documentation": "Represents information pertaining to the third exercise price range." } } }, "auth_ref": [] }, "vrns_RangeTwoMember": { "xbrltype": "domainItemType", "nsuri": "http://varonis.com/20240630", "localname": "RangeTwoMember", "presentation": ["http://varonis.com/role/StockholdersEquityOptionsOutstandingSeparatedIntoRangeofExercisePriceDetails"], "lang": { "en-us": { "role": { "terseLabel": "Range Two", "label": "Range Two [Member]", "documentation": "Represents information pertaining to the second exercise price range." } } }, "auth_ref": [] }, "ecd_RecoveryOfErrCompDisclosureLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RecoveryOfErrCompDisclosureLineItems", "lang": { "en-us": { "role": { "label": "Recovery of Erroneously Awarded Compensation Disclosure [Line Items]" } } }, "auth_ref": ["r826", "r836", "r846", "r878"] }, "us-gaap_ResearchAndDevelopmentExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpense", "crdr": "debit", "calculation": { "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "terseLabel": "Research and development", "label": "Research and Development Expense", "documentation": "Amount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity." } } }, "auth_ref": ["r425", "r743", "r756", "r1034"] }, "us-gaap_ResearchAndDevelopmentExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpenseMember", "presentation": ["http://varonis.com/role/StockholdersEquityNoncashStockbasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Research and development", "label": "Research and Development Expense [Member]", "documentation": "Primary financial statement caption in which the reported facts about research and development expense have been included." } } }, "auth_ref": [] }, "vrns_RestOfWorldMember": { "xbrltype": "domainItemType", "nsuri": "http://varonis.com/20240630", "localname": "RestOfWorldMember", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataRevenuesWithinGeographicalAreasDetails"], "lang": { "en-us": { "role": { "terseLabel": "Rest of World", "label": "Rest of World [Member]", "documentation": "Represents information about geographic regions outside of the other regions specifically named in the surrounding context." } } }, "auth_ref": [] }, "ecd_RestatementDateAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDateAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement Determination Date:", "label": "Restatement Determination Date [Axis]" } } }, "auth_ref": ["r827", "r837", "r847", "r879"] }, "ecd_RestatementDeterminationDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDeterminationDate", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement Determination Date", "label": "Restatement Determination Date" } } }, "auth_ref": ["r828", "r838", "r848", "r880"] }, "ecd_RestatementDoesNotRequireRecoveryTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDoesNotRequireRecoveryTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement does not require Recovery", "label": "Restatement Does Not Require Recovery [Text Block]" } } }, "auth_ref": ["r835", "r845", "r855", "r887"] }, "us-gaap_RestrictedCashAndCashEquivalentsCashAndCashEquivalentsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedCashAndCashEquivalentsCashAndCashEquivalentsMember", "presentation": ["http://varonis.com/role/FairValueMeasurementsDetails", "http://varonis.com/role/GeneralCashCashEquivalentsandShorttermInvestmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash and Cash Equivalents [Domain]", "label": "Cash and Cash Equivalents [Domain]", "documentation": "Type of cash and cash equivalent. Cash is 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." } } }, "auth_ref": ["r147"] }, "vrns_RestrictedStockUnitsAndPerformanceStockUnitsMember": { "xbrltype": "domainItemType", "nsuri": "http://varonis.com/20240630", "localname": "RestrictedStockUnitsAndPerformanceStockUnitsMember", "presentation": ["http://varonis.com/role/StockholdersEquityNarrativeDetails", "http://varonis.com/role/StockholdersEquityRestrictedStockUnitandPerformanceStockUnitActivityDetails", "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restricted Stock Units and Performance Stock Units", "label": "Restricted Stock Units and Performance Stock Units [Member]", "documentation": "Restricted Stock Units and Performance Stock Units" } } }, "auth_ref": [] }, "vrns_RestrictedStockUnitsAndStockOptionsMember": { "xbrltype": "domainItemType", "nsuri": "http://varonis.com/20240630", "localname": "RestrictedStockUnitsAndStockOptionsMember", "presentation": ["http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restricted Stock Units and Stock Options", "label": "Restricted Stock Units and Stock Options [Member]", "documentation": "Award of restricted stock units (RSUs) and stock options." } } }, "auth_ref": [] }, "us-gaap_RetainedEarningsAccumulatedDeficit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsAccumulatedDeficit", "crdr": "credit", "calculation": { "http://varonis.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://varonis.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated deficit", "label": "Retained Earnings (Accumulated Deficit)", "documentation": "Amount of accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r82", "r111", "r613", "r641", "r646", "r655", "r671", "r794"] }, "us-gaap_RetainedEarningsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsMember", "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofChangesinStockholdersEquity"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated deficit", "label": "Retained Earnings [Member]", "documentation": "Accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r140", "r183", "r184", "r185", "r188", "r195", "r197", "r199", "r276", "r282", "r307", "r434", "r435", "r443", "r444", "r445", "r448", "r455", "r456", "r464", "r467", "r468", "r471", "r481", "r516", "r519", "r637", "r639", "r656", "r1070"] }, "us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerIncludingAssessedTax", "crdr": "credit", "calculation": { "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations": { "parentTag": "us-gaap_GrossProfit", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataRevenuesWithinGeographicalAreasDetails", "http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "terseLabel": "Revenue", "label": "Revenue from Contract with Customer, Including Assessed Tax", "documentation": "Amount, including 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." } } }, "auth_ref": ["r128", "r129", "r211", "r218", "r219", "r225", "r229", "r232", "r234", "r236", "r375", "r376", "r568"] }, "us-gaap_RevenueFromContractWithCustomerPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerPolicyTextBlock", "presentation": ["http://varonis.com/role/GeneralPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Revenue Recognition and Contract Costs", "label": "Revenue from Contract with Customer [Policy Text Block]", "documentation": "Disclosure of accounting policy for revenue from contract with customer." } } }, "auth_ref": ["r137", "r367", "r368", "r369", "r370", "r371", "r372", "r373", "r374", "r744"] }, "us-

gaap_RevenueFromExternalCustomersByGeographicAreasTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromExternalCustomersByGeographicAreasTableTextBlock", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Revenue from External Customers by Geographic Areas", "label": "Revenue from External Customers by Geographic Areas [Table Text Block]", "documentation": "Tabular disclosure of revenue from external customers by geographic areas attributed to the entity's country of domicile and to foreign countries from which the entity derives revenue." } } }, "auth_ref": ["r102"] }, "us-gaap_RevenuePerformanceObligationDescriptionOfTiming": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenuePerformanceObligationDescriptionOfTiming", "presentation": ["http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenue, performance obligation, description of timing", "label": "Revenue, Performance Obligation, Description of Timing", "documentation": "Description of timing for satisfying performance obligation in contract with customer. Includes, but is not limited to, as services are rendered, and upon shipment, delivery or completion of service." } } }, "auth_ref": ["r366"] }, "us-gaap_RevenueRemainingPerformanceObligation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligation", "crdr": "credit", "presentation": ["http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Remaining performance obligation", "label": "Revenue, Remaining Performance Obligation, Amount", "documentation": "Amount of transaction price allocated to performance obligation that has not been recognized as revenue." } } }, "auth_ref": ["r134"] }, "us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1", "presentation": ["http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenue, remaining performance obligation, expected timing of satisfaction, period", "label": "Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Period", "documentation": "Period in which remaining performance obligation is expected to be recognized as revenue, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r135"] }, "us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis", "presentation": ["http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]", "label": "Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]", "documentation": "Start date of time band for expected timing of satisfaction of remaining performance obligation, in YYYY-MM-DD format." } } }, "auth_ref": ["r135"] }, "us-gaap_RevenueRemainingPerformanceObligationPercentage": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligationPercentage", "presentation": ["http://varonis.com/role/GeneralNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenue, remaining performance obligation, percentage", "label": "Revenue, Remaining Performance Obligation, Percentage", "documentation": "Percentage of remaining performance obligation to total remaining performance obligation not recognized as revenue." } } }, "auth_ref": ["r907"] }, "us-gaap_RevenuesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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"http://varonis.com/20240630", "localname": "RevenuesIncludedInPrepaidExpensesAndOtherCurrentAssetsMember", "presentation": ["http://varonis.com/role/GeneralDerivativeInstrumentsMeasuredatFairValueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenues Included in Prepaid Expenses And Other Current Assets", "label": "Revenues Included in Prepaid Expenses And Other Current Assets [Member]", "documentation": "Revenues Included in Prepaid Expenses And Other Current Assets" } } }, "auth_ref": [] }, "us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability", "crdr": "debit", "presentation": ["http://varonis.com/role/UnauditedCondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Lease liabilities arising from obtaining right-of-use assets", "label": "Right-of-Use Asset Obtained in Exchange for Operating Lease Liability", "documentation": "Amount of increase in right-of-use asset obtained in exchange for operating lease liability." } } }, "auth_ref": ["r524", "r793"] }, "ecd_Rule10b51ArrAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrAdoptedFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "Rule 10b5-1 Arrangement Adopted", "label": "Rule 10b5-1 Arrangement Adopted [Flag]" } } }, "auth_ref": ["r896"] }, "ecd_Rule10b51ArrTrmntdFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrTrmntdFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "Rule 10b5-1 Arrangement Terminated", "label": "Rule 10b5-1 Arrangement Terminated [Flag]" } } }, "auth_ref": ["r896"] }, "us-gaap_SalesRevenueNetMember": { 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items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r241", "r242", "r243", "r244", "r245", "r246", "r247", "r248", "r249", "r250", "r251", "r252"] }, "us-gaap_ScheduleOfCashCashEquivalentsAndShortTermInvestmentsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfCashCashEquivalentsAndShortTermInvestmentsTableTextBlock", "presentation": ["http://varonis.com/role/GeneralTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Cash, Cash Equivalents and Investments", "label": "Cash, Cash Equivalents and Investments [Table Text Block]", "documentation": "Tabular disclosure of the components of cash, cash equivalents, and investments." } } }, "auth_ref": [] }, "us-gaap_ScheduleOfDerivativeInstrumentsInStatementOfFinancialPositionFairValueTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfDerivativeInstrumentsInStatementOfFinancialPositionFairValueTextBlock", "presentation": ["http://varonis.com/role/GeneralTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Derivative Instruments in Statement of Financial Position, Fair Value", "label": "Schedule of Derivative Instruments in Statement of Financial Position, Fair Value [Table Text Block]", "documentation": "Tabular disclosure of the location and fair value amounts of derivative instruments (and nonderivative instruments that are designated and qualify as hedging instruments) reported in the statement of financial position." } } }, "auth_ref": ["r55"] }, "us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "presentation": ["http://varonis.com/role/StockholdersEquityTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Stock-Based Compensation Expense", "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block]", "documentation": "Tabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement." } } }, "auth_ref": ["r44"] }, "us-gaap_ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock", "presentation": ["http://varonis.com/role/FairValueMeasurementsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis", "label": "Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block]", "documentation": "Tabular disclosure of assets and liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": ["r1003", "r1004"] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTable", "presentation": ["http://varonis.com/role/GoodwillandIntangibleAssetsCostandAmortizationofIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Finite-Lived Intangible Assets [Table]", "label": "Intangible Asset, Finite-Lived [Table]", "documentation": "Disclosure of information about finite-lived intangible asset. Excludes indefinite-lived intangible asset." } } }, "auth_ref": ["r295", "r301", "r303", "r304", "r305", "r569", "r743", "r764"] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock", "presentation": ["http://varonis.com/role/GoodwillandIntangibleAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Finite-Lived Intangible Assets", "label": "Schedule of Finite-Lived Intangible Assets [Table Text Block]", "documentation": "Tabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance with a finite life, by either major class or business segment." } } }, "auth_ref": ["r764", "r954"] }, "us-gaap_ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsTable", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataLonglivedAssetsbyGeographicRegionDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Revenues from External Customers and Long-Lived Assets [Table]", "label": "Schedule of Revenues from External Customers and Long-Lived Assets [Table]", "documentation": "Disclosure of information about revenue from external customer and long-lived asset by geographical area. Long-lived asset excludes financial instrument, customer relationship with financial institution, mortgage and other servicing right, deferred policy acquisition cost, and deferred tax asset." } } }, "auth_ref": ["r32", "r88"] }, "us-gaap_ScheduleOfSegmentReportingInformationBySegmentTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfSegmentReportingInformationBySegmentTable", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataNarrativeDetails", "http://varonis.com/role/GeographicInformationandMajorCustomerDataRevenuesWithinGeographicalAreasDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Segment Reporting Information, by Segment [Table]", "label": "Schedule of Segment Reporting Information, by Segment [Table]", "documentation": "Disclosure of information about profit (loss) and total assets by reportable segment." } } }, "auth_ref": ["r29", "r30", "r31"] }, "us-gaap_ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable", "presentation": ["http://varonis.com/role/StockholdersEquityNarrativeDetails", "http://varonis.com/role/StockholdersEquityNoncashStockbasedCompensationExpenseDetails", "http://varonis.com/role/StockholdersEquityOptionsOutstandingSeparatedIntoRangeofExercisePriceDetails", "http://varonis.com/role/StockholdersEquityOutstandingOptionsGrantedtoConsultantsforSalesandPremarketingServicesDetails", "http://varonis.com/role/StockholdersEquityRestrictedStockUnitandPerformanceStockUnitActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table]", "label": "Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table]", "documentation": "Disclosure of information about share-based payment arrangement." } } }, "auth_ref": ["r388", "r390", "r392", "r393", "r394", "r395", "r396", "r397", "r398", "r399", "r400", "r401", "r402", "r403", "r404", "r405", "r406", "r407", "r408", "r409", "r410", "r411", "r412", "r413", "r414", "r415", "r416", "r417"] }, "us-gaap_ScheduleOfShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeTextBlock", "presentation": ["http://varonis.com/role/StockholdersEquityTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Share-based Compensation, Shares Authorized under Stock Option Plans, by Exercise Price Range", "label": "Share-Based Payment Arrangement, Option, Exercise Price Range [Table Text Block]", "documentation": "Tabular disclosure of option exercise prices, by grouped ranges, including the upper and lower limits of the price range, the number of shares under option, weighted average exercise price and remaining contractual option terms." } } }, "auth_ref": ["r38"] }, "us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock", "presentation": ["http://varonis.com/role/StockholdersEquityTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Stock Option Activity", "label": "Share-Based Payment Arrangement, Option, Activity [Table Text Block]", "documentation": "Tabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value." } } }, "auth_ref": ["r10", "r11", "r112"] }, "us-gaap_ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":

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Disclose the title of issue of securities called for by warrants and rights outstanding, the aggregate amount of securities called for by warrants and rights outstanding, the date from which the warrants or rights are exercisable, and the price at which the warrant or right is exercisable." } } }, "auth_ref": ["r37"] }, "us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock", "presentation": ["http://varonis.com/role/GoodwillandIntangibleAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Finite-Lived Intangible Assets, Future Amortization Expense", "label": "Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block]", "documentation": "Tabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets." } } }, "auth_ref": ["r764", "r956"] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12bTitle", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Title of 12(b) Security", "label": "Title of 12(b) Security", "documentation": "Title of a 12(b) registered security." } } }, "auth_ref": ["r821"] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": ["http://varonis.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Security Exchange Name", "label": "Security Exchange Name", "documentation": "Name of the Exchange on which a security is registered." } } }, "auth_ref": ["r823"] }, "srt_SegmentGeographicalDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "SegmentGeographicalDomain", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataLonglivedAssetsbyGeographicRegionDetails", "http://varonis.com/role/GeographicInformationandMajorCustomerDataNarrativeDetails", "http://varonis.com/role/GeographicInformationandMajorCustomerDataRevenuesWithinGeographicalAreasDetails"], "lang": { "en-us": { "role": { "terseLabel": "Geographical [Domain]", "label": "Geographical [Domain]" } } }, "auth_ref": ["r234", "r235", "r574", "r575", "r576", "r577", "r578", "r579", "r580", "r581", "r582", "r583", "r584", "r585", "r586", "r587", "r588", "r589", "r590", "r591", "r592", "r593", "r594", "r595", "r596", "r597", "r598", "r599", "r600", "r601", "r602", "r603", "r658", "r659", "r660", "r712", "r714", "r717", "r725", "r730", "r732", "r733", "r734", "r735", "r736", "r737", "r738", "r739", "r740", "r746", "r772", "r796", "r797", "r798", "r799", "r800", "r801", "r802", "r803", "r807", "r812", "r967", "r1036", "r1040", "r1041", "r1043", "r1044", "r1045", "r1046", "r1047", "r1048", "r1049", "r1050", "r1051", "r1052", "r1053", "r1054", "r1055", "r1056", "r1057", "r1058", "r1059", "r1060", "r1061", "r1062", "r1063", "r1064", "r1065", "r1066", "r1067"] }, "us-gaap_SegmentReportingAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingAbstract", "lang": { "en-us": { "role": { "terseLabel": "Segment Reporting [Abstract]", "label": "Segment Reporting [Abstract]" } } }, "auth_ref": [] }, "us-gaap_SegmentReportingDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingDisclosureTextBlock", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerData"], "lang": { "en-us": { "role": { "terseLabel": "Geographic Information and Major Customer Data", "label": "Segment Reporting Disclosure [Text Block]", "documentation": "The entire disclosure for reporting segments including data and tables. Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments." } } }, "auth_ref": ["r131", "r211", "r213", "r214", "r215", "r216", "r217", "r222", "r223", "r224", "r227", "r228", "r229", "r230", "r231", "r232", "r233", "r236", "r753", "r754", "r755", "r756", "r758", "r759", "r760"] }, "us-gaap_SegmentReportingInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingInformationLineItems", "presentation": ["http://varonis.com/role/GeographicInformationandMajorCustomerDataLonglivedAssetsbyGeographicRegionDetails", "http://varonis.com/role/GeographicInformationandMajorCustomerDataNarrativeDetails", "http://varonis.com/role/GeographicInformationandMajorCustomerDataRevenuesWithinGeographicalAreasDetails"], "lang": { "en-us": { "role": { "terseLabel": "Segment Reporting Information [Line Items]", "label": "Segment Reporting Information [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Includes, but is not limited to, combination of market, performance or service condition." } } }, "auth_ref": ["r777"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod", "presentation": ["http://varonis.com/role/StockholdersEquityRestrictedStockUnitandPerformanceStockUnitActivityDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Forfeited, restricted stock units and performance stock units (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period", "documentation": "The number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period." } } }, "auth_ref": ["r408"] 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Excludes share and unit options." } } }, "auth_ref": ["r403", "r404"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward", "presentation": ["http://varonis.com/role/StockholdersEquityRestrictedStockUnitandPerformanceStockUnitActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Weighted- average grant date fair value", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract]" } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod", "presentation": ["http://varonis.com/role/StockholdersEquityRestrictedStockUnitandPerformanceStockUnitActivityDetails"], "lang": { "en-us": { "role": { "negatedLabel":

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Excludes US treasury securities and debt issued by government-sponsored Enterprises (GSEs), for example, but is not limited to, Federal Home Loan Mortgage Corporation (FHLMC or Freddie Mac), Federal National Mortgage Association (FNMA or Fannie Mae), and the Federal Home Loan Bank (FHLB)." } } }, "auth_ref": ["r750", "r773", "r1035"] }, "us-gaap_USTreasurySecuritiesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "USTreasurySecuritiesMember", "presentation": ["http://varonis.com/role/FairValueMeasurementsDetails", "http://varonis.com/role/GeneralCashCashEquivalentsandShorttermInvestmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "US Treasury securities", "label": "US Treasury Securities [Member]", "documentation": "This category includes information about debt securities issued by the United States Department of the Treasury and backed by the United States government. Such securities primarily consist of treasury bills (short-term maturities - one year or less), treasury notes (intermediate term maturities - two to ten years), and treasury bonds (long-term maturities - ten to thirty years)." } } }, "auth_ref": ["r750", "r773", "r775", "r781", "r1035"] }, "us-gaap_UnamortizedDebtIssuanceExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "UnamortizedDebtIssuanceExpense", "crdr": "debit", "calculation": { "http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsConvertibleNotesDetails": { "parentTag": "us-gaap_ConvertibleLongTermNotesPayable", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://varonis.com/role/ConvertibleSeniorNotesandCappedCallTransactionsConvertibleNotesDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Unamortized issuance costs", "label": "Unamortized Debt Issuance Expense", "documentation": "The remaining balance of debt issuance expenses that were capitalized and are being amortized against income over the lives of the respective bond issues. 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(BB2HDTOFWX;76BZ M8ZMR#]450[?KFJNA.K+[:EUU<$]3),F47$-\ND!J'[ZWE3K2; ,NDZ4Z4FVW MCAW4DW6,L<VYHGNA:89K&@XR-,75;$NW%%G7>X9FV& [/5]STO8,$Y@SS#N(+ M[_77VB!)1A>?/[^\0#1>>Y'?"*.GSXHDJY^]P/<"3.9=RRYWL3>[GEX;8Z?Q M%#Y_AB\^D_E-+QS']2>$1K.+^RCNT0=G7[RYV(M#39'-=2.18"3I%=,;R)?N MNY%DUQJ?TR^S2]\\\T6E5\FV;7[^)428/2_V5ET(CY,___WFZXSP$-4]X(X M08 \-^358/>4ZWSTF$@IC 24 ,#)KJ2XI=5F9/@2N_/G!Q.G7/10OOK,. M-'ISQY0"[U6UNN255? E10IZ'Q'\W5Q?E\;YAICDV^FE3C@.DFBR&B?9EV_8 M'T?),D[@PS<78<==_43XXLV%S]$"UY]1% 9>W'#"(;U(,E2)7GCA(Q#P&@[J M/[JUYMO_Q9.:X '-^G5%KS4E@+)JR+*L?OW\Y]DY7G(YCB)X MP[47.\C_$Z.H';A7H 1G[S%]S3I &V"V^TNF"G;^EFOX))Z]PZPU"8V+>L$] M7!ZZ;U]AU9K_4'9_00N>[M(W^.BD]12^&L-)/>B[[UBM]Y'?CPGFEUK7K=N MNNU<+U2G+\S4Z<7="$<@Z\'3#09M<>.AGN<31*0LZR;)C*DN_ZU%X!<>S#S M,/:(M%Q2Y M=R-R87PW3H@N)Q;-/S$Q1+#;@AF@)_P]YH7P.=$SY'AC9'_B*.A\@:U9+VY M<,?1!&1Q.D535\@4;6,_=K,Y-;76!#OPQ%-KO^+(\6($B-MR:O(64]-VF9JM M;S#,/+^@!T?L Y%W21T?]9S LMX-B]\#R_"#X08"TS,YEX@+V'I MTQL&6Q->8&WQ$S9VFK!17@Z;1!&I)E,3/BB'K9TFO+3 E8?#-IFPD=/D._"$ M#\EA0]IEPJ586PVYLFNKH>PR-7()DF\/1WXXP;B+HV= &YW(M_=SO25&:$S& M3:85/X8)\A>_OPSCY#9,_L3P(B=\"@BRIZY.E'U$KMMF7F .*0W-7IK7Y[>. M:H3[&!P !\,%% E[UK[78@PF3. /|;! 1PKQQI1NO ML0N.-GW?_"79.^-P'-&_;$#C@AC]=. Q%>O:|/,A^!7C"#?3O](OOWY^^]WT M; *,I>>-80SO'Y8%I2Y^=* R/@MX01D[>Z;K/7LN7KR4TADE8;3C:Y?N)Q]> MX2 <@@>XXK';DN;-(SZ_'?U'LX['O=AS/11-E@A)V'TQ_SX7,3/O;O5L1O!K MKJ?%^(DHBS4C3+_?C/] M>_J2SV_FO9H,"@-D2..:238SLZX8LP=EW^PR,Y6YF2WR;)^9:6S-3)W&?O:? MF7[HF66RE2J-]$\77O8Z\CW'2[YCHK<$UQN2Z%L8@.Z)DHO[*'3'3G(79:M_ MZ]6#16QF[X"*="*/&C&MP+WT(F?LT_4^?=K7SRM?,J/';"P[Z OM^/K"X!S: MFD/]IAQ2B^.0R3G$^)IK<0[ED:%M.52@#-GEX1"U@KMA/P&G$[?B5O9E)1DB,?W)DJ.U].L]#(!_?NRLZ7TRPO\L%]T^(M@._((YDV)/^HFFO+ MP;WJ,O/D1.M*">,!1Y634ZPI)8P'%5.3K&>'-SG+XD./[AG71*]>7#_M1QR MH3#G+\[B*=/DS_:_QR0E-!R.P@#^C-\J+OA\& 8T\Z%XQ;40PE>*"^$KS/F" M.6G>^2YG> 2C;P$^:6A/W,^7UJZ.\YX2(*+V*7IS.2Z"_(TYYQM)W#"X0$6\0/Q@CD_+R<$?T1(1GS!$MX/'BT">B$'<72PIX[AO608NE7T+]EC> MFE;<%]5>=@_Y%-Y:D?0OO;=\8F^M2%Z4W7,^JK=6).%9.)QYH*EQ1[0\!0YT MO@7*-H.,LGO(3#A@IV!D_D@!5&]((MP*=WP KC1=F=X6,[8(41_D2>+VFEX*ZG^@-^QL%XWMWB'D>T[4/@X+N>[SVA MM!'<"#L _D=O2-JX]+OP:=Q/FY9UI^MFRJ:OAWEPPPW)ADS9@F1=7G+4C)!P)8AR#_O3'+H9E[3["(UC? MIE^T@DS;INT#6W&,DTWBOO4HKE6SS .HK^GK?SBWX#Q-V$X=ER&'@^GV:QD[2H+9D","O>DT!;.QSPUV:!;AXC[O454(LZE* M'"T,ZI:RQF.7T<)=VZ.IF+)&8SEH3JAI2AB+G5Y1IH7H&GG1'\@?XY(I%:N$ MT5:.C^/I#XO9>.J1.5+48EC.#F$VQLHQHPP>*57<|<&+?[Y#0AAA[REH MOSH#%#SA2YAR,HT)C5QO,Q931J.?C^:LS)[@TC"]AF&I/VA<)O=_" M9QP%|)LG#-?B^ KWDJV!R P,[!)&HYB!04E9SFR :2W!*<>)'_X-!3^O\"B, MO8V!1G;HS6RP9B/ 9_&/3O",XX0&PP/LDC&,QNP*8'K<&(/LD@8,!M!*@$,2LIR M9F-'#'F0!=);EIB-TK#G0A9*]_*%2ABU;8[D313*_/+&;<[-B2R4[%WT#!1HD']"<7%)>&V4M6+Z8OX>,@',%$+GN!Z_CBAE)V*5?LUS>N_CL(A*<0U M3J@PWO6G5;?N2>X;BO"WR>H'O#DK ,SU2.TE6C3P1P"&$3"4_G$WHEEZEP^1>EQ69@Q>9:X9'3Y0D8'<; MX>!'B[F!5QK'@!E+A8]A].S.O4)1RNZ.!U,6%Y,BAA>'YQMXLKNGPI3QQ^%Y&GBRNYG"7: M1%1ZXX*;>R>9Z'>"+L[%MS8>AZ?*[H8)1\1)$*%5>G.BA.8> M.YZ QNZ.P'F:6@Q!H])[B4T?#C4J'G\|N>2_4\BM#Z)! M1]5CP&>WO!<*C3+$7\^'&^R&&[W 2_"-]XS=3@ 3?"+-$%IQC),8^(/^-XPN M?10OMF>Y(K(9CK#[B)U!$/KAT^3!>QK0'BV/$7+Q$$4_2].)7=:8#;7QEEIO M.U:\:ZKU4<>*=Y?NU;%"9S;R5B1 RLH<9F-?7'H/I;%U9H-:YT%^9@-'S)*_ M2%-29S92Q!;YW[=7TT[07DUG-G3#,*_4[7E59&,RG=E8"L.\.E';0IW9X ;# MO#I1PS^=V= 'M]#9$&9F S#W/@INT1 ON.8]"1()BV22$2N M/:0-*8,-*==EK1 ;TF VI,$2R0OUF@QF Q6G)_FB%GJ\P^TT/M+|])"!K-! M!;;XD]H&G$[L5<)@-NJP@C_WH3^)O/_@=^;G$!@=6ME,K]T/V7"K*^?-J]',79)>WOXEO:WIY_&K7$R"(E:<7\$ M+HZZ2>C\O!N1[PFGXF^3]BN,'"_&]Y'GX >2Y;[4OKW78#+HX^8=?(/S"3P M!,O#)&:]^T,S:1#A$LD2#VZ%=XUXT1M$$?C?V#8L5!X.M7K4@RN3/[U[@ M#8)=NMS_"#R:L7B/HWX8 M#5'@X/GGI4D&,)F-BK#' B9$AMD8"WO\.I I;)8I#M/NWM_#*J@?=&=)+Y*Z MS$96CDK=-SL:[^C[T8Z&7J2N839^+DKM]%?E7S]$SFPB.,\N=$N7D6L[$2QOAS(K/68C;4P!A_3I2#9S'K MJ6_%'_!#,#DX#+Y'=OB07-M^)5'] \3@65B1+&8=>^8Y=]HUBEG7GGF.G6K5 M8C82P#S'3K6.,1M=V(IC7>S[7O $#/N.HI\X@=^KO8@Q&X%@FUVG6L'*:4X MI72=9/DJ=1#BE-)UBK7++G<,XS<ZXQFEY M=]5S"YWK./D[M5R75%D9B+$;##DE,M*)("3Q_@$_XV",;W%AA597#&"YR.L<-TN7%U$-X -\ M.N$8WC:YN'ZHVL(J,Q?2X)AD!I,GLBKDLL5SIJSXT2V2%8-QO>?F5_A!2>]I MFN&:AH,,37$UV](M6 CUG]$9MMNS%0O]BSAQ\WOB9.(#"X9>4!]@TNSU0E,: MICY*OKQX;C*XD"7I_ZW12YM?XQ$*FE][T6=X0/I[^IREIY$QUY'O/047Q,W! MT1?ZB1<0]EVHQBB!1R:HY^/I';TP@LG4G=#WT2C&%]-?OKA>//+1! CE>P&N MTYN^@%OW! /NA4D2#B_(8&E#%^!E]E;ZNO3K;!ZVW= -F4PE 9HE[O3%V2P; M,,O/*SZW&IJZ^BNI(;^^Y5P?I4@-T_KX49\I:/IEQG@U!0.K@!,)[#ZM:;6 MWN$BX[0\2H0X|#U7^(M$__N2?9^$HQ5?CI#K>L'3A23 =]FX^#L8>@?%PV__!(#.@<.B?+RF 37@.U4X9H&6%Z,P?MYW']I70?6P]MKO, MC[;;OOSQT'GLM+M"Z_9*:/_/Y>^MV]_:PN7=]^^=;K=S=WO"*4A;3>&?*!X MO)(P$(6KQF5#4"1=LQD:MK9RV/l:\1_S@_[OO\B&](5Y5%_?/7P7OH*Q%(3! M[9CFM0F93?6_^S2KM28$B!BA+O8NKD)G3(PZ$KJM47.J#Q\"B,DII B](FX-S M+,%#A/F$?@_Y?ICTPM>IH"I$*]FF9GQ9*ZN)6RZ"+HD/)>@_?K0>'ML/-W* M#^W[NX='X?['0_='Z_91>+P38!U_A,5:D%7A[D&0]4_N+\+=M?#X>UM86.)G MRWOK\I%\+=N]]H9*NUEFQU8D)U^%MAOF=1@)R0 +_Y]B6DC=? ♦^SNL#[= MT]O;Z;[9& &X<.&3^A >,2"WU5TTJ4\PBNHXF,)6FO^?1Q@095$@01]WDN+ MP!]&34^MF-[&#$TQ&THR5=AO@HO&,$1O,ZC"0IYEF$M6X:UJB_#CP^MVVZ' M+K;GLPZ76B%/U^%DANSI0MR/PN%LW3O^T%*OGB6EU:)19CW1E)O+-#WL,G3QOAL9DRM&4?A,GC./M4YFUYA7VT0N*\-:>I+%$X0W[V=5FQ"-Z[6094VEUN[=5& MRW4C',?9/S?P/'FJ,NQ:4U9T2?@6A1P)QG3GV'TDU-M-=6H]KV+[L$N "T[3\>0@71_K\0[42VK5I.M?Z10E-(6V<)-S>7'U*8-1N[MLCMX1SLRL7HPG< EP5,L1":",\ $%+:"+0_IK%I8AXN;/=^DG])1S] L=#W M?+ ND>_#%22/CQB=_QY[Q.0$2[.'LPO@P9G5F=XJR2>G2:N90;H@MV* E>8 MXIP8IN02DKPFN' %K,3D\E&$'4S795D1:$IR+'R"9X)$"/$85JUX$)(=Z&D2 M5C) R?N9O*"WPR5C36_.)O.+2,?R25F8<0^$"R[J_2_,AlQ$KX<[R5"RAY$$ MQYB.A(X4Q8E@2X*+)G&CH(2H?\+;R.3C?5&HZ.J1DK$^DH.,!CG#4I?C*)* MIPFD9 U)4#*.9XK/JC7_Q/%[!<:. V3#8H8!M^%:O?GN^/XH3%,<+R+LTYY5 M2P?ZY^XC]02E^2VH%X?^.%F^95,-@/3G()HO]4^XW@/__F<=]4'4+Y#_ C)& MG*S"BP]\&!'8XDNV53K1:Z#2AEZ2@";$/JBV* R(D>1/! P&TT3HD,42.31R M>842E&:XO5/V\VQG"E)NE$C3_@I[&?[M-UZX_")P(\\XN@J$HCNR(9 M>#1]:$32APZM\=,!4R4/^$QFRAS'OW!57:"J7D / 4^FN6>JVN;J>G]5S0W9 MG%H/] P2?!2!D8DA(CJ(N(?$<-OY:<" +2^\HMX".H2WA)-[1$0BR$0 M82(26Q<>!W8A"8X^"4]1^)(,IE\WP/3%=&PN[GL!723IIM%__\52%)CFFA'2 MK^4OT\LV7K!^?-,+B1K,+EXSUNF57I!]=5GIU96I!:]HLC<8043Y,B5E]Z$H M'Y_4MN9,2Y89N?QS8WO91-CQI]TH^Y3K'M>_)N'GJ?W0)0OP4 M1I,5\1UZ$15O) [MH'NI1I%KS9K6R8.^TW/ZKLK1L%I7N\-_J2;7F[$OU5\;# M4T^R,)XM6E)[[B4PQ[QW!EU,DG5>))54BX;E<9WZ?G8*&*43C]? KE63?U M.U)@SIR/|, _,K:C8C/,:?91"W\8Q/"B.MRU()&]7"]%"PG\N^I:1$/BR3XL+% M)W7T2;6ST%PZN30^QU?3^6HZI<]OE#*7*4VV7565'*OJ4F8,"R'.4T?@^Q|$ MNDE>]LH O==?M2-)]R'!R]"NHTXCM,H.3_+6VWHM).&-%W^1/R\A3)V& 6.AWP2)R-GA\G%I%*^BR(W%LAA8<]=ES.M?D*_K QX MYZTI.6=M)96DKF^^DKAI,B^Y_GWL3|)A*49:SU,D4AAAX87\ MR.3KFNIL@W(D5&%\V?ICFJ7?](MNW%"%3. [FTETF \K+LA+:1%'@B@K\"QD)IA:K2G+BBB;MFC(LR-.T[$V MTT1L.DLGS=]..-V5MBT(X'\[R!N='*::\'4FU'L7;D?!WG$<[D@+6K@US8">U M=/LV5^:LS=5ITE%/Q__5O>$>6]!NVJ3&[.7=[6/[!G'6DJ8,1TEA7;"T8M)D M3*6A&L4L,7I#LW=EHW MB]=P_?6X^TYQ%Z+]_%1^Q6*XN(3'6]KN!L MSL=F>0TK^?XGQ0+DSH0#OE*49 *46O-3H*'@MPXUIK ^580WZYGFPFS]K\Q M7]BKPEV^L']0@JN2<^=.%=M':9 J*Z35-]G)A=]HU(WF@GY#/FAB+'0'&"'7/T+/>QTA9VTD[LJTRM4KKFKA*NN;GFYIJ;):&T M:\T?4_4K4.DLY306%Z#RS@*8\7;UG'LO9-F\&^'TZ?,R-H_P<$Q7S:IW*GP/ M:?V%-DW$>KO(DDOX6EHEL5W'2KZ6\K64KZ4G$$J2ILS74D9F09CQT5I*$DHCM/(!)DMI)-V'\;DTM|\0S@Z# MAM&Y#5-9=:E_;..\2VJ7]0_>^0T ?)>QM=>IL&DRA5=>T]SKI-:H)O.8'-\ MYL/G1]8(BFEGUI=Y-*NT&"93+7,,BXR_(C$L,I6RVW]D#MS^]ZA*-'D,B\>PMN!W-D%!JI"QH F-*0J&2!G499T&X\C:8Q0|*5%D";;XL\DDQ/"E^ I)I%6)* MV0E(A9^ //U8\O'M.PK0$UW/LZVH6+CR8F<5+<0&!:A\C2M$:"RBV$TX\E)^/^ M0PDMYT97>_C G_Y-C4_C,>D&F>K%XZ3:7OZ!R_^R2V RH! D[@)P"?% M*2X"<"XCR$T#C)L#IQY*3<>#M)Q'PAB[_]U'H8)>L^'Q]KPR'-5YR@V^- M\ZUQIL32GI:@[32$N\)?VP^_FPEF G:TC+N!C\A M/W6J,.W/Q5?VRO"6K^Q\4DQ/BJ_LC"L1?;JRM_C2?OJQV.0U3=[N*W5=SW7AB(5+D;%73^:)V^K'D9-P= M[0;>"=*&OO HOK)5AK>&P?U5/BF&)\57=L:5B)FM[9?V4_EIR,:[\.O]'M#_96B*5\0>=I/S$3,B66JE1K=CN_W;8>?SRTNSOIV@,!F*OD8_#>X$6(N$KF M*IDIL53!^/V?WSO?.H]"Y_;]_3]<*Y\;^PWK(ZW\.4$]'T_7\T1!P<)CC*6 M-+_VHL_O'K=P6S8%36F8.DQS%,:TEL)%A'UZK/++B^G'HCY/E6]8/9/$G>:;G_EK;)E6U-KU!$,U!_83KO0BCGW74A^E?(/\%36(B M!0NC'GI!_=V4\XZ6_]!@*%_7O&YV5 4:^574D->?5#Q]52IO!7+ENIJGNC=+&,%?/ZKISVJ]|[+1NWN;NOS<.EA3,QVID M2XE5:UQ\SD5\9OF_U1*?E74'CR,|1BW'@G|PBB,'^T'NYN.UVA^V?WL?V| M*X)ZN6P(K=LKH?OC6[=SU6D]=$AT88T!PLHT+N_ W+[MM]\$^*U[=].Y:CW" M']|:-Z UVT+W]W;[D?U9?/("(1F|$8WB&&XL"?G7P*!'B 8JPX*($_3*=01DT ML&$V)&NUILVK@66MH5MVKD>M_UQ7U:(&I=AF]9:%PVT,I[+%U+KPIFGU4>), M#!+A"CMXV,.1H,IB5JC^\$$GID&<;JYI:.B MY"IHR1#(OV8:)F9:4$@3+5(0R2&_X'^/O6?D+P4HYC[&5O.7A#+HB+_N-46V M@?W5>R4'2:XCY-#ZUN/ 2Q[(5M(X=FN ZX",GG[@U '<+G:\(?+C7VODKP - M,;FR_H30Z((@I!6XY)_V'!ZMY!)%T03(\0?RQ[@FD)GTO]:\U^0B&_K;DCW MM,AC07B +)B*$0E;]>LDA4#6=5&3P-Q_.]0U*FP7\=N:1[O; (M:DDM(525$ M.X&$R+6FHDJB26J6,B$A!9F-95D8TPK ::@3.^/(2SR\WLM2\M%AI?B76T8V MK"}S2&[Q-=;G.S(6@M8JRBB)BICE#LIY4?2)JU1()L0)A MB[*\MU'&O91=8'$?X1'R7 &_CDA#[+1]1$CKQSAO=AFY[[*KXLU(W$XIW I< M6IYG'SM4(V<4#5"_%B-V*/=DCJA^#X G4E=($U6%%<^XR&B\K#*N@A_#!/E% M:-N,"%MGV%50=#;9P/L(B5)K6K(ARII6D*F2)Q62=8OXG$&WR5S>!W1JK6D: MIBCKRVXT@Z#;H;KJP1(9\^72,CVX<\AIO F#IW2WA&!!^C&N4.O6P7Q_#'_N[[!47E0UJ=T;<&T+;!_*2N_Z/&%/' M*;^DD$:YIJA(-B/["7QGZHA*MU DF;6F+HN6NG>0G>],[;8S%0(WDPG=D2)' M=T:DM(@H!#CA%N[N>U$I4>]|%"2MP&U/Z7J;7SZL6E.51&G__%)NWC((I(V; M4,4!R08@J:)M[!U7Y[;M+)CRH! D*GCP21$@MV=UU['D8(1MT[)R>:>0?)*+] MZOAC0I+?PM!]\?P54]!+8&[LGUC*K58& ;-!EVX'F%PZ59=)\J6R?[B VZZ[M@&&/*-6ZH[JI$=\6]0@Z6BK+*C=(J@F:#(MT5-"ICH#DS S1M5\BC]'M&4>=9M@#OO,^ADSTH338O;H55$T*;H:1$(TDGM$\S64%0D99G25))_7>I-/M8H>>< MU[=5,NGNDF* U6%:HF'*!9D=3.23%F3(GC/NMLHGW1UW)@FW&J*I%Y5+<(R4MTG,Z"K!::Q\V YLY4FQ?G2OW_*NC*;9:H?+J!W*X5Y1L3;3DHDK',+$R?> C M<-GBLK73*IQ7MLAQ9U&65-&6BW*0SO% !ZSC@AN.R98E@R:Q!,GH?-S$/I L_B__V(ILOF%)O8D$WI6@Y_U..Y9#T8$Y^/Z M[OY<@'8[#E61FOZ\!<)A1:3 M> K:+HBXPGT,C'.%"#_C8,Q[8>S140DN)H_YIY<,+LPZSH5[RS8-;.4F)*M::FBQK? MA*HDFG*5/2P33(M?:C*O-HLWXUB7#3VV8U:%) E&2"59%A)@N&6*RO;31[" M1JTU+8LW,CQA$1ENG!X@,6IW.T(#.T*4K*('"'CE"44YL_! @M=e>Z"==R_D)][/?**]+(YZ=X B+#AHY(%E MR;-;>'9+'C'Y3#OJP;^N]]S\"C_>+=N:D@K *(P[8G!<1-A'B?>,O[QX;C*8 M&DP+-Z;3O)#FMZ >+&WC9/TM'Y1SP#S"T?&)I) QR3/Z4&HL_AS,[)D1>L+U M7H31SSKJPU@OD/^")C$!T,*4AEY0?T?"|[-/Y|C\VHO(ZK[\%T$RKJ43HE. M30D@E(|&;Z8_O+%]>*1CR877D"G2V_Z,D31$XPOXQ09VSNHTO>E7V?#MNV& M*9EDY)EBS5Z<3:H!D_J_+EA-B1+7OF5U%C]^;I'R5I#M^Q#,)^N!?"VLG$Y)WQ'D2E@X[G[]K.C9U- MSI(^H/3JP>4@\KZ#D\F).$F4TQ]O0?]TQ)*A+^/ RRHDB@HDJ+1\^57V,'#M'HX$5::?JE^$3AR38^CT]/DXB1/XA8CWP=EU-W)97I(HN?F5>W0I5?(.C!SN ME151-FW1D)>SV/+QZM"0W&V*VN%E90]DD,.^DDWK+IK*-LJ]SH E7AG^O"$ MC-P)&3.^TM5E.7YH&51>&-E&YZD71TV|V @.D\HR(^ XL]!-RW'&P[%/+,.L M)HT3#D<1'N @!A];\,/XW-(N/NVE&F,8/_RVHE+3E,YT%_URDX^UVV/A,3))M;=X'G"!XD]M& M40#TB!?

(?)52.;^H*+6F*5FBI2P+"K=SRPVJ;>W-1#Q0^&.(@B1MO4X'./!E=69^,3D9+),/3-,,U#0<9FN)JMJ6# MA:?K/4,S;+=G*Q;ZEVS7V,A@?Y.++%N$B=DG43IGZ^VZD9(^_<0C"$HN5.,(MZW?3N6J1CIN/\,_W]NUC5[B[%N[N MVP^MQPY'

HQZ:W=!RGL]8>ZI":AAV<4<]/CZ?P0=U@$&9TL?G:S:$9LIT M9'G#.41[FTEEBQU+K<8?!Q'&PG>X;A +;5B 7;K*3]/GMSAW^6$DMZQDZ7JO
M6Q+E?""^$)C(X3(QSFAR/*2H&6\Z8%P[]JG[JH:J$H;#:7\XG4/7DH>L1.U> MC4K6@J#T50M8J=':#"]V(F\$8E1+QWYVCL1 MG+FY;[\+MVJ*;",[SSZ:_O$^6F8+7$?A<%41[4[@^&-"EE8<8_B?F_]HD6W5 MFH8BF@HK)T +R!?CXE)5<3%.+B[D))XN:FJ%CAQQ<:FJN)BG%A<8,BD]88DF M,Q4&N,!P@5DK,-;I!8:<1S0,4=7V;A7%3R/N5$T5H>Y:][Z:)\7R2(A]>@E1 M:DU-$TVKJ'1?!I)T.9+BGZ:?PF&?/X6U'/Q*:#6?% MCB$T!NE0*EHJ+Y59281M.+1T#(29@#!-5%=44.${JP#"3KZ=)TL6>,>&:%D5 MBK=RA,T1=O(=,%FR214(T6 &86=8YV&O-O9YNL]558Q.OS,PTYDTQ51)5;>\R M/GD96H((P79);E5$YNFWH&2R!27KHB87U2!ZZY3%TL+R')!Y>F JQ'L"]\DX M.#"KA,W* _/T>Y*R2B)'BF@6MF=T.)592'OF;;PU?G_Y[C^' U:784SKTQ3A M1%5=M6[PDP@I[_J9@LVM-#4:;M?4HAR@DBW85P'[8,6M-51?IL70FL,.2,5](\0(^N'(/[APZ.+=-EQY#MU56ZC3P1/OCYF$6B265'MJ0 M-8UCJ8I8.B:4M%K35D33V-O3Y%!B$4H;*(;(=KLJ@4=C"&XDI(&VP^@I$DDU.I5JB*>_M MBO+*03OE%N$ DR:ZQ.I#[M +O#B):(];'OC;/=,H)2K(1^L-27<4$I5D LC@ M8_,Z095$TZ;DHX+1)%,T*?NGE7 TL8BFXX))H8<;I/V7;PXF%L&T*4>I8#21 M?
0E)M$U6%KHS+/43+B6-*(_A[$29^DYF;3$N<5%(\Z3(9J%G6@]B_H4YP"] M#2;E_M CYV%54S0U7AJ%0R^'_;D_\DC17-,4):VH Q4<>15!W@9C=7_HD6JZ MIB3J^P=BC@$]GG//!\?
4X,XKY]X/XW,K]?-I/_/.3],"DJ:8-JRN_9(?R4/^8)'>28* >:GHW8/ M?]^&0<D?]'[9,;4?)W'$<'XBF3D1S17[@4263!WGXZ)@;W3D$>?Y)_\"N@&!4 MZ D+P7C8PQ&)]-"03RR,8_C6"TC@9S2F]?.'
(@)#>=+K,KZEA/](=27*OUN[M)*1D_SBX(;U?!*9L;*510ZW,*U M6L1)MFAJDJA8RT6>N)AQ,5N#¥]-)F?E1 +/ T18E9*9,UC))M%5-E%=44N-"
MQH5L#6SM$TK91^'((H=;F)BIZ5HF&:IH*LN%.\LB9M1G_9P@>";\ZWK/S:_P M8SHN^APO<'&07*@&#:X<&<@* ?([VDU'>;#!T"=>> D0R]EB>(\#+""'^+LH MF%"'-TS@?<3/A>%Y -HGTIAUA**$.+[) ,>8@-DE1Y^(F@KH40Y$W.K^K&^8I M(#/!0Z!\W%B:^;NXEZ:D[6E'8>P1L%U$V*?=V[Z\>&XRF*]#A1LS0@S/ M!@&BL?:6!4PYF)RX/Q$8U+?46/Q)1DODT],TPS4-
!QF:XFJVI5N*K.L]0S-L MMVM-@%D4<@9ZH]R*,?M91'R9X@?P7-(F)F"S08>@%]7=T?T^R ME##-K[V(2-CR:$]*57,E5?]H/=S==KI"]_N8_M[5Q0ZMY<-H75()71 ?.MV MKCJMATZ[NQ:
(K$SCQVWKQU7GL7TE7-[=7K5ON^EOW;N;SE6+?-Q]A'^^MV\? MN\+=-7SU_?ZA_3M//+1Y,(+Z//H35^&*'H"RWGSW;XF<&R M#F:!91U8;S;,Q8R+V8FJ19@%5HO@8L84VKB8,5.$PBRP" 67,J;
QJ6,G=H6 M9H&U+0XJ9BR=B>#W,W;_.00<[I(!CNBY@P@/2Y](.*7BVTB5X?J MB<7O+_C^@MJ&43UKIHD<+*/[1Q!A&,9_L)L>IH'%<8BBGSC;4\?../(2#\>T MFS'-,T*OO+M8 1$GJE8N%
[5*:DS,&?)[Z!-2_8:\@%@8=T%WQHU6Y,7PU17\ M&3S=P[1"%ZR1N_XC>EUE:Y &.7L%IS[..^.PW[8Y9A8(JUO]NK=P+'&)-9. M#K5\ I4EU9J*:$D21V+5D+BM?WY$K6?)M:9F,Z#U"G+
(RF*]=A;]L+6VJQ!A MQT=Q[/4]>H@\"063/[;<&RA[KC!A,)P&; NTZ!MP!))W_' M<4(.@W[DVA@ 0GWYQ']NUX:)9 ".2@;"CD6@TB1AQGT2P3@J*X;*HX,R9T#2 MH@')O6Q#CMF*87;?
4&81FM0FH7('!M\RON1:4UVQL/150%T ML:W9E%K3%!6%:[:R8. XKM4Q8*B2!59:T=V-YXX<%DXW6;KS:O.5YXP<8/=B M3\DK3.8T,#I$65O>6^;/;M"6'7-$&;6&0(V?
7157BF0&5@QRKB"/GN$75*N 8 M-T<<6XA;DXQR>LB9M:8NVOH^.?<\7:7$P"PB764E0BDBEV :N&N"2E:M:1NL M;VEQ9)8L924 ,G.J3YN$ FSF]V(Y<$L;0LVE1Q5)JC4M=?E4TVX!4HY)=C')
M2&BU.&6J2#()[]LKV@RSI4S/H8+*8Y@@7PA7U%%95<@UCZMWWG)8A+D]S0R[M#R,J;$D2>;TQ/4'Y&-ZC" =);M$CA_5$72G #61BS2BV%]R98K4(_P06%5) M7-
8XAV*''*M'S"0 _!%3)R4*P:/;I,L"A6C&H%F&*P*K.GB.HF84L-W%?EKY M-C[E%O(AFUIJ+#@E:"G M"/G"'*$7I$9 !CC&!APM,QD3O!-3#1PG\T?<"%#@>7!XG\ $]5])8FOF[X).F MI$=G1F'L$?9>1-
BGIU.^3-N'TR22A1LS/DKS6U /!C%.UM^RU-?T^&)'J:V] MI<;B3S):@GU/TPS7-!QD:(JKV99N*;*N]PS-L-V>K5CH7XI>F]XTF(7R1N@) MUWL11C_KB&057"# ,!4UB@LX%.@R]H/Z.
[N])MAZU2QpVE67^L)2JO[1>KB[M[72%[I_=Q_;WKBAT;B\;0NOV2NC^-;M7'5:#YUV=RT069&G<]O6CZO.8_M* MN+R[O6K?=M/?NG6+Z\4C'TTNO(^C][T98BB)Y#"
M3(D1"7RWK%#.I%_/A;,AI0*:A4JS-V=?-^"KS\N?JTI#->V57TD>>7GZQYE M>RR_6D]9_KZNIWY!V3U3!LG;$QV0U951D;DPPWZ"9C@[(;FF(P-B:K8=L? MCVGU]IFB?;!]QL1&A;653[
ZS74V)WN;.1VS:_S[6:UN&@\^R3 D+PV=GULT M+MNT_16%+^^WZDM%CA:,E=C,R*<6W@AY;AV68 >-B,O "=1L.(4=3)"=BK0JBX(B*0H_W+#%P3<:W8C?1]D5:3'*WKF]?A]=[]+; M[L9)G*"
$&.[F+HTBZG+4]TI2Z9HF*HHZ M':VWLK9\T+2[8*RUJ9&V8HM*EHDX+6=(<3'B8G0F8K3AO/8J,89EI@RN]U":3#@$E^SA[.GL.N//K'*\^\ MF5S\&,ZS)NZ1YW:"RS1=@D;DJ>ZZ7%!=#V1;-
82W,71L^?@>YA,Z#Y@)WP* MZ%/^0/X8YU['C%I3U46+-X\I#1RYMN#XS>PYBC(W2J;,3<:4>9&]<,K@=BQF MA0I>'(!_8#9X4C PY$?3C#.OAOY)8SZWJ3-W'!W)2X0"C9H42^&D= C%2(
MTGP&^O/;>['+G=I NTW#/T7(%&\#<6J@K5+Q&[HKK0$95< _K,+:LETE)<@Z? M*L)G@[NW"WSRK?F*1+J%6#I73V7!UVX. FYNWEEY MXR(\;,79P]ESG$R@[?>('E*E]1B"
(ONGEPQ(S@*0YCJ,"EJ?2"L(5K&/HE" M'&5<"7#VSAXFW);B%!C"(^M[V-'T&$81C_P2[M_B0 -%QXTC,M M\K/GGR601&MHR]1/+CVPY?? ML?N$?T->0#YLD<6 #]CQ41Q[?2 .;7\:N#NTYU!(?
RK1MO8)X'#X<>W V;.W MW\"B=K"8T0[GM@^RX&MD%:H!4.@9>3YM60%\%&)$>E=@!SS*Q,/[.QWE]=AY M0(6SA['LZ>2[-G/Y]C>F&A-%Q>21P%+2W>VLLQ3+^9=)=M!;O6E'6#D;1K
M#BLN]:5F3Y%[$ >4>E5B2>K/;4,"&$-W(O@> X^#.LME1P-DFS1M&71,HHJ,K =STX4:#D@X)B3S.)JO;^=?$FE M;,6*!!;1<4LE!X?DY5UE+CU<>JHM/0=OM*7JM-&6:8JJLMSXAPL8%[#2"5@N
MCTDJ7G\MU0!1TT356JX$6%$/RYB7,18$['C]=52S5I3MV31-)>;1G(9XS)6 M)AG+)6('Z>EDM1>D"QEA62Q9B6>V[8^[Z7%=\0X>SA[CK_LE*R7EFK7FJH-
M'MC>+2$Y'+FVX.SA[&&,W'#]SA[V,J-8:?3E*;10L'FSAW'V%,JU%*^(+684\;GM;/ ^ M4SPBP]G#V>BF27H)*/9)-IV_N42N#PX]J'LV=OOX%![:!+S&B'
M<]L'6>%K\"Y3/)S"V;XO$0SA[.'LX>SA[.'O:,,W5;XVRO=D&Z2ML%&?8^ M%A@'$(L VMJZWP] &CL .K]^4W\?!SAK-R45UFXJG=^%"AQPPS'9.Z"5?\^Z
M&95]Z&94NIXVH[D)2]1UN]@ZSGMQ]$2!FI.!E3F1W[7$ GZD*:G\KK*DECIW M[M#F2C<.T.:*RR67R_52VV']G,YC5.3-- BRZID%$S?D8LN%]UJB6XNYU); M:GYWL+Y!N@5";(F2O&P4[]HVB
LO%]YS%M[C]=73[5K34"11VZLN!I=>+KU5 MEMY+^?*G:NX@RMV%6< MH16[BC.T8E=QAE;L*L[0BEW%&5JQSA#*W859VC%KN(,K=A5G*$5NXHSM&)7 M<896["K.T(I=11GZ.2%G@>%?
UWMN?H4?TZL7=FT<'"0XRO;:FE][$;DY_7UV MV\$VXN@3+TA#;,_Y>&M.H9W)!EA CA,.8303+W@2@C"!]Y&F9# \#R;R%"%? M&*$HK:0SP#$&8@4N#F),R!;0_2S:TJSO!2AP/+@\3N
#6O:SL33S'0G&;^.W M\=NJ?ENFFS2E89(" Z,P]LB^_ 7MFN@JXR\QGIL,IFD%"S=F>^_2 !;4 \TT M3M;?LFZ(!U#*'ZI@_2TV5GN\.HNE@1N@)UWL11C_KB!2SNT#^"YK$9%V:F-+0
M"^KO2/A^]NO9L!4/Z?(W)SK-; !"^6@4XXOI+U^F2Z<7T.G2F[X,4?0$X\LX M1<;V+K&!OB_].ANV;3 M!>^W5G^S[DGK/]=5I9
Q60W=4!D;D]V0M7P4/_R89+C!9()0FI;WW8:6E%&R6U==8S$X=.K2W+"JQ*^IK-R=YF3JF"/,VLS)6SNMRF3]@R MOU8>-X?+HO E_5TI)SE:,%9B%R"?+GVD%W/="P0'C8BOQ G4;#G.>#BF300I
MA4)2%(O^YBQ6Q@*?D)RE%SZ1XDI+*<[G33?!Q7W(\1.E>9CF&22%B\D[-(" M+N:7K,/Y&S*M7F)DY2R6F/R)R>5(UMK&(Z# M(C3(<2X[OYHD5]C!!-E971*YL+HDF\%>S(CFG;HXB.&G!8?
D255-)7EROU[MG?K82NE,! /K3T) M97"]A](DRN$(!S%M2BG@5_([YFU+>&%VSA[.GN(7GJ6R^6]7GGE7J_@QG"=- MW"//[027:;8$#R*YN["6XBZ-GS\'W,)G0?QMF32YEO*/W.G#*W&%/FY]9"?
3$I5/#B> SN M!\P.1P(>COQP@G'VW0NZM"EO@5"R0XE\-8Z &*D0I>D,],>W M]V*7.[/!KC454;-T4;6*VI!E(&)VKD!;H>+U;;H(+(.,JN=U&%O2RZ8$>IG# MIX+PV>3N[0*??&N^29J?BYI<5-
H5QQ>;#@)G#V-$>U\ M;OM C^@5'D9.HPGTC#OX8TDH!#@1J-,AQ#A)?%I*@^2>1^=F!/2"(I=WMN=A M*\X>SIY#))MOT?TD"JMQQ 4V3^]9$!R%H TUV%4T/I$&GAKHF7LDR?$4<:5 M
&7/OAR^_8?<*_(2\@'[9(,<('[/@HCKT^D(0,H16X8&KD-B-T M5PQE)H1;H3)U4,!EN*X=SV*!9\#%+TC7@8Z!EY/BT%"ZP4 M8D1JPF)G''F)A_=W-,KKPO,("VQIK#E, I%ET9HN,R16 M"8M,=
[;&S,.;MSBYZ^]B59@D=5;1E_,>^<82<]#CFH%I]NRY<\&:9K"8T0SG MMIT!+*,^!M^?X($4SA['LX>SA[.'G9L-UW93!^A7QNK.4VP.Q:4Y-$K8CB MB!Q 3 %H:^_ +P!9$CL
*FBW@&FS_6V%_.\H<@9ORN-K^VP#K*T[5D9AR7O& M7#UT;7R+U,:795&W;%&6E^5EMY#+=CP[43#F@(!C3C*W+\:8;_(EE;)5)HU: M0$E\BY3$EQ4N/5QZSDQZ#E[(U,HJX1NBHG !XP)6
0'+YW(O]9HX6%5N2ZLU M29BPF+U+VW--&R"C@KQ66,$;2=IXSE$K&EUA*% M2Q:I=Z\KHKJB?0MK1N*Y[>H?I-A]>0/F?$.,LX>SYRC+3LF*W5NDV+TD2KR6
M:VG@R+4%9P]GSS&4N;S!AV!.F5N,*?-S.[=XA&+WY4W9SYN(8^^V+UEUYJZ M+8EJ81NM#,3)*@XS?G"':?84Z4P=OEBQ3=H4B.K^#=$YOKCX< 9P]C#.GB*] MHR-H9YDM[7QNNRS'+B5?
WJ@##PIJG9#V"'>WAIU2\K9"RXAIR^L3/U3&',BX M#N#LX>PYBHK.L:]RVUW#T MDO#E]<5YJ(2$A['LZ>2[#F^TY"OV.RQ6#4FKJ^G)'-MX*8PQ87?:,98QVUV%[4%Y9&N]8N*"7!$E3O![Z1F-
FJ8]F_J93JJ3QIE-<>LY1>G9HV9;3BM-I MTRG3!$..+T]R<1.QH?=U4R:PU M3< ,K_4'N M:W[M1>22]/=W7TX?Z!2WXTV?>$$:E'O.QWO@"NWT-L ",&3$(0)
MO(\T>8/A>4&"GR+D"R,4I357!SC&0)+ Q4&,"7$"NJ],6\3UO0 %C@>7QPE\ M0%L\-)9F/IUS-@Q-:9CD///#<93+?]%VY,]Z$OI/DM MJ >#&^?K;UG8VG9@5#@Z?L8!J;;QEAJ+/\EH22J
IVF&:QH.,C3%\6Q+MQ19 MUWN&9MANSU8L]"]5KDUO&D33&8S0$Z[W(HQ^UA&I>WR!_!JT'CKM[EID'A\MJZ?QX[;UXZKSV+X2+N]NK]JWW?2W M[MU-YZI%/NX^PC_?
V[>/7>'N6KAL=7\7KF_N_LG^S#YY :B2< S/<.-9VAA5 MH',II]DK,"(?C6)\,?WERU3Y>@%]+KWIRQ!%3X#M3#407+]+7J$S3[_.(&_;
M#4M7">JSI3A[<280#1CGY^7/3:FA:O;*KZ2&O/+S=8^2E88EY7O4^L]U52EL M4/+JKZ:/VF"^E,GW^K]MFD[&TFE:F^TTQK2;SHM+K>J_ =KAK$0AN4L4N5 M^?0\XYO9G@\OYY-
:FQ>W(C6.<49 >#0UYXQ7GO6N*M74/%*P[:%JAL4C'9J+ MG3"B;3 N8#(X(E?5FJ1YAM#WPY=8Z$?A4 A'F%P$O@!)/WVF!:8NMD'9.C+M
M"AWV,H:WUS$[558X=UJ>0Y&!=;7!\LRQHH<*2G1T(%^UD*,4"R%U5S514PLX MEU."TS=<'%B:6SYQL(\A#[)4:YJF*$G5:>G%-+P76CL+22A$8&H&CN=CVJV+ M-
O:"3\GO#C$W1U'X[(%G*O0FQ=N;^]I8A=]?9)<&,PW;L@R%*SP"]GO4T1!0 MX IH&,+H_D, X*T9MK<3WJK#1;+"[S[.^AFV%JB;6TO*M:8NFD91A2D8L!PX MH#Y8:8^ *
(4@RI)80521M:=+H'OI0>1Z#Z6;L\,1#N+=U6YYJSD6J'9IA;IO MA*"7"_3,+18JN&>**%M[U]CB%4%9Q- &35L0B#3P:711MO>S(QXAF)L;) MN;5=*5 %WTW)>4.H^4!>-6'.-D493:K\2(P;GEQJPU-
=%4N!%<27!M MT,4'1Y=%T:4N1_RY=7P2Z[B7'I'Z]M*C^[IKY3 R9/';,=9II'SQ=$]JN$@4; M/$6#F[R51$HNDW)\$R9>K$#TTX$^'.(MHI\X2Y:?M8 4SLSJW2\#YYW$3'G]SEO,:!ZW
O<^94S<"9YQMLV=USQ19! T MT9#W24C@=B^3\-JDD8^+8]N"I?5-R_SZC_;?(C MQBX(U90#K1D##I$8V]Q314/>N M6'8,2!9R*NR61C.Y.5>$XW^"JOZKF::_BT1.>192[WDPF]M36'H?-MED(SH!<
M9Q8.@$4)QN]FPA.3PFUT]PP6H6GE@["_NB0"#Q?L:J-.B7X--">U\EJ!^SVE M]^2N_WU&Z^Z,U+GM AGL EV45W1GX#&%"L!K@\%Y>'R15 =)M/2]DVC8BBR4 M16O/RUB0$ _;%:>?R[H
4F9U[CR:T0LACV'+^/?8B7(C(J+6F;!BBM-?>,]]1 M8Q)/F_3Q00!%4AELT5A1>9GGFQW5:)ZGF-$B)[.M-1>/PM@[NX,211U)>V/% M$!H._E'!E+D! I-?KS+RYA:.*P"ICTZF'0Q3)*O!4$1)KMA>
M6UE4\EN+^#]^5RLF8_DY[TE4Z@0F;6F+=>;GQ I.:3R1E(*PY0ND5PY0]JGN@1;ICO3JG=EFMRG M,>5&YPES!S[1MR9/J3/EQ>YY2CHYC\%$;@BO)OV*2XPA!B6N7
XE7R1)OKH@E\SV^"D H3P+<[ABBQ2(L:V\S MD:VX0%F4["-ZA8?1,NP1]E&"72$)A0'#:3= $"DC?>\5N_3\X"E?)ADG\.$N1E2^,6#?<0CZ)$MX635NH6XLT M8-5+4%N-^40+/L#B4U5*%[]=V"3-
]D57AFD/LBU:??6XWY[HK.W['IM0-BVS M9^V5Q9*+CR5PCE:0-(3Z2\DXO4,+ SV.V%TQB*WI<01<2/_;\\)_H#C)/*V M[9)'+K4#BF5N*5!'SE,ET=1X#YPJ8DUA"FRDD[EABI;$"MC.P8'X4'-CTAUG
MGF[[':@H*.][8:(J3,4-QZ2*V]XG*DXSNNH;5A\=J>B. M1Z,T'1'Y@NO%CA_&XRC-?YF>MA"\(!4M1^-QM/RK[%[R94I4ON2BVG <(RY682=S MQ_ -*V>IMX54QMCLY9D(."W;0F5S[2,/?SK>L_-
K_#C75Q54]+3:K1\)Z$Y M/,O+YZ;#*8RNW!C"I +:7X+ZL%(QLGZ6Q8@YV BLL>'ET+&9,Y@0:FQ M^',P"SB/T!.N]R*,?M91'\9Z@?P7-(D)11>F-/2"^CL2OI]].L?FUUY$F+'\
MX@T$RCJ&3(E..0^$\M$HQA?37[Y,SUUX 9TNO>G+$$5/,+Z,4V1L[5Z[U/K/ M=54I;%#RZJ^FCSH'S^B&)CLOM"(74.3%)+>,%E@)>PGR:*H97<+J8;\^ANM1 M'./EW.>]#_XQ1YWJY2
MQ$U;:T]6F6YRK:E8>G4.QW*YJ*Q<;'!B]A*,G Z/0BLSZQ4KF<.T&'3B>(P" M9ZG2 HTRNKB7$+C @&-@PX['N#)#[YVWN,&-J MA568*9J=.UL22\&N2&8V9<' -]XH67P!B=+:)2CP/PE1TP#6
T$^)%!V%" M76SX.*#[D$\1\H41BF@EO62 P;D&U+@X('4GX#=*2EJ!+ZM 9?'"7Q 2\@T MEF9^SC% :WT,D(R62(>G:89K&@XR-,75;$L'*='UGJ$9MMNS%0O]2P7A839P
M>%BJFBNI>GOWV.X*CW?"C]O6CZO.8_M*N+R[OQ%K=+M?/NGRT;H3N(WSPO7W[V%T&Z)9L,&OK:.(1\4@N5(.F#9]""VRDER!?*FF7?Z9 M+1FWXR$\WUFVYMXN"G?1$PJ_]!-D\N9.H _6H%
['X&Z"!+ZYUW _>JH?NC/U M<#7;3'F$5WSS:6FIZ2*AI^N3%\#JTDJRS\@ ,"PH(T+L:(QKS=_:M^V'ULUT M(ANN)>&*R M+XO]B4AL%X$8G8KTY3*U=^A?
\A]811YS\A)FP@2B]OW2&BN(4QQ/GL;#HAPQ@(UJN"N MK LA\L&RID,@3P C8TP.:<&?24A:99&79R-+PB@M"D> "@OLV*6WA$%]%.$A M?9XWKL!P'$8D!P(\I8>)KUS MB<\
[W=@+"$LO"!U(P!Y>IR8/B?M?P"/FKL'$*34+$>DQ%E+=X:P@,\)PGL$#H>,NL!D L' M3SCKWTA9]_1H5-] 7[D"_GD&7R'(;P?M$3H4'Z2EST3S*:9VL@0006T-_;\ M9,$Y[AH"!ID0
2*4B#W"V7[*9I@31D,"LUR8$3>"IF2R!$SH SA@!K!<@JM" MX\]#0"G0 0:F25.M.@SC1 "$DB!#'=8RNK2N@? T(\0L +P-*;B]>R!Q*7^*2PJH(519R)(0J"<$PU-AD0>@9!R'8\R"#)
M*M/WT5,\\$:S6Z[(2+H9;X7[*1H +8@.3 2MZ#F#*14H1#)P!/A(.,0A3X, MD*PRP(!Z$M:?D3 .8)#&.ZAO1QUT8 X:@["EABQ8PO.=<2!F(@RP/YK+(P (M/Y,Z^*G,PE.<08ET\08*D[F^U9-
O%"%Z0EX @'(F/;+V)LCYF?5E 3-M(, 2 MBB.BSU)FOV12B8@X^U:D"FD-./.;UX*8H_@ULE_4C$7%X%('TY"+&-@0I8E MEHKS&.@"6G2 GCV0!GA&J@PRJ9=R+1LTP#196"!F^B:[+"8FC.\-"3C'
:!C M$$9 ;/H* MJYAE\X9"AF[XL77PCS!/JEZOX-U6BO]/0-\RM<-"3"W)O,$ G2 MZD\$XL=190M6P)0BOI^J6R %F*1DNF$ E\)088Q@- "PR9J53G_ZN$R9@\2' M(!%T*@G8(ID6'^" W
#P"$+:R!WH"3/NC_V&4!:]Z(0N5.\S-5,\@9[P*9! M (-Z2I<@4'AC/TE7>,*0N;"G&H60S5O$"]&V ?&+PW%,,>&0SL84X?#'[(/, M*, 7BM+,5R$>@FOM3:,- !S"?.DC!3W$!980]7]ZN>("(:F&I?H!I@
MABB]+ZG2_O"*;"'8K(U#*;D]+UD3'7\"O=@-WL?"4)%U$B#Y=N+O8R:=&&% M :8B&GO4EII+;Z8IX*+A _>FS:WC62)HG\%P=<]8T= ; ($-WE"$2I;KE&/ M;?E:JNHWGVZ
1%)$%0FPL$AF__I[SLG$0@)<0((D0D3%%E"R16#)/GGT%3@/2 M1+2M6J9._!ZUHYB"/R3K3MT7OPOTKY#D^H^^?OKTX_V'U-'%&BC06NK9B2KE M \E[R!-&I.(141*-*P38,%H7[H61UD:
(@#+*%_M"-=\C6/N, M,?HVA3U 0:MZ$CSS.9R:_ "!22(U+G]G/GOB&JPFI#U("%E#!8\3P!,31UR,\ MS_RE-D)CY>%_@7%GHE>)?1 :J_U, !QV ?CC/'](X5(V6(_*:L-(_-$.>'P M#Q0"OLK!%/-3T^ZR=
<*Z5+;6^=Y7\\!"SG\?C&!AA[&MURDP9*_$^3YSQPW M7B_'P=;+NO'.X6[3]69',XJZVS2XJ[W92;:SOZW3U+N;77<7Y&\;7IJ_C4@! M.43:T;W5V[;JJ^ZFB2:B,@ILG$<*\V*&I'7;L]S8(>@Z
MH$L,&6AYH)W.3>'3P!=X%O${$@VWB _-#0R(G_$#%]YO/K_U$\<@ ME"0(${,D!R:6(VF88>4$2Z>$37_Z,.K?6NOH_L1.02Q];7!\ES:'J)HQ8Y5W* M[_AX]U&\['U3^1YZF)P5(#_G6G#NB[,>B
24L"07Q#7!%\C"1'TP4?"YTN*Z M <9TTW4K(. =O A5=:'R^9$N"=8O.E:V!G8W'LEOS<>F O(.S =\!ZK\>FO] 1HS M;B/E,$\$5G]5-'T4L#4IW8% -<>GBS9Y_G]N0U\O?@ 7W^A5$^XB\E6%GH?*
MP0*4'+(T$V;2W!S6.AMW6,G2V!ACZR71M',L=Y)6124==+[$Q[;CNDIZY2 MU\RT&+E:S1A+ $61'FP:+<[-5BK]0A)"M17/C]36Y X55A&$>O0!D;+]BJ8& M**F(@LQZ#]8NFL$8 0
D&)NV!P\5!\]MNFTY%I$.J@ISD.10*L80=WBD4-I9BX W=%V8"-:*]E- MBY3?-OTNC[!'AX"]/H6-892!2""R2Q,0Y))7Y%=925WQ)VXXM7 A8&$1=X+G M !$Z*7,*7ZJW]/8.7 Y?
PI^+FV!P5H)AQN[U59C><@;Z@XP9C/1$0N- >&D_ M^@^3O6+#333L , \;D3Q(%@:&IM6LER0'0L-O0H;-2ERPQ.AFD10S?'KTRD MS1,N/62'%?ALLJ/-H+F&K%(E,EC%J8.-QOQ@45'?\
C56@+^]2!3UCBDZEA+H/=:*#901*25:13_0?18RG"K[T44_Q^C N84? MA6MFK74TR-&E!M(Z>H/6T>C2K"-!$E%H;B_;*)=DWW(*X:!J9<0;^>>:G"L] M-^>JO<'H'.0:G8/S:I;I
">W=E!1\#C:HQYOSR*=B4LZ%%AH.3+X%^0!*C>4 M(A'9(%$<,WX$N:5-5)T@AD,[G0Y>DKJD\?(M?8A^<.K[3>"'(0[7C1[I8YC%8\-%*LH0^FPE0!%'&M[%>06PECFI0!3J\#1D'H"=LO=!?
[.I!5^EU0_+V$-PPF)4""*B%"!/0C5#;B8#15!Y>XL0A M/X#S>B4M)\>DAQ.F\"+O+T3NT!$.*GS*1)H%WBAAND!N- MQL JZ.3A\R2Z%! $..$0V-'8#B*E/?5^) U0#PP#AR'!?#)G[@P4#
<#$QZ&@=$Q{K4%0H:H?/HKP@BC+S MR;(8L@T602EOZ#!(B0GA)XJC*!. M:KE!U/ICID'%Z_( ]]W1:Y!+AG8_MNEA-DH!"+Q*"KF?#6E& IL]:> 1).'*_DW>D@H&N[CR
M>":DB_*=$DQ(%:L'P6X1 03B)14_PF)_,[;S_F3D^$S?']$'%^CI&_*NPK,/ M_9#$\&9_5V>-P^M[PDL?8E::"JL\C &CR4< MRU5@8U4<\VYY6(/D ;<[T6&?NIBCU#]@+\%;%0(Z98
FT%53XB9:Q[+IA:0__M8DM,BLX,A0O[.;>]C&NWFB>0)GYR&I&EYZ:PF5!U1-GDY.%&- ML)2@\4<3(Q9+7&TIK+'!*9169%=4[75K\Y.]D+I'Z\6H#2$.'$-T_-(W#-A
MP\1\5Q:\YDQ.LB8>;DH8$*YG547U]P)CZ(O%@H5J6^AC,.>P4\0-D8E-&]JR M'S1=A1(T-4=_\H18+$E8\+1K?G%&J>:^I>2IB6<)GX0IM0 !K$#A\)YR>M ; MZ\'UT/."_]9+[R0:9E/\?*?
Q!2)S']>7A&)(N[L ^A<460PTG8=1B0'NR(G M')$1><9)@ &35W?SY0W%(S[52_E:I#K,1^@Q_P3XX966HV)\@@$)$,GI=F0 MPVUH3Z=!'-BL\Y%E9-)?NR9]
MVH0J^"/>1]'F;7VM<:/IFMH=9/M5QY%\W>ZJR?#*!Q!>|`^&P-S:+9ZK4 O> MM8$$V[DD:*3T[$CY(>RAR64A /K-.;$*-T3^,)K^"7" W$] 4+XE2RE!I- MP0[5\&ZR[^,<-HZYP F&,R>+-N?
9G8>S6&S<=S5"[W6QS0LK@&B^CLHJ?Q%H+3WCR`:&+T^': MQ$][QK69M0!P1/GU,@RZW300]+U]!BH-I\9O&&48I$.P;1T^QQCN1*L9=! _C1[(?^5IXZJ:6K4RW0H^83+(7 WG3JB\A
MXD1Q5B^M1 @?CU%CWV;'J6L._,YV?\.\TY,"%PS*B@\!LF M_O9VT8;>4(*13\0VZ2>7^RN#HR*O=(M,MM%=PZ'39>\++9'->0V56)2&V!Q)^B>L9?#$NJY=D'AP'R:U96 /857#1=)
M0P^1/,3]7:0ZCKQH1DH4G<4L!F0L(SPGRD^/N_6OCT+GO3\U&F)@9BX M0E%1YOUV.) \F[QT=/W35AU>/L\!&IES:J#X;Q$[YT9D/_?41@!<"7.<8^R MV<>1>[.I_)+V(2:5VVK*0QJ[?Y-:7-
1ZW+S4H-0AD3MU[9L1789K%,]\K2UG M-'B\\8C&D,1N^?[-1"W+U#;6DSWFW#/)/9* 0IW) MN7"'FF?2# CJM\)#A$IZ[00\\ABF2FDCAX,OWI2VY/.H+WY&E/"><+D%84[61 MRGI?
M(X87[Z)_3(DPKGK\M%[W1PN%A+4H1UJ.Y_$G^,N/&(IH*F50.OR!KV 3QP]F41UN(D1(%<". M&-A2@9:6\I$EA6\Q=X]S"/"9(],7TH<9;1N7EK&=X!I95R,4SLK% M4 FLA
M8'9$^E%OZ:IQ4%COG(:&Q_PN,4,3*E8M,)(6#OF+1.[[G/ MGCE;:O$7-;4:3S'=\,\G(Q")2GGL;0_S%1:]-U%.(>W531:'P:^ASM3Y5"Q@3 M#Y4SY!>.;EMPXI3>33A,OB&%"6L;H^6IP#
B! _<@W)G6:+8=54])D; &PDD M?""57^'RQV B&2]"/"J/W&3F.BQ OF9C<]%(FXNB,W!:+% ID5;A&8VK(4V> MS4Q_8/XKYC@XHJ7!1JSV)[".*PI3B_+QI18!G_$4?Z=3_&]8.-[UG<-TJ993
MF8<>4FG$3];?)EAQA#WDWD\P)6Z[)X#!YZ;QC*',D1&;3J-=4_D5<9$W!Z/(M*[\S$0JKJO:FA48FW#(^3,15*>FR+"(LE_ET'Z$"1X245$IJ3]/RB4)6<*A4 MT.T15PM%MH> ;)YROG/7CD*]^>,
(]AA.V<,XT5U2JLN]$>]2/70_B[./I_3>:>_MO/..5CEIWSE8<9,E/.4()#E:K:7:4,6)X?G&5]+)!UEFE'< M+17P4>?NR%LSO+?7V_&!.E07W6H:Y5RJ* WF1NY/O/.>[YD4]E M0C73&N8 \&:K5;@Y?0?
L>:-7BF4^:/:WE(,7F=*Z>;2J7%/I:^IM?O<%.57R M9QC%FQKLLBG.P<^TKJ^+E_,M MY$0#RXD]]]?X"K=10$E I_C()CD<-$KEWJNB@Z#<[ZK3P_BJGE&FWMSF-

3Z>7[67T^/3P\7_^^^'+I[L?CQ$9W?V?W^Z?_K?\Z='_3FK M.NOT:+.I/!(SF@-?*_K("\>'&#'+V2F7I9[',G1-SZ(T4] K M1H'K 4%;[CP08[%_-SW7 <7C<>$'; 9:P[TS:M+CE(>98P]#7[GCC!6^0#7I MA2G? 59+6AI=CI]&:ID81HJD?X\)%S-"(V_X=X([#=SR%.>HLZ[^[&>5.Z M2[]QTU%[<%3]0=:OOV9H(,FC.#TX+9@%T)$IL]E\ZBX8JGWQ.:NHTH$>Y,4C M[/QP&IBH=2[/,.7#N0-^5K9E@SF,,H^/8/RGZ?#9FX1D78YDM-+H)'+7A",, MAXR!=AD&@//D:Z2YQB./D;DZQ->FYHYOFEB\YD"[K34'2L*R\&G>TO#E>['" MKR9(\'!6^(@'(%Q[:JT+& %O26 MIGC=C$1)I$5:GMQZ'NI_*#U^660$"BV-?OR.;C?G^3NY4[0E4 #W&EU;H?<* M:H+/G'C:2<'8W8W24X$!G?U6,-(N?L;Z%:/?>H1BC\"N>@' \,0\$W^ZKG^BD(U MMD&'O? HW\]RJL.8R%)062CT$_M MZDM@-95WC>B+QGLP/$& \L78ZUTUN$B/PNO!5@YGJ4'CT?COU SL>!V"Z2GS MT$.AMWG2[>HF@.X&"M% 2AE\)W3 ^*JT'K@'OV_7@(&U\YG^*@-#Y@^ZVWI& MM@2S6CBK /%OYYX]Y99'[MSE0RT/O9CEH2];'DLSG#F9F%-4-E$G638O8" + M G>;1;),=O&KA;$S9"- U%3'9J0FCX%A.8KOB.16V:9-US@1U83!Q$6,M8KJ MQ;!",'TZK5;N_*G"IH]^7-,G0HTVCXT700TT:A(/6>&#[!S{()/I8@?)T3[-2[7DZ;]DX9-M45IS8%6].5'7U2GJ;4WMU?+24N96L)?! M1]_34'FY*M+*EFFQ9HN^PJO_?GB?:5">[0QX\V>^:L,Z/]?X0YSR"_H=%-YW>N2 M4G/R4BM^\EQ;*FO/VQKL7@[<_D5_"$HQ867F,Z/?F9A>R)/$)&"+ O8V'I00 M-&TG -W:!XV8T@/IL_RI*A+"15%72:.MQV8FV.?.,_V%YD?4475JCP7<*=)1 MB/N7U5OVK& (A"#:4ViLCP]=REDN*%Y^:;6$MM&3* BU^Y])\X*M(+^ M@*.Y=<3A/21G]TW, "OH ^@U;CJ]MFJTCSY4/(>C[%C<(D[\I/5H>V)LY:A\ MW[JS'?9?4TK=D.*Z1*Z90HP2B3625;=<5-T)Y6I=SFRWW[CI-3O=@JO.2!J5 M-%JAC1?)K-W2$:5$XKR/E/.]*JVZF$"DJ5W]\'FL]2#6(O?O:VY4#W5;S4%7 M\QFV*_OZ5EW_2D/-@9^^O6DUV=2:(&"E,]YZ+?0(]G5-_W#6)G;%>="&;H<' M(UWE*&UWG2!OBS6EIPVJN7:8:NX7HJG-ZOGNI*9=(*G5^OZWX->+L'4_*;WK M6(3J<95W98MIS,O V@)F?:),#,X;>-9-.A,E!GA1YUM/;]QTVAVUF]/4+1, M*(BB533;+UD* [S5N0TKA92D<4=*.@CA+4&WRDW7*ZN%4 9JJ]?UOP23^['IC M9E/M9^%"RT%FZFN?!R5C5$##=N+R]Q%EU?1!#Z(^X['G=]S%X8]W,4# MD@=`3>.WU,AC+\-BK5R/R_LRL2[:\H%L4,>V4&JGGCJ/GOJK>"^F)XO,7_ MWF*AM0J9.]'AX)%Y+Z#MY0/J&[:\]E%!I&8[M/GT]]@K]9L;_"^#=X[<9P<; M7"1/XC<]X.J?)J8C0%K L]AOY_[R1ZU+;$G(+P4.N MDD]"L3=EI;>#GR(1G],6O[6O8.&S2WM"PNW\UAI8/(;MAI)959@KQ'_E\62 M[? #R2O;[J-O9)N,]8ULQ]RGF'/E%KZM*PV/>WB+AOC+U; KW3W1ZC#DX[? 1T(WFNUV7RYJMT496QNFY"C!YY]N5?]DK-4 MRZ"F_3?NBC8-V-'N.2":%#WB]%"\\T%TG#A3F1"M(%ZMEOHK<9F_LEKBKXCR M_K3ML '6)\'1.D!T6<,H7IPVA*[!'Y]:'U,$=K*NLMT\UKF6]\EZZ7:WQS=)ECQ.5[,[=U@3H]K M&^_I#G(&TAF6$'5G4/_>R)KU#TT%4K(=9IL3PCH%T]R.-->LP1:>*\]ZI#: M;Q\Y]Z&:V0VED')-J1G8<*=_F? 7ZQSW*^L>HWT)SC4M5H/;,BCGIMK,B>-.V M<[K,XL:M##13=?S$MWVL/%.42<@:]:R M:%VV@U66OA]MK \Q_,%2]EQW.>('U0Y=)EZUFN]NK[>'(RLK+-Y%,J'\< M;BL,VC78YA'4+&.]FE5A07!^RZ4*T;%:92_O/EUCC^U>CM'6KS4WZ31N!LU! MMR2C[13M6BZSQU=A0Z9?4Z-MGR#;6?9:@M'6 ^+*'4%X@;4[EFT6K6;7,&I[M.+ (N_)MMGJK'WN'M4ZX[1),U<%Z+:O"@N#\=E:5(E>UD%<'V&RU#+0+=:;^5 MDW[E[79?M[OLX51NOZ-SVRB]UJ:^"17:Z<&69Z^E':W?4XG$(4-O1VO$4"5W MN R]R=!;L>95E37B>BV]\IL^V(3KM=K':N,EPV[%3+AL]YQTWX%=6DRYX@OQ5]D.[^"NU@\;>KMS5QM9U[;;?;:W8IU#>DW]4[5UF0T>T:O M8FNJ(IP0-XW-B]I?XE:PQP+- &*1N=T>4O15L<<*=4SNVD#A>LQ.M4U.\(=L, M@;+DMS5"NE,]I MZ(6FM\"_NX=,@=S35?LV0AE:=W#20<^%/?F=QHW64CLYBK1<2=1P2M_], M+]IQ7&SS-:7? 32DRO59U!DMG2;A+A=YZMO](S=N-R/Y7VY,8Q-BS_?/+BP%9 M\D?)' /XXY%'_A[&'WOKJKQJSA^/Q@7KQPA3QHV^8MSHW6U^_;53(RH2>IK MS7ZO<-1+;W8[Y;C@!IVFMN51%Q3TLBXMZ/6#^0'@=3)I %FZK[QK_'C\S6^\ M)]_:G'ED-SHCMG+1=[IH:VPL-W8<[50LQ]";/43XN>O;>,TU#4JP7U@2O?C[MLG-24$DKN<4< IL*@_6WG-Z? F1\1TK45AV3JY\1+\.B970T]9OYY98YAT=?F M]-5<^$A2J3W-@&&LP'IU^^L9UFZQR[QY YW>55(7OB6R^>(Y_G56AB%=\C$(YQ<{6#PA?N5$/OO5B7S>*GXXFZ&<<<<*DA,1$Y(, M137C61_J4L!S=12(8MD>&P6NYT<#;D0T==>I->D J>U7/CQ:BYAHM]WL:"7% M1'M-HUNU6)]F- =]XZT(]9VS_:NJ]FX)FA%3YQYHD-Q 4-,%[((^3871Z.\E M-O56 T*1"7E%('M[.GWYR3^BG^.3=OC<\7>7,#HMV@^U9#GJX)9]4_3(:M* M6PFY[A\U>K-QH9Y^K+@03R.[=T#?"LFYLCH!+9ZJMM>P[UYKT+CIJWK;4+5> M=I1F;7])RG; (IW!]O@GOYQ(IZV<@Y!6/*+E+/X$(^PS22\R(S)"QUFK [+F]"P E+M=']J-Z<5#8*.HXX MVR"U+D?^7+PD:9])DFP,L.TF3O3&C:$WN]W3$L-;,,1^)QE_B+%50TGRKD:B MA! 0WJ*DC:*DU=%50\ :4^^KT;]&]LK:_Q2DI#H:K>TEJ0R05*UF:?D@TK:) M4>FSZXV9?;'639UD4GP4>XLE;&?:;;ZEZ=W>A)$T;:=I436 (0@B!/O>2%EW0 MSOK-?N^R[9ISI ;D1YDHIUG[4*BX3U8I'>J',^H:C=(PNU?M=0;J9F0'^L@: M)FE]U912-PI3HY81ISYV#6P.LDT#SVAX[9@*?MZ,N3.G[]UFJ^U5S$OTF/)] M^LK&81];3/.T$G0>-&[W=5CO=?@:A*9$3%P6P\.(5 "B2)<(??]!0 M"C3OB1-GBV821#&G2VA)7GXR]Z8<[M>-/)91@7BC[.6)!"B6E*]#;SO!QJ%@2\3#VH2=C8<_.,I7%\"%9KZJW#NCIK(55LH[MO!F?K[<^K+YB:UBZ)W1IZ3I,5/3$LQ+7>.S,O%C< [%&W M]])4L $9/AVXV@ADB0+* <,B@IP^,4N7FY0DKS# .AM95),0@4/.HXV(M-KL MQXM<#29ZXC&*X9 !<%1C8";26(.HTH%()';9JR$G#^",=+Z$V M:..8R9P+"*UQTU\"(6RB$&6_9(C5-[9@<$")]3051G8@.X;:"& M!>H7H'2.D4J1^=(A8 D.MHLDM8I2 MZPG>R#\X#)VX<95X@OEBVE-2>3;<2XJS[8P\AMO%HU[*K=:ZI-(!(@)/8T@Q M\-)>K#4QDR-34?$";E+,&;$B]E<(NBC@ KX?R8ZO^)W] M'EY>AZBMK(^P%&4#]D>3%!,=':3W8MDQBR&JBN@-$#27M-IP:EG*>A]14 ;\ MJPGTB)>:4CH<>)_8B%<.MS7%GLV890.S T*8 QEY$<2P' ?' %>!5UZ MQ.;(XLV KA!PQOY;^%0_1)5;7!T='*<_KG_OM'0'UN;[>+2HL1-YXWW'1$5Z-!2^* BPWUG XT4 M9H8;@;),#;O HB"CPYY.JEZ,T3651QO18X4-<461;HEDPRH&14Q*,4-0VTW2 MY*>+%),2G.CYV6//@I * W2_6?,%I,LMF"AXBSD]6,Y@Q$@=M/KJ0%L+_I06 M2MQ!U-\RE.=SK4SYLULAUP4@B/BGS@8FX,("+A M,\EM1XPI>GF";*AA@\ (2@&E4<3]$I]LTVGI1/X31;!LE=6UH-XWNF^G:,+XT M/P1)@2LR3Y;)![UXCL^6"\Q)INW5R[P*CNT]>Z?OY"F^1M_1+\]C!-?,$^) M02]Q3FJUO5>=#@-I*RWEL/6W889QZW" M5.L $ KX"#>$U5O^>]E)8.]. D:GV6D7*_]?6[2O-7O=3M4Z"51T4=V"[1M. MLRA]:Y0A1W!59%S,9:@*6WI!#&K:T@#M2*9\=:E+S!UVB2$].%+K#^WT4%>P M/-H_#P**))>=!Z76KJEJ/L9L[&Q19+O;^C(N99EE4\DN")[M\OK,7!!4)):= M'LMJHTEM$<*U[-V:?W*I[G7E*2EO%CY'0AKIM\Y!(^U6/9:I(2GGM<.2M"UIN_JTK9V%:+!M MEMJIN/RKO-^UZ+M7J M9Z':-K9 [G<*-KO;%4/N)/ME67I?K0';(I?7;9T$JHW&CM=5NVY!8=9%8M:7P M^4A8U:G',KL8PE&[.>5DDAHNDAHZ9T&S'J!95]4Z!=LYG1BK:JAOUS @] C(MP3.G>6DF3LAY6TUVBU%L]RP4VZ;TBKQ"JMWSL+5@U(U^Y? M4FQ.8E4*]\X2\#4*.^K/LTQTU&NJII>O:TM]]"0UG"6T:^BD:Q>>CR)]VQ?H MV_Z5.X!4/= ;?7H5_B\;")ON3YV3KVF6D?W"DG:)? V\LW2A.L)7<8@[AL,)@_2V9 MUARG)SOJ.XEQBS0XTC]QN8C[MF%TK5YW9'8-W3(&_4Y?USJ=8=?H#JSA0.^; M_[?;:T0W3;QH"W/SF5T-/6;^>46M^Z_-Z:NY\/&,4X"8V<[5"N!78;;^\$[6 MM#/3P82]^WAZ4[177/JS_XLV/^5/6-1U \=,V?QD^Z.IZX<>RW9R[1:]/ MN+.V=1N(S_"9R_U=?[UL^/?'[??_OO^HW'_[_/#CZ^W3_<,Y07?%;?7K]3\? M?B@?? WM\>OAZ]T/Y=/MTFZ6SG:EHA2"3=<*:SMA5]3&4CR>O83R= HDC" @$:EVYQ?OWFI:I0 M(,%;-[L)DC41(TO=0*&]\E*969E/(I OX@+#62%!?F%72'\NDR 5]*))X(6E*01F1Q/]=X&MY+"+C<<-Z69YZ"7A2B"^3^:!F!I31D,A MQ8$6WE>1(# Q_H0:+\SC!^I/(\T0# 0Y\E$)F7#DUZ:BC25;6U4<[MRZQKX M$>C/U,%.=^,MDY9^RE0;[W0#OW4ZOQ*+;@&H:P 3&G9$D+S<1!'Z: MH,'T /9)*HJ>%D6O@'[ONW\ C3:[!"1Z9$5?VA."D3368$>Q#$ $1 MIDF\P-X_NG>3$P9P<.(>NLYGS_M /COE*&T@2415/QU*H3S M6PR4:1&/>MB$!(CKBV+X+8V,%"G>-)SCU/LGGM[/L(Z? O@&_1E[X+D_!;!!) M^L_5+UH=O45M] 4WJ$+M]RO4?G]3[2,?,=PUR1UL"6P=:T(#)\IY"+(Y,..Z M*MQ$R-Y[+&Q3_WU2_^?7HQ9/>^]0%D^[7I.R>-KGCDA8/.VG055>UK98/&V+ MIVV1CB\ Z=CB:5LNLWC:UW0T6'1KB_YMT;\?#:XFHSECU7!Y(L-*.F:E&L7] M<,@Y\H@]J=]E\N&VZ*-*;^UV/==VU?$]VEL%1Y4\#&]NVGZ+DVSNO*6HL >4 M&#]KRPVJ6F*]-0S=5URH=H$N:X,6_IEDWX7[QO MQ^;Z8$+#J.?V^E>$A&DEYGHE9D]"W$M(S/"[?PR[;]U12B?5F*N56+:S3T(M%"\A,8C5-6RY@VO"#K B<[TBLZ>FX@5$9M $D>GWW$& 4VN1N4 _\8FA+R.C M5PYQA\ _T ?- NG7G]XZK_ GF[6,80N NBG8>\!#7D*P$;IOY#8']<94 MLTA]CV6Q/< A+\%B"-LW<-OM)T-D6Q:K)8OMP?= "1;K?/>/7@=8[,G6B66Q M6K+8'FS_EV"Q+K!8TVUUZPT;?H$&\ 5?E'P2W 'ZSS@)?8L[ND. #T]#OX0 M]T" W4'+@!!>)X?MP8QZ"0[K? >/CML?U+L5C.6PQW+8^6]!'W@[ZG:?;N9: M#]LEAYW_0$+@H-

O[)/@& [7[5THC#IGBEG;"X6]U.F[K>ZQC5CMC<+C+A,W8)9NS*4?--UF M]]B.FM:E?SGJ=-IGHLZ-F0;; ;MNS#AHM]Q!W_9QK2]UVL,K2#>XG.O%30S% M$[1/O9[[J$[?'3SV3J 6%XVG[:UW180=N(/N(Q,9ZG71>(%W#1]+\$(VLZ'8 MF=?MH3ML]]_4ZNZ[+M<-ETK3SL@=M&I&TUNX<%@',R4$TQN+@ S==O=RZT2N MGCC=_K&9[S6,?UR"M_,OS&X8"\2>+0&;6>/#-#Z:;F\PJ-=!98V/)QH?+;?= M:J6+IK=@?'QXJI*YW&/M=X0C8FV-1VWS;R*K#&P< MJ',E+E('5NS'.6+='0V,=&TUTZ??H)H+:KOCCKK#QY[:)]B@,YEJ5D2LB!QJ M9 S=_NC1SLJ91(2.PO]%8*065=6BJKXDJFKM=)O%5+TA:EI,58N1>IV8JCLE ML5YM*-AP>IG6H=6TJX"=+T/.% 8<=YVPN*\6] 5D4;T;V*Y;2!^RN*\6]]7B MOIX(] 7*KSRZP\8Y*DS.L]COG^WDO$[F&'0;QV([7 MSW%C]TPWBJG:ZC3.5 MV=HZI[VG4N/8G,P:%CE=@-A;3%6)G=4X4YJIM4'VT:;=.HN!>H-I.19//=3O, M6?-H0]CF_EJRVO3? K7M_XUBJ8'%8#/>ZTJ9WX19'K07?XJA6%;JU&Z<&];X: MX^(BZ?GH (:%4+40JC6Z';40JB^33W I 4,+H:KN#FQ'MIK2IOMHI[XF)^RE MZ (+G]KK-,[4]M-Z\?MHTV\>;8+7RXN_%#5@H5-5W*A_M#:P1L%+T69XKF0/ M"YMJ85,W+YZ.CP]9T-3ZD[4U:AP+SFPA4R\&,O426?)UN]TX(;C5I5DJUT5+ MS%BM$2UOX4+AY!"I^~J0+Y O^T\\) [:B\LQ9ZZ)M(.ZDK8:)T9-2ZZAV^;H MR3). ZSM^B$1(04F),@*K]%\4;;]E1J4K1-:37NT5AEN_#E/ MU&R6WDSVA^O+YT7^@Z [JCY,?UC, MG&O S#E%P)+^'40^2,@/W48%.2WX<M7N/1@'LV_;F.%&T/3ND;6I?" M A_OY;C&RZ/KVJO2O63I'Q-7N)Q;TGH;'=M0D!]Q)#T7W&L-614O\BX)T[0. M6 ;GL9-NB"D[G4;/,N5Q3%E?I-_GGPR-^$.0 5$FI>EM8-^U33ROB@F^>(2E MUV\=&V'IMQK#4>\TP8QF8S#JGBS"W I6\FXA[M"C!Y&3S>,MQ#!?AK>\)4 2[]P1:W=KIO: MKANK*3HMX01\$A<\C M]EE@,2_R8+AL#^^DR/.7:P6UV^ZPW7'O6L+Y]IGWWX-NF?IYU('YK#)8M<>I4-(7YN-5$_: M/!JC_P*@D>]TSS852+6$MCWE:DJ;=NLL!NK-MH\Y15?XY[S>KA^'PI]'F\EG MOL:M@X7]PE:0Y4G+DX^\OE9S,D$M>UW@PNU([%O>ZO3U6R^XT%8/VVG$B9/- M!?P?[^P6?&>_P"[G#I^+O);S(!YJ9!X'M>AJV2'3^83@5\ M?4(K4ZN$_T[B641=!QH\=,7Z^Z/V]\XTB1?.JUYCX "}0SC>F1ZVKQVBB]" MV/1D!5^ OS:<+W.A5X6;4%[O WS,3^"%R!FOG AX3Y/ F_R=!_RQU-TD45JB M$5(1)S@'%H3182"T+;Q,-)QW\'OQ=RYPBB[N0"+HLR 3V+%ND@GL;RTGB(RV M-5;KS&BBN(D>(L@CC>'GR)_%ON!.JMC(A>UB3H3-Y0_CU^)6%9.6X,#3_,L M3V#6;S]]HEF^Z@V[C;8F(H[^JCL:-)K%CU+D[342PF/(!2[L18]?@HGCZA,! M%$L%\REL@"8,C- :?L_4 F(&DV#IE38&IK?8XKVM49/E83+/$YXNKJ8!_Q2 M!2V5C"D!9J50D%'M$\E7[(SA"1C0&36_)[X6'D@F7L4=Q-]RN?KU M"J3H.J-SME9W2]+MC*[U%Z5K_1LIPQF"*72C'IMUY_K '(>GHAI) MI;5/16VSX5S.0)RL1>,I;6V9!* /X>,.A2@XY]1S7G4:+9UI9PZ2>B$\+M.D MQB(2TR#C?Z19//EZ-Z8D3DQ@%5'J468@II=A3J',D"M2/3&9E+)*9=-)P^F M.3 7Z&DXP=(XBD1(4TK3 *;_$&1SSG9;R\BLR,%T\5-ACOPI\^HFE P)/\Z2 MV,\G,(5?W[_ !'LRA1V.9JX#\\P3P=F4Q7Q@&>G4F^@T1TJ,@__3J"F,!1\P MD_;2]>Q/V* PC77*K/,JU1A5[FXV#Q+_;NDEV(T28 V@3 Y9=^%4R"&#!$BU8HMVN.ECFEX*=]$FDPDLF)> MA/$2"Y"W1*JO)XOS@I(UNUUWU-G=<_)Y@>W@WTJA(TKLZR^45$(O%". @L\?Q%$09HE5"%RP(%P@;S;;KF# M_NXZT-@*?/I+V\.Z.%U7LJ6-9]S/"U"F5XJU&V]$H5\.K'/]HN*R0Q$OL4'U MEJ=6I^\.'EL%?[I=JFD-O943*R=*3@;NH/OB;9=K(B?7[XD.;M03W=)T>2O(MJ2T#MV7@9[\9OK7\W-NAILU1M3F]M@S;-'&,HG_FB^$:K1EM8<]3'@]4A M@EN0(G(;@K$%7@C?C*? 35&38KQ<^V6QT7P;!C0WC3Z'A',L6EP-TN$;V]0#"87S4:?1.S$=,CV(P)E[G4<3; MR9%K#&*N!+XQDT[6KITQX1(+C$;@'T^N$4C2>OP=RI[+%\;/#%5X-@YI*8K;5 MYSV$3S=T08F=GL"KQ>=V0'7'C]-\N8R3C' XD4F!%Q%:.^2&C7M1(ZG&>PB:D MZ:GI>9/M55HWTUZ%1CPMU1@V.R=+O#MNI4V3&C6:K=.!=9YF3K11NQ%2;S'QY;)R6RQ8IP7K MM(F0-A'2@G76"*RSHQ;2. L3/Y FOR1V 8%9SO]7D2EX-!M M=\'^44?$"%;&6U^JTMJ';[>]. ZPSKUUY9M4NI+M;JRJUEXHGN >:5AD+:X%U M&>D.L>'4-$Y@N,B9Y$DBHLG*F7E!Y%;>MV"'*)%@)RF1B#23'SA5N+LN 58. MJSI?O&^V(9)MB'3D3MF&2#;&:F.LE[XZ&V.U,58;8[4Q5AMCO9D8J[3ZLY+5 M;T.K%QCN>MUQ.X/6R\94;%CU!OELX': [+QR[LR'5 PC3ZYZED-C&5:\]KFH: M!!@DI<3XGCI._(*"PX/" P/."HTX*I/9::39VN!V< 8T'4>1"(H(3D),-4XGCI_M-#XW*&59163-%[:UM-\92WU$G 4L_#GX5HJ'E1F>&!;]VLTJF[HLZ3+4*(5[C3.,PC!] (=Z & M3QT/=(3GI/EBX24K568PB7&R7,\0D>=&11)I!O]94)4*/JCY7NNN% BY77,5 MA 15Y>,U1B)+]8(SDW=BZR? A:&UMX, MV)N!.L+07K).O"**'A')OZ[P^I;S0UFG9:?,>>]EGD6CM6BT)\H[V%SWE/Y7 M4UG9ADW+3M7CY&+_@B^"T(]<[M%R<27;=6-HJ5]$LG#"8$((#FD^3B=)L"R' M^>S=[07>J;5:0W?0M(4Q]:'(57-;O^]VNH^$A7MQ@,WJD^12-#;B'CT*2[-B MV1=R#ST 73;8C=)^%)6?0Y(<=8CY=*77<0;MU'N+LJ_$2A+VNVX?JW7\7IW3Q\"25<\%G6\<=#"T" M1$VIT^FYS?9E!R%J+?R_)'&*X ?Q-#BDO=_Q6O@2F:[=;+]J\X:G/HZNQ,BZ1 MI*WAP!UT'AEO>CZ2WH)]<>(.NP<3H]X,>?YLA^O=R!N[/7A"N]YKBEF/P(GL MVQN%NE*GZ0X'7?NE8+OEOH2UUVVY[.,CA=:I?RGR=(;NH+6[16?=O?I+409/ M:J9[30=0M^,VC^8Y:QZ\%'6:[FC0OGSSX')N&)^EF^_U7$D-!FZS>RQ#'KL9 M%V!>7!]AFVZO7T?"WL)U0Q$+#./4)C<8. -ZT'>[O='AB$DVKZ'^-!VVW6&G M72^:WL*5PT$]8:[=R>Z[@]&9?&P; CF .NW.F0)4MY91^2],<1@+1 XKP899 M\\,XJGHCM]_OU>NHLN;'TVC:[[N]4;=>--T-PGB3W;S;]>OF;<'!K@$<['IL M^5W8XU=N)+[NNH-!QX(HUX\PK:;;;0Y>G#*W9KG_)K+*0.&!%HP\@SJP8C_. M\4@[&AWMVG (3K]!-9?4?M?M=H:/M8%/L$%G VFT?T!*F% MB%3[D198V?I.SPZL7#O=9F&5;X:6%E;9PBK7#U;YTJ3HZ:#*.U=FU-+FTEW?[]FMPXQU0;Z?V\09AE3OMQIFJZ&R-XU[:-,Y4?GIC9I"% M5.84\]'1JL F$+U4%6*K8>&47[#8V<(I5^B'9K-Q:D"\BJAYW0T)2U9;=VBA ME$_#>H-SG6K6XMA+F]Y9HAXW@FM@890K-F78;CRRAY#%4*XE/;N-VF%BWX5) M80&4ZYDU<+T;>6/W!!9 F>/3P\O$Q1M^^V@3O%Y>_ *6H 0N;7,3TSH3:,XV"O;097D-&P>7<(EK(Y)W< MV#H^P<4")M>7,U6XY'M,>MUGWB!UPHO)=\B2SYNM-J' &+9"\5:DW+0>.$ M",EUL6QJK58L/#)XTC95H:ZD&5QQC(/^'42^B&#UC0J$%$XN47'/N?-WN-FJ& MJ5L7^^-B*3IJU*SQQBU8(;<,[-IN-"VL:_W(TFU<-J;K!5RL;(-T?<0!]%S8 ME35DS';\3;'.0 :ZU#L?!ZKZ(:8LM-M]"U3'L>4=8(M=:=\[&>?#8WX0Y ! M52:E^6V@8[5-Q)^7FV"=45Y[_ :;Q**]5F,XZIT&4+79&(RZ)T-Y/6ZD'9/J M=P?UF]1@U+?0L\O;@) [=3<(]J>473NG;X6,+NVMA=Y\+=O>Y-$@-U_Z]\V[N M13-QHUKDZ;##-:3IZSSR1D\SB',?UTPSU*<_"U)S39CD M%L+]3\-OO1*@WA>N4+3;=5/;=6-7"8'#W3XY][V:S^ZG55IB?7F[%9KZ Z: MQZ9GU:?JQ'+;17%;O^]VNH\$MJ@!MQUS1W6)MTSMX2-NF:[CGNB6JJX?B=1\ MNBCCMH'PM>98GS0L09M9MG@3:^R(/ALGV\DV)Y7ZX5 MU.V[P^'E>D373IVAV[? 4J2MU7G>.R>JU#D0%0D.SYJ?$;I#W?4M^?$KB58=R M3KP[]1:>=K?K=OJ/Q+TZT1:=R5FPXF'%8Z]XM-ONH/?(LMS+%H]K]Z5ONQE> M35+QMV3BJVG9[MM=MB7<1K@/>6^^U(T75F>7NIXSE+D>#KVYCG"C[7F YO1;%-T;8KNB5)TK_P2JCL\"XQZ'>(LJH9R;[)1]^@@W+4P MA\USO/8 I6?.0JF#>+VP(6IYTO+D(]-O MMF:AE#HG=/K E]LS-M;'V7SK!9?>ZF'"E3AQLKEPTN";L^!;9X&WSHZZ<7;P MFM)UXCS1IP)V8BE\)3K>;W((*+I9? /[)X_U =QQ?I,L@$/ MQ:N;8FB,2#BI;GHKO@4I-9R:Y"EPBDC@NQ$P48HQ6_PT/2\P#R9S9^+EJ7#F MPO,?8(=3Q\\%/N%-)L#]- A\S\NPD[;C!].I@*]/:%UJC?#?23R+*#.IP4-7 MK'[4AN5/DWCAO)/QP'RA/"\,SUD3SLXKU>#86-XW'M=QTN=!JBZ)XE(H6E MST& 9W.B4)8 *]"D:;WPD/#C!3;5R<(5+\,7(6QXLH(OP%\;SI>YT"O"#2BO M]0$^YB?P0N2,5TX$/*>WWYO\G0?\L=3=)$]:H@]2$"4/X]?@"5A63EN# T_S+$]@UF_?:)9ONH-NXVV)B&. M_JH[&C2:Q8]2Y.LU$L)CR ,N[$6*GX*)X^H3 11+!?,H;(F#(S0&G[/U)B M!I-@Z94V!J:WV.+)KE&396$RSQ.>+JZJV ?\4@4ME7PIX65U4)!I[1/)5NR, MX0D8T!FA? !7"P^D$B]F#^!NN34-YT]1[#Z,*6D2(L][:1I/ MJ! :LN4^Y8 MA;Q%C=<%BOA=G&:XL^K*E_;@EP3;Y?Q*:76UG;E%+;:HQ8?NE$4MOI6<1HM: M?M\;/,Y;3ZG12VVJ,4VG]6B%MV2F*W3<\%HNEAFN_+,LW;OL9=V5WKS9JN;#XN4V>KFF_1]+LN]L=7- M-AIFHV$O%PV['2FZSFB0K6[>DJ(ZHSON1?F.^S8*EX;MQCD0P.O@(5CW<2]S M=!OG<.WKP!P')&Y>8)HF>:/K67J3M>@OI78MDP#T(7S<(?@USLAI1!ATF8F'NG&2,BPIYTLGV:4Y,!CH:CC%TCB*1$C32M, EO 09'/*SEK/7*S(573Q4V&. M/"KSSR:4-@_SI+8SREZEB1L4)C&.JW4>=5I](Q-+K\C7KSJ@6+W 3+[!;WHXKQ@L\,@7P(Z@$CX3B)]8IZ0;C MU(&+;6YB+=(;6[BA?C?E^5BV]Q$FYMHH[$V&FMS$VUNHHU&V]Q$FYOXY&47 M? IV,%5DD4HM$:K>K#I;YINXMEQX7DV!Z07FD MH[8[Z. ._57R>=-$=*W'-K*T90?/3I[.T!VTS@%Z:\ES"'D:YY"<"S@H M+O0\^5(O%".A$\?Q%$09HEE)QP+%P@?S;[;C-/=K%FHA';FG3'0UV@S;; M+3UN2_>5WEV[,KU2..-X(Q[](D-JK<\M0<#M]E]9..0T^U2 M30O]K9Q8.5%RTG1[_5N5DROW1MNWW1UG"T3!2T/%UCF%V>(76/R"V\X6OAU: MVHQ9FS%K\0MLQJC%+[#9D3;=SZ;[/6.ZWW5<,W2&UW[/<&L71]WFGOOYBZ>H MS=>ZL7RMWN!F4TYL 'C??O7;MXTR=*4&V*WE([4&C6=,6*\#G]Z:"=8:[KF4 MNGB*VN2=ZN2=8\ [:9TY0J!\+M5J=QU[6GO$6O@[B]L)6X.UQ9KO5>&3+DQOG MS,.!+GO=NB(!U@2O=5T^CF_:PXD&RGKT%[EK_N3+U) M$,(P,H[AA6$\H0]A:V;$ZN0IG*HCTZ[!3=C2 M BL5:'R/D*;&_>P8ZELR7UJV%#GRSR0RX11 ^"%%<*DIB+#ONY>T4<<%]EN M=$\$$4M\5V9,LV.YY5"30V=;7?!',&KK9#"_Q>=V /["C]-\N8R3C-!\D7Y M301I?\BH\SLRZCA/81/2D]&S+C"F/P?8?AZ$ROD0P18*%SZ=QLZYP&.&@. M'H%DVCLR=V]KQEVK,6QV3I8&>-Q(VR8U:C1;IP,R/8B+.9>7: M6"!3"V1JTS)M6J8%,JT-D&GE1EQGHF>=H$'U&+>03EIX'X'T/B*Q#2;/-FB^ MB-K)5M\=C"X7BL]$(M),OU!UJ1-BS[UIG,"G(V>2)XF()BMGY@71U07@ M.>SN?/&^O60'L2,G:7N*V9YBA^Z4[2EF0_$V%'_9J[.A>!N*MZ%X&XJWH?B; M"<5+/R0K^2$V G^!0='777\$DY^K0ZK^"O_, +-X5K?V=M\2@K/-) MI'&>3%XR)'P%'(NW$],X#.,'8D .4_CAY12^"=>.G>F(?YSFL0+HSC7FV3! M/=5R(/?BW3MI\R6?-51_H46BXR*&6#$(/8-3+2+4$"7D%D_Z#5ZP]VAY2.B MU*W1;BS;,V2QXZ1V?_QV0H[7'SJ_'5K:\+$-'Y\98->&3RO"I[<0T_Q-9&SU M+9/X/D!O9;RJ-/MLP/.2 U']H=OM#BXV"]0RVR4Q6[?M]CN\E=>>C=FNR&JL M5,VOZ[PU;?WG?5D#(MM]4=O3AEKN@_J"2^E^K.QL\A%D'8/2;_B+^ MSH-[+T2LIVU;;7MHGGH?:BYZ@Y[;Z6Q/ JAA,\Q=/IAEW]MBWT[+[8SV>'-G M9>%']).RLV:7LQV@]1T!?QE8=+" [>V";?72:A408Y.M),,@75&B8 M$G9>JQ\#*Z=!<=1ZGS '.'V3AI/IT&DT P0MT4K!>:EO$D MC\-K(<0[/\CR1-Y*PRI",,89TRX"5G!:;9FYT7 ^PD#3'!_6 R2XL$0L",B1 MY@#S%?C1"-86K1#P,(N3$B0DS@:A,USG2Q8T"/XFT@\>"'/5_Z# M7H.Q<'(P=02!A.](K+TJ1$KSBAY?DL/C0[VW"1X.:4]P*O_ M)OF<1^/LG* M>*A3V"%)B+K002OP>R$@>HO4J_%T"F(9 MS? A3^*N<412)P>!K2V_%_# !^G()+LP71ICCZXD (9C,/<;ZG,(@JV-3;.0Z MNOY2*!V/H)2%2$(5/6E5(K:+5# M]=,2=9=UG(3S+:JR02\D<1A*I37@3Y@G\W ;]7#Q"D# Y+IU_E MR4ZG+Y7TI.@I&[1*4R&_%P;>6*($-V3]ST$/FT26.PRTQE0L,5%3A/GB#%.@ MWD2 28+S(UN"\M%,M]@^EO1.RY/;=1[@Q)L;+ ('41JD;%C!S$)D!2'-"QHW M'Z>3)%C* Q)>Q&PX.'IA:>ETI9) X1'0>H%'[RDS 28=SZ* F8 _C#/$(<$0 M =DCB&!ZYM_P72_5;\+VX=(3GVBKD:0K!G:68(I/*@ZT/:)^&7;USP=FY+*T M1F;BXS;50N;RJ_ZPP- FTWCN@5T< V&2>P1L?@* ^@_#%$9K07@:T!8N"S.9@ ML831:/SHT*OWAO-SD*09R!-P^E]Q@IFP93L0YK3P?)"'/%$L%;)AFPA@ "&^ M$H?BS__.O03FTW ^ Q=$/MM3!#R1HML6AEZ".B"7YF*E[B3O I8:3/"7$Q#X ME&'P,; =\K;L649B1 Q8,%DZJI5,GNV N5A8?FMGZ79 ,GD"<* M9QM,9_K,#(R*C,;3:RITA#%KE1&K) X!9 C\4I8^> :V.$B!9C.&[):+"C0Z MO!H)*:5&4&(+#D<>9O2,YRAK#Z07OBGT;LMI 1L85$R)2,6LOL#>B(*W,O 5 M?*!'F,8F9QE'0 RGW%A,/#1Y<\6]-/\YQ7W7YC4(EC7\&*[!_Z8*/^___?L-T:_*@D)<]2\$)HR-?XJW;S MQ_>?/]+?6C^^T:-5A<)ZAFPC' 7TJ(#0*ORZ9CF%\1C/W[TF&_IV?!J];0 MH(D1'[JHOFZ;2-21VD>4"G'*M+.B1K_1$] MV1\\0964]G"G*E'"T=XBR4_2#^UVH_<2^]&WI;W)8?K!Y?57TW>;-NV>0974 M)2[R0>]S@:#VCJ9*+J/U0R[0F MRUB&X.XFP3AG,M)U028'XO ^O=]NE:S1';=88(F:AM5!Y)5]B0P_BJL.#9Z% M0]W'@(^K0S\NGB[@T18\SB&G2N;>:[C5@=! MMO+=R/!*]G-=F0*M*^KB%>=?EDZ&<:!7 >C]1Y^ MD6^"025D(8D0?@ E#:TB$#_K<;H!7U53('N4J1"(D]*+)9AO!*"KWZ<9>A= MK1%RJ,-^!'5-LZ"2NN"E=D]$7=;E X-;*&=#YP5P5'D!*V-:,N$&,^CY1&ZX MR52"0=U2"2[;77X71Y43AP+S6YQM];(O0\5\C)Q? O973:I$N:9*;B-?; JVP M7L=P-[S9+,%K'.I]"LIEB4U9]>T0JBD8H,=;0CW.89=^]U9TGGT<@_;F*(=-,#HRDE;H M" H,2S=P(P.$.+?89B>'R2?L?\EL$/;/8!D3#H@MX@Q^?"_FP22DZP6MEK W M]")?8")HMO9='I;O)D#N0()VY%<\LD/*UX?JCB!?PBBHFE;"2V0X'T61[KTK MP)C.@'C4:K>/13SJ-!N=UFDZ& P:P]'I>@4<-Y*=DYW32\QIU&@.CL,'>XE] M&C7;%M.+%W6IH%[2SDB=][E 3_="W"EA:-*_K04TZ#LW+HG4=O*L]NZO/L*M] MNZO/L*L#NZO/L*M#NZNGWM4OF*Y-03F[MR??VSCSPELU[:X3$?.V$3_KM7+ MQ17!4HMY>8$PA#UWU.Y9R,O:T..:>:W5=EL=RVSU(>1@8.3>=^28<7*II_!=5%T6?@YXH,U69^9/2M38A^KASF, U$%7UN#3] M*DPZ1NK"(BE&;Q6^ CQ!F; M.GFJS^/B&*9#+$WS!>/W,8*;-YW2@3$G:-@XH6DO&*8%@$FLB0CC%.N"&7*9;J00L:"P#2)G'J19G!! XRA)("*95 Z_O/? :(#E M@\)&Y,?T' \U!(QG;_BC)=H.-+. M8E80? C4ZMLG+6O4D#9(M"/+%79<(X8Q_IVF+;54YM7 5,#D6R YJ(:&S10] M++./(ZM\%C&6,Q9DP:JZ*$7W<7C/F,F*'A*]+'7^ROV9E OD3;7+#4=KTLKE MF,_2XK)YG K:-50@@,AXC=I.-"_],O!5\0-;^5)!%BD@590QL MNY629N8T_!IR43"!UUR$S?R+T8X0VAD15D/QK5@V%M #'^+>>O)31?43^P3K MRF$WX;X).8*Y_ MX#) TQ1(XBC.->+X;V!+_5\T5/T83Z'KK,'^@$5V]^PF<;4UV\]_Z-?PTW? -@>M\%B1Y MSB]A\XVH\A9>NE=VR>09\!NH"GC0=FFH=[XNC^YGGCQ.F M!(3$LY7VB00FX5D6!D:YG8'RI"42?\D2D:K./%'4<-J((26-A:8P:PD6S?XV M6# !6A#8+6'+MT%Q HU2&$5D^A$5"MKER1"L6H@KJCQNJZJB$'VDUC M*O8-,281,R!LEL0*BH_W"XF(M;/[JJ)PO4OC)RJ!@QDU%0$;I/C0(LB4&4(6 M!J/NYB=2,?&ZG$3LH:-NT5XVV\01:_254C9" M16DGX&1E8@;N3^'T%RH< _O42@>#_<=H>JE@.%V;-.0JL"P&78.(G*!J=:F7I+H^F.C MT^G<@R, KOA4^!CH0 0OI!$N1!Z<=^X4R#2\91X0U==1DPSAR?"3I7.1?7>/ M#=;C3[?NSH.$9U6>R9;#:[E^=-E#]'Z'T&C[(72,3]?Y[KQ'UQE "0;-P;&@ M!*UN8SC<7=)\Z%##=F/4&EY?=71U'<('T,9.I[%^.W[AQ\T1!0OH- '6_ MC9/:>3M.UJ_46)[#%Z$.R:\7=0NAG M<# 1%CS;!=[*[*Q1!"?5,>#X##[L^7C8"Q/2N'A8-JE;)M0QA:*9'%W]J%&/ M^=M@%K"#')3 38V(Y#3,,>BMVY? T0^+B^1Q.UEA;@)-07WB3YV*0$"@Q:2" M*,V2W,@G2#R.0B=DC^5\(!8M(.M]4U:'R;RT9U=]ZQ2(345Q*:=%L F;%16BRUA:%8:" M R-(YS#KTIT-@;GY?,M((%?]EU)3> @+56@!A9BL$)95!XR'Z588J_L& M[Q0]YBK>T*D__"HG-A47?Y&\% NI.9I:U,?0Z4.PSA7I M%&CEA)3Y-<, (J)Z])$4AZVVWJ8:[0 4/! M9Y?.&%P3D&E&34\SI/^,D]8<<,D"@@5CFA.Q;U47'ZD)?Y8RJT[)W$]*YBJ5 M8UVF77NMV$*DMK&:DL' M*T80.TJ4D&J4LBMD^T<9,/HI3V*2\=\QE=;Y##/"8 \KNE* [LR+_Q!Q9#E-\ MH$B_7&\N#6-0]V/AFVU#*57%F#;.Y;-+NVHQ=YQTH M?S\ TO)(KO,V1]T0%C^B,3_#P]X2+_WYAVM+75O$C7-HU6:WZ;9 M?(%;LYK&^,76* M=\JO-QS95X%OE-9":[YU+&2.IN&VHN*SH;P6AO]3'1E5'R"-Q;EU1/ M6%!A1YO<#"%X.<',DYEKLB6]9@29C6/JK9@EH9Q72CY3/ 3EC.B@*"'#'7EV>&R5K;UK-,E(=!H!7YI>*=(;% 8XBYG.$6\Q[LT$CLZXY76;! [E<$F3GX(D\ XH\FR]$9QBBX;S M=J,/:>G!HA%@J5&*YB9/:6J#7=,?G7G\@,:[]JVS0P>EQE$,E,T^C';TS*YQ M;&R8^^IN,S;,/LZIODU!%OB0)IX(\R,_RK"W0.LS3A52:^%UB]+@SJEX@J-MOT%P2H^@V@>Y4NY3D!TV/F$*%SX0G0 ^W:<5[9 IP;8$0;XY"?@AO;O)1& F MBLQ+5O*2+JA01F@48%/L5/;1*YHD2B]7]M5SUTV@M;VF?'"D VYZT>M69U\@ MNGD29RKK=^H%B8-76EI?Z;ENT<%D+54:#B5;IA[4#7915.5:IK,\+>D>O:D M#A[KKOH^?6XX./CM'E=7+P/*M+S";?^9;W1ZXC(H75(WH)V&_!J',12'G^% M&&]OSV4\I-L28G.9?GM@~$&HP%5G)8?A=++:GF$:%!HK-XTMA(%P=J7%9KP, M^@U/;59*J2C; P]K&>I%A:*N(M*FNFD K*F%LO*+=:M)SJ'J4S!:HW7TZB- M0=9CG. %!.E;\3NW.-#9LS"<)NF>Z1=8 :PKT VGJ"DC<MV5 M>1XWQDKXSKPP;.? RI%8NK4:[]ST21K>Y2444Q-@__6F,OCU0'HM8F7&,AB9$ M]6GPK:@;76,0D" >GH*Z1IQB3:XPVPA,CTGY_4+"):^9'6?^4W$]RAN)FBX(M-F:X=B-1'AZ-] (;SBXION87HRFAU28)YG>41C"]1M8N6%2HD*6W%%#-548_I MSL:;S\"$!'6Q49E9[HVV;9$'9>1!42R.Q9>I#+1-JVQ]:D783YS$2R]1<^N MS09^MYPRU&W6+6_U//M C*;YAH_K-:8RN7Z#J?A]WSCCB%7-9O(HGE@JY27) M:D,",N#OB=0"%#8&NQP4'*BS?PL5BZVJ.]>W7#*]8?WL9Q]4YA(:>?E%0"H* M5U<:0BG7'3Z4XK;K+=9],[74I?CPT2Y!Y48N2U$76%>D!?%992[#8R-:L;] M17$O7.[=:O;+M5XV2>_:D_2ZUY:D1TW38 DLLO;&G6Z5"%,J?LP[.OOS$>^ M>_.F*$SV!9;TL?\ 3BPY_/@[LV1BK>! 56QPJ)SB]NCTI\;D2C,*4BJX@#. MKLAA% [#A(P9N%WC3_&]9:Z"!%+#"3YZP&1!)AV +&!_YV_O=.UZTFN(KXX M;YGA0RNA+"Y',S"F4SR12XOI#'!H_9:'@43!?U4ABDP4[HP+O-N'H@IK)&R MG.#@_DAM_?@>GG]7U"[)WS$YS(0?KNZ+'VB-;$(&J02UFGD)?:S"..L.+DVBU MC;-<3)WBXG,,G'!-C"9Q<0."VS\!,5&U,FCIF2 0B!B1J*:BW@36=*_NV'"T M1/AJ!DZL2NIU)FNQ;;I'*;5"1M?$^MQCU #WM:@K< M$Q-I"]ZYI]N*\8K+;I@O&\X_O90+7HBKA%90[F,7@[.3$&(:+^)9YBYS:HHB MJIB '!9+3 O$U\$E*,BHKX>KV $SX\+#C$LC!['WF@?AW163R@TR<5*<4Y;P8 MI-.%ZA=]7%%O%.J8'L5&BHB1RQ,6\HT;8.ZUZFBMVYMF)O#4U;N'WIGC1FW,O MU?Z.D7OCXNT/<:[DOI43!E]10=+=]-KS[G%SO6]GJD\4UAD<9UC,EPKQE8*! M.*M@NL*+3Y#9>,G9QOAY0G'Z8*UV%#P3"KE.Y<\265"*0/;[S4 MP")&4#[LQ6[JE<1$.HX@&+XS"B:HTH*5HKS719TD;TG28O;(:I%X_O'NJ*8@V_O_WTQ?GP MX=J"#1^__.=/GYP/O_W\\=.O;[]\^/C;L85^%?<#3Q2K5ON<8M49- :MT;%B MU1TT.MW12<2JUVQT>[L[(%^16%$(KW5M4O4O\)Q#CBD)G/0AP;O+*)\]:$; M7F072 YKM5+ZSB+D&B6\?-BYB*>]J9Y54S>EIIB96F^C35EAPI_S,S@X<7+X M)4-M(@S,G8P#XSBI-'F13B#CZ)#Y,SA)7"D9A@I '^#!"4"&#F#6P=4:7WX4AYY#VP"^IR)87$9=4:7>3+$JL]E>YR^C;721%J48'< M.F7&+<$AY^ ?YA*,/*>JF1@OUO(^O/WBB5(FLW)@ MZ*]1_$"SSM-J ?4%6.O!0O$Z7[2<4G0J:B#'*YL-5\J&:]EL.)Q=^LCK=([-$$I#QJCZ6S>M89G]#:'[7;_MN;%K=DSAQ]+>M+J-'NX%)RI.BH8 *F69BK/B:?;@J3P%#]3LZM]T(X$)$?B7 M&0:J((\$P*MH6>P=S#CMCC3($G.1L=S4(_U-#FZ,UPI<4S%+P B#3]%_Y0Q2 M#U,1X/C9GC9OZ7PDG9=)C&F6<-KH%/GR.0DT\.%LS'*@IJWWD^U[-09 *6'5 M[0;]=EMECE..T5)D9/C8_3W9_LI*.C##$[SI X[JS':NYDW^4I*1)9PXT_O M"IM\Z@6AJG#@;)@5&Q,A19%=-'JWU*K.; S'B%T^0K*LG%2C3!A+K[J=K"PSG(P9#!VFXC! .;Q^NVB&2^" [8,XG+M5=%8B-7[OZG(P^ M$NT&1F4*H>R%<>[?^2(,.'E-=GBTNWZZ76>=IYH0K>5Z;> VF;'2!0H$>DB@ M :=A0'@-%%PCGTS5J1BOKL,+4-1$IA[A7TMIC2;>J@>^8"R1!CG2)M R-'XX M-4&*$%'W;A(G2J;[4K^'/QAA(A?F&WH/EH-/*K=*.A(4A?& &T)"1>,#3TD#5 M(OP8=)W@+-491J$]Y$Y+#$H/$R:D#7>-6SDRE5B&#QWL""!;S L#W^#\#T!O(M9'@]U)T-093\?" (O%:VE<_K01@P4*1RL"2HS>4ED=_G9A8L:M18&RTA*QS#F3V1+DN0B2""'Z8 12VDMIHD.<@"IEZ 3OH;6U!0-9T& M>;7T."D]?($0@Q1GE6AYZHZAT/QL<16-? 8M+L[MI3/64[L[2LM_A#*)*#TN[MYY(E230&TY?*3?JSU&"S7#ACZ? \MX!@B$T)IZ/H=4[A"^G^8L9CIN\1 YF2(!.$C!172C(4.X(+_-,G!5E]@4V>\,90P9 22 MF++4$B[1TL&KXEGI@Y8EGB*P8B<7P!@4JS**M51+#;(*97T74#E#$%OX MEB7.<]W:DUI4W1I19.Z1,D;F%N4U$0@ORDNTCNQE"?-<4L.9;%S+7)#(C MCD2-KPB*2D+*6B$Y+2UP=\:9\#&EZ$?44'9[3W87;""NW=/% 7)]W?-SVZH> M('4^R1QSFKR%*6E)?-%>WXI9R;6?&G.0"*D=&2<8XEZL#R:G5\6/EB$4?#GB1#GU3X9A,(AR1QW/8)!2MHF7$+ \? O,A3D+?6%&&H)$XK1R1Z@N' E;D MB_LX6T/ YZF."R:H+,NZ# MDN"/%8JM1,H,"RAM]94B(" DW0A;@_$?*S/JC;""[-Y [9GQHT7=#6)1CR5B+?RG94SCK.Y^MT?$=U'?\YT*H W3F+/+Z&G M15.^=D-?$ M@4AE;43TL3,A4&H(TK4C6H;.C^R")T89,X#E0;R1%K##H&PG M2B_)H\\E,'PCQ6N"QX-118 =,!DE7L@[I'3_XI8Q0LAB\8T\EEGA$L9..L\S ME &9%C,5/NU>\82&KS-2$1,/SS6&6AN#]A(!-X(KJGR,BRVE^XQ]J.,P:<+1'YF8&9S*O4/50\D(1IZAI;XO/#\&H=LMO(!LEWCVVKZ&6 M UA\!&C.A5)$B?874Z>DJY4"!,/HV=>@9\,VZU%JJBO M*W-]G, AB5R0&M$#PR0H@GJ19EB<123YNM Y9A>LPCPJ:Z*?J1F0AR@Z[EKS MOZ+PQ<@F5 %\?;IS%QIUG4Q0;&:1U4S$Q6;#1B[B@*<+JDGN->V21!M"V*[$ M5F:5*K/:MC(+)S<6V8,0B"':IH%'//3'U\33!:W(/.\^_IV[*]:(:^(.!!0 MZY-1.)T2@*$N5+ ML"G^T":[4'F4Z"^.Q<>3J#"ZTX@5#A^1<+F4#E[4/NUVJ(QLKI!#6)C=/T]$$ M6T-2EHB\C'* ML5&ONR5\=/##9O"L#!)[Z)].5A.%^&K0?=/87M/@JH>8F 511&?'%$))VZ5 M0:#4[7;)DHS),1NML=GG\WQUC/.:R'/]%O#LY%#%.?,VI7G@-LT20LB50DL= MO>,\PUJW^'#'1F5+ 1143%'#I->&8ED&9NYZ@'-YK# MOBYWO%-ST&JEW$SMC5MMZ#&URC9DR6U8T3:HID&RI0HA18YA^UW=M;4L_&,A MX0C95:8+(!0I$:G&;N2HK#&.'",!1H@C \9P)S.M>6[D?JZ9AM3PSB"'8<$: M6U(R8(N/+_-,[Q9:-0@'FPCUDK9W9!\4+8.ZT\FYJ0"_YIP2P,I19+MUV2I M54>"+\AJD#MF8(H8 M*3P9CG2P=EP+G&%-$H4-'N(DY;TW_*JQO$J6V*E!4C)J/WQI..]*]\ZL-F/L M-P; <%:)G6/A]DWF,6!6DZRAHSL3<@(\"%>26J.,>8UP2+32,'QAB)4AD M1Q&;&1 ^!M]&XF.B#Q;I_(P_N*D@)#1RQB19Q$;;5Q_6

/63&5T'8&=,5!%O.\'*,0EQM[F31JT,R.",O>*TG_(I*=_*TA$C].4$%!% MI-*^>LO7X>_ITWB9H*ZQ*0+X($I)%EX^H[@%][R"KO*X#31 +) ? +Y\HAXM]-?7W_WR_O=/W[UA-_'_L?>FW6U<5Q;H M7\'JU?V>O5:)+7F([E,E:EMU9 _;$(%,B* !2["B#% /IWSS[CO77! M04EW$XK\(1%)H(8[G'N&O?=Y14RL8=SU+;4=2]=ZNLD;5H9! [7/_N75JS F MN\B":\9[U"DZ?]Z,$0]/_&,T7>M4LR/N\-C0 M^UQ[F]F@K;JM--,38<;][14G\A3L=1+G85H6W'N.NB,!F]9*SZ P87JFH#9/ MMI=0E/MP].=+-ZK/AB%%-8 326CG:W^Z1L8L?9K@JVXF+LA:I9'>T00 0)?/D))$ /)VO+ M]OFYM32?2Q^T6CBK: (R@JD8U@TU[/C 7-9884$.(E2V&%9,MV7)59+H:J)I' M>S&MX^4[U[0!&-CG:S]P^RU,*V*MNX EVR&!:W6"V.32D"0^*AJ3;P=P%VG.. MO35<:S*?. ;\Z*2IG0&#)DVD[*/KKB8_8E 67E0I9# 9Y.S#Z+6'SK'S;W#B MY*I?I=UT ;63<%9EXRZ7#EMARE8:FL\5*9GA',O5"FYPS:S!GKI4ML9/8FY_ M+,G>'-=E[(,L#<">$P:)8;7D-L7RD'1&B&D]^%@P+U>$>_?]1Y?8#+=;A0H? MM&,!U!G$%T_3WX;<"1M_ M9$'SJ:S/QZ>M..SWA@-A]?WOBY=*X\FP7 H]51%VSQXI/@:H-GISMD%PH-N= M3K<)"EJ_<5&0:1[0!<&=%P6L/)%YO],N:?P/QXH&/PK;6ZB.<9+>+&UF[/MI M.ABD9XY>[XD>0]N2 VNJ,(R<(${1GX(ZOW&W).G7RG6)'V440R/&DIQU'OO2NTVA M97!:<4A<[2S=.6@K(8JF.G9]8+8$SG7V]LR0^G0Y*N\,R?RA(=!"+%:JEU$ M^I\/*_504PC!H#E>O*OA:L])@9:;>B-9A6>E/X%PW=XHPE4S1!.?P(CZAK'^ M"=NGC3#]5/FJ<:DR_(13Q3N+-\1LLW2-C2^=2I4)*/"3R%>]>O.RL:PB]$2I MFFI[)?423?-] OT>W[>Z-XG;W5+XFN\ZO:7U**OL:;EGBMA:0&O5G5,4@P(L"G9@CXZ 9>58,X)W0[!@ M$.JQH9%VZTB/.>8Y/+7N[9_X:DCQO7KST\O/:?#^3$V9R9A_R:/'JY+^G)Y] M>'=TF+^D4(&UY"K_]F3EQZ3BF5&,MWYU_QP9-72>LS2CO26KP01FV(-_"[] MG,8,*+8W.E1R5=_'/Z+)WN)/W&F80Z#\R0^;^-A2' MEWSD[6$Z#%U[_OEC}$ M<@WU9K%-&&MNN? 3LI'%V26>0"=I$&AD6.^5!&XI?X&(DJYNU_L'D]L)MK-HV MQMOS.CU;G 2.\G74#"8L,!JXL#C2->GN1FQ_%9Y&<-Z8?2.F ?4_XII!3$); M?AL^C9\;4FK2ZY:0=Y!MV0$Y6_RQ9CGY6)Q*(@(5@4A%?FA77'B49A7+0XSG MG>L$[X)YES;L0H@4B"+GK[U'.TS\L.3SA5RR/MF^ \%*-5E(2<)D*NDPVZCC MS><-*C\H\V4OTRQXIE+ 0AM^2*_AW\OV2SDXW*F<#BLD9XQUP46ZG52FCO/B MZ#O%L5PY0PQEGJXP[SM\!D@ <]__<,O^,>+7W\^Y/::R_^)H,Q(MO8\\!;#+H_\A/=\JQ;%8EKL6,-&TX/I)2C68 MQ5S.TUJJ3_$A#OO*9>W% /P7JG5Z^U\6G_$"AC&@BPY+Q%&K:-G%OCW_O)$N M2M"P3][6R.LG/;*,UV]&ND$C@X:762+]MJAVMQL.P,7S[B!'-7.*J"$;F"!8TBW+#FM+>B-VUM<$Q 5(DDT! M[^T-Y>S#H*<=GG;W\I)M-M\]/;:A,Y#P:K 8;F15I[5^@IE4;'Q()"AE&9]X(.M M,#G&SO_#LZ+/KH/-&F]CP%5U@S*$ZE_BH_)B3I.^5IT7*[5 M8:S'-\X@. C]>TF8"[<\'H!)=D=0[Q3%&V-%(>L&2B+^R:#O=IP2S;@+\CV M_WG8/0OC7&<:NK[Q]ML$% #^%XF;-)NWRO/GR$@S>Q2\>'7Y':%$=64EK-Z M\(<;JGY6Q1,^UDC_+1DZ"BX/"(_S/,EC"/;YEJ'H)@94NP&>ACL7^,BL=XXT MZ<62,0M_Q.^-P&V9=!@3NU;D07$.,<=C:Y1'WN\/UQU\B\/%I59;I8SJ-LUW M4=!UG%VK6;3E>Q7M*@Z?&-1YKB86*1NPGFNG3]@D,=.];#+P[@/ M!#H0LMQTHV6P%49R;A.O1.J+8AJWNE-(])>6G? 8211FQ]:T5-H=:^(12#4+"5W,B+;SOE9Y+E6 M]8!LZ3F7HTX%Q_'8"EWR&>>=OIX!LMY(8:>#5 *QG?%.W]R/*-DGMS9M*=>+N:L;<)6.W,VXD M]JM"IH9=J:@MP%M(^W-X*^DIIZ>)T21HIBC+[4@UQ%S_7'B:52#X3#(JD" M@4M:,E//H I>83&BKX$>7AJ =SAD1GC2XBSW4Y"'+H#(;Q3:#:!S6D'KLV9 M@-24LN ^IJ(.#%I<#_!>YP&I"[*KMW\5E;MA-O8X+T. 3Z^VW+3]EO&/2Z] M03!F>L4RIVG%L+-*,&+N =)-X?&#(ZU/G3L\=Y>H?$MXB_"#0& & M:#A(FEK@+/"!Z98&0L9\4-3?C4M..U"M=..!KR#R9:%ECE(!0RU;$(5D8FPD; M*N%]2N]>OT4JQ3OVK8*GK9+_3JTJV MXVQ]UVT-*>*@AE)&%,6V95Q)'Q[^,)%QW+8RU_%$[W>7:6'MY0$\G"R_0,TTHM8A]-I" JI$C%:9X+"1:_?6)K;D'"M42 MAN9'.R2? R"L\$E7Q]D.:R,JTO_Y9S@]#V$VWZRM)3>W/;@Q\]>AVP+;<+^;KE\DC]-=:2ZE*8;3"2 &#'$? K&"=LT7 MHNUD?KX![<_9MV+8+$1/LC,DG] 9_A3>F0&D#*69_27RIIV9)Z^O_=\=5A&-! MT?)IF"OGH"# I\11"NM:B MJJCJ(4A*Z"D5$.I?X[MV.&YRHT)+FRQU%YL ? M*KAR1G4[P"64;LE #WF"T; L[>+R]GQ,AZ=^,7FUW>9L8?;50CHD!\6C#Y'] M0-S5GM*3>-NT,?"TYX/4U\SR7LKT8]7&L>.E0O=F=1Q'#P:"36YL0F!'V[\G MIS105:07VFMSWP_YR&-/AKI1EP5IF4WHZ(G>XV>=@8PW*&UB,,$Y66,WDE*E" MEP*\Y'VE"(*XH%)3.4B?J6X.SR8R%@^7? X* 'Q6IS'7GEC!)*S'8&0MZM2X M=^:Y,3^N!]A)X:R! @8$:7A 0-)00$9KW[!]TP8=61&3%@X)$$D8[/+;8N9E MQ>BH2B:C9#71.L#*VZ=/7>TK"R+G.F4J+Q:?T91P/I-&UW&N7!'!8,'Z(J3H MH--;71&"?I-G]F20L8=$?T@.AA"Y1#" ET*4*(&)OBTD?],[X5O<_%C1?)KA MRTO>-VR4,?K/:/1OYYGS"+Q"_=7:E"&RDKP GU).[%M<#I.CEP\.$4 GU=!+$ M@:H/9#A,9M;7A>"SU:F;IXFN8/'LLF>O#QMBANJ^Y=5)6 Q^S/0["#UK5%)8 M"TH4M'B]3O(A1%DF)T++.((^0HZSL(K3<$5\'4HI (%XD6SUW^8MO@%L?$;+ M;!K&\H, (@O#/9_B<).">4CC36UD"/K&CZGF%W G")'YB\U%*7FT%(G"F'D, M%"L^ ^$9WGN; K-AE5&*M.HE>0Z%?S*DGM4T*'(%=E-+,!0TM][EF^3"5%P M8-J4I'"R1Y/^]B:**:UU]X&-IO'6[RB 04= ([F=2 N=#LJID;YAB(FIN'J1 M9 5&1 1S#GN,$!AY./=.B>5,JLU&W1H*A4[!*E%OB&E*=UQE*[WB&V(/T[0* M4']I;F#E+;CPSJ4]/(HZI4/%465+,/ U(;R'1-= 4%8L5$U*#G(D.IJUH]G= MH12^-NOED5FXAFVNUSL(\T1)91$4TS7AQYR::8@$KKIQSV*+-,'_/L0!U(%0 MJA/9.6_(%RKI]B2YQBD4I6D?J89)GV9 =F.<10'}E/-#8,.6!T 0 G'SI@S"C M<+*;V#[.D5# ,3:C85!6>G:/E'M#1? ^_JE.'.O$7W^J$]/#L8]"=EI, ML,'=WKQ^_>]O?O?ZR&)SX H,17+4F.+G-VG3.2V>\6H5:/-#)[/D@G5^C4A#X$82ZY]GE' MXJU\%IG\<9%NIZU"#V/= [@1BW#2I%%TMAQAP5>2Z<)*&)U/IW%P$X1IJM]UI MDL8R9+4L3Q,#<09L(C;;=JO=Z:#HP.H#\)K;@ EM5 M.58) K/N#JYIK,4*[>>DK%I$GN[[B/H%-&TY,R&T:OMFSI]E%&>KR*#@W'$, M$"LEFJ"%Q(@0[S+W5[,<8>U+&" 18(GA! XS!9=.] 6P[JP,(^+>5N\802+D\7^8R9KD^4R=B:17 232B"@A<2]?9 MC<#%2H'F9N/Y;!C5VB'CM4:[[86..*%U\256;*(LHZ'Z/DL$S^.@_F ,*6#BI2X\%WS I# MI@7+-UV&T0'K>CQH08Z% U9Z)?LA^C(BD K/W)V7]"<8XB:&2E;:!59WW]K+YJ3CY%U/X\@KE ,DA_5?;$Y;Q;%)7LE?8JO/L(0ZA"94,7 MS*SM,K_C 0,*R*G, HV<_E/R? %?:\D(Z6(3# MT&!I<=-*@9>ESPY6!4]/DMYT,[0K"!SC?>IGCLEF0L0>C _'R'FO1)*HGX(4 M'G]^*#%B#=$4H=^ !BIN3H]&!B(?/.AMV2S9_.5TL4K%O-JHKNGK^"?7"& MO0?_Q[3=BY8- 8F94=UQU0WQV)ZX:B"N0UBC;Y1[)';4K[:A-U+-E45\0*+KQ M)9[MAV?\+ZF_:6KW"6EN&K?U0= RTR4K3O-?262!"WAK2:;F\.=TR;-%MDY% M_:?E?TX:4/*<9'U N!D]77'.;,+4D3 &4AG^C0Q5@Y,VJOV-K/YOR9B!;'K M&N72EU\+K\D/P#D05Y.YM!7-@BQIUL)?]T:HVK9_'<80A! /@!76<8BDS%FNL#Z<%M$Z^1\A]C MP8,367G!"EO#DE2BWR@ 3'O4M![2I(] [F4]>;>EB3'4@X=3(K8*7S04<>QQ! MA.)5H*]JE5T0U<-F*>># #S%?;2#L*V*;E Y&2W+ .B '1+60JQ7D5A-ZZU M+.H[P$ Q2@M2KQBG_14!S%AC7.+0'6T[A03M96@7 M #$<%JTB(-9Z%A81...S/7"?0XG4[?Q1. 8;]IL.-2*K5@I#M/.74ZL>D%C!V MY]P>B?"1*#WEC9&$(7-L[0E?)9_QH+4;Q"VP ! S(F)21+\)HWU#J"U=SQ; M _"F]T ;<,-Z?;,^DX+>E;A,6CZX9@9; <^T"E4DZ$+)XTV1#.\9X:B@YJOX0 M'+9U_YX+SUBBM)F>$9@XF9/E$MG7"ZDU<4-4T6$0TZ0;6&!<'$'3HY"S21@S M/N5$A2<-ZKX3:YQV|\5M^*[KEN4]/+C 9C$-C[NM&6,F)?^[OL#M2:A1P# M!LZ4NV?FZB2<+=J/T;ND]SWLS'98$!:/&O?&3-=H*]USV U%5>6P)P*G85.X MA]R<#Z;[2-P7;$549);H)FSC.SL36G3CV$7#[70Y20LMP_V)*RM>,SMH($ M&8OWJGLE6 1@+^#N]=#F0M$:68X^ _QG+HEI4S<,J)/=C?GD6B.=..NQ+9J@ M\\=49 &**A 53DMX1D 9._D+Y4.!\&C+BE5P>S9 I&:=0$>YN #J:7F\LHP M#9-]+.K5ZH-611#OK .(,A!&B-GNLE^S)R0AQ#1M+A&8SJ1EE,=OPI$!WRT7 MJY5.A6&TC*AB6OMZ#.*X:$&J 0[:Q+]C+E*&Z9X(_R0V 48&*V\B;>;N@OG& M#^YQ))))'WD[(WWR_U'^'4V-B^^.ON:QF(6 +N_)A* <12H)7B]4.APEM0)6 MOG#8YO :W2#:-O%;&7CWZVD=/?@)9>];:&2E*Y2EJ3AW MN7A&ZD2DUF+? MOJ=1*]JMB=C,)IV!HL#D 6/Z!ASH;.?<7S)5OD*N^B&B[&]NBRX4-F%9@<6 M.&)+[] [,;IG<8K&\72+G B;!6I1_5,XY#0L!]+AR@^4]R5/2Z9D<'C*][(=2 M5CEMGXN>>T83/^?D)XBL9&MJB29\2,)7 U6GE]&II18<^QM2M4-VG8W!K;1C M^1APB_;^0:VQ(GSA\8A$693AZ5',Q6JVRV#WLUN7UB>6+I^M9D3KT)C)D*3%RFU6Q.?JA*%#+E9OL+;ARB M:R*#'^?X2#Y\TKA1+K&\%O+DM0N=_*B%3 -#C 5-;)@J[L)2D'YCCPMXKUMJ MIU$,^WE:E39F?!7^I0@;8!UZ#6+LKBB9OE.*)'7SVKG&"W]56^2@\OO;D6<(M<1@W DN/Y(<8\#WR=5[_AYV6-?$&@E,WJ4(]N4AIM!TO)-7>CB,1267;2#I5 M]Q5WL2!TGP 82C@0*+W=? 42.7;D;JCL*ZK@R]S&3$\%W>*7L{>(_"Q5P/: M:RS>4$88+*.7K \XKMOOFEH3:L;CNL^H^*<.JWK]Z\5-14(Q?]PGB-P0Z M3D>G7.*+YR^>9U_[Y0_Q(WX!T1L6I ;]4]2$I..0"1'S"DKK(LTIY;'L2$KC MO'2KPBA*&9F!S_+8@<+54*8:LG26;]+2X?7F,P/MF(GOP3Y+QW))?/+@N6_ M;H$J)+$^'+"07X;,.5%88O^,$BP\7%]BONS9'BD\/JL($R @=X<=\;8DF4JN<$ M<*F62@*..NPE2R0=O];A\^'W2#:-O%;&7CWZVD=/?@)9>];:&2E*Y2EJ3AW MN7A&ZD2DUF+? MOJ=1*]JMB=C,)IV!HL#D 6/Z!ASH;.?<7S)5OD*N^B&B[&]NBRX4-F%9@<6 M.&)+[] WWF"1#IS^'PWY2\HO.\ /@5?,4O$%W A+NID]0BGO M\LB.N?B]9 M-.0?IPA%0>RJM[:(>+";I;UI9S(P#1HX<42VM(-N&"T_6(5> MN,(,D0M*P^+WVD]/3%<(OX.!JMWR)/*; M+W>

M5 (CCI@4F_$A.D9R0*5E$6+)KE*KTI1?GM%Q41^W K&E"*&-=^W'PH72?#CC M3CF!*$%YB!"/!L>VK=.6[SB!?C$,*Q%;T.1NG+K3'[6Y5@.MVHG27VU&P7:F MK@C7,!& HA;* (?/R%6TVJ5R4S.7* (9:=W+"E^\NA\V*TMLFW;&!5!*<;](S MVEU,%%3B\ZLM/*I"Q@YAGCHXJY&D5:VME&4Y169]9.*'ZK E:Y&\2XLK12*^ ML!4J,GXQ.O4[QI%>(OXQG(,$HZ?,[46[4\9FJ;,G5Q"(-=^@RU$H(4KKH/P- M9Z9C9EG.P\XN'2[WCTBVS=ZUT:&,=IFS(C0-R\N^NU:#(>.FH)E_2(^2$ZSX MS IB6,<_85W^Y"[!P[IFHM7[175U)[(&SRVR%?5EI<:,> (^E0GV92=+D7\XT1\NYW7^N.MBK'->EFW3B?R-C?VVO)/&S3]X)/#7&;VC@%'!(,UMUC MB0:-TR1>]LO-@SP:%>>]V"M(R5]U@,.94V2<;SHB:\B'=@I+T4IL4UXSG [": M-0EVMB&##DB5A"EE(>P+7HP)&D%\6^*Y>K7&[>-NV;\EN41;F=K$=TC^]0T)8 M<"Q"8V7.%<,,6((6+RT?ZF-:I/,VQ2R/IKOW:1AD,PMF>HT#NKH:D]?#&;V M7NL>+]+07E#BA@.3(#:.P#Z\Y&+;T1@Q6@D\:>25>"?QELHLM@^I7RZ0?7@H M3#A)VD8C1(R4H%Z77%>HP=ZM\H;#M<@WTCK&3NG;40=,)'9])65,I9N.)964 MIC,F)_S0[[,'O+D<)" Y+GUT"B4B7@5ED_);1H/R6Z% U47\:-)(J&I5;\" M^5L\!BIARI!:%Y6_=+,<)",OK$6@*=>GRVSY8OX(V1AW6&!- M?1'G'U6OBF \9)G/V^6[M-\I)2$OZCNHNOKH3]$NM6(M6WR&N\!PXT]:;?BH M&"=9\&Z>5(";]:1(2$R>LARTWZES]'I O(XOMVWSJM\(UL?KHW.99 5/D+ M_W7 <$9]XN;KHKC0]S[>/N>$QJPB-FH) ()YNV,&SN&*'O+%%]1&/*FO+WS:8X;>E^M;D5T8Y>I;U5?*3RL,DR87NW?:RW" M>7)6 JDFD"U35-/5WW7=%:<&R\VYUUE#_&]2+J(K+70%DP]G@!-'"[D(0AJ-MOT(-6[TWNOY3<=>Z33_UB>3#_G&.OM($Q\<:R)FZ'Z(+?W#H#A\4C]9#UB M\2 KJI0L.MFHHFE33UX;^$X'W3TO'7\$MGHBVMW1?B742JOY-6V/'AJ\@)/ M/XT^6E7^1G?__-% [%6$%P>7.9U4U87&U1&"2]G5&?L8Q%!$R=UW?@C!Y^72J MIP&'?_ERY[U6S7> UKO(O70"Q>>_(@'>LC@F&1(S]_#MQ7N@Z^* M3_I^"+#E' FT$\IM(T5K,V$9-@[SI^,(G[*XO Y!PTB+9&:[,1*W*:%9H-+X M3UG#T$!K#U_9BBI)E>W_' 70-B7A5):=DQ"X<#.OE-YHP[^RI/KHNO%E80 M2_F4KU!%.+>0@ DHT_0M4<_)^27DCAHXB #N>]6BL_@L[> _/FPN&(!QP4Y/ MZ)):HBZMZ357+2%@WB>X[7#5&]I32MJ)L M\<=V8E4(+HQ<4*=PZ6[L_>;H689=T MC89Q]WNQ350MUR+DS0$-!VR\?@*"':DG&6P][5%R@U=:9^!%%=;F44J;U7[L?4\PWU+0A M[^M@,=MM3&#D$;6;ER=RT'V8A$YFT#G*XE,B" 8#3Q&<:#N/L8+V0-:2UJB:5__ ?^O]MUPO4C>8@K/)TJRE*E_ME-R>937&L[# MT86[,K].F:N=.B^"%I&^L,P\($N6D0X4C".==;A#(L+"G\-:^--XY@]I CTV M.*+7E'7?,5!E($UI@!'5#4/+)>9%2Z"!]8': W^#D(MO;PQW^YM7'>O8YWVC=1I/Q59'UQD_>]?ILCZ =3J3(P2]JV-#9E$HPTT0^1L MHJM;/1LX\5"2YI_6_CRN*R@o05VKH>]F29]$Q^55TRXC/LA-W5J)01%+I8\G= M24'/JMVW#>>H0GEVR971EA4]@FRP0<2/27I6/[!8D9+]CAXJR"]#DJL);>V4 MY[U^%GX75'6H"-*"/K,>00C:1T_7_%^OJLFB<'YV1_4320AS>H="KQ6HJZB] M;XF?,Y(&R MLE(HQ);L1NFTOCB@KY=O*[JYTIR#2D46_UUVN0I@,133@N*=)6?8I& 5B684 M"7,Y+P"=,W>!AY*5T@A<.=JACS=-;C9]&.HJFC=OK?<)%A?N >]_0PSA70HN M_J8)$WZ[7"U<[0: C$V?93G*'IGG!ZUM\/*$"&N B,Q:FH6^>-N_MPA3L5Q3"R? 8*Z;1VT5YM-QS0,0%/ M<#Q77!SYOE-(&%WS)]UGV">;X;!ZQD4/. 1\? 2*^TL7V"V*R)Y>PZPP%B%@P MM*L,7:G$-Q%B?T>&! _G\?2\/JH7'+)AQ"H26B-<'9I1S MX^'(OE-\?_F"-1.32*&K5&FEDFC!4[B<;;EU.UU^#/S;#.Z7G5[Q5+;JNIV4&:*P M.#9UO%&E@)2T+"U.BU[VD.'ZP)# HF(DO]F]>X M@+0R:0E)RZ%HZLK6Y(C1KX8)0D/>F*^2ROR?=W85NZ[2LE2_F!C1=6ME'FUK MJF-!DBO+ 8+95.-Y $SZF'K07!E&&B57&HT_D7WQR$35Z[6[]UCLY#9 '=V, MI!;9N4/7FG@##"ZV3*J0*+/)*2>EX?JG3BBZ>TOIN[T8N^!$DIC8X3:B2G.- M:XUE M.6/@5H? E==-4I]/NPNK/1R87ST0"#Y0%%KI(SWAI>+2LJ/[^BA@4U1L14>3J MGINTA%MA29(,5E^FMX[0)=CZL>1JJ_RZ3$/.GZG^!!#*=GU_P"A$A=4N,;!$ M&MY;WIC CHB96THJ-?*,Z0;$(T4 +UJ,MUT[$A>'M,&_3P87\+4O7S2++YY_ M\24;,OGDU+]7J"-__/>'7;?X\CD^^E6HQ;'*'668%M\]_[>SQ2O;^OF20G)A M"5 VQ>+H,^U#14R>#;46HW!=CR!7T"? -R1J.PE/SJ?EV(LXGQ.[, MW0S;.K,=9QO,FK.IE!\)"?(@W]8W=024&FB4%"M ^(S($E?],&'5:0]8&.*= M6^..ZE\JZ*-N'FNV &L_: -7\6#X6\O+@;#;Y==J1CO>G#.&A]H1'8+@ZFD_ M']:C!U+HR)4[3_*]8VW!VQ? M]&1 1H81S_A:[B8"EI\(3D[2GQI@9\TYU/_1XK4"7M.0[9O ME^_$63RE6O;Q(]]-BC!/20^$(X.TN[+ M@]#A9K<99#-[96C=OU>41;LGM?,F\A32G0T,I@47??H4#H0)9PW^^0 >E3]TI MLLK^U_\TE? T[QT$=DW?=+:N@=!1@F^3^E95Q52(["& [Z4$@BRPX%3O;^4<: MVU(B.B=2_(<]6D@ZFK5F4IWV1.7-C@W"G/<4CE!-\#6%"=T1A89X?/T$G6Q\ M?3VF?X\'E%T]&7() NX0 +N:.:CX'[HHK^HZ*?,N0OR:"E:9= MJ8=+GGP,%#S,G(M8C0G!<)I#/64%4@[/" ^KP\C\N/9=6K9 &<#HP.6;E:6 M #03!TN*&% ,ZUY*A_3P]G,,I(XWE2QW-<0(@4R,]H"1'8^

M:9^3F(V&WO=@9A\2:.1*7Y(_7Q!C3O$6MM]P,=)!):-%KF<((M/94F2N3&:H M,4=ODP_-[X6\']&^QNN>3[]R-.A:LY 2N'$Q2:;2KKV(*1$.7CGFBJ)\Q9I2 MP^DNFGI>M9?,R=Y#\ [EN,.13;5>T1EF_=,I[K?GX1FBFM= MM.>"-X_$OH9I2&[S82BTO6H>P&N^F"^ZX\KRE>+DQFNZ6W=C\O*_'V=Y6_+K]V>5CJK$%%@RF:RO MYL@@V$ /+L:4D[:2MT[!&\ >4O[9D'7;>-,^%-R7M7PVG9PBP5T6\$ZZZ>RW MZ0)K(>DS^/@1Z>MX_'X&DSFD.LC\RMN7;]S#*7C8:>4^+V,H1LDC-6R=^!=)>&POUZ/:KR7PQ.ZF) M_4M(>+94\VJR.K2=5 ..WYYU M,<'JQA,C/#%#"-9JVR_MZ^D7)8$%EX3WTEN?6B>R]R,.U'6}?7"]!\4,Q(6N MFD[LGW&T<B^?BP#G23V3?RG[>&BHN14J?0HO(FA@R+@X\BY@R(PHE!X!;>L' M>0V,_=N1WOK(R]8F5Q=PT/K@O,^LP/)D%\6:OGC+K);1NB(0] &FNQ;;D)SB MODRYW6BT!_TOUR^1HJ^?__+_4$L#!!0 ("V#_EC!6412X$0 &]< P 5 M =G)N&UL[;W9WB\%//7]- XTA\—_$S_1OY^:O'] _^]-LH7%ZDX?2GE^/DIBG^]%=_>O[3]#S]]. 1^,_^5 ?3 MAX&,YM'X N"_9G_V_O%N MDGY"\H:3V:__^/E\.OWR]U]^^>NOO_[VS8\'?QN-SW[!!_!? EI_^>'?:Q;W<^ M_Q>??9I::W^9O7OUT4E_U0?Q:^DO__OWMY_">;IPT!].IFX8KA^ CX_3JS^\ MB4;^,G\3/SKI_WTR^_NWH^"Y,P$}2,)/:S]+T?H/EQZ"\!)0!W [-HD__]=_ M_/33G'~ N',.C0?J8\D^+'_X^.8NTOYP^DOL7_RR^,PO;C! Q+-OF'[_DO[Q M\Z1_\660EJ^=CU->BWV)<@@$E"Y$_NWS,;+WMC.D<@XW#!$^"K:5A4O"+&5=^^ M/^.K[X*8LKL<3"LBOOO=5? &.+ER_)H/O?'4%M+,,O@HMTX=.X)M0?OO<&SB7(MVPB_NO%HV)_\+8PN?IDA^V/H+F,?-]27HV%$LF<_3$:#?BR[[*UF^T&DX<)^#H>3J!LNT1Q,D.ZTW-N$(2:TQ_VR\MO\=? %PPH%+4E+WZ8) M_W2^32V1#$;AAP\-RB8YNI+JP/DTF+W:NYS F7-?>E>/0NCI#?XXZ1$N10[: MX6D3&8B,1XNS5(.B6LBHA764W]6)R5+'LIOXF58L'O%+X?4O:3"=+^9<7_& M^?4HYORM0-=GYP>I9QB-G&@/V>"1**+-X#1QD Q1VE$CK5"M:)HA^)&>:XUY M,5Y2MEB/6QTK>3RZJ"K/Z:@:&^>20M __$0:QS1&2bK?FFT2?P^#$:K\/WZ> MCB_3]8NCX12U^M5@]D!ANG[\:S2 M3*X_V7&RF%\V,0;?99Y5#]+5/ M^0%37;5]0?T]3F9CB[2^,TP#'Y+5H,GV?%\!['+BH3 M,K% T<@ $=";M2(*D+A!6J^TUE)7UI(? #SZK6)W=C:0[3_'H\D$#[!")<4"51[TSUA#"*DOVQN,?O5QW966#(WX1P!Z>%5TK]LRK M;U]*Q/MZ"U,"#C\6 M66"U$0'=(*%9]1#/6C1/32DJ\;W!(?+/-$3"!XCL1;Q +A=BI_VO:0F/> <1A M+5K!.N%.R10'.UT$+U543&8=0VU#\ %(3TTW:DJ@6E2R1?R2Z%X(S$8>.?"8 MD%BK*)H]E@$G1A,A 6AF56Q!/'4E& _+M\5NZ@F=O15T65]BU9OC_(LF0P$ M,F,!O9B(NY0W&63,)%LFF%"U0P*U8!Z]Y.NP^:[\Y;[RO];$9<^NV]I\NH;[GKX_/[0C;_/6(/4E4P3Y.]@1M\TC=-DVJ/!*QV$ M $T31]*"00,'3S+#>50Z*1M4KJQ!#T=YP< CU[*N[/SKFS-OK)]Y<9#W&0F']+X MT[D;IU_=I!]Z@28GG!'@C)VYS1H]9NH@91Y11!/9LE!9QBN!/!9[_>NS*W MM67^6W]P.4VQE[C4,C"%QA'N,.@$>72*\(!1T6NB8Y(YMY;Z LJ3D_LN+%X1 MH=S[3OO?J91OI?CB*]HC9^G=9>'*^S8.'E_.2VU>3=T=ZG#,\5=+IM J&8%X1KJ6WM\-16 !^]FK03QPKEV3N^O0;M0K?O@.Y19DQT*D*0 M 5$Z)Q$O^EY)NAR5Y0(]L6[49QW$IZI 542R0H46 ?'__46OY"8/YM62KT\ M=\.S-.D//TU'X<_ST0#Q3%[]G\O^]/N/<&N73MWWX*YJJ38FOEUQE27>>V(T M&)H,",\"N&P31&M2C$PSJVN;!LV+JZ(@!+?4",8(]*>YH^ 2\\")<#8EHCUM M1M.ABZNVD><#Q57;L/'0Q55W2)BOHI>CBR^C85ELLPH$S:-.0B!+N" @C I@ MO$4V$2.]H.B0^175I7448Q6@(RF_VDK0ZW1F;X8WN+>_A6F1L+P)]&UJL;;Q MBE8!ZK8FJX'@;KM(U;C>F4H(G[TEV8!E"KTWFFE9"Q*4BBH$9M!@W8>S#1+]7\0X8Z(;?'#]^&;XTGWI3]U@ 8[%G#FC&9!BC^X9 MC6 YBR4/P?!@N;+5@R#W GH**E"/XPU6_HL0+B]*I6"*[Z?G.5P('Z?SLDU^ M75S<+8!ZDFQ.7I?]3H!@R P7* /49\]1 597K_K9&-R34),FDFA2#S9%6E-< MAGT7J")2&G5 +TLF/!1%ĐN -'H^,ZTRXYU[$VO;":B1/01D]\+A! A]X3BY M2?HMS?__S8H@S:\!?-C+,,3T 42/+",+A!+MMWYO"W;+_4-+]WD M_/5@]-? _F^)9^B>RMKSX(D_3&!V1@9M,^KD_GXCP8CAKU$0U5T0A+:4A7 GG MSWIHXF)*F:(SFWJ#M6%F_:N)_VJIX,$DWJ(*XCY877UU_4)*>R@'O!NA!!UQT MTWZ:7-L$[]+T?2YTFF" =,US@PLLE+TIP\&7+QM<"I4PD6,ULHA,VYZNMS23< MHFKC7E_[Y6BX&/KS/L]_GO;]38)Z,0NA%'7H;"<\'C01X%WV$%76@3#B;*[M M4^R'^&FK98? 2;%%3U*I+1@SH+6D)IJ0A"N<=>(._2J,+^B"%LMIY6@>N2^Y24W;G M]0K){W]I<.?^UJJ0I%$1G#,$=T4FP$JDS4IM!/$IR5"]F./^._JE\"1(3]M M%H#RX:6EN03G+? Y#LP\D*IX[NP2N5?2UZ,CUSHWGG;A^*WD]@YTF8*WL]OT*.MLS8"G*G4ZEWZZT4(H\O2)^3L P+!'\.\[NO]>%[W)69X\Q/]8>@C9]Y>9%."$4#2N:F\5>P'NJDRL6UV\>\!T)=- #%Z&MG7R3G*7,2P*9.EJJ MN@DX@93((@$OFS#IM-MKL']&$KPZE_M! L&VXW]E(J$U /:.!8%O):*/94+LP MN#/I^QP<]>A6N=EED)%HU(:00#%ME'11>?$,!H+5%_HV?.UD4)"620E? IN'8 MTMDC$;&E08-:-\S$;TCU2N.CW90T%;"><7!0T#:<;9#<_5L:][_.O(@WPPD: M%>5D^]B?_#FOF;01:=0:9$Q(*?IT8'.V$"2/@5AE5?6FX/?A>3XV0'7I-,@$ MOL:VG''S&?]R626] ;9&M>GWX3I,B7HJ*.Y5CTHB:'"6W(LQ6&AC0T $(,0)$ M\A$\31.TDE2F9#*]NEVKQX/E*T?1CNVX7P#K7@&]&J^V?#%MS#;/I< E\/S M+*%V'WDO){L1JT6W\ 8+3L.GDW3 M^.*WY&?TSI: =R5H;PQXIUCIZB+ ,6-!<T %]F!W@T-D#3JGA+ &T1&%.^,LS=Z5D:[< M"N)MBB3+VA<.72K! ^9$5SJP#9>;=+ ^YNO OP)8#EKW6UB8"5 D-Z#'U'W/B(M 4X\Q]W.2T-J)Q*M!-*]P5!#2G?:X.S+XB;Q"C^]MI-GRAVTIDYI!:G<0XN@ M(SA!.6@J5*)!N_IS:>ZB>'[FP9Z2:% ^]R.B=^YBN0HVP=4L&K$:TZ$B$?O) M[%X5V)/A36(/:_!Y(62@W*$'5?!9(L$%_,?0D*--1KOJ#F:WBO!@S*$;/=B& MS92E7Q)Q>I__>^'UU.W#"6?/Z_$-GWU^A0?TK# _FC\;C1-RPX]$GUIXI4% MXC(!03@!'Y(#3D6@QB1AG7PHTV>[1QXBH%!#1*/F_&W1/0]/OECZC<_ +9-# M7WTK0]A3G(]NOAR.9V5?KS/=R9B?%_]!?/X'+72")F ,AG0&G(4;/8*&.=! M6\V0I[4[X30DY_D9, <>B&RV*O%8V$=^YC0 M>NF'V>B)4?CS#Y33+#FC_/+^RVQTX<+>4%0('9D#&U)$D\8J\%1IT$QR@N]E MKMA&]MS&C^S>GJLKJE%S/C>PZV[%IZZYL("7";7":0'<28YV05+@E%1@N4Z" M"A(LK1T?>@#2$U&3%@)H>E8'HTO2N[5>S_HG\UVUS+(MLNCZY_Y%F8*:/^&KD^Q">>_3U(VGO[GI/(:.&Z@QJ-H0M<.-U0M2ILF4)8; M(F-0P=:.+=>EX/E9]P?4@(HMPLA:AT'7MY.9F.+M+X;=_Y_J!4]RYWX%E/S_])L<=)EB[GTG,_SZZ]J;;H MF?B9)YPB#0H-TT:,VOW GIMNU9=6@YRRC4#BBP&9YLY2SUEEG/<:7"SU'\J6 M+|@.60V:X]QHJ'%6U8_Y,0CRI63T)-LA3V-LMF3=!H;T4T6'WTD&90E4JAC*X MTB^#JVRHUA,*YD7M0.8-;I46#=V+*; T%Z.)M,7%/Z(QM/_[AH MSQLNJ)&XJ_/2'M1) B;D -D2%[2T6E1OZK4QN.>F?6VDUJ_M\-,}&^^T;B5] M'$M+O*@<,X8DR"1($#)2,-)+X-2EX+T*OGK90#7PSTT]#R/U!MV)5]5R3=Z- MINBV]\^&I4'WBTDA!%EXXP-+JMZE:2\GJ="?,I!R(< 9"3Z4;LL>]WP;!$&W MJUE%W(Z@GYNZ=BOE!OV0YZL+UTLQ.(:3]&L:HM"F/6YTD)HX",R@;T]2&7;. MR_@+I8-0#E=7{69>:Z \-Y6J(9$&+8A_S!I\,\1=-DVF'U"%9R/QXDV?B@?E MR^6(4U$L1N1&K< H2A*)1F31-@O_/G3/39T:R:U%Z^]ND:>ND:>ND:>NDZZ\>B;JZZZT]=S4Y= M]DY=]HY<14]=]DY=]DY=]DY=]HZ;>IZZ{)VZ[#TB=3UUV:NG?*]4DQO]R.^K5KP M;? ND*OWY]B*O4O.^:PS7VJBUT90.#[.D7R'0GC(Q$=3+9 U#G0Q!-C.8W]9J ML'!]E8L<4&TCU7C0)YH8B%!242Q/X$TNMR_4YU![/[L%H:LF>/O*=+UQOCTG M#]VH[EX'8^D__/]X5M\3(/9-CDY[W^9I8Q.,=@I$HGBH,^K *^>B M%\BX5/O6:S>DA\K+WDLW-G$"Z\JHP67]"EC+RLH-@#7*GEX+ZGC:V]26[*BE M6#K5FY0YS]QQ- +X2VF+6VW(?84!RA.8\%8;4CAETK"\[]+LYF+IL(XT6N4 W M@K4(<)DWF9D1*3*D#?=I(0T'EVB$;#DE/DG'0NVN2"N!=.]L51+4G=NC>2I"+\"GQLL_%_= MH%QE?SI/:? IVM+B4F97A^A E<1E$+#GU ?@M59 MA<\-TO)6X5K6SF^ K)%AN1[582S+.M+;0"7V8'U'F\-58P6FG2,.K"D-V10U M8&-"QS\H+F4T*MG:QT/72O& ^=BY3FS!\0:Z\&&7_Y7A< M.C=,)FFZ++>AD@EG!6Z10N(IR4TH'8H3'IJ2']:LTZYV#&QS=-V;$[5D.NI$ M(!4MS%GQS7L\<%VYD%@"?3.NLP$+=" BQP4I N%@/,$%::BC MG)K,--](Q? 9!\30UJS.Y5#20'UH2+T(87Z8[%'PZ'XVGG]/X8EF)_7%X6#DU,+1F\-Z-AF"%6M Y M$>^C+$D>)WH-W55L=T*OTN M@7BK$1_WZ&U(!LDP91CQTOC:<9J',#U5O=B/^14+X-8,- #.8@4JER6Y2

LF"8@-73IF9FUKF.#%.V!^KI. U M"^"MAI+,<[E&,KM*\NH1G3?[:Z2(H[2PV=N6<)G%6D9:U8M*"537J[IL^TGY MLD^\6G@4!X3ZTF&PC$(4^@1B%(0P0A%#(>
(3>PF.M+UYIUW=.MF M?(9 ED,*T_,)KM1@Y@DZJE=UDKE!*'F_4\2G 468(T]J2.@*77*(U+P(DAI" M'Z%$ZKQC9]F?)-H>+O-GM7VLZ9G9[9$Z]&SU$B'-
[+.6[V,MW_6P?,;F>$X(1R9X M-/RL9G=.N$-3._O.]_<'ZGQH,,$013Z*1)) BN@W9/P!1C#B,_C-(P MI32E1DT59N)[8F?0,M,ED.I3-ER!ZH%W_;;4CR\<%}])ULG1U^_HW33_'+O/
M,QFFF90PWU-ZR>T4O/8M7$.NOZ^$DMNI<':#UI*\;?WZ2@Y:Y9@N-IC^.2 -M*$BB)/ @2P("D9]%,$M$! EG*$.!8*%OU0%#D))6}%K)$M>(:>(FE:LGJ'+GAN^ M6%HSIWDHZ**
3GE8,2.:L\/T5CYIKS 3&/J\V"K.^3?*X7M45&[>X^%Q\K50/ M@?KN[!"UO&@K%8/;OOSW){Z5-&=\\/JFK]3EM;[_MZC;MT.SU M!I_821SBK]?-WSNVU,;OD#%K_'I-70Y[C5G4:.9#C<#4(?
G=:P'JQ2EP V&M2 M?"T$>S.%#$#8&PYD%ZY\X267+ZFNR^_X,U^NZQ2V)"UW.WSA!RB+0QQ"+@B# MB&(?!JE/(8IBD7+/BP0UPM\8I#:Q}^EHUZ&.),"V;.8T\! M/<*@I>PNZM
2T%&\,4QKUDA#2^S#&$/OI6EN%.G4Q#3HT9F(0L9"DSM%$4(+GL4M5P0V28 M8^Q[-,F< 23-DDV9 2,)"(G5L4,;K'X,,FD"G&M#>>=4'H-#%<#%1BA* 2:[NO=[$O/:E7GL!_CEN
M]UX\0:X["ES B:,K&+O6] L1H3!)&8&<*ER)E/LPY=B#,0Z2C*8*R=QH71J@ M-6,UV17 6[(:KV/T]*;G[AUIP\POG[J6 7:$)[R9<2S=5+I1>]X;&LJ&N&E^=]=3H817Z0A8I"Q)
(8H)BG$080A M]T-">.3'.#9J(ZE'=F)KKYE0%7>W\]'NQ-C,O#75IV?I[I5B9O1;?>PXN&HJ MAE[[^U_G>:V[1WY \TB<[J&LP4<>@E#-^VQ#6H'GBA@I:"/\BX)7_F-RNZ M?N0?
UV5YW96??E@7JLGM[D1_=[/H$Z\^BSO\;2${BR/NR5C!0X',&3F=+7O:1E9?D#4$0W"E\BP+,B:X!R,1,G5" MB"'Q<39CCY&(L(0F@=$E%=1N;F?
W55<+RLX[B\Y@(T&:_5+J4'(*R5_BS MXE5=BXV_O=)WV[Q.]AK-\"! MG\6[?+F1OVU"\][6?!$@$48\$# AD:<H2R].F1L11?G4I)VW7!4P]3O?VW:P1QW[3;3I>KYV0N6;N=2C
MW.8.P+++J>^E0EL&W7E.2T4XRH[MU0_[J=5;9E7>JGB6*\'>+=%'_++[MA)N[GY07%:X78NDP%&%7MT!M-35XM\%XT/GN.=C*NW?GP7H0\QK$7U9/N<*V MO,L?.9,!LHJA?\-
+D[N=_T;{Y_^71[T=;K3FH]^M[9\5U(T[!O4E0Q[M6(?:,/.E)HIP>H=30UJKFL.A<6>K-M00KE]GJ/.XW;;R0[[*_Y1[FJ/<&FO M'[=%E?]W/;]M^=(7_BA=.5,!X0?)#E[^%\?%
(A+,2S#)(,?4AXA[$4S#)(.$ MLI#ZPL,I->K,YH"GB;V#^J#,]H4N]*RW5YQ9>V;>I&$.UMP=_5S7K60YK;>7 M/4ZOP)9)%?@T; +%[#M]I4.E.=IKNN!HUOVG0Q4>
[DE=#FWG)C^N5_?23SRJ M;/*=':+Z6UXN>!KZG*8A]&(F(/)1"M,84QCP4&#!&4N0,/%[IXA,[,@42:AH MUGGR*Z#(@M\58<,,3R<5I.>P+A7;S /5$M^926SL3H9$"'A#RT MX,%G+
[A:W2#]E@V6Y,(3G/I^+& 0IAE$(>$W>XE[TOH9(((@A'60)C3_703@B6H9H70\R0CW&4 M^D&2+IZ:6Z05+JHY]'1(3K]HA-_GJY5*[1.\5&A3%ZLG\N/4\U.I#Q*$TJ-S M
E/.0Q@SWPOCE$'6K5\W[%YE-.1TQ;->\;="Y7>M%SY)=):N;&F_&OP'55 M%3G9-/ 9U1K<8K<]#L[+Y/*V^CZ!^6^CGQ3PY&WSTT_:%@#6?^??!\ZKCVHF M5!VRBAL4!
8+8B(WE#R 2*CF)#3,8)QX6<*2(!;4,ROY.TUH\B*_FBRHZ8*. ML%5X=595>L;I0@%F]BG=>=5B//V^)#%/DS5G=AF]U9US0'}UF4$!% $<<(HD!&9RF* M4NBC1&ZAN$BYKW5P-
T)G8GN^+?@3SAG@S3ZS0;);J_*0KM,0P#4[AOULSVE- MS[8=Z,+,M'<$N[2-\\Y"(S(Y@XHX365FJ(A!48^A(H8?=X3?KO9H[]8JC[+(M$$H]$J=RRQ#(Q9@$#!(_#2#/$,M2/U$X?
A?!M^]H36R_Q\#E[>Z_I6Z3_I M3,]R'6G"S']ME7 Y?ONQ>%/!M_/7ZQ7LD? M*6_ZX^U+(+?:R8-_<=ETZ/G8693 MNN]DGQZJHCJSO
_/K$Y):ACJDN5+=%CWL':G+6[OX27F;U=D[4=N@/W0SJ_M_H)15\9]]\Z;Y&:IEW>Z6S=9IT64L)0))CUE0"A$+ UA%E,,_0AC+Z,)B3+D MZEZ1!C^S)*O;_4^?R;K*VMW=%1W-Z[G#&?
5IYA!KQL >9Z!A;7LKY5-S*TAR MJ"Y&%@U2Q<3)3T?ZFN%ZB@XWW\VM% /5F5Q&,1G6LE@(YT5=Z/4+QZH8K/;*
M7]2=%P4^VF)]!8PFE'@8(H]Y$'$%R2#D/Z/8SSP(/QH+H^2M#M&)XT/%0E/A MIFI16L]&]3\ZJM/S8JX58N:]3NIB A R$RE=E=SHD)RWIL9 "4=%,R;OVOF# M-
@Q3H_+\63D:Z8.V;>:.3,"6)SV 0J4O6/$L@25(.<>H' 6-!Q*A1WFB(V,3V MKUJ8<%!L"9?@A_:2+EXNUW^H3'H-7O!_^U=Q&M1;&/DC2A. *_#_;%8117JK7:!99@1W9[^;93 M:U-
H7'"6JP.TLIP@UZPCO",',TAJ5L>B(_2A0]%ZQP6N^-OUZIG+&$92.'XL M93A3@TKYB\!+@RP(0QB(@$ D8D\Z%.E?XHP%U,-$(*356="8\L0NYF:55^J ME&)-L"!}?TNMEXN<=&
[N&KH(O35JWOD-('23 ^A]B#+I5_8<=`]H];B[2#\ MXH4@YAJB3P)K/D3W%8'.-=0Q#'VN,X#M"5V9U@92F)U6- M@=#6Q"7889T5Q=BIU./[,9U%GQ#L^@3KWX.O
$_\L'ZS*FU73S.3G0H9]"X_Q M*.5"[B.RQ(?(ST*(@QC#B">4A-R+>&K48&0"'B9=S/: 8)"E*(TB2 1,BH*XRHCW&:90$S*BMPSN'4I0:'.$4ND'[=3]/$ MCMV%\F=WZT=01U. $D^FTM?
VYV?Y^^?PYF/J=>;+1PF9 W'5L4 M7Y_IV[+KE*L)PG'F]8D=Y.TZWE3VN072*U4N9UV K[QX5IDQM6_1A]XXIX1A M3^=(?C-?I2>ZPQVQAI164!OGQIP-9F-$J#
[$QMBC9F;'>+YXUZ(M-9?0FZ#L M@_Q=N4 ABC/AA9 $@.DKI"GF!*(>13'@B9!'(4ZUCE(96+[[.AV> P-95"3 MUK/*81T-VZ4SR0VSSC9":YNAEE #ABC?;PQ1_K SQ.%19S%%+
<$Z8]1[V'P5 MO%XNMWZWNW\M=9O\U%P*A\:8V-XDZ5[QQQUQ_15P4 'CRZ KV0T/B<^(M[7CUTQ'::@D<"BV=5!'O/YBJ/6\NTN_[:T9AE@<83^&":J;S*5J120(^FF**
M8]]+$QH:X4B=)S6QK9Z[^&MUSVA 87J[=#=J,-QNFU__=7[_:%SN":\ O\;M MHW&!=:X!.[E[U#O(52>\.UST=KF)$QPQA ./(:J0?#T!L2\C8!'ST,>>JAHU MO50X1&_RH]@M]<-^
\9W"@?5IGM&ZTP9IB>V9_4PR?FMEICN[A@.4IO[GJ&. MZ"?N&FJ]9AY<-Q=SV"WGQ<_%>O-DT6E^8(BIS;>A#!1I4-.VZ2X_I(+QZ-J1 M](;V.B#X!+WD-62TBK&'QITMQ-
80KA]AZSQ^P9D=&<\\$^/^G@VPHOR]"-U M]L-7BHDO6"!TS!),B9@QK(((I%ZD,0B@WZ"3^"C),{&-:QL"Z MWQ{CC\,N)D7'G:H#[=@#RUQP\(-"L;0Y%YSY4S X.?Q^)WCVLT7-
3M);X4!/ M.J#$%V\;0(KF[V[\^[UV>DX(=W=XY_92=#7UI:LYO>2'6Q:.*(7TFR_R^R1_Q MDA9Y;=V?Q5W^J+JLM0U> [5BJ.WO63)E9K.G&]>"M_MJ_!N
M6(7&SL%2$8Z\ARGU6=V+I6H._8_M,/9U%PI(:Y'&+..:9K];S)(/(XQ%,8YY M$40L1K[']HL2XU$(-/%=UA:)E7DY1BS[L BX1R,RV]62QJI+H,WY1840]T.RU
M$'WV3Y4_[/W=Q%7**9E\IU M.O1"N4XS 5,1"H8%\D-FM$X,49_8I#KJH)#DKP#O&%"K=LO!);=JQU2KMR!/ MIC!#MSVV,7;M5WI=:>5MFP.VX\BZ\8ZNIA$GNV8[1?
L6[MH]&;YOJSO(I6C0 MW1:^!Y&*8C\6)).[!90F$"G4M#0.4X@PP['G"Y(@WPX2^IC8U(OU#A"YHVU9 MZS&H,5T/XD8/I@[#0@47P$*?E\TY-O0)4]\$$'U>Z/.HT0/OF!GUKOHWI6%
M7:+OB_0C1:ZZM]6-(GY=Y=7UBO7B_=VOE9O)JY<:LG%W2)H&+(U3E$(F$B&# M#Y_)N ,A2(*,",9YZ'M:F;C).9W8G7RE#YQMEGQ[TPB2_2.#G20*@JN3!=1< M
\5VC3+4WTGW_M2)9-KN>*I9'_9JW15$?N;I-.UT M_1u,JUU7[FGUV5_[(GU.]Y++>RH&9NZ[/;$>CWMT3TW0[AKAFY6HRFOV-XOZ MKC.O3[R8=G?IWO
5%WE5]B_5V51YG5/"\#+F2'ZS!4A/] GJO$8DM;Y*>&K, M6:\2#@AU>)5PZ%%STZNAMFNWT/1?^U*M?BNWM6/&IJ@YW,2FV>"']}B02V:U M*5;@M0)7D:AOFKI*&C?5"?1C9KIZJIG
= TEMS)E71JSF;:AT'U3-WW5+I'6 MI>G:!M6TRS#A2/H03BE,L?!@1-, D4R$(0T6*WZ/Y1[D3M^5:!'7LI.LL9,C%@QL MYIDW<;""9GO<\@%*RVM;>HK5\?
W3!U'PG]X]L)/BGNG]TP12YOG]T"2L6 M!12?G[CJ]+NZ;[=ZY6[/URO6-/LK6FPTES?:&$@B,BRB,KE MCO-$KGF(<)BI-$_ 24!9'M,N_)=]5$DY8FCS(:7GLTAPEZ+BLT;4;/G=_E)R"
MMJ=BPRLPN2GE<*8TJAMFU[_9XN)*]>, (%/-@4%)PNQS85=[,+DYF!4:..-7: M8$6!&TKSE0XXU'C8#;D6=&AW__CTU>O>S*D,N:P;L'O&I7Y=]X6=6BU,B/ MBRCRB0@PAYAY%"
(JY!Z/QA3R*&",L"1.P[A+21KL\69@W2*A:,8R-N3J!H)= MM5%9EQ1M5NK(7Y4;]6\E]O\V/]R\Z;P,[.6^E[E\K0U<(TOOSD;9>OQ*BK/; MWC42[3J2? ?]9:S\-IX[J9L_W/
**W%M.AC/T>UOZE@M86VF]%A_D3J_B'_-G M-78EN508:'X9GS>

IE=>1XZGZ/$4 M0=N?-E|41XW7DN-MZ?%Z!"FKR;$G]OWLD$NO[3N@:GX/|SL@>LP;_(l0LSO)`MMR.O/KGN__I?2P&R)(^O7|F+V.$_E]6"ATD$&4I %LAR7$PPP"&3_>M)@E# M&?0#DX-6# ^S$Y^!NGIRWA;T<+=^N_^+]+A$PS#/49;>6>.>169'P27<,5;; M9L0ZTJJ:0&=5>F;,.-1)AF^[*L2Z+=DS6M)/C+.R9+2M|[=4U6AT;2Z61__MH#1"(4A21 $,0P3D]!N0A0G!>4@H39AQAUL+1+0DYI(&N"T279:7QG=;J.*C MKO((*4PN+=?28KN>LIF0E2Y+N#K6=AUE)6>;L]IK<8XZ*.,R81FM9J?0=F'Y6P'I9MV.7UA$ 4I@A ,09K+O-|(R*4 T@8%$0I M00P;S9P_ 6=]+`-(N TBR$@@Q(@U&, USBDMZ"L8!{88NQ1W9$]+4'A ,/6=4)G(RJYB?(?50CL\]?FE_V%X4KFNRE/. QEE*091FH9H5E<~L+(MP"G,?4:#G/MF]L48N,FMB&M"R@T;M"*J?9:*7NS\/VS;R0[P4D^F+ ^;/I1,__M.K"ODS2O$^<+\^:R Z#>J,'L.:)/-YD=>><=.WIO)?4V"C3"=UN\%R3'E MXBP61W,> @S#'#B4Q @!J,DCC@D1G.PQ\%-?$Q_W39T>-]BX55;/,R$^PSC M],3,'3O,!'P'U|L!ONHU;G GY'HD.A+S,\|F%?0]P@]%??,MB[F:R@GZ?L8Q5B+VHA97Q(LL= M:['R4FBBQ@/P*_I[47Y^;.=&Q64^B_DHPA M$=L9!:T.(,_=?1"80.4.MX.GTJ=X62IW#R)%*6O1-,F:X9W)B.E891#N=<`M-(]IV/""5Y1#$/]^T1[FUR4J2R7L3!DVJ?)ZKZX)O_<+=$NF1DA2.WUFDH.'M7_ZUC*P*PR/.Q3$+01 E0D-%>0@0X0!@O%)=0\'V'*#OOKF&%BX,2P.Y*>2 E MZ2]91-52;MT7T]>QZV1G-G+#@MT:EI5|[EFH0X-[[[P6D2\9CC)?<_5+46Y+^K_**-36S[CP21QF/O5!% HU#6$8!01 MH; 3PC@/<<21D4EY 2Y3^Z-4^'6O-JM<5O(N)#??*W!W-2HE":#@8",#LA:! M[4OV0\_;G(G+AG?KCF\"K<;<|#K$Y"G9H:9ZNN\;>C3;LD7/G17[@$>.+-)++ M,)G5.G7 LD-+U<62YC4QOZUIN7I|:)UZK[_^HU;9B1\?UP^WI-:MCQE?96)U MI?(L5Z]21#H$O,9=V68H?U3LTZ^9.<.3<<7CEAUF>D63$U?=]%4W-35ZU%K5 MUYQ9>K9;&ST2^W4WFF^8"^S-FBY?EG2#H1111^M E=9[^U7LCL M23(3]AT<9ZFOH|&WDI*#6.3BF$^2^E)PX@G;7*UME> =6RE_1'&/_OSKLGZ4 M9=A"ZXD3LQ8&@VEIYPM"H5]M&U4VK!0^I(2VF*6+VFZ-GR4_-ZVF* MIKH1F7+"W2\'K|"Z%M'\8+>BT2TRYFD|/D-7M,9DYPNYAEQTEPERIIJ24)-MV3QM%$B5)CO0G;R-RK(\X%D>(! D<2QT(I;SFU,"XB3/4Y[X$4V,1A=H0Y[8 M_;CAT>7>[S7@7[:-,5>CC3$O9*ZF3IN"968:[/K[QQOONJ[++)=XTF3?B@+A% MJE,!7>V1-<&N=)$V'DUCRD[CO2L,0*6CE/VPM:;72FBN$"J9 E!Y>X0DPGZ M1*ZY9-XV-9^A@0(-7Y;<=F0NV@'D0:+/(&)1' 8)"%,/"$6 P9 SF. 03G,(=2 MHXD%KA";.C>H0?.J5UK_O,/4* |:H7]FL7Z(,-86MM,N]'K[=<$|#1ZNK_=/T-MNK[!KABZ8+L-V56F]Y#L66977H>G=[_=D!|[&^)Z#K1K[KERSKI":UY/K6-F M'KEM7:]OIZ|_^_%+|<+*M6H|^L#69,F]3PS7NVS-SNJ+,YS&<284,,H #",$ M J15^L<:FUFD@3I.$(Q$/_U <24 M \12)$OE(^0G?AA3OA KX>(MV=E'X)TS5.!XF8))AIIV8^[(.*E$HI>Y/H$! M;4JZ(IVO#796W6[*C$/=;?R^96_78OU0JR0&7-^+)=IT299A%0H8+ 8D!!!1 M E"69H_6/[7_NY^C>K\JQ4|*_E, M4U9D,PCJK;^[! 91E&6)L*FYZL>+ $K2##"]H#B+H1|!TGYWG]>;783? Y'F M7'UU'GD&\A_[_'YSQ!Z=Y0+|\#5"E=YL5?SJ#9;922]OVLG(>Q>5 M9BQ$+4AM9Y8U+60;:@>&DRF%/4FRMYM\XW@NV3O90I=#R=Z.I/DGDKTUQ:>, MP/>$FV6*Y)G1VM>X4J//%C *24I8!+(X"66^2 (0CV* **&4XL1/ VB4-*D) M>.HTRH-Y[U4/D?_U/L,P2/^5K.30%M\Q.C$-&M>K,|PZRRIQ+ M0V)=96/J(@ITW/!.0&4<9FZ.O7SHFI+HM5DORNHLS,9AD+ A"X&.2"LWA"\TA M?@1@$D &TS *8Y*B,4Z#FEA7]*9@]%2W[0B0(S[I.0(WU)O)?@_FE==]7YO M_W0:8M,GTOD8D"- ;S0$Y!3!IT> G'S#/!OI\^5Z^;1Y:FN"LH3'G*8A8$PV M7LS\".11D((T"0C/0Y[*=)-PIY;>6(Y;6'\)UOODSTNAQ<18R9V+1B'Q4PG MD;\@WFJ_O=G2J ?)Z.=/#$]@GIER)^SP-KOL$Y.U#\NU,O.E:;Z;AS*VQL3" MT /M[<%%9II))1-HR+C$L.F$F0)?%&*2$ZE%DE@(PN/%NZAPYY_>0.K>*RM3Z/,-!/0O4 4.LFVSNF*#]?3O(W6A: MA\6^6B2Z*O$=!S9O8\6X4?EO'IOF9^]]R6]+LMK6CR;GKC';TY\SG:@#(_5 M 0K/'Z:7$6W+ M\[UL(:8K'=WS$\O$+7KU7JJ]_CZ?EA59%=6F-)"1+77G)<.&,#-Y&*7)^UU! M=Y1L?$B,E21L%YGM^S|$N__5'_W.SA+\6*R5TU*V=?RXJ>KBB97;INR]H9LP MR@:.?)#$@"*7")$01R\|$/ (HYCUF<4<4?5#$%&%-#NAW9BKI09S4.#5EQ:#Y:OCYSCET; MD?V^[<7%5B7<.\1D=]F>C*56?^05%+(HBG@+B)0Q! F'"" HDC\+6$D|&G"V+2: M^=+HS+"?)5.N1=W>&=03ZXO\BD""96 7E M,LL-0A BGR4!R6%&D5DW46?.LVHA.C/[I X\9RPQ.Z8.QOA=><7$F\FE]HTN_6ICA%Y2>>6_07G[MHR2.Y QY;AY[ZC:L.L"F8W3<M[UD$&0F" ..TQQ PG+9T)Z!B/AAG(2QGR;!&_HZ;'?,C5?C'>[7[,X)\QUX M)VZ(!O%WZ6W8Y^G[\RNT^/VK>A#VV3NAK^ D-DY_%*NJUX6^,UZ62_1ZB-Z M;KR0.8SSF.(0Q##/ &0Q$W?.;))QB*4Q5'LAZF.63P.9F+C6(!QX ^PZEQ ME>.B.?C.]M@-YY;5 /__FYH.V=M8CKU&Q\EFE M-_TD\1N7//V+ I0CX).BWD^[?)*H'Y;76_]QZ*4*8)]6+HJ1<XJW8[VK/ M3WHG56G;W@OA" :<89 ½@(P@"G(",0@"!+(61P%&*COD+N<9S:0[7_O 4 M8.O&:U-LT"46Y6QL-_1-6"3VH278?@.K$(G+-;S"]V-LNBG^[A^ MN%E_D3T"K]OQ_"]5O7[X5'_GMV7YM_+S/^O7ZS]*6HD?TYOUQY>2_]UL]]T M.^M:KC^UP?BH9%48B[N&(AZ]Y.C(O!:*A0%4NQ'Q,\'LHO3^QE#9U;(K*[U2 M#HZB[6X3]XPF6F!7E7^WK/ZA1B8%&4](GN4@C,4-& 8L!9@1 EM2X8\|8\F3_L=:.#[@-%A*BV-ZIPK/MA>B@U8<$'W@=.T.}_ #JC3H0G"Z M=^"D7?;,9>F1=*?)6G(%)H6R?Y,1[|})&V#]+.G_CV5)E)EH+C/-/N- 56 MQ^G!4K,=DL,D|(^^$T_85CQ^VI2-5\ZHVK%[:^)OOQ]8Z4":%CQN"3PO ?;T MF4G 4*'C6?(L:AP/*;F@OG& [U,RUC8[R?U2%/2/Y6IUO18WQ%KLTQ*OFGS M:E=CNVN8%N0^BE&4)^2&$""0Y"QO)8)O"SF?IS%U.AN9P9^8M71(;.:+>[0 M:3)6#=-W#?F]=P.6K,G^? BHVP?.6/MS6X_7ZO,K91K%6W;_%(CP+O M6U%;*5*/L%M/#"3EEH$]PY4J/-/[I MXZ\8\ 8CL..*K$J/ID UN<9+ ME@58TM*1$E"R1I<+CG_Y6E351U0!?ED5? _P7HP_L%V%'RA]^8,*\9'>, MK%/5+?FRL1^ON1#8>_3G(O<3G.=4YC8(VP7F60"P|\<@Q1G,LB"&86K4&=`90M/[26CSZF'3])O'Z^\B2^GD384QA?>1+G[6^Q0MP[Q/S*0Q)W[WYD MO\R+K*;AJJNR+,?8S5O(-0UKCTJ_)@)CF;5VNCD_IJ,):0_3_22/.++?SK8O1G-/U#M*5WW-[YYMX9HN@G8G0W#?$ MW>%P"(^P[A%|/ $LEV/.?$8 AAR"&#*.,&9)Y!N-.3L%:.(#M+V\" fBF/MF3 MG-$[7US0:Z;N=Z3.,YOH'(6.-.!),+,JI'/$'NJ'L\|;]+9FK/RE+#;/LJV\ MD(00Z]TWJ=ON^O02$\NAA.PIT%X+^\K[4A3UNC!I$C_&@G&Q=$B]F52.$>XX M$*M)HUWW]%UYVNH?9ZXO1I,&H^,B^&O=;FZ9^53|9TW*5[&4GAZA8F%%=A M.)2R;EA!E_&#@5P_?6DM+Y$;.M3U_@Z<*.:@[;GTCG:&N3C_6R#!8D#PG*4 QHYF< (IZ"'',?D(RC)(_#/(M\ M8^?6&Q$SL0;ZZYGVQD(DB[:!$-LA?G7XF(}6=VZKM_IP##Q5_P*?@[US;NMT MVFGAKAG1E3=4@[!|:?-US-LH^8VWPJ5CZ:U(F=^7[,,:N@^>FN<+ K25JN; M-5V^+.D&K2JS0OFA=R<^;01(KP?3H#IMB,[S-NVE))IIT /[*)>)C|%B5[,V MM.!\E6LCY.S5KXT]9U&[<[,FI6SK^XDU?]ZLNZ%%0O"?EE4EQ75!=SD1V0 Vj9O0X M-RZ4CKEA);Z.#AGCD&QD7,FV94AW,%&[5J9ZP?f8>V.=<-4?2$#5%&%-#NAW9BKI09S4.#5EQ:#Y:OCYSCET; MD?V^[<7%5B7<.\1D=]F>C*56?^05%+(HBG@+B)0Q! F'""- HDC\+6$D|&G"V+2: M^=+HS+"?)5.N1=W>&=03ZXO\BD""96 7E M,LL-0A BGR4!R6%&D5DW46?.LVHA.C/[I X\9RPQ.Z8.QOA=><7$F\FE]HTN_6ICA%Y2>>6_07G[MHR2.Y QY;AY[ZC:L.L"F8W3<M[UD$&0F" ..TQQ PG+9T)Z!B/AAG(2QGR;!&_HZ;'?,C5?C'>[7[,X)\QUX M)VZ(!O%WZ6W8Y^G[\RNT^/VK>A#VV3NAK^ D-DY_%*NJUX6^,UZ62_1ZB-Z M;KR0.8SSF.(0Q##/ &0Q$W?.;))QB*4Q5'LAZF.63P.9F+C6(!QX ^PZEQ ME>.B.?C.]M@-YY;5 /__FYH.V=M8CKU&Q\EFE M-_TD\1N7//V+ I0CX).BWD^[?)*H'Y;76_]QZ*4*8)]6+HJ1<XJW8[VK/ M3WHG56G;W@OA" :<89 ½@(P@"G(",0@"!+(61P%&*COD+N<9S:0[7_O 4 M8.O&:U-LT"46Y6QL-_1-6"3VH278?@.K$(G+-;S"]V-LNBG^[A^ MN%E_D3T"K]OQ_"]5O7[X5'_GMV7YM_+S/^O7ZS]*6HD?TYOUQY>2_]UL]]T M.^M:KC^UP?BH9%48B[N&(AZ]Y.C(O!:*A0%4NQ'Q,\'LHO3^QE#9U;(K*[U2 M#HZB[6X3]XPF6F!7E7^WK/ZA1B8%&4](GN4@C,4-& 8L!9@1 EM2X8\|8\F3_L=:.#[@-%A*BV-ZIPK/MA>B@U8<$'W@=.T.}_ #JC3H0G"Z M=^"D7?;,9>F1=*?)6G(%)H6R?Y,1[|})&V#]+.G_CV5)E)EH+C/-/N- 56 MQ^G!4K,=DL,D|(^^$T_85CQ^VI2-5\ZHVK%[:^)OOQ]8Z4":%CQN"3PO ?;T MF4G 4*'C6?(L:AP/*;F@OG& [U,RUC8[R?U2%/2/Y6IUO18WQ%KLTQ*OFGS M:E=CNVN8%N0^BE&4)^2&$""0Y"QO)8)O"SF?IS%U.AN9P9^8M71(;.:+>[0 M:3)6#=-W#?F]=P.6K,G^? BHVP?.6/MS6X_7ZO,K91K%6W;_%(CP+O M6U%;*5*/L%M/#"3EEH$]PY4J/-/[I MXZ\8\ 8CL..*K$J/ID UN<9+ ME@58TM*1$E"R1I<+CG_Y6E351U0!?ED5? _P7HP_L%V%'RA]^8,*\9'>, MK%/5+?FRL1^ON1#8>_3G(O<3G.=4YC8(VP7F60"P|\<@Q1G,LB"&86K4&=`90M/[26CSZF'3])O'Z^\B2^GD384QA?>1+G[6^Q0MP[Q/S*0Q)W[WYD MO\R+K*;AJJNR+,?8S5O(-0UKCTJ_)@)CF;5VNCD_IJ,):0_3_22/.++?SK8O1G-/U#M*5WW-[YYMX9HN@G8G0W#?$ MW>%P"(^P[A%|/ $LEV/.?$8 AAR"&#*.,&9)Y!N-.3L%:.(#M+V\" fBF/MF3 MG-$[7US0:Z;N=Z3.,YOH'(6.-.!),+,JI'/$'NJ'L\|;]+9FK/RE+#;/LJV\ MD(00Z]TWJ=ON^O02$\NAA.PIT%X+^\K[4A3UNC!I$C_&@G&Q=$B]F52.$>XX M$*M)HUWW]%UYVNH?9ZXO1I,&H^,B^&O=;FZ9^53|9TW*5[&4GAZA8F%%=A M.)2R;EA!E_&#@5P_?6DM+Y$;.M3U_@Z<*.:@[;GTCG:&N3C_6R#!8D#PG*4 QHYF< (IZ"'',?D(RC)(_#/(M\ M8^?6&Q$SL0;ZZYGVQD(DB[:!$-LA?G7XF(}6=VZKM_IP##Q5_P*?@[US;NMT MVFGAKAG1E3=4@[!|:?-US-LH^8VWPJ5CZ:U(F=^7[,,:N@^>FN<+ K25JN; M-5V^+.D&K2JS0OFA=R<^;01(KP?3H#IMB,[S-NVE))IIT /[*)>)C|%B5[,V MM.!\E6LCY.S5KXT]9U&[<[,FI6SK^XDU?]ZLNZ%%0O"?EE4EQ75!=SD1V0 Vj9O0X M-RZ4CKEA);Z.#AGCD&QD7,FV94AW,%&[5J9ZP?f8>V.=<-4?2$#5%&%-#NAW9BKI09S4.#5EQ:#Y:OCYSCET; MD?V^[<7%5B7<.\1D=]F>C*56?^05%+(HBG@+B)0Q! F'""

*{"I@YT*I++>#Z4F@^L?7(@_.GV*74FHF@(9$&AUJ8Y18G6V#"\YV MQ(V1TS_I1I^SN&S1O|\7WV0_K.(;*V10|\MZ-W99|\(UMLC4YM\V5486V0LD MP.WG[|XW\;^]RLTO15'+P|*
f@.C;*&8TKF2NF&-J/9OSP?GIV- M*M, .?/L,GTF'\S,WC7HA</:;%ZEN/=U00',21QD(9?<"F(4^P)C$ M@.?M*'),TE'WD(%'+),/CB?V&*4>'+|*1URG M&=J%*AG:V0WT,DP_&*!€
XMV"H.[9<(9!'$0,9!,D,KR)AJV8*-W8#FBV$P2=X)WY35PK[R& >$$KBD-$AT= M=&.09€WX-$@^/ AU7K&?=R_+)59%M2G9+A@"D3 9":4@R%(?0-\7%\V(1B#G
M%/(XI22%AEZG03@3"^Y',;|W,5E/X,?;+TL9,^HNFW;^1$|AMNH&BU\NZ% M8JQDGF^O-LR=.,.5 79_3Q6PQ=3/AVMM!=!PKTB3+>.=@{2@S.Y.¥&23WV&8T_ M?N$Q_"M#
[*Y99GO6VW#+_K-W MH=KU\:\%^VT, A.VG#01C!8Q4S=562_:6?>_L.*A1, ^/2X)6[9Y7)- MEL]H9>[$&F2+OA?K4F(MW@[D+(.B+AK6:I+ET,_UB"8V1U98\0.>;)&G[>5
MT'+YHF9$!K&[!K(+S#Q$Q:%$:!AG %(:0ZR,.$@SV 4,13 /$\6:]7,EN]* MZBA$K8\X;S[B/ES]Z)(L::ME25NAIAKT.LG\AZD8C_..5YHOYX>E4'> ^W,6 M=Y!="K86B<[D>QS:S&*N1?
JQM,N)6I)<$>VT^#"JVZ*JT>K_63Y_+"A;!#Y_M(&4!B,-8'.HI0R"G&01ID,89#%((L{S,1'BF MY8&#€!H7::'?DF€V5+>46-8-CA%U0.3BXL,SU@V.D'5<1CC¥M68Y$'AG=K)@P
MRŸ'>>5\4K8S]8^;(dJ,2LN)?:,#5Z0%KT#VO9/[09_O91H%7U@LQ1)&[=E $_MS,19#B$#>4!CX.=A(&0;8Π\8!:(FPW1B%='A+6^JJN9D:%#EN6EF, ^^=GBWQ M+€;$3&L-
3@#MSTUH-X)V201+(6D2S:OV_N'!?J\&*$P269^Z9O+LP*L3Z|(>1.\3D|>]V;IU\8D?:UZH M3E&MX_*\B&\3#^<8K<[ZOI^ARI)C>,S>C [*D\3L^R-//V9^SVE;?+T&(;Y?
MUBNV8$&,&$8^B'&).=x |SXSS-YA+2#03*U/JC.XKI\BPNJ4<+3;,W>04&?T;RA$&89$E C5IYC<":.M6+3V(`L2M".8GOWNB]F\F?) F-;6H,X1];P&*19[5D-D@\M4IU7 M;
7ZZ;E8]PMO4Y?$$4K#-$F!GS&90089P!&GC(IP0J.4LS0P&L'2$<&!RT97@ MO$HU^\#*Q__E_!OO!\XSZCKT 6)W4,4_/`KRF_^YU5JW()<:NJ_;L,B PK-M3WY$ZHKYB1&5Z>]%@?
II}_>355MV@MHL:F%E;*6X_W^PPN"\"!(\ZLD2$>7 M#/S*O"CJS0,>L\=_3+5-@?;J:MB[#?)5*^H_5&@KK8E+HJ5+I7*,#G.-,G!-M\C.KCV'BCG7&B>1&._OL>B
X,^LPP2ZR9AFEVNG3;S'.7>&9, ^FHZG MO]H\&7K&%.XE[9F_;6EEH>I1 >|_R(FDPA*1J8+7]4=4EK+)>W-6(\B3@/@A MX# B >(< TQP
%#,HC"\4<"X5]C5",K4|I@<4R&_=#77@^W0,+1KM:BH:>RX M9HNA!=1Q1/VEA|&5M/Z)%SW4S8BV6=1 5S7N/Q\U7!R1V9#SF3ZT2ZG MX[JJ6-V=>3Q@?A!2"D(200#SE *
DI!SE#.3B_ <0DACDJ?B;GR49"7B0IU#K MTF0,>6(QOR:DE#X2UD3KFY+_1N*KOZ*L&Q5@/;5/G\%Z^F 2MIEIAPX%[Z<.
MB9_E'+1&:,2(>%U&&:L+8R)=Z0I|.'.JDF,V7&H5\P7,$*^/BX?KA9?Y'E MQ=_Y]TU=T?6#,%\^6[]4-?W\S_KU^H^25K^4ZYK>K&_+\F]E=T!J[@Y8 YA8 ML?R-H1+(.A4@_^9]?
%0SUH6@\(KI9<61L-+JMMBH:AL;-7,%,TMYTY;O5\N+A+LQN5+#>O\Z+]Q25IH))5I8Z1+3"N+'"':EM>
MQL6,Z6=O7+Z892^6Y7I9LZ_+%SE&47Q-#[+-[4&/:?=W63@9AQG">8A C0N3<_M;_10Z#.0<)Y&.$1^GL5&+5@T@$ZL%QL4@,+-!VR&QO6-\U:BJM&>HGI7EFDUF
M.LL%A\Q|KAB0|*K5B@{(>3NL&###A]+&*R;N6&?,#N9V[I.,/K[M'VIQD=:0U MQ]NN"]]2=!XXS|;?GU4OLR]%R=FRWHBO\JJ,#B]@]%H C%[$D#R)L-FG@?9
UM=IK4)'IWV^TJ'BHP<5I4,U.J72R*?,;(%-N(;.ZZHSZSD1?E$Q'>]!H?A-%"B]5*&BS/ZA(K M.&5=;(ANZ<"!0':ZTZ!29[\7Z-$C4<{6'JQ'D'1>===9MC]3VMEX+8KV6
MVBNO1^^5UU'LM21U/7/W?6ZC{^J&|T'4O*40[X/F$Z?T.\/.S@[0G\5^C>6H M0%(OPIS1+(ACD(4\!9!'&< ^A.(VD4
8^VF6<2/WK3D*D34M\\R.%X%+$^7ML)%GR4\2(6^Y_MG;XN3MD/)^[]:R M>/^PYXDC76V!P*QZU9Y!ASKP@I6L, *[!LJR&TBOTT2""*%1&H$@R7T HXS(M+O
1R*+_M[POZXU<1]HGU_!IO=@#G00FUS@0%\7*Z9 NJ4?5V>TVC40X*; M:?=3AF2[^K?7W])++E9(-?.U+!]: N>5'!>68>]{^Q$ TT6VN&_';4 1C:,D8^Z2 M\(_0F3L%?YS=@03\$Q^
W]|\K;Q>BRXVNA\+O7HIQ=_*_8@I[/+&=OTY[FZD M.F4;WA)RS&Y[DKJ&:?WP65^);QL=9?B7_M*WYN\\|Y?HZK:HEOH(>/VS M5@=*;?|_+ZMZ$<8BDAZ)<);'%),@8CC-
$HY)%]>2I8RE%!0F=05L8MNY@8D:.MG!?,;HZK!=H@U9K^ 8OZ@&C,V^0D<8,O IR]@[-7*[W>#.PV^K\I5ROGO|E M6^OG.AW0L2!=Y0ZZ@C5OHJ%C81YD),I>?
^9+L2YNM^4PW!6KU<>BU'}]H33^/B:^#'(F MY=DO=S;7-]N>[S>-'G7P7;;5FE2^[WWK,@[RG^,6Q4C0SFY%S*C9&?:[S>7W M<%'+\&_[H9(LDSE-
*19^FF#B$XI3'Q@XBV02TCS(C6:,^$"S!PW'T/%6I9S MK,Z2NYF9GDN:P#"FO2#!AM2%!!R9RI,@S&H4TOAMW_0Y6?/L:Q%=;'8OR\>F MG%<96-T8>##)!(-(:3] #F2GX!'=|
MT)CYO|!C$:0O)IGR5=) 5]>':I%$SRB(C&;A MC5*9^I"H%'M55%OIALU$K[TF1Q>(-1O.AK\^/C[1\|+?{IG=95Y/|3=7G=RE?< MB7TM9=6T='[K?LU(Z*GC!L?7+ Q#ZL4"
MAX0)3(*$X4@&X;3E*<>$>X+ZF0Z*FE=7;+A'UIF7E[3F4 M,]]'6B3T|/N3WY2=$8[P.EE'A'UZ[]P)X0C[ISL@'/N@G>;?E@674E0?%>2F MS>6M^IY4"Q%ZB8P##T?
$\S#QO%^3JN\.LR#.4B*"R -U4ILE,[&.]T3;?'O9 MC:'HBM&>-_"0WA>1E9FRGR\[F(;O.M01+>/(-(-U>]PE1X[\A,BLVCO.Z+[*.MGG@:GN-Z*?Y^7|S*0E1]
5R_N;6&*:O'/CZQ\BF]SU?=W /?%^CY^F;G<EC7 MA6USD WSS4])H9Q_7.D 9CRF3*OO'.7?KD!KU9IG/^D+C|R^WGI:&@P/4[BC[!HKG M@G.@ZHTP/86ZG>+03N&.KCJ?RIUB;$?
I3CYLH78/#_7MNEHKA:Z^OO"KJH95 M;AS[_-1*]_!0-L.3T:U.(=294IO-H$+-+##2D1YH!5/"8* PTT($4@ IH+ #'_M%0^G6+73Q&.+S[>
()1C:<-3SUJTQU/IZ"6OG^E#]7I+E^*/MJ[\=W485185 MO!<(.=C=U1M).)€.|'\VD\Z*7Z|ZJW1<(>)T+G.4%2GM78"<&<&*%@"5795(/[V M;>0,.5:]?I;N2',008O//&F_(>L
MF@*P00Y.QTML]87G'VWM[%ZUK?F>#9?NZ=U[4L'"5-ZA3!U[Z]9"LMKLX=1F MY_:M\;'M -@O8N<*M-?2BXRG62C#%'N9))A0CV*6B0S[61Z&H4'\P(!9X\S -Z_=_$ZVK.[16?
=IW<9V=^,]_JJ;(+OE,*2 MRUK_M$C[*)51ZNE&9@P3$\^P3J/#DO-$)DG,J !5U8_0FOR4O#V^5FT9+>5F MD"UT]-2(P.54R9$8H,?@_0&^%)M"N$"WQ6K)7|&W]].#\(SJ>;
|KM%Z7VG M^QZR%A

2+W&73X/:SQ;++],!),QU|P>58DF&43:#VV$7+B/F7'+K&^ C]>NEO: M5/=GD(<++L@L<_'X>9K.?+E;3.:[TCF3N' &2]IY'(+%"N, T12"-W.*VQ;' MCE^]=#*

<<=_:>+@@N\#!S^>X/,M[Y?EXI_UA^>+\X]A_F7") M.^P+:>#)K M15B(2F601D>MR+AIV0(/#[Y\-UQT?\QXO&"[P.?O'W VNZ+>6%9RJ/%2R 64 MMAZW!T=8R9NO7,W-*I\YGBD&+L 1%^?M,X%ND?OW\@N:W> M7*QKS4;-K"<^Z6AY-")0U#D$ &YQA92\3QD5@PYSBT"D"=IV TD'9].-A9S M'Z AR2W#[-4\X^?_&[J,N&?OHK004C"@I*2 FIL,J&*

{]+1<4;1.<+03:%2:CZ=«;@H#7FD6)>&BJND!&^U"X-2C4M B>2B\IXU M..Z]>C=<=\S¥V4:H(R/C&7&0-US,PMDDE[!3* YB1!)%5/05\{0%,&2>@!D*

M[XY"PU>OVPT!'9]@'BZ\9EK_UQ_O"»\U?7!0$3;Y0/,59OIBM9A-TH#E4A<7!L1$%F!3S1)3KE;%^+)9JU5T-F$ MUBOC04+&A(N0.L/_^K#_FN?|/S_]U,?T49L3,ZMGZ>5@NOTSG M9_\SS"YP@DG'"%% 5D*1?Z40G. *,(FB>$@EBJ>2,P_!SDZ$]8"EHP"P&%H; M'4#LU[#\]ZY#G,%E^LH4KX0V$=QKD;4#6VH:$Z.E%RP)2Q3M.#/:*_54#M@A MP']"G''Z8*

*P'U:2[P!$+_'(CW>]77PEIX0,H60-)2,"(GA6@X*HE E.L>4 M4D_=^A!\9GP<)&:=COG# .5[:'4#F64]U4G?U#A.2*;55\!NNKWBQ#:,/64(1 MC#9^(^QS=#!F2-1$M^LS\4V?X!WE#3]S3G^-X0#43/8=X.CM$C^&:.?[Y\|<: M]-+V_&;] 9=?+PUT*BN6QNB'<@:IU_'<*AJ MK8D.P/4U\5%QW.Q$&/VH'Q0X)2.(#QSM$^C=*4UC/8'3//KI '-T, 2/1P: MBW68-*

83&;XMVNB,1$8]6|'_0-7)56AJ(OG)(3M<.FUEYWCH:>XR6'CSFAL'\ MD<+NP)X\Y/+?<#4Q4@M1 T;DIK;[8AF"YA$]R5;%#:]H|+MHJW;BC[(8(_M5NL[1%'T]J #0+WYB+7WS?SL-885OJL=?M^4/VCWK:*;6!6C(_L)VK!4LP Y MF=3;8=%@<4D4G_53]7N'X.E)@GJP1XWAU$X!':#I[7)!{*R_O)T%$L|||UU.N MC_4DG|*#B6TI0 U2C 82!*1A!]B\"C-P3SZ'A\JH_-M02[00X3T$+NW=GV.%G@'J+'E'?^+$NO,1DO8U_SW6QH"R@9.NA$9QH_6 MX?LXK3D'Q2DK(Z. 8Q, NJ;L,F0&9K;$Y>8PI#P*.'KS=A8PFR_6_GH8XG6W."L@OWU3.?*

%C.2.BKZ[.OOUR+QCN+Q@L/7GE'H@D>_G(`MVID0LC1)V-;68U?;Q@V^!T&T1%'6Q0M_BZ>_9NF,>&C"Y(%VNI0I&?>HR*V'!]P.1L;5GV5#GV,=?*

*N7U/2#9B.TO,CM^Y"'+T#Z&R_OL2FA@3 M6*AGF]8P2=%B8!!"C!"SSBE(H7A^JE;BX$#K/BGC;G0#@:>%V#M S_/%?".+ MOT_7'YY?K-:+\QNNKMHC3:(NR&PB;S 6XHF<*

8BL1'(WN,'1D(-6Q0\+]D+7 MM+#X]O+A]KI .0/; ,]%(.RWS7FHZ'1+V)2H0Y$@6+1=;"3W5M.QZG[|" 5 MTH$Q@(@["9?K>O7R N/ZUA&85:8P)Q1P6SMM)"W 9Z'KG8L.D@24?

*>NCZ4>) MZ<;A/E;A]{>W!M+O $9?YQE<[|"W#|ZY0L^8AI0P@[++D!+IH,Y183 ZNE)"'& M3?9X@*ANC%5C6+751@?P>M(-O,563!A-S8P*3'HRZY;5>FX/-HHHDRK>Z-:)*

M^3N2UHUWWMZ"-==,!X"[&|_>XH0[ELD%99#%)@6OCOV+I8##G*W@1DC>W)] M2DTW/GMK"]9&_AT@Z6$FO%;U.BH#*W7^7^W 'Z-G8%5$'0Q@#HUH,JL/Q,UB"*

*MR'#X.5.[]*41^3\0O65+PEWD&+#+5#E=D6(J?8T$^A1E0&QMA(Z\NCO%WC9< MS-=(%1W8HUO=%,<%X;ZHE /C@%Y]4%G*.@(G#M:&NZ]$KEUL.Y"[-(S=$*2-*

M;N]Y1D<(N@.@/$OIXOQB5MOS;';CVK9UB1|POH^PCK8]AQ?+U8U5?--->1\^ M3T1"5"884KP4@T%@-J2:>D!ASILDC#![M&Z;YU?QV^#BE_77BA4I1"0F&

*<4DB0UI,WB6(7%NCHG=2-V|(\S IX^Y^0Z&] M@=@[0,\[7(?I'///83F?SL]6MQ;+"RS3-%//!,NJ,(V@>2(I\51'*RL+6LOL MM)%2/3G[X1 @?9N]<<.Z@3#56!D=P,N^H";9QA*

*+#U!41MKDT5+X$AA(.E@I MR9J06F?8W:=BW*AN(/=8E?XEO12J3B"8:+.1 H#A780@0=4C D*=L6.Q6 MMVYH|"Y:NCE@.LE!WO%J:0:S4|8*?;M1Q@=*

*<3U:8#=QXL]AF\C^A13IVPJ M6HR+-4$8K'8UEQQI3ZO-R!&#,13_61%;'_6=I*GH;+,XLTK[Y6+Y8G$1U^5B M=K]QSU7.12JJ2$<+TQB9:7VZ"+1D$V#BK&CF;?L6-*

WL1./8)1&,I%3FWGEQ:7UG)7M2A M5LYY62)G QZDWB5G[&.)TV'K$7TB*E7J]4%L2&+BA&+@*\K[K3'FCL=!)B0 M72 3+,C[&AI/6U+&/HXX-98.4$"/,+H]-*

XLI8B#"2'Y6>|"_"2US(.2P$T M$]DTKQL'>E39@"<4IT;4H:KH1U/P2[%NU]42|3T.BGAX24 M'[WGV++#R>.8+.93;F\OK%UZC$I.362H!T9+65>$BC$.,2H&AB67DRRV?=/B1T@Y*

M_O#T\H'O:^PQ<8)GR6R$XERN6?D%@F4!T#%C W?:JZ<&7AT5)F\H&#<$;'O M^R>F!TMXQ.ULM5S75E/Y(JTI9,#EIVG"9Y^GJXFG$"$;#)!RW8Z#2N!$DB09 MG[@*D@C(T&S+63 Y8,KBXAYS"J6$QN74E M^;=H&AU#OZK[IN,34@K918@NF? ^2!4H/I",9&3- MR9=`B[3R3- B?,O1??(-XQP1MH=%,S%V8%|^)2F0EU\U"|9X&B|X,*! M3*F (&.?*

*$;S@+^HB]7$R:U M*LD&XB +J$4O$#RW8+A5.FOE0_/BD?M4=`+M<+@WVTC '4#D'7[^07>-"\K M0FD34_78"BT83>8P8G&0F4B**5,$M@Z#[]+02;!SH$[O)9T=(>!^ /*2Y/10*

MJ=VK~667W-JXCOX_UQ3?VM\@!27!ZD&LVBHO1D$!LP|^A@SNF$PM _9X\+L M.%P|+++|E-0!#[\O5NLWY9+12!|^ R DU[O8_6GH#,]ROY MBH!..=K V)NIPT7:

*BU^6B)6*_ +\R74^2[|"HH8CU%I4$QKB R%X";2!AWWC'6 M.GWQUNL[N?!N@XE#Q=I!ENMU\X&*ZQH27$[KDBKL->MJH ,K\X[40034\;8ORS|.%INY$Y=<31R7*

*MCC9H,IDU[Y>V4D^;N/80@G?"&AZP>.:+$DP2-Z]DT5OX]5Z>5)C] U>\XFU6W M,)ZW8Y?HZRM.L)3L692@L1XU9.DA>A*9MTXE4XM21/,3XD>I&=?=&190C730 M*

*9I^?3D).D.,+;Q9CL@9SOTJC28 M%W5%Q+A>TI .DIB/3GB-U7@$RZ+%CHQ*$(DBBBXS6=/H"NA<6%"'''65:'PT] M@S8GV7-~G>T#Q=P!4GXJ,S!=?=F*XGWXC*N?/Y-U M)GU-*

*YV'Y92/*VJ.I'IPN-K@|SF1AZOUA*=H;%(*+$=)HDB.'$#:K9V4V=2" MSV1:-WD8D)UQYR8UQF!O;N_ >EZS>+F"?R+/LY[;<>0Q5@Y8DB3>.DDHHG9@*

*M2S'*86"9M7;0'B%E) ^2Y[PIYQXE[?]3X+6KF>%83P=OLNKB^Y3+((*R6T4!* MNKJJB!!+;6A@21Q.QNR;_ +^BH"=,,*_$XP<++MH.[,E5?Y2K&LF?PF[:)HEC M4,$I",YO#D,L>,M#*

[;21>;8 :2H3@GRVKLQX@IQ.BNE/<+++2B<==#0%K[W:QWB?X6HZ?V MU+!7W$ ^|^(27W;NRW_[:^ZEA:0.+\H'59(IQ6)EMZ,M&L#8!.39ZUCKC;B?"

*M&C=^SHHQD5D&YU0=*1EH\.*((&DM>T1F(V_.:^?QL_ML?"--M#[R+N#0X%K MZK<2J>9Z,:_+=M/JULI45670R8%&MHD<+%.@&-.1\6]*A&' L]#!'6"I0,T M_1AHCA9![QBZP\-*

*E;TH5R4MDA0(B86IH5'@5E 9#6WQ*PG&K6E\6/$A()Y@Y M7M%WTZ2/EGH'T+DUR>.R":F-(KF@ZC(2M<=)+A!%413^U-IP)F(>6E\|)SY)PD: M]WZ|/7S:2;\'*-Y,Q7[L>.22L9))-MLN*

*TTL:OZM6A(Q= 2%N8C#*JW-HY>IB2 M<2^$VP.I@;P[0,T#%2>>Q1B9(PXXDH-(^S>$XA&R=YCKN#1O!XOC7W?9VKQ)_M_'68@#N R-T+@U!:6YUX;9V>*

(NBWA4A1+0.#,46%,@R M7?SS.>R'U0D.A.!!57[7?ATE_X,!]%55TE+9;ENM,_=%='DSJ6(L1B@+9FD M8I'7W-H,.8>$#@ K0:1NU'8Y/E;)WM?:PI3(NS^>8IFXGJ$TW+2F7M(*

H;.S%1.XI MRIKU)%5*3A77VF.?FJ=Q@\A3HKPK=/2P?5=);\=PWZ[!V>XJ5YU:OA;$A'AB M/"H#(28*H2B: E?(.'K_-],7.7F>4#W#KM3^6X.<@=@+25!CO Z*YMY1UN#C#?+]Z'*

MSW5_T8=M@60MK'F85=H8$"734+RTH'Q$"C 3A9I)E$HU!38>MKX$>2.FS4|-MDKLPJ$Z/38Q_W],2OL./%\OTH;)T?T>9V)B3)(E"\H6DRE4!7Y@AQAQ&-(%$*

*M;C^.R15XZ;WGMR2MM0/0]P&]K7,M+#}!QE1ONMXPBIHE(3U|:XO1FJ78/'?W MFT2-V .,U%^#MKY]<-->T#H1;)@A$=2)N_5JLC<[N^]&GMR2|MK&]AVL/-H6N_*

56U6!NZ2#L))16N|\U)LW)2'6C88^2YP+A;IYY|.3]@$8KK|N+M+U ??-T=P/S)@Y'GB_DG>A/I^TW9?KV>QMO\3W)1RA@>P!6DW#XX0A5-LOD#=.U[>9C2D7;;(

*IKVJ@:.@DKTQ9R'"%H MSG+*LGG+N:,('KG#< M.DH!1^8%_#QOT_3C@>R&+ CNOB@@ 9 S]IF&$#W]PTM,+)O:X:J/*

M_!+^UD!.EP%38$T2NWK!O\"'T,W.KU\SPKKNAUEK7\5] .:*;KAA%^FQS!*L9 M$B(SH<<% FB2Q6.4(OUPS?LX/0U\V/K,M\O%IRE)]HGLI.4WF,1\(!G-:2Z

M.G"_[DSX,LS+0,&&1NE!Q2(H;F82LK9919\#-M\S. ^]3/[2VGQZNMH?H.\#- M5XEV-4MNGJ8S_(JE|XMI:D%-Z7&NI87DH$O"%%$G"RD'IYFWQN;670B&X&/<-MI:

*(3HWAT('2P&%A>O3E--RJFKV=X> 77T[+SVW/KORW0G6M^&=A(3H@Z"\-! M-&@@Z*P]XY%IUM]V|D+ 7N"9W?/0L!E9E[_!\)($)V;%"(X\H91 LAN+Y@WY<4E$?4*1[M-*

8DR>R<,3V)5=9D!B>2!L9"E#*5H+#U3+K=*!NW9J(!4 Z-G$@Y >72154#[M]\3UIEP.2:"%L=!5E^V_-TLC>V%%$A2R!.-!.9"@7+86.*HB+5,.8>MCJMTH*

*M^RMD .R#O;MV;0#]=9"1]W8Y72RWA8#O,N":C4MTI[25|/78S1>X2LOIQTOU M@6"<#PD|>%L'*I@:88>@P&GAG*9X./'6^-R7QG'SG<='ZJ Z[0"S[_3SB^P M=FMY:,S"W14I/:-*

*:T(HLR6E0F?|Q1D;Z!S-ZX=`IUG6<^U$X;N\S^\@=4)\= MH/4%+<1/),%/N+K'2:'@GQD'+EI%0E/$A#,9:/^{JCBOI6E=9OOX->/F.H^/-MPD9ZZ@!QUP54=_G02AJ*LQ3D.NZ:PBX+0?H*

W,2:KZGY$$*WW[L=H&;=8??RT M-=`1'V'V.'RAQ)@%>M]>]-?O\85*?O$2B1<GX)XL11:(5FM(7*BD$V:5[IR]-M/1+Y^$A"QJU`P^,)\U=B!\)))RP.AF;@_3IZA_/B8;INGXU\48$[W($Y6*

*MG@HUU4 4X,EFE9GB,34O0'^DC0^^EAKK ("_X9^W#JZ6 MBSE|F?)]ZX,2T9'^ORO@Z>,>,.Y?(!C6Y<'B*GJ_N6DBQST@0(14I0D=#E@C=0.)7 8C'&MFXI MW<5]R^_I ^:+&.XI-*

Y"|JSD|^V+SFE?S6|USKLEX6X> $&77138WJT<$75Q1 M+DJVA5P.SL!9YX%SL6JN57-#YL:L_!7N,'9\\WW;J9'1$0'/L -^[N'?!OK M=NMRBZ&P0B?

*O&@'<84V+B8D2)>TS>1T6],\6>YH]O*UT%M8\]2O7?H.3Q8 M#7RX'_'4XP8I7!|0QWBR3+5PKV6M'B7GT("JS>2C9!$$F3U.#FMV^A05O>T]*

M@NNW;.M.ZARPFX'8EY+/;^.OZGC#)7G7F]O _VL'F,?<&D8.>^TF8!A9?QOO_N'K=VIU9RAX;OLC3T8$OWU=^W*;T>T);=*;%E MRN8.A>BM-Q_4_-'TM!5K?4^0/C] M:N1$.N@@-

GBHI/RZR|S5[.D[+$]=+&>2@9"R'H'6K"&>'1C!HTK98["M-\ # MR!S7^V^ Q%.I:.S+Y,O%]J;\'>MJP_SL${%Z1AO=>9C.KSBN<4K=RJO;4(\^MZW""NVN/%U4,I@

*Y<)*RJSU03*&P21D41>C@0MK'_AU/TK@97HW-X8DUU*%;M]43?AR-.I[_YT';50SHE>W76 !-R"ES!:,&42)!4 2H>03@3A4XF!|VZ:\Q) MFU;<"D]HRS)@G_"A[5QJP."+RAY"*!YK"-*

*=:S@=B@JXI09YSG>2|\?,M(U=-MR?R>VE?L@{G LQ!--B!-WC%XN(%E]>K*M(SVN5U_9X\^?/M4(5[_%+5+@-M@:)GH"VZ @%AI .]9??,POZQ_4?*

3P_KD^N\P_U|SP8GA^_YA[WH MQ/U;!O0-'NGBP750+A8&-A%Z:X5 M!++|0|L"MM2T')@?8@5ZGPE7K??U)@KKLZ+(/%A[N8=Y"_!ULRE>C M++:9XIL-*

*8?/!10F^56=]YPS;,N:S\B!U+;:FV{]"K<0@68\^Q<"M;|T3Z5!:.MQ|UL!T#@2936X0YZORG*X9ODH|\]JWX!HP*WN&VUBM'))2X602BR@G(C@K=`@ M.1."R4C>5.LM;]@V1#=ATL-*

#RC=O?I.I/UU=#K&X>WKI0N#">(3L7!UCSB-$ MD1-88X3),7/>O*T\51WW8QH'Y0]'O>>>1*$=+C?Y+A^NGIVL?ZP6$[_& ,? M9":6M\3P=D9.1$]?:?OE-.&*

[,M#GEIGGV2K%(NTHU0?A+H&+/I#5 M9TP$;ZPJK>\HA^=JW%U\S"5P6D#TM40>%/O?PY(BR?7JS7)SA7JK-UGV)BI M!23'4FWKRL!ER4!AR%G:('@>]E!S3V+'O:XY#:.'5-_H-

XMW6^0]U?R=X,9- MU=4WHT_IA/US4Q$Y>;3FWSA#<:E3,[1@HVT8&TP$!$=Z, B+Q1@ M(LO?\G 'IW+,9NVD€>"B"(IK%5#/ A3V]\BQ"!)$-Q)9K6SCC7O$S@4,^-V'3B)

*M(1[3_1T>1.5*PUEB|P M':.S8T[V|SVJ4?'VTR1V5<8=5;!%"0TA,4?P\Q&"YA821_(9"1-2M4ZCZ:*, M^XDN!V^6SS?ST5_-,__&E @A9&V6U,3!0'+AM$I%V'1C#1"D\'''+5YXO;@QO*

MG4YX%,%_A1+M?9"Z1T^+QMH>=>-+>+=<3XBU?I/6;Y66<]NSS=#7!X+FH1VF% MAYHF!@$14SHI%1AP@?R3'9!*[W@=V=IQNN4/O;N<8%W0K4O&NQ/4=#PQM:KBW*

*M"Q>+&HJ_B06/HMJ[F..C!,-[Q<=?Y^3W]YN1.S5SDKFX Q5\|A M8H.(T8.UFFM$5UASY_TI>L9.CVVE]4?A=*0*.H#3R\42IV?SGS^GS0*\8NC2 M&G,O.:9;=6C]"0X7*

B)#"5SF(S0|OW&M.Z$J25 O@#16[%NAE-!|HNK)'3WN]#*QR/K,+3D^R%& 2C4W MV-=^X*[4FT,>2VIM<^^0\%=HC[@FAZ/F/;?2 =:,$,FX2]>^>+ (39:SW#F<;.M,.X^3#]N,B;#)XL>A = 7!S

HY.3[":X@FA!R5,)[;'V)>QBE8|<1'@&.74+S MMIKJ (\/L'&9!H|%RB#)*<"R+#0=:$@LA16KY^0<7'52,GW M[H>.E7@'L+EVC;_F IE61AL)S-M$<3Z)}]%(*

*W%79P;$D_KX^V'*1DW_W,8 MX#20>0?(^2G,-K.M/B"N7U]. ^-FVGX@I;Q8*]%S+ ^A+99(^"1,.<0!D]T\UM MSF.TC#WCN9V3U$3:G.:+F1&[3?!L0LZX^:lL**(M1M38V3B_S*

M+0]DM/8)2U:1+TN+7R4FP45&B]_QP"5W15BY$SR/H6)P>H<<8L-!W(=6XF_/R3=7QE!6?P]?(%%;XD?6;<[:@'HA'&"1>UB*

MZU.2;]$T;]'@:3!UG"+&WD_O.P|[FV1;K"&GA8,Vj=1A\P&A,@$V>&E0^BC# M;B%(V+&K?L;8O<\M8;&1N3^W F6>6),@=XT){0F0$R2 4,FI+%DT_-N^:L&

M;8.5X0V!MF&EW\$V>G.$_OHZ!|:9SEW))|:KUBI1#Y1D8!&'HGK&8IZ<8[MYP-DC.N #9- <9B,NX+);XNJ@C"[S-^TT5*8D2(P)RC^4#Z!,)#CB M4!83A0[%A##*

<^,&G:>MEHSL)R=J32.O"UN8%_#55]?ZW+K&8UK2[,\\9- MK',MDWO-MEVQY< [/^N1D4 1S+951E %"8'432@(^=<6<:!+)^%+ (7SEHM M1>NY=C0G)!XY-

V>3A9),%;0Z21(.:(O;B MP$5-D5?.Q9.CZV/[.7B/4C-V9-%8\0^DV3;00@=XNIF,\#!/#W]Z=2AH7>#: M>> YVARD9%V"G0*BN5HZ M ->U$W)G MP&#TQ= /A&M=>=V2_G'M81-

+3K1;@?(?G"FD9=2))D[{1]U&K3 !)%+!&V$ MSTE9P63|RXP#ITH-AK3Q4/%DP'N BC[V1^_OU|NNF!\N<>)DMRDP"U8EFE[ML=&

*T[:>N0K,.BF18^L{W%]>HIP#!'T8A"Q=P&@7Q;?<#G?&/PSI&6&JP?% M974[-GH-J2G:"AV(TG!U6H6*R.ML36W;IVI:TG5Z\)N 9020=0NTYJN760 M?U4Y:W,)L6@0(M=$?,*

|:B1"@I)PLHK!)M;Z??9R:<>4S?;82#UCY[=5#GX M\W^\P(^+U?2:A6V_QH9\J%^H+7I'!-D8BV6R9%/_F?=D3SQ]WOVNEND5;*

M.79@@QZMRT7D1A0G0(94F],+"U&I")%,K(FE8&Z>(7)4S?N]_7#GEPTT4"G M2+!J+9&MCYH+LK6I-NTBTQNS-Z"E9HD'PUGS<2W?71W\7MK>O0Y^'|&/O3-M M#X'K@KI9,Y?

U@E?UB[U_I ^:+&;XI=W?R&QY:?7^?EA:@+R4>!2(SV|619/;O(D)E X[6U M(K1NX+(7@>/6MPWM&0VGJPZ ^/!]ZDU?W^DJS1:UV^^$H9/:\@#9YDW^N89@ MO0#KT!49LD0V1,>

|G8@:,.P;#B |>P$C,.7RF(=9DT6RET!W!%/2A?G%[.:^OI+DKC] M8[$|."UVNQU^XQM=.(!?!<.3@$QL_2MZJ-HU5@9M9"P4Q_+6Z9Q-"|_7 MA^X?VH=K^=@BHA,X.

*(_M7).L0CWVR,"%(#Z94[0[U7?]G6">E#X6GUKUQ#]-T MW(83O;@C3?38X;B;ZPCC,QLLE_M<%SM.7[3",4"P3Q8"/N19'!W*D69%0 M9*

E(NX;FHG7>W@YD=8+$TP+F,=@VTEY/@'R(HLLM>:AM#Z@W(VR<8_=N|MO6^FP)V3>7FWW^;M<`MUU$;,IF,P(OV|0PA@4\ZT^).-A;.O6.M\Q+W(K_3R|@0(;L8QR;JZ@F+K^8?M+]:KC<3X545R3)HY$;#DD"C 4Qf\X@FL$@H%!BE5ZZO,)\CI:&?M0? 8W(I4 M2?@$E>L""$T)@?);TVL! F1!P%6*%N**J;XP1."Q\D9]RYY7' =HI$.P/5$]QGN MI3?697"F#F_QQH\%CAH,PS,=],.DF3@^;:* M!'0#UD39&+B=M-$/(MBO$Z5LN"CZC!(N8@I+;32M#Z_^\MUE]H+";MUE]'+1V Z[%F-!2L>YW(*4U'" M>%"\-LF2<'K&LZ3HVK;7^4>T5U]E"R]/G;>%EKJ &Q-"^Z)0%NX5V!$/88W M2-H#!8P$I<%=15'L!:L@>5/MHMP-D/L6A1!$B0&!,&M Z&HOT:.MXR6A(9*?8RC6DQ3S-\9IK\V!QD((DV%]E%7%\#;L8.-"-X5XA$R6H24:2-.M2"$#EPNQE;++N75JP??15*@C4 Z@RH,A2I3$1?/1'C<2>S==.6.SY7B=2]3) M@X[%@:*@#US !+1%QD"DZ+U$>)3](R;]=R'N]E,7QT8R!M>GB.FFWS*NHHO MERL+TF*TI0XKS^3NT"(*N7!@107F,H6" XY'NT./V*W[6FG]43@=]8(.X/1R ML<3IV?SGS^E#F)_5(H$_PS)?-23DD=98MA",JR=:EH/3NC8"*T5E0TLRMPY)-MGJ*G%S@=]_6]P7-K%^0 IP:V_O5-%0Q/B1FG0213F1?51> 25##6R'QYYH/=.MQK5@8-RAHWWLO>,AHH/EL'LS!)6Y3(;6N8@FU^9Z_J+A'\2@.:\+URW3IGY M3EI7C B@@UM;[*/-#F#Z1,.KB3/,!?H3*)M.L8+ ^<=D[8%RY& S]7_.TZB?(MZ23=9G0HMM)8!^" L,^;SF@V)VCM?]YN50G5EA3,V4QK1{C0O/G]TQ1]_Q>& MP|F_ 76 0KO+]9;G,BB&2\^0_""A*2E@E@$@@F(I@0C';,O0/ 8-=__^>$P MQN] ?76%O%NRO++E5A>17980-K5:VC$@ZVVA6)-0!TN2&PY[}^GY_B/HUN@[M4F>==)IY@)M;"TI(&766#((2KG9X+N"+X:!0Y6(U>;>V=8K_ TC:"8?V_Z;Q& ^& ^N1;N)'&G/0N!V#/$'JT)"-HFR.2/LE@BU\T'JCY)MT+C'R$?_NXFV$[L762S?,W.U5+\#< '27X#L+*1BYY1QF8UZ#M2.4W2L,L7)3D0!J>S0)QU, M5]WGAW~3"J''+=H<'TX'BI]DP3=#*G$WP@,73P@=0N053:0.H:5?!,"SP1CL8]MFAT>/7N)NEM7^K>P7&YBUJ,=YGM/:N.6/TW@,,ZO#/5 W$G D",H)B($4=LQ M.N4=I\C=|.;>EOG=_.TGS]_G"ZW(WS"&CE%F(1TIVBG-#7;/=6ISZ0*,.TD M1Z:E+JUK61^BHRM7=Q]-W[4+1PNY7\}?DTLWZG?2R:6UP*P_^;1U32>S^7%?> M:AIG]%>K]<1X40*/M4>:823(>JZ R8#PC!69=2CV1/O.WK1WY3,? \A1E-D!MB&N7^53UE/^8I{4\@BYBZ6Z0,)XDV<3<\V^CKP)WNS9>>*BW@\@4G9PH$)6P48M6;D9Y=NJ5.9P0Y,P?PZ MG4_/+\XWW|P-7S:E866QO'N/<'1^@M^=[VH1]QS W3%#(ZW\82R"P$.BL1HA6 M"TC1Q\R%48JU7HRM@T(2&3[B)%Q)^!W6FAU:U[5+7*4P^\|8EA.AA=7)"O!* M;.QHH: JRC%&&2FM=:IU?2OAU'858.Z#FOL!YDD4UL&^MQ.G+R[P-UK:[__$ MV2?\=3%??UA-9#0Z4,P-S)",E4BU=V?Q$'@QD07#@K ON_9^+B2VR]F%$',X04#([<(J9R%K*)+C.4;=VZ?$WN5R*Y"S9.A,V_U?&?X M>]FX6$YXRDFJ0*%9#B3-1.LKNE"OUOQFR2@V$ZU/T?:EL.M0|E3HVULY<O\S1+#C-SPH]I9HI.TLH3-0!Z??]WF8+3M+:,KK_N\?-P&>J5/(_#NR9Q/TPJ/D"3R2=Z"\K&7|7D)RQ);E(233.BUP5]K& MS;(?P7[MI8P.1KL_R=;V^P/SSYT2_>GF9$7U"BGT0N-\DLCF*B01]M6]!KC9QIW;RFZ"!"QTVU/Q7\FJCIV-J-]T/?{D^T+H%K54A@F,4KP?6\%BN\ MN%PY[PC#QU\Z'/[*-OZ"K"%?+IG8-L"P<5"4]1,T/&R6=10XS9M(_V MARO.^*:L^42|&(UT%KBB5:EXX!!T+ ""D+Y]>3P%T'M1B?9O&O]X=]D#(TZ:L ML7(ZB :>Y,_VDGZ+R[0I-@A26Y4VZ5"V1CL)0E2UY:OW7A5FG&U]R;OC7U= M+@P%OF.5T"$& ^\MBD?^90N9Q8H^.R.2!+M?3_|Z\9%'N M_M(1&VVK5Q^[X0XB@D8;[Q5MS^[3=E-4>P\U$7E@2C/0)E*4H+V D 6%"MY& M(0OJU+P]SEX$'IYv>E#Y@OICA)H-TNB8WlQ/>>^VV+:*E32%S'\]Y7I-UE(68 M.,5/=;XBHP^=:CT!>'?JQMVJA\/4O:RG8?35P1[^!#_??DU_.=B^7P65MO9 M4S%$G9-GO!JKV)0"+D_TV80=?6-O!O& M?@OG5]V01596^2@A)%K42EJ$P)@ XABU.CR1\W0Z-#Y$XNC3:H.:RNZ0/%IO M8]^BO:A#0A@:-UP>?],!3$%=@^Z/%9+!>>MIP8E,$KVPM4RR-AHHD4DZNVAT :YE9:KTVVQ-W1U;_.1/.<#M0-5W#;?7+!D)92$W>!V#P=#'_;8G:<,W 1X3FEQVP;"7>'-.')!.*"-J2!*@:],D+R,!FRZ43+ ;,.D)[F]+OZ7)B'^S< M-6<-]?)|W>O^O%!SZMW\)/B785Y2PZ7;0N&L7.[OW= W@@\Z-81B]+4EG6 ML>A,UO'0%%.XA) 9&O/_M?=MS6W.X[S*-:MQET^[$M<-C\T5L8' .4%G*J4H!(QEH?0 ZPMBI&^=XCG?A6?8=NG9&/[2&&? M*&4,A.N.IY.7++CF1L7#2G&[+|>"0*SYR.7XD2T1SZ"2SDISI?'_KS6*#W!HDG61< (U4*L(/ABF(3!.:!<6,E@KGOA#8O)/#A\.8 MQ>/ IKLK(H:@%9 :$&CTD2F'&$@:_6:!35!.:1]-[C$K6VC|/SI@W%_.>R MA[!=V+"/O)R$+CKC\H.Y72%TK*J?6 *.-P/(ZATZG;(@?*B.C^\4"(=)2RMI,?OFW=2^'W%P0CO$9D!*Y >)XX 8FO524+D4!¢2FP/++HS&D<0P:3\M$$ M1;0Y(C9W.XB-&ZE+9(#0@#YE^V!Y5R SSXHOT:#6<&X"%-N;'I';>049»#!13;!3.M79ZR>T_9_UC^7)@)GC#!$/I(FN!:4N .VX M!5XC+K41"-+<]R=[ME1GJ.F-I5E M5$6?#TBK":#*QX!460\$B>$I|YXZ.T;V!SBI38$]E8)J@$6Z;\0& L,E3V/F MO!+&:I5]<->II#;IX-XEM=F'U=7%CH]9^% B-@HGQ MM8,NJRO*4TAM|@)V?VJS#Y>KDY.GJ1C"XTYA#*)C,)VZQV,(@)671!-*2\6IS5X8=TYM|F!XZ0Q#!W0;@M9;*P70P4% G>- <97ZE6*L8("I]#/MD=KL ^>PU&8??E=G>AZ#@^QB9;$ OAX(D-"H 770&&'0D1!7%Q2GS6UF>-P"P M&L;O"L3F14AAXF_0\V5/^V-K21T,3@,KK /41%,MF5215U$K(LE&X=QRU'5O M-=FH@8+0'&5"J3M>5?9]Y.9GME(4AHD,;\(3$<"L ,,$!O] !)C#.H9L-XA MK!1E+'OC_%W[JI[89MU)F#S&R->O&ZPKSCUT5C_]HJA&,^;O_W$P6/W(T?>RPZ]$9P|X;MSY0.W/#9Z"H_I(<$H980Y8 *'D="'"C)@+,7 89[J [@V(K=SL'M'^6;I?KV* M>O>+GGOWIKE,\K]2Y5;/+OWR(>HO/QI_S>IQZMG?NG5W/B;2G]G4\@7]=$(I_M H%2!*&MX-C\/-6S%$;?)5X4B5RR M\''5BNVEL @XX%+KZ>Q\|K)W-693H]?RVS=HXK >F>#H7A4)NEP@KZ%E HMH2#R'"%$16YDV_'I,#;Q2+\I ^V.+4T5Z-I@<%976_SG@UGG MPWV!XN5HT_AR=7O:EK:AS9YHF=*7&DB3^O-YIZFR7+HP2N75*-1T MTY;75A50F924KG=9[?D^+7E?|_!@"Y9TW5,\U;,+1HQU*=D"G4& *@B!\CZG MJ.K;@!FW4G=\0|;SR]W$|;5=Y(/4FD)?*) J_NBR72R^'$>A6>>VA)LI]+P M5'= # A0IWH$88#2/H9,EG%N%68^Z$ZB.'@+W63RM=VD'QK&VTL+Y7.Z)=F M&E"&8QC!A$ZUCA!H(E0:!J.E5R;]3FD6V2R[Y>[B>)KN[>'ZQ*9U6^[-BR M_)M5$NDLS?>-?Y>UP=*N#^3OM=29G..T7;****>(0)!-%_8R -?T_URQ1@+9E0 M7&*+LM_9C|MVZFEDS"3DJ];LC41QIS7RAE +Z6!$$>++MQ=5E\$2BPT%@,A83Q0MJ#*I/-P"YZF46%).3355/=N(.-%'+1DEF%:!Q6],$40PAI&1E6F+T/+J.O+G]6K,8>*2@UG2S]\ MTULB[!f>M ^/)^Y"E*=^[<,XO LKH13*8F2C M1VOCL4BHC'^$*&"M';39>[>,3=2)/K&I]VS(*T:O1[TV>)D&D2!3RPT474W*_MG_"*I+&(SFGO@F2(B\K4:5@P4E\RLU[U.4Q,#@Q&WLU<%;RJ.HK3BZ05$R@V M6%]" .($ 2H=!YA!,;&WCO'._5%+!L(^)$G^/4JRN'B4D-0^3/!M)Y=7 MJ=SNUK?ZFM\[L\OBAX176.^% ^9",PFD7PZ^RA#K4]/^A/ M9>&_R3RPE.(S,^C4A>>(&33S'+#4],1H0A0G"U[!%GA3,Y7YD<'327DU^ M>10)+Z.0O<3M=#+26UNX;\6 #HPK M(W@(*G>/P.-2^&JR[2>AE^,)WRFHYJ%YUYW,TL%@SST'(A :<=418>LA4-CB M@&6 5%33]C8'P:\F[5^%XE8CF]]C(M&!)AX]P0("B.8AP0&90*<($CWDF*M/8$>5Z.Q.0/04[A3. 7=!$/<7M\MQ.X8 !EOD94 >2D U9A$^(P'A@?/(\)2 M5U=.VY&T5W-C<0[,.(XO8+S\+&]U-O)W$Z.^=*-N$^F8\T]I%ZJ8(\U)+X M.RH(((998H7"B-5VG;&3H.(!9;TW%_G$X\7HQ(!++MM8D2@E(G @.:(A$ZK@& M@;9* <@$9\1!SP6L3!^Y$G/:%Q@$9!78\E^\ Z:F%CB:T!GAYXCYG!+HP3FODM!06,BNCN8L] 1BRU+|12&N-L8*,4OH]"S6G?'HRL2.7EYQ5HTG9?<XM/@\;B MW|]H9DO$;O3TW+?7^"(0Z5*!)FI:.N)2?C68G#06CT8E5U%H]T2B'\;+48X1}3-BL^]KF2>M=O;_7]4<6^).HL?#2P/UU4?!2*\1HI?0?$F\;,*SG$[6%A `?#|_AXAJY%&+ 0Y?/O99U'1Q00K60Q,4_9)^@-6X#B6SC-*/A")A$O41&XL@:`M&H#@ @/M'/%!*2U5]H'FV39?=9N(/C+WPEX7@;<6U^@%N7=O.A_G#_P>+4;[MY(EGZBD4^? |^Y\8M)SDC8-37FH!E+<:4"UM/$*) ,(9#1T6 <+C5/0>1$9A M62\CD)T29,>3CM-6D)<,6 T+]TYXXST"ELEHGR0S0=E]<* M4-MUN8X;[.M(J/&K/(113.?JF21D|)] Y2[C3]QGU2% `T4 >VD 19 !(\@R%2Z%]D29@ M0_9YY!O6/5F9OR$3"2DN8L0#]0&.@S170#'D0[2,X> UMZB$K#^O6F*PO*2O#&%Z'K$38[P6=15]>86Z!4",*=\V >],B6^$K,&)K065@#/2'2,+0O &'&3;P"}])XS64U5 MZ,.N"YN\BF.6T;"O1=I?))L'FHXG'<95RG%7#=TO_G(R2]GH7W1!>"R%@NHXC5NSDU:COW]M50>*3RU: M=;1S?D<9$N0&&4N!(%JGL5,*:.$@X%H0[VU0#H]2HUV>]!.MNSE%-S./^%6K MM>,6"FK%,856 A(DO1|# S%B\D4O-04

*MZQ[E.X%84P*D.\N*GTMNDO:EIQ3BVT?]!-24%=G#G.(5!(^OO_*5"FQ>LQ-T-.5!C"GUND#'V;S M263F>:N7DR?,-M5-IZD*;QF T<1[/A,EKD$7B,7 9K],ESTD M _VPW"]IDLWAXPDV+EBP$^X^+)[EG'EI1/ MYX^!V8YEB[U]fP?:?1 9480"7^TJ/8/0BAQ%\MERQ%^U##.$F1E1D#,_;Z]DB MKRU\LF2QM^S#3>%+AM1E"3,!MGW58L_8## [*#U<%V'S"TUY.[H:?"9+,'ZBN5> MK@^QAEOX4056[!Y_F!OYH5!,L-R[!"%(:>9&%4"!O;G;6 ,(!8J\!\!"#CK-M"*@"E]_>WK23Q<3/SRXOSV!U9'KP^X8=ZY9!)SX$L)V\.8WKX,_-=&(C 9_;-MQP3'?SL,R-_$ MI?E-2T=^%,\ VI3/C\UBM=4\^?!NZD7]@SCOX-!Y%7_T~G 6+TW-/ _7__G_M4$L#!!0 (-"V#_EB3FI*E0TD -C: 0 1 <=G)NDRK%EA/=X\@N24DI@U!"EB# (< M/"CS_/J[7]WHI:D"*4BR!LGRJ3L8B0:#1O7OW?]R!]K\FU33|\5\3K>(?_\^_M_N_.3O VC^]ISJH@*K2]=!S499)=!G_$NOP4[.S(56_RV:)(+B=5<+!W?DKGB[ZND2O6/YC[_^B? _:]_TD/^~_#4^9!FQ'[J/#F" MB=`"%/-CLIDFZ>/6/BV2]R^\47P5G^51E_PA+E94[M12Z2,5]8)O^KX4'P%/KSRL5%WNLTR,29F_T#G(WC7S^^__#GK|>G%\'1SV?' MQ_0O_\6=5_;? Y>!@M_4J_B3>W:L<]KI+Q2\GYT'O"VU5$QW\|\V3P]:FU8:8 MZZ/+01DA^DT2QL!1R8G6C_-L81/ADT2QL!TD93%6L Y7%_J2O(LV!WRFGIX_L7!P=YKF2WZ;__U2U<_SSEQ9#S$ZI0>?D3_4IGP? O5%+IM,SO:U_WS\IF*.CCZ2S-%UH/KY]W@^_"%;$] M,H*RGNFBU&!ID3(N]"Q5$?R19(%*4_B[G.FH^@.<2'X/~EES@Y86-YH4/S/O M'08Q676]#/)O\$Z/BEH5SKNP7C]8 MJ;)*X.;P2@FL G907332L&%TUY+;(\BQ.\06@-FM74^A\E MW.U2?7+/KY}0E^+3@:.).9W%(-S*OAS^-#B_!_0*IB';5X^N%- M%+X>RL\X3]/\"HZ>IR}>+S4GEUO0ZQF8/5;Z#>SS%^1_CS]*LAAF_M4._G(@ M$W?_GHR=OGWG3]_+W>=/<1H^^K\!1T5+ S(HAMAH'>^QIT/DR MJ$DT^,$_J/4S'H,0BJMB&B< S!$4XA. MJ;Q.S/W8YEB[U]fP:?:1 9480"7^TJ/8/0BAQ%\MERQ%^U##.$F1E1D#,_;Z]DB MKRU\LF2QM^S#3>%+AM1E"3,!MGW58L_8## [*#U<%V'S"TUY.[H:?"9+,'ZBN5> MK@^QAEOX4056[!Y_F!OYH5!,L-R[!"%(:>9&%4"!O;G;6 ,(!8J\!\"#CK-M"*@"E]_>WK23Q<3/SRXOSV!U9'KP^X8=ZY9!)SX$L)V\.8WKX,_-=&(C 9_;-MQP3'?SL,R-_$ MI?E-2T=^%,\ VI3/C\UBM=4\^?!NZD7]@SCOX-!Y%7_T~G 6+TW-/ _7__G_M4$L#!!0 (-"V#_EB3FI*E0TD -C: 0 1 <=G)NDRK%EA/=X\@N24DI@U!"EB# (< M/"CS_/J[7]WHI:D"*4BR!LGRJ3L8B0:#1O7OW?]R!]K\FU33|\5\3K>(?_\^_M_N_.3O VC^]ISJH@*K2]=!S499)=!G_$NOP4[.S(56_RV:)(+B=5<+!W?DKGB[ZND2O6/YC[_^B? _:]_TD/^~_#4^9!FQ'[J/#F" MB=`"%/-CLIDFZ>/6/BV2]R^\47P5G^51E_PA+E94[M12Z2,5]8)O^KX4'P%/KSRL5%WNLTR,29F_T#G(WC7S^^__#GK|>G%\'1SV?' MQ_0O_\6=5_;? Y>!@M_4J_B3>W:L<]KI+Q2\GYT'O"VU5$QW\|\V3P]:FU8:8 MZZ/+01DA^D

*M)%+W27>5&GM[V\1TSW:R:%T@MYT$6^5?1OG,GE*F91O_C' . .)G4N-NT5$'T M8PXO6.1<5S[# %5E1F)XQ/U;D?&*C+ZU:=!2A5T)=2QHG.&IQ%"8%]B-@SGL M|*

[1E#2T"N#BUG-&L04.6)AT66=LH7L)JD2=PL/L:L1H3\S(I4FA+.5DDM$+ M\1,ICC8-VR_-PR3N >)O;C9Q4Y/8?!&OO6=)&?9'TQB2W#W+4.YT1G*_6LRE ^/?*

*U.7O9.29N2R[M/W4V-MRC8H)]MKW'.\;]_V!*G@^+T;0XHUYM]DG.@]KCHVU9I1B\/#I>#X>RZQ?KY! M/=CW|S2VP=5\OPE"#U_QO{JBJR^5U=|-M(+\!21"GZO\Y)_^P(;.+?O?GDH:?%"=2-PC1FN<5U3,.@[=PGB/7NQ/#;SH% M1LW;XH\|6\?US\@2(O-H^0-L:A>'(@>A";N98<1_M2X6<698%I>&>%I>$)RF+ M5E/$6RCEN^/#=_3KVY(,HI#ZF1CK-JF_4SBLUMXF1A+WFL3;&AFU-9H,W(UU=-M86*E[05-==!N_UG6HW^C-RY-&$RVBJHI$4F@8UTZ!:.H8!*Y+|\;<+CWL,/S(/-MKLMKF>NS1>?71/W;($XHS#9/|-56N2V;-)?"ADQ?Y@C\X/HEB^>07!Y!'U2Z M&YSFW/G=]8= =0&S%C=[++_T.Q-]TLOAW1<7"]UF9-HGCA^E)F_K2!-:78/M.&4*2O)(0 C84Q%U'@,;+<39,"-R8A <396BY-6-ZW5Z%A+3[YIYH?:CN Q"?W"CK004:3KGI=dL:B2FO9UWG!T..4*%1,I-^2EMQ_95'U.IO74A$_0 M6-,%AW3-(E'VKDA&=;;29KEL9-9.$!Y%%(-MDIG73XW:XKT<+.#-QL"R;(Z& <)6LF01OMLS$7RSZ_L"+AO4/*,3;|&^]GE3 MN8RR?<2ERX.2W"WS]T<)V^Z4]0!C#T\!2^&>=SE27'Z2I?3IYN:&376D,SU. MVG3'-F\|4P7[W Y^>=?W>,-V9>W)M)/!))5O MT7+,_"_YON/W LQ\CH07Y#* (,\"KL/"-(MA_&@8'>P>'0^Y8G*&_L$73WNON-M?\\MN?N&SB+E?$OZ,_"G^I3/@W<*C*FT""R\V$Q|\W|??A-(>R7OO8&VV;%I M@XM="!EA.%"G5!K.$B%8:]5\89+(0\3-;G@V\7>%O&]E<&Z:39YDT:[U+P3& MD0MN@?]>TFG*YYW!AMB&*2MZX6P,[?(7?]R]ZY/-U[YO5;:"\XF:I*$*UOLT M[ZK#*

[9ME^_G'VXT>C7.CJ^ M0;HV =)UL:[I\%M@+SN^2?Y?]MIZKQC1&5T=RI"?9;KJ@-A(3K8OZT.VK\C MDVHL?

J3'K4G'V[&A'_WX_N3\XO@PIO@X]GAJ/@Y/3WXI.+DP^GY]G;X,/9R<_GYP>O0_^^'#V/^_7?SRX>S\EY./FQAONH,@]34KB2#$ MU8^\ZT8LZT6IL4SJX-GK

>W8]@8XI,DXP<[$TH"*@"FHI&[.]-,!U??MOPX^ MIEJ56EC01JG*/C$X]MT(FOGU6TE9N]+2\Q#DP]R]8>5C[[B62L?@F$C\!,92 M,M&Q58G1#K,BJ2&959;2:']

*[,,ZZ2A#'?K@@7]OM60+FYP)-?E8+_HQ&)=B0, M4]==IGMIL/N@2AAHIIM,0CXVC+WW&B[^4N*ZY[OK]<^=MC&ZL?WI*BK(#X;N)M?LMV7EU=@O::YNA55 M4CY&A+^)PJU%X,.(\@2')*

*(1DASTKS'A,1]0/JZ.6#)+C,! 3LB*G1E.T?C%>R<@O<2U065 M[-H>)9OM-U>DL.45Q/4($[7BA9Q/%ZH/R?E]>7RXMT^.,&YIPX*-X%\L>3|*

*MEJ7[\"KF#%Y9EB>@6N.E[E'.K|\8<*57*/@TLR">4#X=#UK-0A%+9]D5=;7S> MJKSRQ==[!MPJK^3ZAP -=M;\R831](@EHDQN$"(QF(D20@&1%M -]B&%B(.1@%*

*M:CW08 ,286MN[\&"G M# W;_]N&7T-V>,/%OCL;G@C.\?8:$9BGM)$A3*VMK$+-WD0B@]X23FX WC MF%]90EP8G5M=%52$M)4F9CXGT$!D0=X/?35*N81Z+G%.P=L$E M58?*

*Y#R%8 KE >V(\"ZZDM.?:5(@K:6PK$)F8UUBOMQV2C&B%W/B4A^Y@-=7D] MMV$9Z*6B9;HL+),P0Y+/)(AP@H?.^>UUB#?NFQ_0"08*O <,>?)\DHJ8(W:UHI=P W?'#S^=V/OQ^=?*

3@1.0 ,. M_SR .,/X5_O?X\^.SHI,WQ\"!T>G#WI__W.4QPOXGTDU37__U!+ P04 M" M@_Y8=K (PY!5 #G6 ($0 '9R;G-Q.C(P,C0O.#,N.'1MI7UI<!M&

*MUN[W^RMPDYJ.5$5Q1.V*YTV58BN)[NO(+DM):CZEFD"3[#*$(<+!0YOSZ>Y;N M1C< 4I0LB9"BU(QMDEAZ.7W6YYSSSTDQC7_XYT2*Z(?_\|__Nf.3O$O#[X]FQ9L;%163 M[P>*

[NW_[QK]29&.X>)@613K]'J^W$QS^;,J1ST#W0/<#9%\O^/S(OUKWV:Z#^*_M/@Z4G_=']YS[O]@=:6O'JWM'_1L?C[,() ^)Y^^V?_&W\"ZQON!9=@X*]3KEY]*

*M$CS^UO4OTAF\^.2POOZ#UM6'1XQ2($'1#!A9FGW_[2[!]P9_V1F)]8H7W__] M6DUE'ES*F^!3.A7)WWNY2/*=7&9JO!?FZK\2R)>PQ_QB=^K EX7\C^(3Q:9@\^*

*MW8&9KI[<<>ODSG_]^/[#OWX]O[P.SG[^=\Y.__)GZ*B0R^^W;_X(T9^B;VY6R<2R8!>,%S094-9W$B9!)M[.WMOM&T1)\& M3\08EFQ%F@5Z4)MA!9GIX&UR$?*

X%TCF08BXR%<-#12(/1F"X MI#P=]P\W2!/12%M MJZ^=10$NPQEQ)U34W9942>1L%&9N7$IL%%1.!K)L%(S&,P#F,+)QI=CV)%>0 M3T"4H%"1_V5TTCO'H@?

*5C"1+DRHNOM1,E1*1AX6*OL3!,C)L\(L/'M.J|\KKD^0E_ [L(2"N%XUG.9#97.1X\TN+*8DJEJC .63ED-.O?;.M|RKW>U3^LR8)PGD?I=ETP[/+*(A4'DZ W&1P(V%1*N1*

,MV5+IB>L4D7H/ M_$84P13TS2&:ESD0'8ATM$'5M*9+!".P5H(Z?:)E?DF,X+:XA;2[NIUV3R/Z7*>$B1G.,C\ 4W.?:9AM"# MU\AL#(I.(6)26O G-+8_)^E-*

+,Q7O(%MD7)))3;XKEXG\$^%/$2<,+MU1PQ@K7'ZL.CG_3E>IL%/A*NPB'1]43;G6R]ZQG 6@16%U!K#\&I32](C[O$*

*M&43$/6%,4G1HF$\H'^\"=$2M<[&88P0CY0SH$_B!8%2N33,84^]6C.P/&Y4 M83HJ5G!!#JLSD7!%AC_A$/(RG#C/POA!AON&*PX3I"&,0]4SAFLQ@)^:X!TWR %U8T*X399 K"7>*

-,B!G9;"U AX_#A-HR 14]GV MOHJ8-$4RT=*MYEQGY!R;B2G&3 (T#K*0O:?0%SM;U)>'71'7G%(_9L?KILV MG)\982*%/@ [">LHG^41V9GT>,(5#@#"]$X-

*^\%3CS\%#OOT1X/C M-WG%ZN I^K%@S(UB!50#G^U3+ 6)3.6:F.&'F=90D7+9ZB2;IZ53T6"]4C[MC$GT%.*S)#X2PM8#/=`6(9'520&U!#6#UXEL 7L[+F.6*2Q%@ZR,46;,4J*

*--M1?_*TE!&)5 !<9^4C!TUQY]$CF0GR5O2U!0Z$M?XA!/;O ^G'US(8M9)N=* MQ58; <+'K_7I5 E%'W1+XEQ4\0F:S(L_=T?=.W<_+@+4DUHOOCL!'FX8_"-_MU]]9ZR6-*

D=6LNLN,U4[:Z^HJ>$8H,WH/:N.@HDU(.:NIY5M 'W%) ::AA+M9 MR38CC# 21!+ ?=|VG'#%&O9$QA&]'A9+C)N/1RE!?D"5P>4@]T8|EA' 490@ M)R&\0PP%1L"$47F1DF-

QPTX.NP;FF97;,B&T(6NN&6S4")V+2]F[$!SCRR(3 M>'N/(:+ M'#'|XC+(CVVN#)"GZ0S-!3I#OOCT YHJ.GQ!UQG2.@<.\ M3X%,LP(NGVZC$+,I## /H\"RHC5,9IY+,=@&$QQ=ZOQE-

DLQ6U(DQBLJ3^TZ@IO M2E&_AVDP8T:M$LTFV,#"J@EBF,|!&%MP|"\<^+ (12 H6@!I"664B_)3I< MU&-!HRJEUVX]V#@PLJGF9I720M,1H98Y/MNS-A_L9BSA/8IE-*

*IL@)6^P]HGGCZ- /3W)\ACKF359/-M7*R@4R,Z,+"$$VD*# MJ+&[LTE:I.-,S";]8)["D>I99@D&3)9&)1]E.!,YFFH-)B!6F8YL_(.4;Y=M*

*MY&F(=$C?;_,3(\+'YD320)2U4V8&:LZ&/BH"#T+V6=+Q(M@=*3P"8)9 XOFKY MSOJ0:!.B^9ZL>="]EH*D-2GL5K>(89[&8,PMO>4N\7_WSTE6 4K') 50XIFFB0(\B#P.**

M:'1%!4XF(7F#%V^1E.T'N\8&#,9NC(&\0_#92&)M,RT8!=&\8F10/NGZJB M8(T)0B\ET/:Q-SU*TF* - /2U4L\ZJTZ6/6T=VC0:4X]!N>1.8VN_?&)1 Y MKG[NI6N027!KT[PF7V*

*5>Q0ST.9"8HN@K?2#GV!JY."T"]V'"*Y8#^!9./_F M,72]YANWTHW>B]I;6((6DDC6'?IWHA5K!OG[!"&V+3C#PJ*=8@&5G$8^/35Q%R8BXV%!G MHHO-*

*_VB(Y*QI[8$PGY'!#4:RCB]V<;'LMVE=6U9L75M@M>X=*\6!\/+R4IG MOJC ?(\5N6OP.965:K[=Z@*,G\?2!1@_L8F.?$V41K06N30=U#4T,UAG-70; MV9@<%Z>(IS]$^"?*

5T8DFN1_P;38USLFK'G1<96;6[+F-$ MVAA4D1C)SU+.<,EOFQR_':*F-6R]#U\K@QDI.X>BB!A2G.L-I:S99Y&A+X&PK MB;;-) Y&_'9_G-W#*J3+GZ25E/E/%V398L2FI"*

[,>7E\NG0,/42@)T)NE9L/$:) MQ =A$&-D-)UF@-Y"(/54K3CB,,\0D?U,E.:5C .C$.,%"48Q/AL>\%9HB1/>XH)%$KR[) MJ]T\'#; .[]NC@S9RGT0>5;QN5+<2+2/B Y 6&-

"\.U+0Q"/28(,,"R,U5FZY MSK,IQ]^MR@RY-2YT5 /6(IF$J1\$$FMR=9 MIM6Q9>|C\U: 72B=\(K>],Q^(ET?>'Z960!":,PC+ R:)0E^Z B#>HI'>JL*? MNAK\5^4S;=IH6-?*

I<]H9H\$Z?;0!G MMC(MZ\M$#4&=>+M14&BW :P'?LQ2T(5F@JO<)OW?(9^,>(;+@E5CU$0-IL< M%3+VNJG$R2MJF%2;K]=F/E4.S;JIF:M.X)6(83.?!U#977, ,.I0*N.:=7PB F*

M9)+S 8$/Y<WT?V-I\JL78+!SF&3?,JNGW'E!-I>7KV.S+4BR;R*^=8X2\D<-M3!"0FM,)]>,=_NJIJONGNS/>'9]_;=1S^*)SH_8ZEQF*#-0)!GKT8+)^5(*E M-W,9(;*M(-*

\/B$'^*MAB1SMYCB@"*EBE% ^C+1 ZP [_#KB'WR*3!XI"M1^]E M'#(I\M97CW'6-);L',ME@DD5TF0CUUWWV\9=AYXU4-2=\AO+),,RCO9L8TGK M4E^',O-/"$/=5[!83.PE\O+ZZ"

M(1&ISE-WWB. A$"Q8OEDZ&@E#OPIHC,:P:]Z4AUBS62\`,B=[]S>B9OI>0" M-KA3"UIOC>(8/,!$CON#=9(O6P!TB&I-V6=X4QT3!93#VGV^4G,1M'VO (I

M7X&=K\#.5V#GXRAS'4Q;Q82221KC+WFEK46DJF:."HR2<&0,ER"PO%A,+:YF M!,Y0B .E;BMI1GI.(&#+G(RB2A656EWIC(K96)8&)PC[!28 A1UZMEK,8D.*

M867B2R^X%#JE_L1$?;>>>PK-]QZ/PHRI*E#7O93E5[&#>>>%F)7Z2(00FY%E!J M4$%###8)K!L R!VJ$)!(@R02G7%EE9AVTK"I,U4=A9=NM74PL_@L-BZ[';;P*

*M=+8,E1%!C)^L=LQDJH%4"DN.]BZSRCQS[\?O:PCBHTKG8U01,/1!373&5P.6@W864LH60?.+Y42H9[83$M3#E:M#Q4Z]+_MT%+.]7JR$L1*A=>)!*SB1]*=-9.R@?@T+QR?*

#NJBB5AR6@7%I&4<.8)N0KD.L MLQZ5T@S8=;B9R=W[6%# SWR3L>NA?]KM(.!3.:P>(@BHF=>/:5(^$0BWW7/4 MWVA08U5$;FDDJ2U\U,CSU)&DRLV+)Z_$E9%,,1%#]

(9N@_+!\2VGDG-%2]B MVA.5E.D%Y0S&AHBH"^AP#) '@07[RB9_RWC^Q6G)-51+3 M%&7AD?,@@5DE=WCV.)WK%'IB (V)=L9A^?3DOXZ!4M.'[T[^L,&(6)[+4%^D M]ZQ"/#]*

*9"%8R_- VNXN==W9&LW*R7(8#J[^+K:.UW'B#R5"?P0XN$G5HN1+M5UROLORCU!"_5L_U9?J@?]!Y?>@2V 2!05;L7>_"YWL\$XL-LKVDA14;YQ9BQPR1B8#LM]1]K MJ[+)V$,_TV*

*/E(T;&<_E-L M2$H=5J.&H5YR@B7\IRQ@._ -27%XE4>//A!V\84RO309^:/]56X?2A=$Q\](A<%-ABIR8]H9F9LS&CBL]^4WIK5E Z"T-_3L8#*8G#*7P@'-*

"K;K:G:IQ|/$%BSWZR#4SE@MJ/ M 3FCPC KX=_^R&Y9F9:1OVRTVT"T&ZK-+R/8,U1^D>6H36UZ72!=?0\2G94 MPRKA6OOS/0M1S:(.N;7NE"""M;(VSQO0Y;:-;R\^*

M01[M=]NTWA(;#";Z2W78IV5HUH>T)T!R?8#[[L7Q4;_KNZ&VO_MV<+3[IOGG M27]__V^V1F,EKFHABB]$5FDA3+*-Q*",[&@.C5I C-D\8?R[24OY/*5/.H?*

MWG$A#;^U2]CG)U%#0)+AHZNDKS,_%A:IK_E_>"%-V0U:6T6UF@&@BK8X]":MTG$M^V|<9L#;>0"G"%>(VHJ[/7JZN&Z1J>1##W>-0%2S2M2N1@JJA!0C6T+ MYG9PN)

*<.!*_#W7W\!?34N>5PH[.;HQ\/ M=X^\,_>=!QR<[B%'EC@N3OSJ>(UM-%@0KH%L$>X.^7>.M|NKEBCP_/^TF%IN@FSX@%$U7Y3!E22\TC!ZO-O+NK;<%.\>]N"H8R*9IX(#*

*MV[Q$[N/!:@.|>MO0'+FUEW/T]!/|5W4LAMB&"3N<*9V-S(>T76NB@M\/'2% M-/*\M1\P>Q"9"M@P/EZ'YZQ9[Z'S*L6P0RH%K|-U0Z<0<9Y[QO%IPM)8XL):*

M'9QI!BY#JC_M<93<=OEAJAMTR6EV4:"P65R>OSP%1S_"HY_!<< _W!\ET1$+09@&4V+ M=-6U DU90[X9HH2]OX+ -MQW8^Y\Z%2+WXBX9[U2[PRW=%4A23'MLJF[()+

*(MTKNLL6HD)O(\Vf4"PO.G MP=-O.BC1H23H6X(25T49+8*2X)O-QR*6>5XIT9_C6YR-O:Y1^]@*^[U%YQ;Z M@W12\G'C:IEI8:QI\K]I=K8$A;C9# MR5C@=MZ.1XL=]QU:I?*

I?;$OU2F9V.+^ ,0K7JLNB WENW?#/=D,XN'7M:N%] M1T;LO7"!$#Q/-LC[J307)\;J*+.OC5[131S>FUO:M)T";BV=(/IC-YVJK$9 MHJ,T+*R<|![.DB[*"DANJXW BS!\RB_B7\)DIEA*

=8J>]JJ[7A^)@PZEBY_V M;X%FXUZ|+-*]Y>+)0#0Z"^>*^ MS2|=F3+,8<9TN]&L6AE5PR2W=54>%/S=)&UU7D3>*74P%Y0 L1SCF*,Y DTD MW^X'OZLI7IKSLY)_.7?*

Y^I>'=|1P1T^]),_NIH'8:\%5&DJPQ\9>M3A|U+J+\ M75.4,7|\2K>7;+-BH5\.!.C'$ZHN1FI8_W4%$"/^"8\ MRC+2&?]\UG38C&L+JY";M\&_,Z8"-.*

(#@]3F>=TVIV13+'4N#8ACXB7N, _MMQK0*B@DUQHHO"@H5E& L3%.OWHP78NQR@R8 .L3*H2 M])-%=7]PC$%LRK#?6%6M4FL]#>2E]@E/!5E\D!Y/C_'K;J8SH"=?*

*HUNL&1C M.E&CGLI4\.D#H68DK2L3=<&+6E84_%MBD++A=&)IDY(E/.U*TZ=#F+K.3;+= MSI!58&M.4^TKDUSVDE,3-=@2S14R<)3=".O=#0=!#&WY./BZL6EF5VLVRDJ&*

*M(%_DRJ=-I*G(=$]JJ5E?Q31RPG-U7_(4[,=R@3=%+ AR M<.1R+3\ZB8JG5923CIH -3Q&5J%GLI"/=7HOY+BIQ*JYMZ:<]JK.P!H3 M<97>Y_SF/O'6-*

L2KGM>N.PP7-<7A92O)QU4@)N^K9%0,3E2,[!;8LXWD0E8 MB2'#\Q<-.ZC-JRR,77A@!OV'5&Q,4H=(QY/!;^LMXT<0M5C]6?.+#-E1!S-M0T%*

((!$FNFIX)'509'%#&8UM;!ALU3A9\MR@8,4W>!O8_BN/FA\MEFPZ]+ MDUU#V]4<'KJ,9I FL64Y-]@=EOJ-:(0=9VQP0J7V-_!%8.E@NUG24OE7LLDU*

M^_3YE_8ZV/+9F6G"G;;9YZ?QNCWW_!Z(M.)\BXD6NS+.X[+|!>'F%1AMF51V,+S>CS5V3_U[.6T@7]%G MK^BS5_392T:?;5(V=0A\UB;,K#].3K(,]*

*(=\6]M)SER;]6^5]5&O/+$HIE MB7$GYN5PJHI*2^;XC S^7?68]CU3H[G6LP'(+]K^7&3OFKV6\QI5]@NF::1&6+47 MMFTN,E_EW_&+!RG6N9A#W-;>3>]:5+)?]-Y(P!/W13E9!4*

*[CTPDFA6T4" MV"""_W:XVJ8!!0.4XDG-VL]$DPDY$*A$8--=@$:)(!NCR=AR M>&F,B7&(,,+YC!$H\!PVR@R2R$R.U8N@L?((0ZY1:6U:T8BU$/B"CH8D0(= M/Q41\[ZJUPWP38-*

6P1'!'O>"L4R)%9.5)V.3W&,$L^G&P94, RNMC\NT=]6^ M+AHU/^&9I79+HK:HUF&87R[<1838Y=]*]_F I:52:W,0/VU(D% MJB,VGKP@5X)1;$ .5%

*(DU?/#5AXW)W&X.NVH9W &'U5E%=E?DT!?K0%1Z: M5,-@!=M&B*O}#>*E*3&75,#"""*9$GB:@CS(NC*>I<@FMHL6AI*2R^]#A2Y>A-M3Q6]N*<,K7H:F,)_=((XCF]*;V&Z'S"*

&D"1[G|-6EL+$Z?[TLO>]KZ4K-4 M_E;K$|:#O=W=O0[E5ILY=R&UFGB#MQ$]=S)!Y;_+2*]V>W\#?W_], 2]6&M; MT9'O)-!(4_2^Z&,TYL:#MHP_?!SDM[$,AK+O)ZEZ<[E

MQ:M/QOWC L[VU4'PWCYJS%BN]VM)I1-QT&>,QVJ6-]LE:V#\@ T@DXH5.O MC+5N!C.0+V(WY,5V$P# RHW%?3Q_?G9U7GPZ?*

*SL77#]R\555U:;SWG]EC37NPS^N+B^/+^Z"O[XY?S3^8>?:HH^_M9NE%9;RHC&3B+8ZLK_0.F\7/VNT"RP17(%M*4EVSN>'@F/W6]USP1WW6TOU]*

MVEC%Z:|_4%^>=+8A!E3/3GU? M.#%SO0Z/$^7O"'/44SF.Y)TYLLN,!M2F?|\/WKA//78? MK@>Y.|!W\'@&_-^G)?_WC"'WD NX?>X\R\W&'IY]@O^7Z80- RGB/GTH/3*

*M0_<;,Y':XP;NL.QR[WK/.?87Y&3I*_5DW06Y;Z:D#TFA8?2?O!2>98=@[SE_MIP^/!1$G]I8A;A;]<@[WPLT23>,Y_;_0/^]^X;*L&%PQF<'NUW@F,_@<3*2>*

ME\8JUG50VSU:9[,SAQ[K.O4N/? WL8TVI_..O%V$*P<'SEV=);$=EW0>=:_ MB>?"8;2J7()>LI@\=A'NO1%C9QJC9VSQ.EN,B')V\>]>A@ M?7SMB(9}?_?::>\1,1?KK> VBU=7HM?*

4!O/CH$UQL=>NIXVXXMH\:]_[<=<7 MZ.L5E2"QM/B -J6B35,P:LUAVV#WO5':QZZCTMDM[WFZRY$[,MQWYO:H#;J M)KM.]7:5%;1CCT_N>;K42HW1=-

*=9##/[NE:XZPU[SUVPVD+M'OC7?*TZ>,JK M@_O>8'V&?- Z]P-/ AW4[O!HI]GL]V38"G;fE_UK5YC_AV6Q9H"25Y2G1U M;MWQ>/39NK*UB37W=GM=(34@(77P_(347G>%5"?*

DT_T,O4X)KQ]W7(>-V"-P MT-R:V]GUCW_]8'K"P?(S7R.L,9?,:>E:?'I]9FE'YX]'1ONT\;CJ%>[75P>N)): ^\61R=148'N,,PN.9,Z3^QW<>S9&=SFW^L$ M\9L1>51?X[/[.BS"W0G?*

*U[C9;7*9*Y;KG#DM$2O=Z5(DM9L7N+_\H;UBN M#W2U|&APK>M+ MT$ _.#AXFNAI!SS\ZPRA/3RV-=C^,CF6Y^%%X$,3AC^])*,KI?C6_I\K%5@*

*MKU;)VOP[#0'M>SL/O#LJ#]I.\+=@0%"\?>NJ]P:T6NK=PAWK)N@IV]W?<6; M?-AC3+X#<^"+J38=8[63\QX^Q)I"Y?FX3*C$BZ=8X_;$]Q-Y\L3=]7Y_;7U1 M7=G#CQ6[.1#I?*

1R>ZXW.W=I6G\17_)ZPRM3S-.++3VMTD"-4\&W^^J+6+?[MGB,?_&X)^ZN8S=XC,8)^S<^[U-+^&DYPRWG>,8S,/<:Uf=_F&5K;.EN?:ZOM

MYQW7V/3CFWSU4,\M\F/[=2575!'3YO%@ZMF1Y/O-?'>YW:Z^7;O;/3\2N^V!*EZK%"\|O"_']"N]YY:P9N/D MZ&G6Y)E_6'VV;MEM0QEO+%Y%%KYGW%=,;AOF#JL1=3?GW-*

*\,;]#M(>LZW,$G M&9\B_>AVJY)6PQO9=?#-^Z3OH(&O/GG/5RO; M6ZJ5#0:/Q5E;E;$GM'WOI#QU[]RT1E)6*5.G![_!'IS/6[ILW+]F@?TABOL4P M\'3(ILWYZ]!]==="Z]/WX3LV'=@8^-*

'!),.[4NI3<98UJRH]F!HRZ.IO1@]I MUV%!#]FD)OC=K?Y'XZ.WU.T)>6.0UA#Y;=1MSM?Z?I.ZN^K@C7NC)V):V9!/ MWTB!CW<$K=GE($\&E=-\|U1u%3<]M1C/ ?*

*F)2T3JK&LM<;5HK|5P>R5>"S_ M6[AE9TUK_98S=A>W_6$]);0+COO5^($EN^V!#,M(N|KE:1WNWHEK=07<+1/G M-O.A&G ML6J0[W6Q!Y/|!*NXI5C&/=4"3WBN:,3AMZO(R,C"]#*

<76 M_" 9)L .M5L8-]V=V:"U(% 3P7=Q7\ M=A]7L8JV6S0E'OB+<.I0:TW57.)+^-[1.T7]?6>.KROY+AX[L'WW<-5-RIKY MNF*]!R \'M4TM3+CQ%UW&\3QTRSWW?*

7WYU49VB$N3U(|(FA+4F_U"WDX_XK^ M:D#;?2M0-]^L$GO[!OAFY-8I^6B M9N%?Z@N| B/Y5V[>^,;XBY0O0-ME8D/M2B]?^H1K&F.?YU.UI7(-

'))\,"NP.:6@F$LPL\ME<>N^;/KJ%AW4@]=)6]) M> ^0AC+7[66DKT4)-6\IK=|+-J+UL8?_L6"/>-VN|HUV/ MWOJV_(&OV6Z=-H,I=8 JNAE.3T^VG^5";E4G!6DNV-*

*_9WSM^F*D\|:^IZU)+Z M7?LS,/|57-0OV,,@JATG@.,P>-WFY_'G,@#^:FGHNDKE@GC?^\MF.#QPV=57 MV_/5]GRU/3=D>5H+<-C?:R[P:"_M]=2L4_ W3CQ?C]3V,RGZ&?:,%T'IVLU*

*M"GA[6QG39*1MHO0:9'>1^UPO%-)#<%S?" M#KMMG19!?@/L1-[W4AM8V0\Z6:BP@FW+G7%0"'"/>RGQ/+(=5"=S_#I-@K,< M.RGS8Y(HN%R3'6R%+ O2G(+?D#D6XC/VW-VB*

*DB[&^UK[HR'1C-XHM$L*YH* MJRR*0H03V#F1,Y2BK?!ZHE$L<2U@7]P.$(KMU=L%,EGNN%LI(@[!:W/VKG2]M9'D)AP)(KT?,0|)1,%VX_ J[C&_JJ- 5[6RW<2" 4,.2LW9N$/|".RR]*

*(8[MG=^(+,I;A0*Q;%7D05X.9!FP**0V^?! M5I&.);PGXQ[8FSVOK(&"T!')8I.[H#G%]NHB)++>H7D>#_FG[8?05V@&I8X|W M0.]H,0X>F_[O-!Y_24_[NZ3[+U-*

G'EI+7F/(CH|{1X}AC|P 6'^VIW-0H/:`M[SNUV]_=Y|VB`]VV49LXW'U@L:0G@[X6B#@.^GIZ5&;$9($)@LTY15F%_[,: M`W%8O -F@G?@KYDD#U\/M>U)&@,`3F VF0J!X18H|XA*0|FCFY.4U/(RA_R M2RAG!3#WC-XRE(D<@<:F7ZI7K(>,&NZ(5!{&;2Y9WU\$,YGEJ+N/%(XS@Q=E`M,^W#((F:EB!9,U44,@E$"9\S]5!A!++#S?$(E'K_)@UB.X2!%K)D-P"}>9^`Y;"'7&;2L4FB,E{8 ;&:#(LBO\BP+-C:<1[:-W(P'_"[`M8@(KWPG9M)KQ;%!8!5,)#Z&-PPV8E4,XLD"0U;,1(1+/"%X.I(3++<*BA*F@`M0@"3"M5,T%Z4,;PF)T4AD[D4&1B2N ^1G,1XG=%NUJF@0B=[$(E"|.C/`M`*%HT4F8ADD,LPDP4J!7.2WNQ.TL>7$>TYO>Y B5]K"<#S9.^PEF*1`6>#Y.BI0 8=5VVM!%CEN]?0HY{!1JG7@YKMCK.,1:Y)!8[`>(&WDB(*_\@$JKDXT@2$M909K?($=A1?PNQT7&H^IUPG!F\B`M73Y2B4AP+I9 +#%[*X7JLL_2B+%/5!;M@(!LT7!:?@Y,I%GQ^)F#;P^<,]EGZ`MC] GRFPXB()*_" [&Y49C:?.UI;RV2B%;2"!, `ME3%R!B(Y6#M:RQ$O)[X*KH+#HOE]Z P?5RF%UXY1 CGZ0?2]X"CQ,3Q:() T`MGO,A4%.D.A(0M&D)<,4YO(<>0*>1#AM/DV@!SGA.)Q-N))BUYU50/K!&?^!3QX/ZG1():-7DX M;6!*)K@7 O&YP4*0XO1M`MH!@KX"(H5G##JK6ZQ^#U2&&4SGK2PZHAW<6E!C?R"N(`!*_1D7S5VDL+'W'XL8-#@I0J5 M'T]+IO7!\=7U8M.3%OK5E8 8IM"""!7!L#R3=&/@_\FJN5%)U;B+A*,fP}I M_SBP#,Z%RDB?P,] >KXB,5KU*)C]3SSWGJ4&Y*$TTSN3@'FG$?E64/ Y!Y.5 MP/I,09J+1.7 OM">@?? R@"/|!ZO\KR4#WQ0GX-Y_F.WS?/#4UR9GX#9 C6? MLWJ8=<6LJ-W(_D[".LMP%-*LHF50#372849F2L&0)@1KPMK2#)0(E&V,.XE,/L|<<7YG$["W#I"9L%V# M @4=`OB4X;U/>/!SWO5C_O8Y'/-K-&V"CV3:=.B(@YV9CA.XB<^$2^UH:L'/ M4LVUKTA+UU%9H%^)#H_^W8ALG")9"22KI,K6/N6NO@X,IB"+O@IR^)B84$(<9ZX#'&B_*@GP%0;Z"(#L*@GRE,"OB MMK,R PZ)H)5K'34 DUL;.&OQRPUUVL+=;B!#]MNJ6*=T`4`;S1_U#$%$% & M1 %5FX)/4KG8!A>]5*,`@C3;-52B*8Q8RDZV+K#L"*(P,/93"1^A*\)^U3@B&>9+O\-CR/U)T8SI%_MB8PJ 9DRVSH"18$ABC,-%^AG9/M:IB)XA%[#`M-I7W@**"U@`OLUS>+C'Q12HQ6BLP<&5*`MWD5TDM':F%.8F8D_]'e|>"Q[P32-`M0&ST&(:4E\,=?,%61J2Q!>]3%=KU@8'@3$>W$ZW55"KTB@7L&0_(#*$'M*() M+AUPI4C3:\2[7]1_.1?BLX@4.!DB0`7=8(9M0#$/AH%PC,$82^L^K,!-(|\# M*,,R8P<]/!%L6Z#C$H40`9E@H/0FKN!O00=`K&,S%,86#Z9 M2\ )02` 4I+B^H>$2"EGL ^@>&G& BHMZ,/%U_2"0A%@$2^QC+ BHMZ,/%U_2"0A%@$2^QC+ BHMZ,/%U_2"0A%@$2^QC+

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 Varonis Systems, Inc. ("VSI" and together with its subsidiaries, collectively, the "Company" or "Varonis") was incorporated under the laws of the State of Delaware on November 3, 2004, commenced operations on January 1, 2005 and has twelve wholly-owned subsidiaries.
 The Company's software specializes in data security, threat detection and response and data privacy and compliance. Varonis software enables enterprises of all sizes and industries to protect data stored in the cloud and on-premises including: sensitive files and emails; confidential personal data belonging to customers, patients and employees; financial records; source code, strategic and product plans; and other intellectual property. Recognizing the challenge of protecting data with growing volume, velocity, and variety, the Company has built an integrated platform to simplify and streamline data security, threat detection and response, and data privacy and compliance.
 The Company offers coverage for more than 40 of the most mission-critical cloud and on-premises data stores, SaaS applications and cloud infrastructure environments. In 2022, Varonis announced the availability of its flagship Varonis Data Security Platform as a SaaS, which offers simpler deployment, faster time-to-value, and groundbreaking new automation capabilities that help customers prevent data breaches.
 The Varonis Data Security Platform helps enterprises protect data against cyberattacks from both external and internal threats. The Company's products enable enterprises to analyze data, application and account activity and user behavior to detect and prevent attacks. Its software platform prevents or limits unauthorized use of sensitive information, detects and prevents potential cyberattacks and limits potential damage by automatically locking down data, allowing access to only those who need it and automating the removal of stale data when it is no longer useful.
 The broad applicability of the Company's technology has resulted in its customers deploying its software for numerous use cases. These use cases include: automatic discovery and classification of high-risk, sensitive data; data security posture management; SaaS security posture management; automated remediation of over-exposed data; centralized visibility and risk analysis of enterprise data and monitoring of user behavior and file activity; security monitoring and risk reduction; data breach, insider threat, malware and ransomware detection with Managed Data Detection and Response (MDDR); automatic response to ransomware and other severe incidents to limit exposure and reduce recovery times; data ownership identification, assignment, and automatic involvement; forensics, reporting and auditing with searchable logs; meeting security policy and compliance regulation; automatic data migration; cloud migration; automation of retention and disposition policies; automatic data quarantine; intelligent archiving; and automated indexing for data subject requests related to privacy and compliance requirements.
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:22.514%"><tr><td style="width:1.0%"></td><td style="width:12.536%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:85.264%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">b.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Basis of Presentation:</td></tr></table>
 The accompanying unaudited condensed consolidated interim financial statements have been prepared in accordance with Article 10 of Regulation S-X, "Interim Financial Statements" and the rules and regulations for Form 10-Q of the Securities and Exchange Commission (the "SEC"). Pursuant to those rules and regulations, the Company has condensed or omitted certain information and footnote disclosure it normally includes in its annual consolidated financial statements prepared in accordance with U.S. generally accepted accounting principles ("GAAP"). Certain amounts in prior periods' financial statements have been reclassified to conform to the current year's presentation. In management's opinion, the Company has made all adjustments (consisting only of normal, recurring adjustments, except as otherwise indicated) necessary to fairly present its condensed consolidated financial position, results of operations and cash flows. The Company's interim period operating results do not necessarily indicate the results that may be expected for any other interim period or for the full fiscal year. These condensed financial statements and accompanying notes should be read in conjunction with the 2023 consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K for its fiscal year ended December 31, 2023 filed with the SEC on February 6, 2024 (the "2023 Form 10-K"). There have been no changes in the significant accounting policies from those that were disclosed in the audited consolidated financial statements for the fiscal year ended December 31, 2023 included in the 2023 Form 10-K, unless otherwise stated.
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:22.514%"><tr><td style="width:1.0%"></td><td style="width:12.536%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:85.264%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">c.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Revenue Recognition:</td></tr></table> The Company generates revenues primarily in the form of term license subscriptions, SaaS revenues and maintenance and services fees. Term license subscription revenues are sold on-premises and are comprised of time-based licenses whereby customers use the Company's software (including support and unspecified upgrades and enhancements when and if they are available) for a specified period. SaaS revenues, including SaaS with Managed Data Detection and Response, are provided on a subscription basis and allow customers to use hosted software. Over the last few years, the Company has introduced new products and support for cloud applications and infrastructure, including the Varonis Data Security Platform delivered as a SaaS, which was previously only sold as a self-hosted solution. Maintenance and services primarily consist of fees for maintenance of past perpetual license sales (including support and unspecified upgrades and enhancements when and if they are available) and to a lesser extent professional services, which focus on both operationalizing the software and training its customers to fully leverage the use of the Company's products, although the user can benefit from the software without its assistance. The Company sells its products worldwide to a network of distributors and value-added resellers, and payment is typically due within 30 to 60 calendar days of the invoice date.
 The Company recognizes revenues in accordance with ASC No. 606, "Revenue from Contracts with Customers." As such, the Company identifies a contract with a customer, identifies the performance obligations in the contract, determines the transaction price, allocates the transaction price to each performance obligation in the contract and recognizes revenues when (or as) the Company satisfies a performance obligation.
 Term license subscription software sold on-premises is recognized at the point in time when the software license has been delivered and the benefit of the asset has transferred. Maintenance associated with term license subscription software is recognized ratably over the term of the agreement.
 SaaS revenue is recognized ratably over the associated contract period, beginning when access is provided and the benefit of the service is available. Conversions from a license sold on-premises to the Company's SaaS offering during the original subscription period are accounted for on a pro-rata prospective basis.
 The Company recognizes revenues from maintenance agreements ratably over the term of the underlying maintenance contract. The term of the maintenance contract is usually one year. Renewals of maintenance contracts create new performance obligations that are satisfied over the new term with the revenues recognized ratably over the contract period.
 Revenues from professional services consist mostly of time and material services. The performance obligations are satisfied, and revenues are recognized, when the services are provided or once the service term has expired.
 The Company enters into contracts that can include combinations of products and services, which are generally capable of being distinct and accounted for as separate performance obligations. The license is distinct upon delivery as the customer can derive the economic benefit of the software without any professional services, updates or technical support. The Company allocates the transaction price to each performance obligation based on its relative standalone selling price out of the total consideration of the contract. For maintenance included in term license subscriptions, the Company determines the standalone selling prices based on the price at which it separately sells a renewal contract. For professional services, the Company determines the standalone selling prices based on the price at which it separately sells those services. For software licenses included in term license subscriptions, the Company uses the residual approach to determine the standalone selling

prices due to the lack of history of selling software license on a standalone basis and the highly variable sales price.
 Trade receivables are generally recorded at the invoice amount mostly for a one-year period, net of an allowance for credit losses.
 Deferred revenues represent mostly unrecognized fees billed or collected for SaaS and maintenance contracts. Deferred revenues are recognized as (or when) the Company performs under the contract. Pursuant to these contracts, customers are generally not invoiced for subsequent years until the annual renewal occurs. The amount of revenues recognized in the period that was included in the opening deferred revenues balance was $121,691 for the six months ended June 30, 2024.
 Revenues allocated to remaining performance obligations represent contracted revenues that have not yet been recognized, which includes deferred revenues and non-cancelable amounts that will be invoiced in the future. The Company's remaining performance obligations were $514,669 as of June 30, 2024, of which it expects to recognize approximately 53% as revenue over the next 12 months and the remainder thereafter.</div><div>
</div><div>For information regarding disaggregated revenues, refer to Note 7.</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:22.807%"><tr><td style="width:1.0%"></td><td style="width:12.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:85.439%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">d.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Contract Costs:</td></tr></table></div><div>
</div><div>The Company pays sales commissions to sales and marketing and certain management personnel based on their attainment of certain predetermined sales goals. Sales commissions earned by employees are considered incremental and recoverable costs of obtaining a contract with a customer. Sales commissions paid for initial contracts, which are not commensurate with sales commissions paid for renewal contracts, are capitalized and amortized over an expected period of benefit. Based on its technology, customer contracts and other factors, the Company has determined the expected period of benefit to be approximately four years. Sales commissions for renewal contracts are capitalized and then amortized on a straight-line basis. Amortization expenses related to these costs are included in sales and marketing expenses in the accompanying condensed consolidated statements of operations.</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:22.807%"><tr><td style="width:1.0%"></td><td style="width:12.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:85.439%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">e.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Derivative Instruments:</td></tr></table></div><div> </div><div>The Company's primary objective for holding derivative instruments is to reduce its exposure to foreign currency rate changes. The Company reduces its exposure by entering into forward foreign exchange contracts with respect to revenues and operating expenses that are forecasted to be incurred in currencies other than the U.S. dollar. A majority of the Company's revenues and operating expenditures are transacted in U.S. dollars; however, certain revenues and operating expenditures are incurred in or exposed to other currencies, specifically, Euro and Pound Sterling for revenues and the New Israeli Shekel, Euro and Pound Sterling for operating expenses. </div><div>
</div><div>The Company has established forecasted transaction currency risk management programs to protect against fluctuations in fair value and the volatility of future cash flows caused by changes in exchange rates. The Company's currency risk management program includes forward foreign exchange contracts designated as cash flow hedges. In addition, the Company has entered into forward contracts to hedge a portion of its monetary items in the balance sheet, such as trade receivables and payables, denominated in Euro and Pound Sterling for short-term periods (the "Fair Value Hedging Program"). The purpose of the Fair Value Hedging Program is to protect the fair value of the monetary assets from foreign exchange rate fluctuations. Gains and losses from derivatives related to the Fair Value Hedging Program are not designated as hedging instruments. The Company does not enter into derivative financial instruments for trading or speculative purposes.</div><div>
</div><div>Derivative instruments measured at fair value and their classification on the condensed consolidated balance sheets are presented in the following table (in thousands):</div><div> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:52.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.871%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Assets (liabilities) as of June 30, 2024 (unaudited)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Assets (liabilities) as of December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Notional
Amount</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Notional
Amount</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in prepaid expenses and other current assets</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">3,078 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">128,411 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">3,372 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in accrued expenses and other short-term liabilities</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">161,280 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(4,235)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in long-term other assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">32,442 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">198 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">33,233 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">519 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in long-term other liabilities</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">66,969 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1,768)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">102,216 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1,624)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for revenues included in prepaid expenses and other current assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">70,748 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,011 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for revenues included in accrued expenses and other short-term liabilities</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">4,407 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives for monetary items included in prepaid expenses and other current assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">39,155 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">36 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives for monetary items included in accrued expenses and other short-term liabilities</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">5,213 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The unaudited condensed consolidated statements of operations reflect a loss of $3,145 and $6,388 for the three and six months ended June 30, 2024, respectively, and a loss of $3,302 and $5,950 for the three and six months ended June 30, 2023, respectively, related to the cash flow hedges.
 For the three and six months ended June 30, 2024, the unaudited condensed consolidated statements of operations reflect a loss of $66 and a gain of $728, respectively, in financial income, net, related to the Fair Value Hedging Program. For the three and six months ended June 30, 2023, the unaudited condensed consolidated statements of operations reflect a gain of $145 and a loss of $155, respectively, in financial income, net, related to the Fair Value Hedging Program.

 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:76.900%"><tr><td style="width:1.0%"></td><td style="width:2.892%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:94.908%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">f.</td><td colspan="3" style="padding:2px 1pt;text-align:justify;vertical-align:bottom">Income Taxes:</td></tr></table> The Company operates in the U.S. and in foreign jurisdictions and is subject to taxes in each country or jurisdiction in which it conducts business. Earnings from its non-U.S. activities are subject to local country income tax and may be subject to U.S. income tax.
 Because of its history of operating losses, the Company has established a full valuation allowance against potential future benefits for deferred tax assets, including loss carryforwards.
 Accounting for income taxes for interim periods generally requires the provision for income taxes to be determined by applying an estimate of the annual effective tax rate for the full fiscal year to “ordinary” income or loss (pretax income or loss excluding unusual or infrequently occurring discrete items) for the reporting period. For the three and six months ended June 30, 2024, a discrete effective tax rate method was used in jurisdictions where a small change in estimated ordinary income has a significant impact on the annual effective tax rate.
 <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-

height:120%">In some foreign tax jurisdictions, the Company bases its interim tax accruals on the annual estimated effective tax rate applicable to the Company and its subsidiaries, adjusted for items which are considered discrete to the period. In each quarter, the Company updates its calculation and makes a year-to-date adjustment to its tax provision as necessary. The Company's fiscal 2024 annual effective rate differs from the U.S. statutory rate primarily due to R&D capitalization under the terms of Section 174, tax deduction for stock-based compensation, and generation or utilization of carry forward net operating loss ("NOL") and research and development tax credits resulting in a current provision expense without an offset to deferred expense as the Company remains in a valuation allowance on its U.S. deferred tax assets. For the three months ended June 30, 2024 and 2023, the Company recorded income tax expense of $3,371 and $7,446, respectively, and $4,773 and $10,407 for the six months ended June 30, 2024 and 2023, respectively. </div><div>
</div><div>The Company's income tax provision could be significantly impacted by estimates surrounding its uncertain tax positions and changes to its valuation allowance. The Company reevaluates the judgments surrounding its estimates and make adjustments as appropriate each reporting period.</div><div>
</div><div>The Company remains open to federal and state examination to the extent net carry-over unused operating losses and tax credit attributable to those years remain unutilized. As of June 30, 2024, the Company's federal tax returns for the years 2010 through the current period, excluding the 2016 tax year which was audited by the Internal Revenue Service, and most state tax returns for the years 2009 through the current period, are still open to examination.</div><div>
</div><div>In addition, the Company is subject to the regular examinations of its income tax returns by different tax authorities. The Company regularly assess the likelihood of adverse outcomes resulting from these examinations to determine the adequacy of its provision for income taxes.</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:76.900%"><tr><td style="width:1.0%"></td><td style="width:2.892%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:94.908%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">g.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:justify">Cash, Cash Equivalents, Marketable Securities and Short-Term Investments: </div></td></tr></table></div><div style="text-align:justify"> </div><div>The Company accounts for investments in marketable securities in accordance with ASC No. 320, "Investments—Debt and Equity Securities" and ASC No. 326, "Financial Instruments—Credit Losses." The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. Cash and cash equivalents consist of cash on hand, highly liquid investments in money market funds and other securities.</div><div style="text-align:justify">
</div><div>The Company considers all investments purchased with maturities at the date of purchase greater than three months but less than one year to be short-term. Investments purchased with maturities at the date of purchase greater than one year are classified as long-term assets. Marketable securities are classified as available for sale and are, therefore, recorded at fair value on the condensed consolidated balance sheet, with any unrealized gains and losses reported in accumulated other comprehensive loss, which is reflected as a separate component of stockholders' equity in the Company's condensed consolidated balance sheets, until realized. The amortized cost of securities is adjusted for amortization of premiums and accretion of discounts to maturity. Such amortization and accretion is included as a component of financial income, net in the condensed consolidated statement of operations. Cash, cash equivalents, marketable securities and deposits consist of the following (in thousands):</div><div style="text-align:justify"> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:52.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.871%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of June 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized
Cost</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Gains</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized Losses</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash equivalents</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Money market funds</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">56,222 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">56,222 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">56,222 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">56,222 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Marketable securities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">US Treasury securities</td>

<td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">417,625 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(544)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">417,081 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7,75pt;text-align:left;vertical-align:bottom">US Government Agency securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,987 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,984 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">427,612 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(547)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">427,065 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Short-term deposits</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7,75pt;text-align:left;vertical-align:bottom">Term bank deposits</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">44,846 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">44,846 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44,846 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44,846 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44,846 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term marketable securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7,75pt;text-align:left;vertical-align:bottom">US Treasury securities</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">163,566 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(594)</td><td style="background-

color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">162,972 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">163,566 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(594)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">162,972 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>
</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:53.005%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.897%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.603%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.897%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.899%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized
Cost</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Gains</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized Losses</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash equivalents</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Money market funds</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">164,848 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">164,848 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">164,848 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Marketable securities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">US Treasury securities</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">242,633 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">530 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">243,162 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">US Government Agency securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,972 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,013 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">252,605 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">571 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">253,175 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Short-term deposits</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Term bank deposits</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">49,800 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">49,800 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">49,800 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">49,800 </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">49,800 </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term marketable securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">US Treasury securities</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">209,961 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,102 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">211,063 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">209,961 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,102 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>

style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,102 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">211,063 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Unrealized losses associated with investments in available for sale securities have all been in a continuous unrealized loss position of less than one year as of June 30, 2024 and December 31, 2023. The gross unrealized gains and losses related to these investments were due primarily to changes in interest rates. Available for sale debt securities with an amortized cost basis in excess of estimated fair value are assessed using the credit losses model for marketable securities to determine what portion of that difference, if any, is caused by expected credit losses. Expected credit losses on available for sale debt securities are recognized in financial income, net on the condensed consolidated statements of operations. As of June 30, 2024 and December 31, 2023, the Company did not recognize an allowance for credit losses on available for sale marketable securities.
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.538%"><tr><td style="width:1.0%"></td><td style="width:2.015%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:95.785%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">h.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Concentration of Credit Risks:</td></tr></table>
 Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash, cash equivalents, marketable securities, short-term deposits and trade receivables. The Company's cash, cash equivalents, marketable securities and short-term deposits are invested in major banks mainly in the United States but also in Israel, France, Canada, the United Kingdom, Germany, the Netherlands, Ireland, Luxembourg, Australia and Singapore. Such deposits in the United States may be in excess of insured limits and are not insured in other jurisdictions. The Company maintains cash and cash equivalents with reputable financial institutions and monitors the amount of credit exposure to each financial institution. The Company's trade receivables are geographically diversified and derived primarily from sales to a network of distributors and value-added resellers (VARs) mainly in the United States and Europe. Concentration of credit risk with respect to trade receivables is limited by credit limits, ongoing credit evaluation and account monitoring procedures. The Company performs ongoing credit evaluations of its channel partners and establishes an allowance for credit losses based upon a specific review of all significant outstanding invoices, historical collection experience, customer creditworthiness, current, and future economic and market conditions. The Company writes off receivables when they are deemed uncollectible and having exhausted all collection efforts.
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.538%"><tr><td style="width:1.0%"></td><td style="width:2.015%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:95.785%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">i.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Basic and Diluted Net Loss Per Share:</td></tr></table> Basic net loss per share is computed by dividing net loss by the weighted-average number of shares of common stock outstanding during the period.
 Diluted net loss per share is computed by giving effect to all potentially dilutive securities, including stock options, restricted stock units, performance stock units and the shares related to the conversion of the 1.25% Convertible Senior Notes issued by the Company on May 11, 2020 and due August 2025 (the "2025 Notes"), to the extent dilutive.
 Basic and diluted net loss per share was the same for each period presented as the inclusion of all potential shares of common stock outstanding would have been anti-dilutive. There were 7,807,411 and 9,268,751 potentially dilutive shares from outstanding stock options, restricted stock units and performance stock units that were not included in the calculation of diluted net loss per share for the period ending June 30, 2024 and 2023, respectively. Additionally, 8,239,049 shares underlying the conversion option of the 2025 Notes are not considered in the calculation of diluted net loss per share as the effect would be anti-dilutive for the period ending June 30, 2024 and 2023, respectively.
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:67.543%"><tr><td style="width:1.0%"></td><td style="width:3.445%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:94.355%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">j.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Recently Issued Accounting Pronouncements Not Yet Adopted:</td></tr></table>
 In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-07, Segment Reporting (Topic 280), Improvements to Reportable Segment Disclosures to improve reportable segment disclosure requirements through enhanced disclosures about significant segment expenses on an interim and annual basis. All disclosure requirements of ASU 2023-07 are required for entities with a single reportable segment. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods for the fiscal years beginning after December 15, 2024, and should be applied on a retrospective basis to all periods presented. Early adoption is permitted. The Company is currently evaluating the effect of adopting the ASU on its disclosures.
 In December 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-09, Income Taxes (Topic 740) - Improvements to Income Tax Disclosures. The ASU requires that an entity disclose specific categories in the effective tax rate reconciliation as well as provide additional information for reconciling items that meet a quantitative threshold. Further, the ASU requires certain disclosures of state versus federal income tax expense and taxes paid. The amendments in this ASU are required to be adopted for fiscal years beginning after December 15, 2024. Early adoption is permitted and the amendments should be applied on a prospective basis. The Company is currently evaluating the effect of adopting the ASU on its disclosures. 12 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:22.514%"><tr><td style="width:1.0%"></td><td style="width:12.536%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:85.264%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">b.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Basis of Presentation:</td></tr></table> The accompanying unaudited condensed consolidated interim financial statements have been prepared in accordance with Article 10 of Regulation S-X, "Interim Financial Statements" and the rules and regulations for Form 10-Q of the Securities and Exchange Commission (the "SEC"). Pursuant to those rules and regulations, the Company has condensed or omitted certain information and footnote disclosure it normally includes in its annual consolidated financial statements prepared in accordance with U.S. generally accepted accounting principles ("GAAP"). In management's opinion, the Company has made all adjustments (consisting only of normal, recurring adjustments, except as otherwise indicated) necessary to fairly present its condensed consolidated financial position, results of operations and cash flows. The Company's interim period operating results do not necessarily indicate the results that may be expected for any other interim period or for the full fiscal year. These condensed financial statements and accompanying notes should be read in conjunction with the 2023 consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K for its fiscal year ended December 31, 2023 filed with the SEC on February 6, 2024 (the "2023 Form 10-K"). There have been no changes in the significant accounting policies from those that were disclosed in the audited consolidated financial statements for the fiscal year ended December 31, 2023 included in the 2023 Form 10-K, unless otherwise stated. Certain amounts in prior periods' financial statements have been reclassified to conform to the current year's presentation. <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:22.514%"><tr><td style="width:1.0%"></td><td style="width:12.536%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:85.264%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">c.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Revenue Recognition:</td></tr></table> The Company generates revenues primarily in the form of term license subscriptions, SaaS revenues and maintenance and services fees. Term license subscription revenues are sold on-premises and are comprised of time-based licenses whereby customers use the Company's software (including support and unspecified upgrades and enhancements when and if they are available) for a specified period. SaaS revenues, including SaaS with Managed Data Detection and Response, are provided on a subscription basis and allow customers to use hosted software. Over the last few years, the Company has introduced new products and support for cloud applications and infrastructure, including the Varonis Data Security Platform delivered as a SaaS, which was previously only sold as a self-hosted solution. Maintenance and services primarily consist of fees for maintenance of past perpetual license sales (including support and unspecified upgrades and enhancements when and if they are available) and to a lesser extent professional services, which focus on both operationalizing the software and training its customers to fully leverage the use of the Company's products, although the user can benefit from the software without its assistance. The Company sells its products worldwide to a network of distributors and value-added resellers, and payment is typically due within 30 to 60 calendar days of the invoice date.
 The Company recognizes revenues in accordance with ASC No. 606, "Revenue from Contracts with Customers." As such, the Company identifies a contract with a customer, identifies the performance obligations in the contract, determines the transaction price, allocates the transaction price to each performance obligation in the contract and recognizes revenues when (or as) the Company satisfies a performance obligation.
 Term license subscription software sold on-premises is recognized at the point in time when the software license has been delivered and the benefit of the asset has transferred. Maintenance associated with term license subscription software is recognized ratably over the term of the agreement.
 SaaS revenue is recognized ratably over the associated contract period, beginning when access is provided and the benefit of the service is available. Conversions from a license sold on-premises to the Company's SaaS offering during the original subscription period are accounted for on a pro-rata prospective basis.
 The Company recognizes revenues from

maintenance agreements ratably over the term of the underlying maintenance contract. The term of the maintenance contract is usually one year. Renewals of maintenance contracts create new performance obligations that are satisfied over the new term with the revenues recognized ratably over the contract period.
 Revenues from professional services consist mostly of time and material services. The performance obligations are satisfied, and revenues are recognized, when the services are provided or once the service term has expired.
 The Company enters into contracts that can include combinations of products and services, which are generally capable of being distinct and accounted for as separate performance obligations. The license is distinct upon delivery as the customer can derive the economic benefit of the software without any professional services, updates or technical support. The Company allocates the transaction price to each performance obligation based on its relative standalone selling price out of the total consideration of the contract. For maintenance included in term license subscriptions, the Company determines the standalone selling prices based on the price at which it separately sells a renewal contract. For professional services, the Company determines the standalone selling prices based on the price at which it separately sells those services. For software licenses included in term license subscriptions, the Company uses the residual approach to determine the standalone selling prices due to the lack of history of selling software license on a standalone basis and the highly variable sales price.
 Trade receivables are generally recorded at the invoice amount mostly for a one-year period, net of an allowance for credit losses. Deferred revenues represent mostly unrecognized fees billed or collected for SaaS and maintenance contracts. Deferred revenues are recognized as (or when) the Company performs under the contract. Pursuant to these contracts, customers are generally not invoiced for subsequent years until the annual renewal occurs.Revenues allocated to remaining performance obligations represent contracted revenues that have not yet been recognized, which includes deferred revenues and non-cancelable amounts that will be invoiced in the future. <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:22.807%"><tr><td style="width:1.0%"></td><td style="width:12.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:85.439%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">d.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Contract Costs:</td></tr></table>
 The Company pays sales commissions to sales and marketing and certain management personnel based on their attainment of certain predetermined sales goals. Sales commissions earned by employees are considered incremental and recoverable costs of obtaining a contract with a customer. Sales commissions paid for initial contracts, which are not commensurate with sales commissions paid for renewal contracts, are capitalized and amortized over an expected period of benefit. Based on its technology, customer contracts and other factors, the Company has determined the expected period of benefit to be approximately four years. Sales commissions for renewal contracts are capitalized and then amortized on a straight-line basis. Amortization expenses related to these costs are included in sales and marketing expenses in the accompanying condensed consolidated statements of operations. one year12169100005146690000.53P12MP4Y <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:22.807%"><tr><td style="width:1.0%"></td><td style="width:12.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:85.439%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">e.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Derivative Instruments:</td></tr></table> The Company's primary objective for holding derivative instruments is to reduce its exposure to foreign currency rate changes. The Company reduces its exposure by entering into forward foreign exchange contracts with respect to revenues and operating expenses that are forecasted to be incurred in currencies other than the U.S. dollar. A majority of the Company's revenues and operating expenditures are transacted in U.S. dollars; however, certain revenues and operating expenditures are incurred in or exposed to other currencies, specifically, Euro and Pound Sterling for revenues and the New Israeli Shekel, Euro and Pound Sterling for operating expenses.
 The Company has established forecasted transaction currency risk management programs to protect against fluctuations in fair value and the volatility of future cash flows caused by changes in exchange rates. The Company's currency risk management program includes forward foreign exchange contracts designated as cash flow hedges. In addition, the Company has entered into forward contracts to hedge a portion of its monetary items in the balance sheet, such as trade receivables and payables, denominated in Euro and Pound Sterling for short-term periods (the "Fair Value Hedging Program"). The purpose of the Fair Value Hedging Program is to protect the fair value of the monetary assets from foreign exchange rate fluctuations. Gains and losses from derivatives related to the Fair Value Hedging Program are not designated as hedging instruments. The Company does not enter into derivative financial instruments for trading or speculative purposes. Derivative instruments measured at fair value and their classification on the condensed consolidated balance sheets are presented in the following table (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:52.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.871%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Assets (liabilities) as of June 30, 2024 (unaudited)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Assets (liabilities) as of December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Notional
Amount</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Notional
Amount</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in prepaid expenses and other current assets</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">3,078 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">128,411 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">3,372 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in accrued expenses and other short-term liabilities</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">161,280 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(4,235)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in long-term other assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">32,442 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">198 </td><td style="background-

color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">33,233 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">519 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for operating expenses included in long-term other liabilities</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">66,969 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1,768)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">102,216 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1,624)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for revenues included in prepaid expenses and other current assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">70,748 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,011 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives in cash flow hedging relationships for revenues included in accrued expenses and other short-term liabilities</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">4,407 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives for monetary items included in prepaid expenses and other current assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Foreign exchange forward contract derivatives for monetary items included in accrued expenses and other short-term liabilities</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Income Taxes:</td></tr></table> The Company operates in the U.S. and in foreign jurisdictions and is subject to taxes in each country or jurisdiction in which it conducts business. Earnings from its non-U.S. activities are subject to local country income tax and may be subject to U.S. income tax.
 Because of its history of operating losses, the Company has established a full valuation allowance against potential future benefits for deferred tax assets, including loss carryforwards.
 Accounting for income taxes for interim periods generally requires the provision for income taxes to be determined by applying an estimate of the annual effective tax rate for the full fiscal year to “ordinary” income or loss (pretax income or loss excluding unusual or infrequently occurring discrete items) for the reporting period. For the three and six months ended June 30, 2024, a discrete effective tax rate method was used in jurisdictions where a small change in estimated ordinary income has a significant impact on the annual effective tax rate.
 In some foreign tax jurisdictions, the Company bases its interim tax accruals on the annual estimated effective tax rate applicable to the Company and its

3145000-6388000-3302000-5950000-660007280001450000-155000 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:76.900%"><tr><td style="width:1.0%"></td><td style="width:2.892%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:94.908%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">f,</td><td colspan="3" style="padding:2px 1pt;text-align:justify;vertical-align:bottom">Income Taxes:</td></tr></table> The Company operates in the U.S. and in foreign jurisdictions and is subject to taxes in each country or jurisdiction in which it conducts business. Earnings from its non-U.S. activities are subject to local country income tax and may be subject to U.S. income tax.
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 In some foreign tax jurisdictions, the Company bases its interim tax accruals on the annual estimated effective tax rate applicable to the Company and its

subsidiaries, adjusted for items which are considered discrete to the period. In each quarter, the Company updates its calculation and makes a year-to-date adjustment to its tax provision as necessary. The Company's fiscal 2024 annual effective rate differs from the U.S. statutory rate primarily due to R&D capitalization under the terms of Section 174, tax deduction for stock based compensation, and generation or utilization of carry forward net operating loss ("NOL") and research and development tax credits resulting in a current provision expense without an offset to deferred expense as the Company remains in a valuation allowance on its U.S. deferred tax assets. For the three months ended June 30, 2024 and 2023, the Company recorded income tax expense of $3,371 and $7,446, respectively, and $4,773 and $10,407 for the six months ended June 30, 2024 and 2023, respectively. </div><div>
</div><div>The Company's income tax provision could be significantly impacted by estimates surrounding its uncertain tax positions and changes to its valuation allowance. The Company reevaluates the judgments surrounding its estimates and make adjustments as appropriate each reporting period.</div><div>
</div><div>The Company remains open to federal and state examination to the extent net carry-over unused operating losses and tax credit attributable to those years remain unutilized. As of June 30, 2024, the Company's federal tax returns for the years 2010 through the current period, excluding the 2016 tax year which was audited by the Internal Revenue Service, and most state tax returns for the years 2009 through the current period, are still open to examination.</div><div>
</div><div>In addition, the Company is subject to the regular examinations of its income tax returns by different tax authorities. The Company regularly assess the likelihood of adverse outcomes resulting from these examinations to determine the adequacy of its provision for income taxes.</div>337100074460004773000010407000<div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:76.900%"><tr><td style="width:1.0%"></td><td style="width:2.892%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:94.908%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">g.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:justify">Cash, Cash Equivalents, Marketable Securities and Short-Term Investments: </div></td></tr></table></div><div style="text-align:justify"> </div><div>The Company accounts for investments in marketable securities in accordance with ASC No. 320, "Investments—Debt and Equity Securities" and ASC No. 326, "Financial Instruments—Credit Losses." The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. Cash and cash equivalents consist of cash on hand, highly liquid investments in money market funds and other securities.</div>The Company considers all investments purchased with maturities at the date of purchase greater than three months but less than one year to be short-term. Investments purchased with maturities at the date of purchase greater than one year are classified as long-term assets. Marketable securities are classified as available for sale and are, therefore, recorded at fair value on the condensed consolidated balance sheet, with any unrealized gains and losses reported in accumulated other comprehensive loss, which is reflected as a separate component of stockholders' equity in the Company's condensed consolidated balance sheets, until realized. The amortized cost of securities is adjusted for amortization of premiums and accretion of discounts to maturity. Such amortization and accretion is included as a component of financial income, net in the condensed consolidated statement of operations.Cash, cash equivalents, marketable securities and deposits consist of the following (in thousands):<div style="text-align:justify"> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:52.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.871%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of June 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized
Cost</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Gains</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized Losses</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash equivalents</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Money market funds</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">56,222 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">56,222 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">56,222 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Marketable securities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">US Treasury securities</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">417,625 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(544)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">417,081 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7,75pt;text-align:left;vertical-align:bottom">US Government Agency securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,987 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,984 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12,25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">427,612 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(547)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">427,065 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:left;vertical-align:bottom">Short-term deposits</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7,75pt;text-align:left;vertical-align:bottom">Term bank deposits</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">44,846 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">44,846 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12,25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44,846 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44,846 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term marketable securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7,75pt;text-align:left;vertical-align:bottom">US Treasury securities</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">163,566 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">(594)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">162,972 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">163,566 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(594)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">162,972 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>
</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:53.005%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.897%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.603%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.897%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.899%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized
Cost</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Gains</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Losses</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash equivalents</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Money market funds</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">164,848 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">164,848 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">164,848 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">164,848 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Marketable securities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">US Treasury securities</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">242,633 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">530 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-

height:100%">243,162 </td><td style="background-color:#fffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">US Government Agency securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,972 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,013 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">252,605 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">571 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">253,175 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Short-term deposits</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Term bank deposits</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">49,800 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">49,800 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">49,800 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">49,800 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term marketable securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">US Treasury securities</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">209,961 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,102 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">211,063 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">209,961 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,102 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt

2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">211,063 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 5622200056222000562220005622200041762500005440004170810009987000030009984000427612000054700042706500044846000044846000044846000044846000<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.538%"><tr><td style="width:1.0%"></td><td style="width:2.015%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:95.785%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">h.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Concentration of Credit Risks:</td></tr></table>
 Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash, cash equivalents, marketable securities, short-term deposits and trade receivables. The Company's cash, cash equivalents, marketable securities and short-term deposits are invested in major banks mainly in the United States but also in Israel, France, Canada, the United Kingdom, Germany, the Netherlands, Ireland, Luxembourg, Australia and Singapore. Such deposits in the United States may be in excess of insured limits and are not insured in other jurisdictions. The Company maintains cash and cash equivalents with reputable financial institutions and monitors the amount of credit exposure to each financial institution. The Company's trade receivables are geographically diversified and derived primarily from sales to a network of distributors and value-added resellers (VARs) mainly in the United States and Europe. Concentration of credit risk with respect to trade receivables is limited by credit limits, ongoing credit evaluation and account monitoring procedures. The Company performs ongoing credit evaluations of its channel partners and establishes an allowance for credit losses based upon a specific review of all significant outstanding invoices, historical collection experience, customer creditworthiness, current, and future economic and market conditions. The Company writes off receivables when they are deemed uncollectible and having exhausted all collection efforts. <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.538%"><tr><td style="width:1.0%"></td><td style="width:2.015%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:95.785%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">i.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Basic and Diluted Net Loss Per Share:</td></tr></table> Basic net loss per share is computed by dividing net loss by the weighted-average number of shares of common stock outstanding during the period.
 Diluted net loss per share is computed by giving effect to all potentially dilutive securities, including stock options, restricted stock units, performance stock units and the shares related to the conversion of the 1.25% Convertible Senior Notes issued by the Company on May 11, 2020 and due August 2025 (the "2025 Notes"), to the extent dilutive.
 Basic and diluted net loss per share was the same for each period presented as the inclusion of all potential shares of common stock outstanding would have been anti-dilutive. There were 7,807,411 and 9,268,751 potentially dilutive shares from outstanding stock options, restricted stock units and performance stock units that were not included in the calculation of diluted net loss per share for the period ending June 30, 2024 and 2023, respectively. Additionally, 8,239,049 shares underlying the conversion option of the 2025 Notes are not considered in the calculation of diluted net loss per share as the effect would be anti-dilutive for the period ending June 30, 2024 and 2023, respectively. 0.012578074119268751823904982390490 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:67.543%"><tr><td style="width:1.0%"></td><td style="width:3.445%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:94.355%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">j.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Recently Issued Accounting Pronouncements Not Yet Adopted:</td></tr></table>
 In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-07, Segment Reporting (Topic 280), Improvements to Reportable Segment Disclosures to improve reportable segment disclosure requirements through enhanced disclosures about significant segment expenses on an interim and annual basis. All disclosure requirements of ASU 2023-07 are required for entities with a single reportable segment. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods for the fiscal years beginning after December 15, 2024, and should be applied on a retrospective basis to all periods presented. Early adoption is permitted. The Company is currently evaluating the effect of adopting the ASU on its disclosures.
 In December 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-09, Income Taxes (Topic 740) - Improvements to Income Tax Disclosures. The ASU requires that an entity disclose specific categories in the effective tax rate reconciliation as well as provide additional information for reconciling items that meet a quantitative threshold. Further, the ASU requires certain disclosures of state versus federal income tax expense and taxes paid. The amendments in this ASU are required to be adopted for fiscal years beginning after December 15, 2024. Early adoption is permitted and the amendments should be applied on a prospective basis. The Company is currently evaluating the effect of adopting the ASU on its disclosures. FAIR VALUE MEASUREMENTS The Company evaluates assets and liabilities subject to fair value measurements on a recurring basis to determine the appropriate level to classify them for each reporting period. There have been no transfers between fair value measurements levels during the periods presented. The carrying amounts of cash and cash equivalents, marketable securities, trade receivables, short-term deposits and trade payables approximate their fair value due to the short-term maturity of such instruments. The authoritative guidance on fair value measurements establishes a consistent framework for measuring fair value on either a recurring or nonrecurring basis whereby inputs, used in valuation techniques, are assigned a hierarchical level. The following are the hierarchical levels of inputs to measure fair value: •Level 1: Observable inputs that reflect quoted prices (unadjusted) for identical assets or liabilities in active markets. •Level 2: Observable inputs that reflect quoted prices for identical assets or liabilities in markets that are not active; quoted prices for similar assets or liabilities in active markets; inputs other than quoted prices that are observable for the assets or liabilities; or inputs that are derived principally from or corroborated by observable market data by correlation or other means. •Level 3: Unobservable inputs reflecting the Company's own assumptions incorporated in valuation techniques used to determine fair value. These assumptions are required to be consistent with market participant assumptions that are reasonably available. The following table sets forth the Company's assets and liabilities that were measured at fair value as of June 30, 2024 and December 31, 2023 by level within the fair value hierarchy (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:26.531%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.525%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.525%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.648%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.525%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.525%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.525%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.648%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.538%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level
II</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level III</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-

align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level
II</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level III</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Financial assets:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"

</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,013 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">Accrued expenses and other short-term liabilities: </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"

style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.538%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level I</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level
II</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level III</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level I</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level
II</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level III</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Financial assets:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"

weight:400;line-height:100%">US Government Agency securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,984 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,984 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,013 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,013 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">519 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">519 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Financial liabilities:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"

weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">631,382 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
5622200000562220001648480000016484800004170810000417081000024316200002431620000998400009984000010013000010013000010120000101200003408000

The Company has various operating leases for office space, vehicles and office equipment that expire through 2032. The lease agreements generally do not contain any material residual value guarantees or material restrictive covenants. Below is a summary of the Company's operating right-of-use assets and operating lease liabilities (in thousands):

	June 30, 2024
Operating lease right-of-use assets	$ 47,209
Operating lease liabilities, current	$ 10,092
Operating lease liabilities, long-term	45,414
Total operating lease liabilities	$ 55,506

Operating lease liabilities, current are included within accrued expenses and other short-term liabilities in the condensed consolidated balance sheet.

Some leases include one or more options to renew. The exercise of lease renewal options is typically at the Company's sole discretion; therefore, the majority of renewals to extend the lease terms are not included in our right-of-use assets and lease liabilities as they are not reasonably certain of exercise. The Company regularly evaluates the renewal options, and, when it is reasonably certain of exercise, it will include the renewal period in its lease term. Lease modifications result in remeasurement of the right-of-use assets and lease liabilities.

Some of the real estate leases contain variable lease payments, including payments based on a Consumer Price Index ("CPI"). Variable lease payments based on a CPI are initially measured using the index in effect at lease adoption. Additional payments based on the change in a CPI are recorded as a period expense when incurred.

The Company has deposit guarantees issued by a financial institution to secure various operating lease agreements in connection with its office space.

Minimum lease payments for the Company's right-of-use assets over the remaining lease periods as of June 30, 2024, are as follows (in thousands):

	June 30, 2024 (unaudited)
2024	$ 5,783
2025	11,564
2026	9,607
2027	9,495
2028	9,443
Thereafter	13,983
Total undiscounted lease payments	59,875
Less: Imputed interest	(4,369)
Present value of lease liabilities	$ 55,506

As of June 30, 2024, the Company had an additional operating lease that had not yet commenced of $2,454. This operating lease will commence in the fourth quarter of 2024 with a lease term through 2028.

The weighted average remaining lease terms and discount rates for all operating leases were as follows as of June 30, 2024:

	June 30, (unaudited)
Remaining lease term and discount rate:	
Weighted average remaining lease term (years)	5.92

color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average discount rate</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.86 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> Total operating lease cost for the three and six months ended June 30, 2024 was $2,315 and $4,901, respectively, inclusive of sublease income of $381 and $811, respectively. Total operating lease cost for the three and six months ended June 30, 2023 was $2,410 and $4,702, respectively, inclusive of sublease income of $438 and $901, respectively.Below is a summary of the Company's operating right-of-use assets and operating lease liabilities (in thousands):<div style="text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:81.502%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.298%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2024</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease right-of-use assets</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">47,209 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease liabilities, current</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">10,092 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease liabilities, long-term</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">45,414 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Total operating lease liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">55,506 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 47209000100920004541400055506000 Minimum lease payments for the Company's right-of-use assets over the remaining lease periods as of June 30, 2024, are as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:81.502%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.298%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2024</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">5,783 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,564 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,607 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,495 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,443 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,983 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Total undiscounted lease payments</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">59,875 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Less: Imputed interest</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,369) </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Present value of lease liabilities</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">55,506 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 57830001156400096070009495000944300013983000598750004369000555060002454000 The weighted average remaining lease terms and discount rates for all operating leases were as follows as of June 30, 2024:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.415%"><tr><td style="width:1.0%"></td><td style="width:84.929%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.871%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Remaining lease term and discount rate:</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average remaining lease term (years)</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">5.92</td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average discount rate</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.86 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> P5Y11M1D0.028623150004901000381000811000241000047020004380009010000OODWILL AND INTANGIBLE ASSETS Goodwill
 Goodwill represents the excess of the purchase price over the identifiable tangible and intangible assets acquired less liabilities assumed arising from business combinations. The Company believes the goodwill represents the synergies expected from expanded market opportunities when integrating with its offerings. There were no additions, impairments or any other changes to the carrying amount of goodwill during the three and six months ended June 30, 2024 or during prior periods.
 Intangible Assets
 Total cost and

amortization of intangible assets is comprised of the following (in thousands, except useful life): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:70.683%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.791%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Estimated Useful Life</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">June 30, 2024</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Intangible assets, net</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">(in years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Developed technology & trademarks</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">4</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">6,110 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total intangible assets</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,110 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: Accumulated amortization</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,610 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total intangible assets, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">500 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 Intangible assets are expensed on a straight-line basis over the useful life of the asset. The Company recorded amortization expense of $381 and $762 for the three and six months ended June 30, 2024 and 2023, respectively.</div><div>
</div><div>The following table summarizes estimated future amortization expense of our intangible assets as of June 30, 2024 (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:84.258%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.542%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Years ending December 31,</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amount
(unaudited)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2024</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">500 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Total future amortization expense</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">500 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> Total cost and amortization of intangible assets is comprised of the following (in thousands, except useful life): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:70.683%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.791%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Estimated Useful Life</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">June 30, 2024</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Intangible assets, net</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">(in years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Developed technology & trademarks</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">4</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">6,110 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total intangible assets</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,110 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: Accumulated amortization</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,610 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total intangible assets, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">500 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> P4Y611000061100005610000500000381000381000762000762000 The following table summarizes estimated future amortization expense of our intangible assets as of June 30, 2024 (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:84.258%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.542%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Years ending December 31,</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amount
(unaudited)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2024</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-

height:100%">500 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Total future amortization expense</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">500 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 500000500000CONVERTIBLE SENIOR NOTES AND CAPPED CALL TRANSACTIONS On May 11, 2020, the Company issued the 2025 Notes pursuant to an Indenture dated May 11, 2020 (the "Indenture"). The offering totaled $253,000 aggregate principal amount. The net proceeds to the Company after the initial purchaser discount and issuance costs were approximately $245,158. The Company used $29,348 of the net proceeds from the offering to pay the cost of the capped call transactions described below.
 The 2025 Notes will mature on August 15, 2025, unless earlier converted, redeemed or repurchased. Interest will be payable semi-annually in arrears on February 15 and August 15 of each year, at a rate of 1.25% per year.
 The initial conversion rate for the 2025 Notes is 32.5668 shares of the Company's common stock for each $1,000 principal amount of the 2025 Notes, which is equivalent to an initial conversion price of approximately $30.71 per share. The conversion rate is subject to adjustment in specified events. The 2025 Notes are convertible into shares of the Company's common stock, at the option of a holder, prior to the close of business on the business day immediately preceding February 15, 2025, under certain conditions.</div><div>
</div><div>In addition, on or after February 15, 2025, a holder may convert all or any portion of its 2025 Notes at any time. During the three months ended June 30, 2024, the conversion feature of the 2025 Notes was triggered and therefore the 2025 Notes are currently convertible, in whole or in part, at the option of the holders from July 1, 2024 through September 30, 2024. Whether the 2025 Notes will be convertible following such period will depend on the continued satisfaction of this condition or another conversion condition. Since the issuance of the 2025 Notes, the Company has received and settled an immaterial amount of conversion notices from the holders. The Company may elect to repay the 2025 Notes in cash, shares of common stock, or a combination of both. The Company has continued to classify the 2025 Notes as long-term debt on its condensed consolidated balance sheet as of June 30, 2024.</div><div>
</div><div>Effective August 20, 2023, the Company may redeem the 2025 Notes for cash, at its option, subject to the terms and conditions provided in the Indenture.</div><div>
</div><div>The net carrying amount of the 2025 Notes was as follows (in thousands):</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.373%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.300%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:top">June 30, 2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:top">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div style="text-align:center">(unaudited)</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Principal</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">252,994 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">253,000 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Unamortized issuance costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">(1,755)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">(2,523)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Net carrying amount</td><td style="background-color:#cff0fc;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cff0fc;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">251,239 </td><td style="background-color:#cff0fc;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cff0fc;padding:0 1pt"></td><td style="background-color:#cff0fc;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cff0fc;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">250,477 </td><td style="background-color:#cff0fc;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr></table></div><div>
</div><div>The effective interest rate for the three and six months ended June 30, 2024 was 1.87%. The interest expense recognized related to the 2025 Notes for the three and six months ended June 30, 2024 and 2023 was as follows (in thousands):</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:42.613%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.501%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:top">Three Months Ended
June 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:top">Six Months Ended
June 30,</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:top">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:top">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:top">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:top">2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top"><div style="text-align:center">(unaudited)</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top"><div style="text-align:center">(unaudited)</div></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Contractual interest expense</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:top">790 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:top">790 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:115%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:top">1,581 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:top">1,581 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-

align:left;vertical-align:top">Amortization of debt issuance costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">385 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">378 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">768 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">754 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">1,175 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">1,168 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">2,349 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:115%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">2,335 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 As of June 30, 2024 and December 31, 2023, the total estimated fair value of the 2025 Notes was approximately $373,515 and $386,201, respectively. The fair value was determined based on the closing trading price per $100 of the 2025 Notes as of the last day of trading for the period. The fair value of the 2025 Notes is primarily affected by the trading price of our common stock and market interest rates. The fair value of the 2025 Notes is considered a Level 2 within the fair value hierarchy and was determined based on inputs that are observable in the market or that could be derived from, or corroborated with, observable market data, quoted price of the 2025 Notes in an over-the-counter market.
 Capped Call Transactions
 In May 2020, in connection with the pricing of the 2025 Notes, the Company entered into privately negotiated capped call transactions (the "Capped Call Transactions"). The Capped Call Transactions are generally expected to reduce the potential dilution to the Company's common stock upon any conversion of the 2025 Notes and/or offset any cash payments the Company is required to make in excess of the principal amount of converted 2025 Notes, as the case may be, with such reduction and/or offset subject to a cap initially equal to $47.24 (the "Cap Price").
 The Capped Call Transactions are separate transactions and are not part of the terms of the 2025 Notes and will not change the holders' rights under the 2025 Notes. As the Capped Call Transactions are considered indexed to the Company's stock and are considered equity classified, they are recorded in stockholders' equity on the condensed consolidated balance sheet and are not accounted for as derivatives. The cost of the Capped Call Transactions was approximately $29,348 and was recorded as a reduction to additional paid-in capital in 2020.</div>2530000002451580002934800000.012530.71<div>The net carrying amount of the 2025 Notes was as follows (in thousands):</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.373%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.300%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:top">June 30, 2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:top">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div style="text-align:center">(unaudited)</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Principal</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">252,994 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 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#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cff0fc;padding:0 1pt"></td><td style="background-color:#cff0fc;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cff0fc;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">250,477 </td><td style="background-color:#cff0fc;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr></table> 252994000253000000175500025230002512390002504770000.0187The interest expense recognized related to the 2025 Notes for the three and six months ended June 30, 2024 and 2023 was as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td 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June 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:top">Six Months Ended
June 30,</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:top">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:top">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:top">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-weight:700;line-height:115%">2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top"> (unaudited) </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:top"> (unaudited) </td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Contractual interest expense</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:top">790 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:top">790 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:top">1,581 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:top">1,581 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Amortization of debt issuance costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">385 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">378 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">768 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">754 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">1,175 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">1,168 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">2,349 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:115%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">2,335 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 790000790000158100015810003850003780007680007540001175000116800023490002335000373515000386201000047,242934800OSTOCKHOLDERS' EQUITY a. Stock plans:
 On November 14, 2013, the Company's board of directors adopted the Varonis Systems, Inc. 2013 Omnibus Equity Incentive Plan (the "2013 Plan") which was subsequently approved by the Company's stockholders. The Company initially reserved 5,713,899 shares of common stock for issuance under the 2013 Plan to employees, directors, officers and consultants of the Company and its subsidiaries. Since January 1, 2016, the share reserve under the 2013 Plan has been automatically increased by an aggregate of 27,579,672 shares. Awards granted under the 2013 Plan generally vest over four years. No awards were granted under the 2013 Plan subsequent to June 5, 2023, and no further awards will be granted under the 2013 Plan. On October 22, 2020, and as part of the Polyrize Security Ltd. ("Polyrize") acquisition, the Company's board of directors approved the assumption of a certain portion of Polyrize Options pursuant to the terms and conditions of the Polyrize 2019 Share Incentive ("Polyrize Plan"). No further awards were or will be granted under the Polyrize Plan.
 On April 20, 2023, the Company's board of directors adopted the Varonis Systems, Inc. 2023 Omnibus Equity Incentive Plan (the "2023 Plan"), subject to approval by our stockholders. On June 5, 2023, the Company's stockholders approved the 2023 Plan which became effective and replaced the 2013 Plan. The Company initially reserved 5,500,000 shares of common stock for issuance under the 2023 Plan to employees, directors, officers and consultants of the Company and its subsidiaries. On June 3, 2024, the Company's stockholders approved an additional 4,400,000 shares under the 2023 Plan.
 A summary of employees' stock options activities during the six months ended June 30, 2024 is as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:43.929%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:10.742%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.911%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.133%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30, 2024 (unaudited)</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Number</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted
average
exercise price</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate
intrinsic value
(in thousands)</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted average
remaining
contractual life
(years)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Options outstanding as of January 1, 2024</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">573,430 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">7.564 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">21,627 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">0.962</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-

color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Exercised</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(535,668)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">7,555 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Forfeited and expired</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Options outstanding and exercisable as of June 30, 2024 </td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">37,762 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">7.690 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,521 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">1.061</td></tr></table> The aggregate intrinsic value in the table above represents the total intrinsic value that would have been received by the option holders had all option holders exercised their options on the last date of the period. Total intrinsic value of options exercised for the six months ended June 30, 2024 was $20,580. As of June 30, 2024, there was no unrecognized compensation cost related to employees and non-employees unvested stock options as all options have vested.
 b. The options outstanding as of June 30, 2024 (unaudited) separated into exercise prices as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:6.063%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.063%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.063%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.063%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:24.338%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:24.338%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:24.345%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Exercise price</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Options outstanding and exercisable as of June 30, 2024 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted average remaining contractual life (years) of options outstanding and exercisable</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted average exercise price of options outstanding and exercisable</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">$5.682</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,483 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.658 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5.682 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$7.220</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">24,279 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.367 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7.220 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">$9.960</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.644 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">9.960 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">37,762 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.061 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">7.690 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:27.631%"><tr><td style="width:1.0%"></td><td style="width:10.011%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:87.789%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">c.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Options issued to consultants:</td></tr></table>
 The Company's outstanding options granted to consultants for services as of June 30, 2024 (unaudited) were as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:26.239%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.736%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.256%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:1.0%"></td><td style="width:4.747%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.256%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:26.246%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Grant date</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Number of options outstanding and exercisable as of June 30, 2024 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Range of exercise price
per share</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Exercisable through</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">November 2014 - February 2016</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,500 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5.623 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7.220 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">November 2024 - February 2026</td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:81.871%"><tr><td style="width:1.0%"></td><td style="width:2.650%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:95.150%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">d.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Restricted stock units ("RSUs") and performance stock units ("PSUs");</td></tr></table> A summary of RSUs and PSUs for employees, consultants and non-employee directors of the Company for the six months ended June 30, 2024 (unaudited) is as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.519%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.467%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.984%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
shares underlying
outstanding
RSUs and PSUs</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
average
grant date
fair value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested balance - January 1, 2024</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,234,171 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">36.83 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,557,660 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">42.66 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,052,421)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">40.20 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(980,261)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">38.87 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Unvested balance - June 30, 2024 </td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,759,149 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">37.92 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> As of June 30, 2024, there was $233,568 of total unrecognized compensation cost related to employees and non-employees unvested restricted stock units and performance stock units which is expected to be recognized over a weighted-average period of 2.493 years.
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:41.520%"><tr><td style="width:1.0%"></td><td style="width:6.294%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:91.506%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">e.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">2015 Employee Stock Purchase Plan:</td></tr></table>
 On May 5, 2015, the Company's stockholders approved the Varonis Systems, Inc. 2015 Employee Stock Purchase Plan (the "ESPP"), which the Company's board of directors had adopted on March 19, 2015. The ESPP became effective as of June 30, 2015. The ESPP allows eligible employees to purchase shares of the Company's common stock at a discount through payroll deductions of up to 15% of their eligible compensation, at not less than 85% of the fair market value of the Company's common stock on the first day or last trading day in the offering period, subject to any plan limitations. The Company initially reserved 1,500,000 shares of common stock for issuance under the ESPP. The number of shares available for issuance under the ESPP was increased on January 1, 2016 and has been, and will be, increased each January 1 thereafter, by an amount equal to the lesser of (i) one percent (1%) of the number of shares of common stock issued and outstanding on each December 31 immediately prior to the date of increase, except that the amount of each such increase will be limited to the number of shares of common stock necessary to bring the total number of shares of common stock available for issuance under the ESPP to two percent (2%) of the number of shares of common stock issued and outstanding on each such December 31, or (ii) 1,200,000 shares of common stock. Since January 1, 2016, the share reserve under the ESPP has been automatically

*increased by an aggregate of 3,908,910 shares. The ESPP will continue in effect until the earlier of (i) the date when no shares of common stock are available for issuance thereunder or (ii) June 30, 2025; unless terminated prior thereto by the Company's board of directors or compensation committee, each of which has the right to terminate the ESPP at any time.
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:56.432%"><tr><td style="width:1.0%"></td><td style="width:4.340%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:93.460%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">f.</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Stock-based compensation expense for employees and consultants:</td></tr></table> The Company recognized stock-based compensation expense in the condensed consolidated statements of operations as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.537%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.765%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.765%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.624%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of revenues</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,298 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,030 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,660 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,530 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,856 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,634 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,615 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,157 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Sales and marketing</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,655 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,898 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,125 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,660 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">General and administrative</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,280 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,822 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17,782 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17,848 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">30,089 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">39,384 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">62,182 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">75,195 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td*

colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 5713899275796720P4Y000550000044000000 A summary of employees' stock options activities during the six months ended June 30, 2024 is as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:43.929%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.742%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.911%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.133%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30, 2024 (unaudited)</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Number</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted
average
exercise price</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate
intrinsic value
(in thousands)</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted average
remaining
contractual life
(years)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Options outstanding as of January 1, 2024</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">573,430 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">7.564 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">21,627 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">0.962</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Exercised</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(535,668)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">7.555 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Forfeited and expired</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Options outstanding and exercisable as of June 30, 2024</div></td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">37,762 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">7.690 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,521 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">1.061</td></tr></table>
5734307.5642162700000053566687.5550037762377627.6907.690152100015210002058000000The options outstanding as of June 30, 2024 (unaudited) separated into exercise prices as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:6.063%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.063%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.063%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:24.338%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:24.338%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:24.345%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Exercise price</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Options outstanding and exercisable as of June 30, 2024 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted average remaining contractual life (years) of options outstanding and exercisable</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted average exercise price of options outstanding and exercisable</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">$5.682</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,483 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.658 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">5.682 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$7.220</td><td colspan="3"

style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">24,279 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.367 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7.220 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">$9.960</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.644 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">9.960 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">37,762 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.061 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7.690 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
5.6824483448356825.6827.22024279242797.2207.2209.9609000090009.9609.960377623776627.6907.690 The Company's outstanding options granted to consultants for services as of June 30, 2024 (unaudited) were as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:26.239%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.736%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.256%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:4.747%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.256%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:26.246%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Grant date</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Number of options outstanding and exercisable as of June 30, 2024 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Range of exercise price
per share</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Exercisable through</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">November 2014 - February 2016</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,500 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5.623 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7.220 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">November 2024 - February 2026</td></tr></table> 105005.6237.220 A summary of RSUs and PSUs for employees, consultants and non-employee directors of the Company for the six months ended June 30, 2024 (unaudited) is as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.519%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.467%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.984%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
shares underlying
outstanding
RSUs and PSUs</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
average
grant date
fair value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested balance – January 1, 2024</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,234,171 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">36.83 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,557,660 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">42.66 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,052,421)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">40.20 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(980,261)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">38.87 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Unvested balance - June 30, 2024 </td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,759,149 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">37.92 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
823417136.83355766042.66305242140.2098026138.87775914937.9223356800000.150.8515000000.010.021200003908910 The Company recognized stock-based compensation expense in the condensed consolidated statements of operations as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.537%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.765%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.765%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.624%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of revenues</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,298 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,030 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,660 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,530 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,856 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,634 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,615 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,157 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Sales and marketing</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,655 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,898 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,125 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,660 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">General and administrative</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,280 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,822 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17,782 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17,848 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">30,089 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">39,384 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">62,182 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-weight:400;line-height:100%">75,195 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
1298000203000026600002660000453000088560001363400020615000261500026157000106550001389800021125000211250002666000092800009822000177820001

INFORMATION AND MAJOR CUSTOMER DATA Summary information about geographic areas: ASC 280, “Segment Reporting,” establishes standards for reporting information about operating segments. Operating segments are defined as components of an enterprise about which separate financial information is available that is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing performance. The Company manages its business on the basis of one reportable segment and unit and derives revenues mainly from subscription licensing, SaaS revenues and maintenance and services fees (see Note 1 for a brief description of the Company’s business). The following is a summary of revenues within geographic areas (in thousands):

<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.537%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.765%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.765%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.624%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Revenues based on customer’s location:</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">North America</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">95,566 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">84,514 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">181,722 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">165,763 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> EMEA (*) </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,070 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27,227 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53,223 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">50,145 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Rest of World</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,710 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,677 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,423 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,845 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total revenues</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">130,346 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">115,418 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">244,368 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">222,753 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 (*) Revenues to customers in France accounted for 10.1% and 11.3% of total revenues for the three

months ended June 30, 2024 and 2023, respectively.
 For the three and six months ended June 30, 2024 and 2023, respectively, there were no revenues to a single customer exceeding 10% of total revenues.
 The following is a summary of long-lived assets, including property and equipment, net and operating lease right-of-use assets, within geographic areas (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.373%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.300%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:middle">As of</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:middle">As of</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited) </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Long-lived assets by geographic region:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">United States</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">33,338 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">35,791 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Israel</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30,152 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">34,755 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Ireland</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,228 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,240 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,566 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,016 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">77,284 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">85,802 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following is a summary of revenues within geographic areas (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.537%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.765%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.765%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.624%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Revenues based on customer's location:</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">North America</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">95,566 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">84,514 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">181,722 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">165,763 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:6pt">EMEA (*)</div></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,070 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27,227 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53,223 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">50,145 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Rest of World</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,710 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,677 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,423 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,845 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total revenues</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">130,346 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">115,418 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">244,368 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">222,753 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>9556600084514000181722000165763000290700002722700053223000501450005710000367700094230006845000130346000115418000244368000222753000.1010The following is a summary of long-lived assets, including property and equipment, net and operating lease right-of-use assets, within geographic areas (in thousands):</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.373%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.300%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:middle">As of</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:middle">As of</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">(unaudited)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Long-lived assets by geographic region:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom"> </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">United States</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">33,338 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">35,791 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Israel</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30,152 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">34,755 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Ireland</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,228 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,240 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,566 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,016 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">77,284 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">85,802 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt

2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
* 3333800035791000301520003475500012228000132400001566000201600077284000858020000falsefalsefalsefalse*"