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of Contentsâ€‹â€‹â€‹UNITED STATESSECURITIES AND EXCHANGE COMMISSIONWashington, D.C. 20549â€‹â€‹FORMÂ 10-Q(Mark One)â€‹â˜Â Â Â QUARTERLY REPORT PURSUANT TO SECTIONÂ 13 OR 15(d)Â OF THE SECURITIES EXCHANGE ACT OF 1934â€‹For the quarterly period ended September 30, 2024â€‹ORâ€‹â˜Â Â Â TRANSITION REPORT PURSUANT TO SECTIONÂ 13 OR 15(d)Â OF THE SECURITIES EXCHANGE ACT OF 1934â€‹For the transition period from Â Â Â Â Â Â Â Â Â Â toCommission file number: 001-34620IRONWOOD PHARMACEUTICALS,Â INC.(Exact name of registrant as specified in its charter)â€‹Delawareâ€‹04-3404176(State or other jurisdiction ofâ€‹(I.R.S. Employerincorporation or organization)â€‹Identification Number)â€‹â€‹â€‹â€‹100 Summer Street, Suite 2300â€‹â€‹Boston, Massachusettsâ€‹02110(Address of Principal Executive Offices)â€‹(Zip Code)â€‹(617) 621-7722(Registrantâ€™s telephone number, including area code)â€‹â€‹Securities registered pursuant to Section 12(b) of the Act:â€‹â€‹â€‹â€‹Title of each classTrading Symbol(s)Name of each exchange on which registeredClass A common stock, $0.001 par valueIRWDNasdaq Global Select Marketâ€‹â€‹Indicate by check mark whether the registrant: (1)Â has filed all reports required to be filed by SectionÂ 13 or 15(d)Â of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2)Â has been subject to such filing requirements for the past 90 days. YesÂ â˜Â Â NoÂ â˜â€‹Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to RuleÂ 405 of Regulation S-T (Â§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). YesÂ â˜Â Â NoÂ â˜â€‹Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act.â€‹Large Accelerated Filer â˜Â’â€‹Accelerated Filer â˜â€‹Non-accelerated Filer â˜â€‹Smaller Reporting Company â˜â€‹Emerging Growth Company â˜â€‹If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. â˜â€‹Indicate by check mark whether the registrant is a shell company (as defined in RuleÂ 12b-2 of the Exchange Act). â˜Â Yes â˜Â’Â NoÂ â€‹As of October 31, 2024, there were 160,028,388 shares of ClassÂ A common stock outstanding.â€‹â€‹â€‹â€‹ Table of ContentsNOTE REGARDING FORWARD-LOOKING STATEMENTSThis Quarterly Report on FormÂ 10-Q contains forward-looking statements that involve risks, uncertainties, and assumptions. All statements contained in this Quarterly Report on FormÂ 10-Q other than statements of historical fact are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include statements regarding our future financial position, business strategy, budgets, projected costs, plans and objectives of management for future operations. The words â€œmay,â€ â€œcontinue,â€ â€œestimate,â€ â€œintend,â€ â€œplan,â€ â€œwill,â€ â€œbelieve,â€ â€œproject,â€ â€œexpect,â€ â€œseek,â€ â€œanticipate,â€ â€œcould,â€ â€œshould,â€ â€œtarget,â€ â€œgoal,â€ â€œpotentialâ€ and similar expressions may identify forward-looking statements, but the absence of these words does not necessarily mean that a statement is not forward-looking. These forward-looking statements include, among other things, statements about the demand and market potential for our products in the countries where they are approved for marketing, as well as the revenues therefrom; the timing, investment and associated activities involved in commercializing LINZESSÂ® by us and AbbVie Inc. in the U.S.; the commercialization of CONSTELLAÂ® in Europe and LINZESS in Japan and China, as well as our expectations regarding revenue generated from our partners; the timing, investment and associated activities involved in developing, obtaining regulatory approval for, launching, and commercializing our products and product candidates, such as apraglutide, by us and our partners worldwide; our ability and the ability of our partners to secure and maintain adequate reimbursement for our products; our ability and the ability of our partners and third parties to manufacture and distribute sufficient amounts of linaclotide active pharmaceutical ingredient, finished drug product and finished goods, as applicable, on a commercial scale; our expectations regarding U.S. and foreign regulatory requirements for our products and our product candidates, such as apraglutide, including our post-approval development and regulatory requirements; the ability of apraglutide and our other product candidates to meet existing or future regulatory standards; the safety profile and related adverse events of our products and our product candidates; the therapeutic benefits and effectiveness of our products and our product candidates and the potential indications and market opportunities therefor; our ability and the ability of our partners to obtain and maintain intellectual property protection for our products and our product candidates and the strength thereof, as well as Abbreviated New Drug Applications filed by generic drug manufacturers and potential U.S. Food and Drug Administration approval thereof, and associated patent infringement suits that we have filed or may file, or other action that we may take against such companies, and the timing and resolution thereof; our ability and the ability of our partners to perform our respective obligations under our collaboration, license and other agreements, and our ability to achieve milestone and other payments under such agreements; our plans with respect to the development, manufacture or sale of our product candidates and the associated timing thereof, including the design and results of pre-clinical studies and clinical trials; the in-licensing or acquisition of externally discovered businesses, products or technologies, or other strategic transactions, as well as partnering arrangements, including the timing of potential clinical development and regulatory milestones and expectations relating to the completion of, or the realization of the expected benefits from, such transactions; our expectations as to future financial performance, revenues, expense levels, payments, cash flows, profitability, tax obligations, capital raising and liquidity sources, and real estate needs, as well as the timing and drivers thereof, and internal control over financial reporting; our ability to repay our outstanding indebtedness when due, or redeem or repurchase all or a portion of such debt, as well as the potential benefits of the capped call transactions described herein; asset impairments, and the drivers thereof, and purchase commitments; the status of government regulation in the life sciences industry, particularly with respect to healthcare reform and drug pricing; trends and challenges in our potential markets; trends and challenges in our potential markets; and our ability to attract, motivate and retain key personnel. Any or all of our forward-looking statements in this Quarterly Report on FormÂ 10-Q may turn out to be inaccurate. These forward-looking statements may be affected by inaccurate assumptions or by known or unknown risks and uncertainties, including those related to the effectiveness of development and commercialization efforts by us and our partners; preclinical and clinical development, manufacturing and formulation development of linaclotide, apraglutide, IW-3300 and our other product candidates; the risk of uncertainty relating to pricing and reimbursement policies in the U.S., which, if not favorable for our products, could hinder or prevent our productsâ€™ commercial success; the risk that clinical programs and studies, including for linaclotide pediatric programs, apraglutide and IW-3300, may not progress or develop as anticipated, including that studies are delayed or discontinued for any reason, such as safety, tolerability, enrollment, manufacturing, economic or other reasons; the risk that findings from our completed nonclinical studies and clinical trials may not be replicated in later studies and clinical trials may not be predictive of the results we may obtain in later-stage clinical trials or of the likelihood of regulatory approval; the risk that apraglutide will not be approved by the U.S. Food and Drug Administration or other regulatory agencies; the risk of competition or that new products may emerge that provide different or better alternatives for treatment of the conditions that our products are approved to treat; the risk that we are unable to execute on our strategy to in-license externally developed products or 2 Table of Contentsproduct candidates; the risk that we are unable to successfully partner with other companies to develop and commercialize products or product candidates; the risk that healthcare reform and other governmental and private payor initiatives may have an adverse effect upon or prevent our productsâ€™ or product candidatesâ€™ commercial success; the efficacy, safety and tolerability of linaclotide and our product candidates; the risk that the commercial and therapeutic opportunities for LINZESS, apraglutide or our other product candidates are not as we expect; decisions by regulatory and judicial authorities; the risk we may never get additional patent protection for linaclotide, apraglutide and other product candidates, that patents for linaclotide, apraglutide or other products may not provide adequate protection from competition, or that we are not able to successfully protect such patents; the

risk that we are unable to manage our expenses or cash use, or are unable to commercialize our products as expected; the risk that the development of any of our linaclotide pediatric programs, apraglutide and/or IW-3300 is not successful or that any of our product candidates does not receive regulatory approval or is not successfully commercialized; outcomes in legal proceedings to protect or enforce the patents relating to our products and product candidates, including abbreviated new drug application litigation; the risk that financial and operating results may differ from our projections; developments in the intellectual property landscape; challenges from and rights of competitors or potential competitors; the risk that our planned investments do not have the anticipated effect on our company revenues; developments in accounting guidance or practice; Ironwoodâ€™s or AbbVieâ€™s accounting practices, including reporting and settlement practices as between Ironwood and AbbVie; the risk that our indebtedness could adversely affect our financial condition or restrict our future operations; and the additional risks identified under the heading â€œPart I, Item 1Aâ€”Risk Factorsâ€ in our Annual Report on Form 10-K for the year ended December 31, 2023, which was filed with the U.S. Securities and Exchange Commission, or the SEC, on February 16, 2024. In light of these risks, uncertainties and assumptions, the forward-looking events and circumstances discussed in this Quarterly Report on FormÂ 10-Q may not occur as contemplated, and actual results could differ materially from those anticipated or implied by the forward-looking statements.â€‹You should not unduly rely on these forward-looking statements, which speak only as of the date of this Quarterly Report on FormÂ 10-Q. Unless required by law, we undertake no obligation to publicly update or revise any forward-looking statements to reflect new information or future events or otherwise. You should, however, review the factors and risks we describe in the reports we will file from time to time with the SEC after the date of this Quarterly Report on FormÂ 10-Q.â€‹NOTE REGARDING TRADEMARKSâ€‹LINZESSÂ® and CONSTELLAÂ® are trademarks of Ironwood Pharmaceuticals,Â Inc. Any other trademarks referred to in this Quarterly Report on FormÂ 10-Q are the property of their respective owners. All rights reserved.â€‹ Table of Contentsâ€‹IRONWOOD PHARMACEUTICALS, INC.QUARTERLY REPORT ON FORM 10-QFOR THE QUARTER ENDED SEPTEMBER 30, 2024TABLE OF CONTENTSâ€‹Pageâ€‹PARTÂ I â€” FINANCIAL INFORMATIONâ€‹Item 1.Financial Statements (unaudited)â€‹Condensed Consolidated Balance Sheets as of September 30, 2024 and DecemberÂ 31, 2023â€‹5â€‹Condensed Consolidated Statements of Income (Loss) for the Three and Nine Months Ended September 30, 2024 and 2023â€‹6â€‹Condensed Consolidated Statements of Comprehensive Income (Loss) for the Three and Nine Months Ended September 30, 2024 and 2023â€‹7â€‹Condensed Consolidated Statements of Stockholdersâ€™ Equity (Deficit) for the Three and Nine Months Ended September 30, 2024 and 2023â€‹8â€‹Condensed Consolidated Statements of Cash Flows for the Nine Months Ended September 30, 2024 and 2023â€‹10â€‹Notes to Condensed Consolidated Financial Statementsâ€‹11Item 2.Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€‹29Item 3.Quantitative and Qualitative Disclosures About Market Riskâ€‹40Item 4.Controls and Proceduresâ€‹41â€‹PARTÂ II â€” OTHER INFORMATIONâ€‹Item 1A.Risk Factorsâ€‹43Item 5.Other Informationâ€‹43Item 6.Exhibitsâ€‹43â€‹Signaturesâ€‹45â€‹

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Financial StatementsIronwood Pharmaceuticals,Â Inc.Condensed Consolidated Balance Sheets(In thousands, except share and per share amounts) (unaudited)â€‹SeptemberÂ 30,Â â€‹DecemberÂ 31,Â â€‹Â Â Â Â 2024Â Â Â Â 2023ASSETSâ€‹Current assets:â€‹Cash and cash equivalentsâ€‹$ 88,211â€‹$ 92,154Accounts receivable, netâ€‹Â 76,202â€‹Â 129,122Prepaid expenses and other current assetsâ€‹Â 14,191â€‹Â 12,012Total current assetsâ€‹Â 178,604â€‹Â 233,288Property and equipment, netâ€‹Â 4,795â€‹Â 5,585Operating lease right-of-use assetsâ€‹ 11,430â€‹ 12,586Intangible assets, netâ€‹ 3,067â€‹ 3,682Deferred tax assetsâ€‹ 185,338â€‹ 212,324Other assetsâ€‹ 6,285â€‹ 3,608Total assetsâ€‹$ 389,519â€‹$ 471,073LIABILITIES AND STOCKHOLDERS' DEFICITâ€‹Current liabilities:â€‹Accounts payableâ€‹$ 3,236â€‹$ 7,830Accrued research and development costsâ€‹Â 9,408â€‹Â 21,331Accrued expenses and other current liabilitiesâ€‹Â 33,566â€‹Â 44,254Current portion of operating lease liabilitiesâ€‹ 3,173â€‹ 3,126Current portion of convertible senior notesâ€‹ â€”â€‹ 199,560Total current liabilitiesâ€‹Â 49,383â€‹Â 276,101Operating lease obligations, net of current portionâ€‹ 12,882â€‹ 14,543Convertible senior notes, net of current portionâ€‹ 198,817â€‹ 198,309Revolving credit facilityâ€‹ 400,000â€‹ 300,000Other liabilitiesâ€‹Â 39,771â€‹Â 28,415Commitments and contingenciesâ€‹Â â€‹Stockholdersâ€™ deficit:â€‹Preferred stock, $0.001 par value, 75,000,000 shares authorized, no shares issued and outstandingâ€‹Â â€”â€‹Â â€”â€‹ClassÂ A Common Stock, $0.001 par value, 500,000,000 shares authorized and 160,015,888 shares issued and outstanding at SeptemberÂ 30,Â 2024 and 500,000,000 shares authorized and 156,354,238 shares issued and outstanding at DecemberÂ 31,Â 2023â€‹Â 160â€‹Â 156Additional paid-in capitalâ€‹Â 1,390,549â€‹Â 1,355,195Accumulated deficitâ€‹Â (1,699,991)â€‹Â (1,698,615)Accumulated other comprehensive loss â€‹ (2,052)â€‹ (3,031)Total stockholdersâ€™ deficitâ€‹ (311,334)â€‹ (346,295)Total liabilities and stockholdersâ€™ deficit â€‹$ 389,519â€‹$ 471,073â€‹The accompanying notes are an integral part of these condensed consolidated financial statements.â€‹Ironwood Pharmaceuticals,Â Inc.Condensed Consolidated Statements of Income (Loss) (In thousands, except per share amounts)(unaudited)â€‹Three Months Ended â€‹Nine Months Ended â€‹SeptemberÂ 30,Â â€‹SeptemberÂ 30,Â â€‹Â Â Â Â 2024Â Â Â Â 2023Â Â Â Â 2024Â Â Â Â 2023Revenues:â€‹Collaborative arrangements revenueâ€‹$ 91,592â€‹$ 113,739â€‹$ 260,865â€‹$ 325,182Total revenuesâ€‹Â 91,592â€‹Â 113,739â€‹Â 260,865â€‹Â 325,182Costs and expenses:â€‹Research and developmentâ€‹Â 29,827â€‹ 32,985â€‹ 86,030â€‹ 80,409Selling, general and administrativeâ€‹Â 36,113â€‹ 36,046â€‹ 110,682â€‹ 119,647Restructuring â€‹ 16â€‹ 4,685â€‹ 2,520â€‹ 17,696Acquired in-process research and developmentâ€‹ â€”â€‹ â€”â€‹ â€”â€‹ 1,090,449Total costs and expensesâ€‹Â 65,956â€‹Â 73,716â€‹Â 199,232â€‹Â 1,308,201Income (loss) from operationsâ€‹Â 25,636â€‹Â 40,023 â€‹Â 61,633â€‹Â (983,019)Other income (expense):â€‹Interest expense and other financing costsâ€‹Â (9,419)â€‹ (9,839)â€‹ (24,120)â€‹ (13,206)Interest and investment incomeâ€‹Â 1,152â€‹ 1,748â€‹ 3,690â€‹ 17,777Gain on derivativesâ€‹ â€”â€‹ â€”â€‹ â€”â€‹19 Other income (expense), netâ€‹Â (8,267)â€‹Â (8,091)â€‹Â (20,430)â€‹Â 4,590 Income (loss) before income taxesâ€‹ 17,369â€‹ 31,932 â€‹ 41,203 â€‹(978,429)Income tax expenseâ€‹ (13,723)â€‹ (17,982)â€‹ (42,579)â€‹ (51,385)Net income (loss)â€‹ 3,646â€‹$13,950 â€‹ (1,376)â€‹(1,029,814)Less: Net loss attributable to noncontrolling interestsâ€‹ â€”â€‹ (1,371)â€‹ â€”â€‹ (28,662)Net income (loss) attributable to Ironwood Pharmaceuticals, Inc.â€‹ 3,646â€‹$15,321 â€‹$ (1,376)â€‹$(1,001,152)Net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc. stockholders â€” basic â€‹$ 0.02â€‹$ 0.10â€‹$ (0.01)â€‹$ (6.45)Net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc. stockholders â€” dilutedâ€‹$ 0.02â€‹$ 0.09â€‹$ (0.01)â€‹$ (6.45)Weighted average shares used in computing net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc. stockholders â€” basic:â€‹159,706â€‹155,886â€‹158,810â€‹155,240Weighted average shares used in computing net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc. stockholders â€” diluted:â€‹ 160,232â€‹186,891â€‹158,810â€‹155,240â€‹The accompanying notes are an integral part of these condensed consolidated financial statements.â€‹Ironwood Pharmaceuticals,Â Inc.Condensed Consolidated Statements of Comprehensive Income (Loss)(In thousands)(unaudited)â€‹Three Months Ended â€‹Nine Months Ended â€‹SeptemberÂ 30,Â â€‹SeptemberÂ 30,Â â€‹Â Â Â Â 2024Â Â Â Â 2023Â Â Â Â 2024Â Â Â Â 2023Net income (loss) attributable to Ironwood Pharmaceuticals, Inc.â€‹$ 3,646â€‹$ 15,321â€‹$ (1,376)â€‹$ (1,001,152)Other comprehensive income (loss), net of tax:â€‹Currency translation adjustment â€‹ (1,021)â€‹ (307)â€‹ 917â€‹ (307)Defined benefit pension planâ€‹ (561)â€‹ (464)â€‹ 62â€‹ (464)Total other comprehensive income (loss), net of taxâ€‹ (1,582)â€‹ (771)â€‹ 979â€‹ (771)Less: Other comprehensive loss attributable to noncontrolling interestsâ€‹ â€”â€‹ (19)â€‹ â€”â€‹ (19)Comprehensive income (loss) attributable to Ironwood Pharmaceuticals, Inc.â€‹$ 2,064â€‹$ 14,569â€‹$ (397)â€‹$ (1,001,904)â€‹The accompanying notes are an integral part of these condensed consolidated financial statements.â€‹Ironwood Pharmaceuticals,Â Inc.Condensed Consolidated Statements of Stockholdersâ€™ Equity (Deficit)(In thousands, except share amounts) (unaudited)â€‹Accumulatedâ€‹ Ironwoodâ€‹ClassÂ Aâ€‹Additionalâ€‹other â€‹Pharmaceuticals, Inc.â€‹Totalâ€‹Common Stockâ€‹paid-inâ€‹Accumulatedâ€‹comprehensiveâ€‹stockholdersâ€™â€‹Noncontrollingâ€‹stockholdersâ€™â€‹SharesÂ Â Â Â AmountÂ Â Â Â capitalÂ Â Â Â deficitâ€‹lossâ€‹equity (deficit)â€‹interestsÂ Â Â Â equity (deficit)Balance at DecemberÂ 31,Â 2023â€‹ 156,354,238â€‹ 156â€‹$ 1,355,195â€‹$ (1,698,615)â€‹$ (3,031)â€‹$ (346,295)â€‹$ â€”â€‹$ (346,295)Issuance of common stock related to share-based awardsâ€‹ 2,602,885â€‹ 3â€‹ 10,058â€‹ â€”â€‹ â€”â€‹ 10,061â€‹ â€”â€‹ 10,061Share-based compensation expense related to share-based awards andÂ employee stock purchase planâ€‹ â€”â€‹ â€”â€‹ 8,385â€‹ â€”â€‹ â€”â€‹ 8,385â€‹ â€”â€‹ 8,385Taxes paid related to net share settlement of share-based awardsâ€‹ â€”â€‹ â€”â€‹ (616)â€‹ â€”â€‹ â€”â€‹ (616)Net lossâ€‹ â€”â€‹ â€”â€‹ (4,162)â€‹ â€”â€‹ (4,162)â€‹ â€”â€‹ (4,162)Other comprehensive income, net of taxâ€‹ â€”â€‹ â€”â€‹ â€”â€‹ 2,109â€‹ 2,109â€‹ â€”â€‹ 2,109Balance at MarchÂ 31,Â 2024â€‹ 158,957,123â€‹ 159â€‹ $ 1,373,022â€‹$ (1,702,777)â€‹$ (922)Â $ (330,518)â€‹$ â€”â€‹$ (330,518)Issuance of common stock related to share-based awards and employee stock purchase planâ€‹ 781,878â€‹ 1â€‹ 749â€‹ â€”â€‹ â€”â€‹ 750â€‹ â€”â€‹ 750Share-based compensation expense related to share-based awards andÂ employee stock purchase planâ€‹ â€”â€‹ â€”â€‹ 8,570â€‹ â€”â€‹ â€”â€‹ 8,570â€‹ â€”â€‹ 8,570Taxes paid related to net share settlement of share-based awardsâ€‹ â€”â€‹ â€”â€‹ (121)â€‹ â€”â€‹ â€”â€‹ (121)â€‹ â€”â€‹ (121)Net lossâ€‹ â€”â€‹ â€”â€‹ (860)â€‹ â€”â€‹ â€”â€‹ (860)â€‹ â€”â€‹ (860)Other comprehensive income, net of taxâ€‹ â€”â€‹ â€”â€‹ â€”â€‹ 452â€‹ 452â€‹ â€”â€‹ 452Balance at JuneÂ 30,Â 2024â€‹ 159,739,001â€‹ 160Â $ 1,382,220â€‹$ (1,703,637)â€‹$ (470)Â $ (321,727)â€‹$ â€”â€‹$ (321,727)Issuance of common stock related to share-based awards â€‹ 276,887â€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”Share-based compensation expense related to share-based awards andÂ employee stock purchase planâ€‹ â€”â€‹ â€”â€‹ 8,329â€‹ â€”â€‹ â€”â€‹ 8,329â€‹ â€”â€‹ 8,329Net incomeâ€‹ â€”â€‹ â€”â€‹ 3,646â€‹ â€”â€‹ â€”â€‹ 3,646â€‹ â€”â€‹ 3,646Other comprehensive loss, net of taxâ€‹ â€”â€‹ â€”â€‹ â€”â€‹ (1,582)â€‹ â€”â€‹ (1,582)â€‹ â€”â€‹ (1,582)Balance at SeptemberÂ 30,Â 2024â€‹ 160,015,888â€‹$ 160Â $ 1,390,549â€‹$ (1,699,991)â€‹$ (2,052)Â $ (311,334)â€‹$ â€”â€‹$ (311,334)â€‹Ironwoodâ€‹Accumulatedâ€‹ Ironwoodâ€‹ClassÂ Aâ€‹Additionalâ€‹other â€‹Pharmaceuticals, Inc.â€‹Totalâ€‹Common Stockâ€‹paid-inâ€‹Accumulatedâ€‹comprehensiveâ€‹stockholdersâ€™â€‹Noncontrollingâ€‹stockholdersâ€™â€‹SharesÂ Â Â Â AmountÂ Â Â Â capitalÂ Â Â Â deficitâ€‹lossâ€‹equity (deficit)â€‹interestsÂ Â Â Â equity (deficit)Balance at DecemberÂ 31,Â 2022Â 154,026,949â€‹$ 154â€‹$ 1,348,600â€‹$ (696,376)â€‹$ â€”â€‹$ 652,378â€‹$ â€”â€‹$ 652,378Issuance of common stock related to share-based awardsÂ 1,319,154â€‹ 1Â Â 1,628â€‹Â â€”â€‹Â â€”â€‹ 1,629â€‹ â€”â€‹ 1,629Share-based compensation expense related to share-based awards andÂ employee stock purchase planÂ â€”â€‹ â€”â€‹ 7,131â€‹ â€”â€‹ â€”â€‹ 7,131â€‹ â€”â€‹ 7,131Net income Â â€”â€‹ â€”â€‹ 45,714â€‹ â€”â€‹ â€”â€‹ 45,714â€‹ â€”â€‹ 45,714Balance at MarchÂ 31,Â 2023Â 155,346,103â€‹$ 155Â $ 1,357,359â€‹$ (650,662)â€‹$ â€”â€‹$ 706,852â€‹$ â€”â€‹$ 706,852Issuance of common stock related to share-based awards and employee stock purchase planâ€‹ 681,545â€‹ 1â€‹ 1,365â€‹ â€”â€‹ â€”â€‹ 1,366â€‹ â€”â€‹ 1,366Share-based compensation expense related to share-based awards andÂ employee stock purchase planÂ â€”â€‹ â€”Â Â 8,265â€‹Â â€”â€‹Â â€”â€‹ 8,265â€‹ â€”â€‹ 8,265Noncontrolling interests on acquisition of VectivBio Holding AGÂ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ 26,218â€‹ â€”â€‹ 26,218Net lossÂ â€”â€‹ â€”â€‹ â€”â€‹ (1,062,187)â€‹ â€”â€‹ (1,062,187)â€‹ â€”â€‹ (1,062,187)â€‹ â€”â€‹ (27,291)â€‹ â€”â€‹ (1,089,478)Balance at JuneÂ 30,Â 2023â€‹ 156,027,648â€‹$ 156Â $ 1,366,989â€‹$ (1,712,849)â€‹$ â€”â€‹$ (345,704)â€‹$ (1,073)â€‹$ (346,777)Issuance of common stock related to share-based awardsâ€‹ 98,028â€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ 13â€‹ â€”â€‹ â€”â€‹ â€”â€‹ 13Share-based compensation expense related to share-based awards andÂ employee stock purchase planâ€‹ â€”â€‹ â€”â€‹ 7,906â€‹ â€”â€‹ â€”â€‹ 7,906â€‹ â€”â€‹ 7,906Net income (loss)â€‹ â€”â€‹ â€”â€‹ â€”â€‹ 15,321â€‹ â€”â€‹ â€”â€‹ 15,321â€‹ â€”â€‹ â€”â€‹ 15,321â€‹ â€”â€‹ (1,371)â€‹ â€”â€‹ 13,950Other comprehensive loss, net of taxâ€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ â€”â€‹ (752)â€‹ â€”â€‹ (752)â€‹ â€”â€‹ (19)â€‹ â€”â€‹ (771)Balance at SeptemberÂ 30,Â 2023â€‹ 156,125,676â€‹$ 156Â $ 1,374,908â€‹$ (1,697,528)â€‹$ (752)â€‹$ (323,216)â€‹$ (2,463)â€‹$ (325,679)â€‹The accompanying notes are an integral part of these condensed consolidated financial statements.â€‹Ironwood Pharmaceuticals,Â Inc.Condensed Consolidated Statements of Cash Flows(In thousands) (unaudited)â€‹Nine Months Ended â€‹SeptemberÂ 30,Â â€‹Â Â Â Â 2024Â Â Â Â 2023Cash flows from operating activities:â€‹Net loss â€‹$ (1,376)â€‹$ (1,029,814)Adjustments to reconcile net loss to net cash provided by operating activities:â€‹Depreciation and amortizationâ€‹Â 1,526â€‹ 1,063Loss on disposal of property and equipmentâ€‹ 75â€‹ â€”Share-based compensation expenseâ€‹Â 25,284â€‹ 23,301Change in fair value of note hedge warrantsâ€‹ â€”â€‹ â€”â€‹ (19)Non-cash interest expenseâ€‹Â 1,489â€‹ 1,473Acquired in-process research and developmentâ€‹ â€”â€‹ 1,090,449Deferred income taxesâ€‹ 26,986â€‹ 41,316Changes in assets and liabilities:â€‹Accounts receivable, netâ€‹Â 52,920â€‹ 5,501Prepaid expenses and other current assetsâ€‹Â (2,179)â€‹ (1,881)Operating lease right-of-use assetsâ€‹ 1,156â€‹ 1,067Other assetsâ€‹Â (971)â€‹ (354)Accounts payable and accrued expensesâ€‹Â (14,456)â€‹ 24,927Accrued research and development costsâ€‹Â (11,923)â€‹ (11,470)Operating lease liabilitiesâ€‹ (1,614)â€‹ (1,479)Other liabilitiesâ€‹ 11,418â€‹ 3,513 Net cash provided by operating activitiesâ€‹Â 88,335â€‹Â 147,593Cash flows from investing activities:â€‹Purchases of property and equipmentâ€‹Â (142)â€‹ (62)Acquisition of VectivBio Holding AG, net of cash acquiredâ€‹ â€”â€‹ (1,022,068) Net cash used in investing activitiesâ€‹Â (142)â€‹Â (1,022,130)Cash flows from financing activities:â€‹Proceeds from exercise of stock options and employee stock purchase planâ€‹Â 10,810â€‹ 5,359Taxes paid related to net share settlement of share-based awardsâ€‹ (737)â€‹ â€”Repayment of 2024 Convertible Notesâ€‹ (200,000)â€‹ â€”Proceeds from revolving credit facilityâ€‹ 150,000â€‹ 400,000Costs associated with revolving credit facilityâ€‹ (2,156)â€‹ (2,295)Repayments of revolving credit facilityâ€‹ (50,000)â€‹ (75,000) Net cash provided by (used in) financing activitiesâ€‹Â (92,083)â€‹Â 328,064 Effect of exchange rate changes on cash, cash equivalents and restricted cashâ€‹ (53)â€‹ (3) Net decrease in cash, cash equivalents and restricted cashâ€‹Â (3,943)â€‹Â (546,476)Cash, cash equivalents and restricted cash, beginning of periodâ€‹Â 92,154â€‹Â 657,938Cash, cash equivalents and restricted cash, end of periodâ€‹$ 88,211â€‹$ 111,462â€‹Reconciliation of cash, cash equivalents, and restricted cash to the condensed consolidated balance sheetsâ€‹Cash and cash equivalentsâ€‹$ 88,211â€‹$ 110,164Restricted cashâ€‹ â€”â€‹ 1,298Total cash, cash equivalents, and restricted cashâ€‹$ 88,211â€‹$ 111,462â€‹The accompanying notes are an integral part of these condensed consolidated financial statements.â€‹Ironwood Pharmaceuticals,Â Inc.Notes to Condensed Consolidated Financial Statements(unaudited)â€‹1. Nature of Businessâ€‹Ironwood Pharmaceuticals, Inc. (â€œIronwoodâ€ or the â€œCompanyâ€) is a gastrointestinal (â€œGIâ€) healthcare company on a mission to advance the treatment of GI diseases and redefine the standard of care for GI patients. The Company is focused on the development and commercialization of innovative GI product opportunities in areas of significant unmet need, leveraging its demonstrated expertise and capabilities in GI diseases.â€‹LINZESSÂ® (linaclotide), the Companyâ€™s commercial product, is the first product approved by the United States Food and Drug Administration (the â€œU.S. FDAâ€) in a class of GI medicines called guanylate cyclase type C agonists (â€œGC-C agonistsâ€) and is indicated for adult men and women suffering from irritable bowel syndrome with constipation (â€œIBS-Câ€) or chronic idiopathic constipation (â€œCICâ€) and for pediatric patients ages 6-17 years-old suffering from functional constipation (â€œFCâ€).Â LINZESS is available to adult men and women suffering from IBS-C or CIC in the United States (the â€œU.S.â€), Mexico and Saudi Arabia, adult men and women suffering from IBS-C or chronic constipation in Japan, and IBS-C in China, and pediatric patients ages 6-17 years old with FC in the U.S. Linaclotide is available under the trademarked name CONSTELLAÂ® to adult men and women suffering from IBS-C or CIC and pediatric patients ages 6-17 years old with FC in Canada, and to adult men and women suffering from IBS-C in certain European countries. â€‹The Company has strategic partnerships with leading pharmaceutical companies to support the development and commercialization of linaclotide throughout the world. The Company and its partner, AbbVie Inc. (together with its affiliates, â€œAbbVieâ€), began commercializing LINZESS in the U.S. in December 2012. Under the Companyâ€™s collaboration for North America with AbbVie, total net sales of LINZESS in the U.S., as recorded by AbbVie, are reduced by commercial costs incurred by each party, and the resulting amount is shared equally between the Company and AbbVie. Additionally, development costs are shared equally between the Company and AbbVie.â€‹Outside of the U.S., the Company earns royalties as a percentage of net sales of products containing linaclotide as an active ingredient by

the Companyâ€™s collaboration partners. AbbVie has an exclusive license from the Company to develop and commercialize linaclotide in all countries other than China (including Hong Kong and Macau), Japan and the countries and territories of North America (the â€œAbbVie License Territoryâ€). In addition, AbbVie has exclusive rights to commercialize linaclotide in Canada as CONSTELLA and in Mexico as LINZESS. Astellas Pharma Inc. (â€œAstellasâ€), the Companyâ€™s partner in Japan, has an exclusive license to develop, manufacture, and commercialize linaclotide in Japan. AstraZeneca AB (together with its affiliates) (â€œAstraZenecaâ€), the Companyâ€™s partner in China, has the exclusive right to develop, manufacture, and commercialize products containing linaclotide in China (including Hong Kong and Macau) (the â€œAstraZeneca License Territoryâ€).â€‹In June 2023, the Company completed a tender offer to purchase 98% of the outstanding ordinary shares of VectivBio Holding AG (â€œVectivBioâ€), a clinical-stage biotechnology company focused on the discovery and development of treatments for severe, rare GI conditions for which there is a significant unmet medical need, at a price per share of $17.00, net to the shareholders of VectivBio in cash, without interest and subject to any applicable withholding taxes (the â€œVectivBio Acquisitionâ€). In December 2023, the Company completed a squeeze-out merger under Swiss law to acquire all remaining outstanding ordinary shares in cash at a price per share of $17.00, and VectivBio Holding AG was merged with and into Ironwood Pharmaceuticals GmbH, a wholly-owned subsidiary of Ironwood organized under the laws of Switzerland (the â€œSqueeze-out Mergerâ€). Through the acquisition, the Company is advancing apraglutide, a next-generation, synthetic peptide analog of glucagon-like peptide-2, for rare GI diseases, including short bowel syndrome with intestinal failure (â€œSBS-IFâ€), a severe malabsorptive condition. In February 2024, the Company announced positive topline results from its pivotal Phase III clinical trial, STARS, which evaluated the efficacy and safety of once-weekly subcutaneous apraglutide in reducing parenteral support dependency in adult patients with SBS-IF, and plans to submit a new drug application and other regulatory filings for apraglutide for use in adult patients with SBS who are dependent on parenteral support. â€‹11 Table of ContentsThe Company had a collaboration and license option agreement (the â€œCOUR Collaboration Agreementâ€) with COUR Pharmaceutical Development Company, Inc. (â€œCOURâ€), a biotechnology company developing novel immune-modifying nanoparticles to treat autoimmune diseases. The COUR Collaboration Agreement granted the Company an option (the â€œOptionâ€) to acquire an exclusive license to research, develop, manufacture and commercialize, in the U.S., products containing CNP-104, a potential treatment for primary biliary cholangitis (â€œPBCâ€), a rare autoimmune disease targeting the liver. In the third quarter of 2024, the Company received from COUR the topline data from COURâ€™s Phase II clinical study for the treatment of PBC. In September 2024, the Company notified COUR of the decision not to exercise the option to acquire an exclusive license to CNP-104. As a result, the collaboration and license option agreement between the Company and COUR has terminated, and the Company retains no rights and has no obligations related to CNP-104. â€‹These and other agreements are more fully described in Note 5, Collaboration, License and Other Agreements, to these condensed consolidated financial statements.â€‹The Company is advancing IW-3300, a GC-C agonist, for the potential treatment of visceral pain conditions, such as interstitial cystitis / bladder pain syndrome (â€œIC/BPSâ€) and endometriosis. The Company has decided to end further recruitment for the Phase II proof of concept study in IC/BPS and analyze the data once all currently enrolled patients complete the full 12-week study assessment, which will inform theÂ next steps on the program.â€‹The Company was incorporated in Delaware on January 5, 1998 as Microbia, Inc. On April 7, 2008, the Company changed its name to Ironwood Pharmaceuticals, Inc. To date, the Company has dedicated a majority of its activities to the research, development and commercialization of linaclotide, as well as to the research and development of its other product candidates.â€‹2. Summary of Significant Accounting Policiesâ€‹Basis of Presentationâ€‹The accompanying condensed consolidated financial statements and the related disclosures are unaudited and have been prepared in accordance with accounting principles generally accepted in the U.S. Additionally, certain information and footnote disclosures normally included in the Companyâ€™s annual financial statements have been condensed or omitted. Accordingly, these interim condensed consolidated financial statements should be read in conjunction with the consolidated financial statements and notes thereto contained in the Companyâ€™s Annual Report on Form 10-K for the year ended December 31, 2023, which was filed with the Securities and Exchange Commission (â€œSECâ€) on February 16, 2024 (the â€œ2023 Annual Report on Form 10-Kâ€).â€‹The unaudited interim condensed consolidated financial statements have been prepared on the same basis as the audited consolidated financial statements and, in the opinion of management, reflect all normal recurring adjustments considered necessary for a fair statement of the Companyâ€™s financial position as of September 30, 2024, and the results of its operations for the three and nine months ended September 30, 2024 and 2023, its statements of stockholdersâ€™ equity (deficit) for the three and nine months ended September 30, 2024 and 2023, and its cash flows for the nine months ended September 30, 2024 and 2023. The results of operations for the three and nine months ended September 30, 2024 and 2023 are not necessarily indicative of the results that may be expected for the full year or any other subsequent interim period.â€‹Principles of Consolidationâ€‹The accompanying condensed consolidated financial statements as of September 30, 2024 include the accounts of Ironwood and its wholly-owned subsidiaries, Ironwood Pharmaceuticals Securities Corporation, Ironwood Pharmaceuticals GmbH, VectivBio AG, GlyPharma Therapeutic Inc. (â€œGlyPharmaâ€), and VectivBio US, Inc. All intercompany transactions and balances are eliminated in consolidation. â€‹For consolidated entities in which the Company owns less than 100% of the outstanding shares, the Company records net income (loss) and comprehensive income (loss) attributable to noncontrolling interests in its consolidated statements of income (loss) and comprehensive income (loss), respectively, equal to the percentage of the common stock ownership interest retained in such entities by the noncontrolling parties. The Company reports noncontrolling interests in consolidated entities as a component of equity separate from the Companyâ€™s equity.â€‹12 Table of ContentsUse of Estimates â€‹The preparation of condensed consolidated financial statements in accordance with U.S. generally accepted accounting principles requires the Companyâ€™s management to make estimates and judgments that may affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements, and the amounts of revenues and expenses during the reported periods. On an ongoing basis, the Companyâ€™s management evaluates its estimates, judgments and methodologies. Estimates and assumptions in the condensed consolidated financial statements include those related to fair value of assets acquired and liabilities assumed in acquisitions; revenue recognition; accounts receivable; useful lives of long-lived assets; impairment of long-lived assets, including goodwill; valuation procedures for right-of-use assets and operating lease liabilities; income taxes, including uncertain tax positions and the valuation allowance for deferred tax assets; research and development expenses; contingencies; defined benefit pension liabilities; and share-based compensation. The Company bases its estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities. Actual results may differ materially from these estimates under different assumptions or conditions. Changes in estimates are reflected in reported results in the period in which they become known. Summary of Significant Accounting Policiesâ€‹The Companyâ€™s significant accounting policies are described in Note 2,Â Summary of Significant Accounting Policies, in the 2023 Annual Report on Form 10-K. During the three and nine months ended September 30, 2024, the Company did not adopt any additional significant accounting policies. â€‹New Accounting Pronouncementsâ€‹From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board (the â€œFASBâ€) or other standard setting bodies that are adopted by the Company as of the specified effective date. The Company did not adopt any new accounting pronouncements during the three and nine months ended September 30, 2024 that had a material effect on its condensed consolidated financial statements.â€‹In October 2023, the FASB issuedÂ Accounting Standards Update (â€œASUâ€) No. 2023-06, Disclosure Improvements: Codification Amendment in Response to the SECâ€™s Disclosure Update and Simplification Initiative (â€œASU 2023-06â€). The guidance in ASU 2023-06 aligns the disclosure and presentation requirements in the FASB Accounting Standards Codification with the SECâ€™s regulations. The effective date for each amendment will be the date on which the SEC's removal of the related disclosure requirement from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. Any amendments not removed by the SEC by June 30, 2027 will not become effective.Â The amendments adopted in ASU 2023-06 will be applied prospectively. The Company is currently evaluating the impact that the adoption of ASU 2023-06 may have on its disclosures in its condensed consolidated financial statements.In November 2023, the FASB issuedÂ ASUÂ No. 2023-07,Â Segment Reporting (Topic 280) (â€œASU 2023-07â€).Â The guidance in ASU 2023-07Â expands prior reportable segment disclosure requirements by requiring entities to disclose significant segment expenses that are regularly provided to the Chief Operating Decision Maker (â€œCODMâ€) and details of how the CODM uses financial reporting to assess their segmentâ€™s performance. The guidance is effective for fiscal years beginning after December 15, 2023 and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. The ASU is required to be applied retrospectively upon adoption. The Company is currently evaluating the impact that the adoption of ASU 2023-07 may have on its condensed consolidated financial statements.In December 2023, the FASB issued ASU No. 2023-09,Â Income Taxes (Topic 740): Improvements to Income Tax DisclosuresÂ (â€œASU 2023-09â€). The guidance in ASU 2023-09 improves the transparency of annual income tax disclosures by requiring greater disaggregation of information in the rate reconciliation and income taxes paid disaggregated by jurisdiction. The standard is effective for fiscal years beginning after December 15, 2024, with early adoption permitted. Upon adoption, ASU 2023-09 may be applied prospectively or retrospectively. The Company is currently evaluating the impact that the adoption of ASU 2023-09 may have on its disclosures in its annual consolidated financial statements. â€‹13 Table of ContentsIn November 2024, the FASB issued ASU No. 2024-03,Â Disaggregation of Income Statement Expenses (â€œASU 2024-03â€). The guidance in ASU 2024-03 requires new financial statement disclosures in tabular format, disaggregating information about prescribed categories underlying any relevant income statement expense captions. The standard is effective for fiscal years beginning after December 15, 2026 and interim periods within fiscal years beginning after December 15, 2027, with early adoption permitted. Upon adoption, ASU 2024-03 may be applied prospectively or retrospectively. The Company is currently evaluating the impact that the adoption of ASU 2024-03 may have on its disclosures in its condensed consolidated financial statements. â€‹Other recent accounting pronouncements issued, but not yet effective, are not expected to be applicable to the Company or have a material effect on the condensed consolidated financial statements upon future adoption.Â Â Â â€‹â€‹â€‹â€‹â€‹3. Acquisitionsâ€‹As described in Note 1, Nature of Business, on June 29, 2023, the Company completed the VectivBio Acquisition. The aggregate consideration paid by the Company to acquire the shares accepted for payment was approximately $1.2 billion. The Company financed the acquisition through proceeds from the borrowings under the Revolving Credit Agreement (as defined elsewhere below) and cash on hand.â€‹The total purchase consideration for VectivBio is as follows (in thousands):â€‹â€‹â€‹Cash consideration paid to selling shareholders (1)$ 1,041,391Cash consideration paid to settle VectivBio restricted stock units (â€œRSUsâ€) and stock options (2)Â 78,003Cash consideration paid to settle VectivBio warrants (3)â€‹ 3,720Transaction costsâ€‹ 26,270Fair value of noncontrolling interest (4)â€‹ 26,218Total purchase consideration$ 1,175,602(1)The cash consideration paid to selling shareholders was determined based on the total number of the outstanding ordinary shares of VectivBio (the â€œVectivBio Sharesâ€) tendered at closing of 61,258,315 at a per share price of $17.00. (2)The cash consideration paid to settle VectivBio RSUs and stock options issued under VectivBioâ€™s equity incentive plans was determined based on the total number of underlying VectivBio Shares of 8,904,171 at a per share price of $17.00, less the exercise price for stock options.(3)The cash consideration paid to settle VectivBio warrants was determined based on the total number of VectivBio warrant shares outstanding at close of 324,190 at a per share price of $11.4757 calculated as the per share price of $17.00, less the exercise price of $5.5243 per share.(4)The fair value of the noncontrolling interest was determined based on the total number of VectivBio Shares outstanding at closing of 1,547,723 at the closing date of the tender offer, using the VectivBio closing share price on June 28, 2023 of $16.94.Â Â On December 12, 2023, the CompanyÂ completed the Squeeze-out Merger and paidÂ $26.3Â million to acquire all remaining outstanding VectivBio Shares in cash.Â As of December 31, 2023, there wasÂ noÂ remaining noncontrolling interest in VectivBio. â€‹The VectivBio Acquisition was accounted for as an asset acquisition under Accounting Standards Codification (â€œASCâ€) Topic 805, Business Combinations, because substantially all of the fair value of the gross assets acquired was concentrated in a single identifiable in-process research and development (â€œIPR&Dâ€) asset, apraglutide, VectivBioâ€™s lead investigational asset. Apraglutide is a next-generation, long-acting synthetic GLP-2 analog being developed for a range of rare GI diseases for the potential treatment of SBS-IF. The Company recognized the acquired assets and assumed liabilities based on the consideration paid, inclusive of transaction costs, on a relative fair value basis. In accordance with the accounting for asset acquisitions, an entity that acquires IPR&D assets in an asset acquisition follows the guidance in ASC Topic 730 Research and Development, which requires that both tangible and intangible identifiable research and development assets with no alternative future use be allocated a portion of the consideration transferred and recorded as research and development expense at the acquisition date. As a result, the Company recorded approximately $1.1 billion in acquired IPR&D expense related to the apraglutide IPR&D asset during the second quarter of 2023.The following is the allocation of the purchase consideration based on the relative fair value of assets acquired and liabilities assumed by the Company (in thousands):â€‹â€‹â€‹Assets acquiredâ€‹Cash and cash equivalents$ 123,34014 Table of ContentsPrepaid expenses and other current assetsâ€‹ 10,867Property and equipmentâ€‹ 126Intangible assetsâ€‹ 4,100Acquired in-process research and developmentâ€‹ 1,090,449Total assets acquired$ 1,228,882Liabilities assumedâ€‹â€‹Current liabilitiesâ€‹ 37,377Other liabilitiesâ€‹ 15,903Total liabilities assumed$ 53,280â€‹â€‹Net assets acquired$ 1,175,602Â â€‹â€‹Acquisition-related expenses include direct and incremental costs incurred in connection with the transaction, including integration-related professional services and employee retention-related benefits. Acquisition-related expenses exclude transaction costs included in the computation of total consideration paid. The Company tracked and disclosed acquisition-related expenses incurred through the end of the second quarter of 2024. For the six months ended June 30, 2024, the Company incurred acquisition-related expenses of $3.6 million, of which $1.1 million were included in selling, general and administrative expenses and $2.5 million were included in restructuring expense within the Companyâ€™s condensed consolidated statement of income (loss). The Company incurred acquisition-related expenses of $8.5 million and $53.8 million, respectively, for the three and nine months ended September 30, 2023, of which $3.7 million and $24.5 million, respectively, were included in selling, general and administrative expenses, $0.2 million and $15.0 million, respectively, were included in research and development expenses, and $4.7 million and $14.2 million, respectively, were included in restructuring expenses within the Companyâ€™s condensed consolidated statement of income (loss). Intangible assets are comprised of the assembled workforce and are amortized on a straight-line basis over an estimated useful life of five years. The Company recognized $0.2 million and $0.6 million of amortization expense during the three and nine months ended September 30, 2024, respectively. The Company recognized $0.2 million of amortization expense during each of the three and nine months ended September 30, 2023. The net carrying value of the assembled workforce was $3.1 million and $3.7 million as of September 30, 2024 and December 31, 2023, respectively. Future annual amortization expense will be $0.8 million for each of the years ending December 31, 2024 through December 31, 2027 and $0.4 million for the year ended December 31, 2028.â€‹4. Net Income (Loss) Per Shareâ€‹The following table sets forth the computation of basic and diluted net income (loss) per common share (in thousands, except per share amounts):â€‹â€‹â€‹â€‹â€‹

1,626â€‹ 1,994â€‹ 1,042Performance-based restricted stock unitsâ€‹ â€”â€‹ 216â€‹ 66â€‹ 164Note Hedge Warrantsâ€‹ â€”â€‹ â€”â€‹ â€”â€‹ 3,3642026 Convertible Notesâ€‹ 14,934â€‹ â€”â€‹ 14,934â€‹ â€”TotalÂ 24,939 Â 6,586 â€‹21,900 Â 9,466 Â Â There was no dilutive impact of the 2024 Convertible Notes (as defined below) for the three and nine months ended September 30, 2024 because the Company had elected prior to the beginning of the period to settle the conversion of 2024 Convertible Notes, if any, with a combination settlement of a cash payment equal to the principal value of converted notes and shares of Class A Common Stock equal to the conversion value in excess of the principal value, if any (Note 9). Accordingly, interest expense was not removed from the numerator and there was no calculated spread added to the denominator because the average market price of the Companyâ€™s Class A Common Stock during the period was not in excess of the conversion price.â€‹â€‹â€‹â€‹5. Collaboration, License and Other Agreements â€‹The Company has linaclotide collaboration agreements with AbbVie for North America and AstraZeneca for China (including Hong Kong and Macau), as well as linaclotide license agreements with Astellas for Japan and with AbbVie for the AbbVie License Territory. The following table provides amounts included in the Companyâ€™s condensed consolidated statements of income (loss) as collaborative arrangements revenue attributable to transactions from these and other agreements (in thousands):â€‹â€‹â€‹â€‹

with such payment, COUR also granted the Company a right 20 Table of Contentsof first negotiation over certain additional potential research and development programs. The $6.0 million payment was recognized as research and development expense in the second quarter of 2023. In the third quarter of 2024, the Company received from COUR the topline data from COURâ€™s Phase II clinical study for the treatment of PBC. On September 27, 2024, the Company notified COUR of its decision not to exercise the option to acquire an exclusive license to CNP-104. As a result, the collaboration and license option agreement between the Company and COUR has terminated, and the Company retains no rights and has no obligations related to CNP-104.â€‹6. Fair Value of Financial Instrumentsâ€‹The tables below present information about the Companyâ€™s assets and liabilities that are measured at fair value on a recurring basis as of September 30, 2024 and December 31, 2023 and indicate the fair value hierarchy of the valuation techniques the Company utilized to determine such fair value. In general, fair values determined by LevelÂ 1 inputs utilize observable inputs such as quoted prices in active markets for identical assets or liabilities. Fair values determined by Level 2 inputs utilize data points that are either directly or indirectly observable, such as quoted prices for similar instruments in active markets, interest rates and yield curves. Fair values determined by LevelÂ 3 inputs utilize unobservable data points in which there is little or no market data, which require the Company to develop its own assumptions for the asset or liability. The Companyâ€™s investment portfolio may include fixed income securities that do not always trade on a daily basis. As a result, the pricing services used by the Company apply other available information as applicable through processes such as benchmark yields, benchmarking of like securities, sector groupings and matrix pricing to prepare valuations. In addition, model processes are used to assess interest rate impact and develop prepayment scenarios. These models take into consideration relevant credit information, perceived market movements, sector news and economic events. The inputs into these models may include benchmark yields, reported trades, broker-dealer quotes, issuer spreads and other relevant data. The Company validates the prices provided by its third-party pricing services by obtaining market values from other pricing sources and analyzing pricing data in certain instances. The Company periodically invests in certain reverse repurchase agreements, which are collateralized by Government Securities and Obligations for an amount not less than 102% of their principal amount. The Company does not record an asset or liability for the collateral as the Company is not permitted to sell or re-pledge the collateral. The collateral has at least the prevailing credit rating of U.S. Government Treasuries and Agencies. The Company utilizes a third-party custodian to manage the exchange of funds and ensure the collateral received is maintained at 102% of the reverse repurchase agreements principal amount on a daily basis. The following tables present the assets and liabilities the Company has measured at fair value on a recurring basis (in thousands):â€‹â€‹â€‹

(collectively, the â€œLendersâ€). In September 2024, the Company, the Agent and the Lenders entered into a first amendment to the revolving credit agreement (as amended from time to time, the â€œRevolving Credit Agreementâ€) to, among other things, increase the quantum of the Revolving Credit Facility from $500.0 million to $550.0 million, extend the maturity date, and increase the Companyâ€™s permitted maximum consolidated secured net leverage ratio.Â The Revolving Credit Agreement provides for a $550.0 million secured revolving credit facility (the "Revolving Credit Facilityâ€), which includes a $10.0 million letter of credit subfacility, and loans made thereunder will mature on the earliest to occur of (i) December 31, 2028 or (ii) the date that is 91 days prior to the stated maturity date of the Companyâ€™s existing convertible notes then outstanding, unless, in the case of clause (ii), the Companyâ€™s minimum liquidity equals or exceeds certain agreed levels. â€‹26 Table of ContentsAt the Companyâ€™s election, borrowings under the Revolving Credit Agreement will bear interest at a rate equal to (a) Adjusted Term Secured Overnight Financing Rate (â€œAdjusted Term SOFRâ€) (as defined in Revolving Credit Agreement) plus the applicable rate (ranging from 1.75% to 3.00%) or (b) the highest of (1) the weighted average overnight Federal funds rate, as published by the Federal Reserve Bank of New York, plus one half of 1.0%, (2) the prime lending rate or (3) the one-month Adjusted Term SOFR plus 1.0% in effect from time to time plus the applicable rate (ranging from 0.75% to 2.00%). The applicable rates are based on the Companyâ€™s consolidated secured net leverage ratio (as defined under the Revolving Credit Facility) at the time of the applicable borrowing. Â The Company pays a quarterly commitment fee of 0.30% to 0.425% on the daily amount by which the commitments under the Revolving Credit Agreement exceed the outstanding loans and letters of credit.Â The loans and other obligations under the Revolving Credit Agreement are secured by substantially all of the Companyâ€™s personal property, including a pledge of all the capital stock of subsidiaries held directly by the Company or any subsidiary that guarantees the Revolving Credit Agreement following the closing date (which pledge, in the case of any foreign subsidiary, is limited to 65% of the voting stock), subject to certain customary exceptions and limitations. The Revolving Credit Agreement generally prohibits any other liens on the assets of the Company and its restricted subsidiaries, subject to certain exceptions as described in the Revolving Credit Agreement.Â Under the terms of the Revolving Credit Agreement, the Company will be able to request an increase in the commitments or the addition of a term loan secured by a pari passu lien on the collateral of up to an additional amount equal to the greater of $200.0 million and 100% of the trailing twelve-month Consolidated Adjusted EBITDA (as defined in the Revolving Credit Agreement) upon satisfaction of customary conditions, including receipt of commitments from either new lenders or increased commitments from existing lenders.Â The Revolving Credit Agreement contains certain customary covenants applicable to the Company and its Restricted Subsidiaries (as defined in the Revolving Credit Agreement). The Company is required to maintain a maximum consolidated secured net leverage ratio of 3.50 to 1.00 until the end of the final quarter of 2025 (the â€œInitial Periodâ€), (ii) 3.25 to 1.00 until the end of the first quarter of 2026 (the â€œInterim Periodâ€) and (iii) 3.00 to 1.00 thereafter, and a minimum interest coverage ratio of 3.00 to 1.00, in each case at the end of each fiscal quarter. The Revolving Credit Agreement allows the Company to elect to increase the permitted maximum consolidated secured net leverage ratio to (i) 4.00 to 1.00 during the Initial Period, (ii) 3.75 to 1.00 during the Interim Period and (iii) 3.50 to 1.00 thereafter, in each case for up to four fiscal quarters in the event it consummates an acquisition for consideration in excess of $50.0 million, subject to certain limitations on how often this election can be made. As of September 30, 2024, the Company was in compliance with all covenants under the Revolving Credit Agreement.Â In connection with the initial execution of the Revolving Credit Agreement during the second quarter of 2023 and the amendment executed in the third quarter of 2024, the Company incurred $2.9 million and $2.2 million of debt issuance costs, respectively, which consisted primarily of lender fees. The debt issuance costs are classified as other assets and are amortized on a straight-line basis over the term of the Revolving Credit Agreement. The Company had unamortized capitalized debt issuance costs of $4.1 million and $2.4 million at September 30, 2024 and December 31, 2023, respectively. The outstanding principal balance on the revolving credit facility was $400.0 million and $300.0 million as of September 30, 2024 and December 31, 2023, respectively.â€‹The following table sets forth total interest expense recognized related to the Revolving Credit Agreement (in thousands):

| â€‹â€‹â€‹

efficacy. â€‹CNP-104. Through the COUR Collaboration Agreement, we and COUR developed CNP-104 for the treatment of PBC, a rare autoimmune disease targeting the liver. In the third quarter of 2024, we received from COUR the topline data from COURâ€™s Phase II Clinical study for the treatment of PBC. In September 2024, we notified COUR of our decision not to exercise the option to acquire an exclusive license to CNP-104. As a result, the COUR Collaboration Agreement has terminated, and we retain no rights and have no obligations related to CNP-104.â€‹IW-3300. We are advancing IW-3300, a GC-C agonist, for the potential treatment of visceral pain conditions, such as IC/BPS and endometriosis. In September 2024, we decided to end further recruitment for the Phase IIÂ proof of concept study in IC/BPS and analyze the data once all currently enrolled patients complete the full 12-week study assessment, which will inform the next steps on the program. â€‹Early research and development. Our early research and development efforts have been focused on supporting our development stage GI programs, including exploring strategic options for further development of certain of our internal programs, as well as evaluating external development-stage GI programs.â€‹31 Table of ContentsThe following table sets forth our research and development expenses related to our product pipeline for the three and nine months ended September 30, 2024 and 2023, respectively. These expenses relate primarily to compensation, benefits and other employee-related expenses and external costs associated with nonclinical studies and clinical trial costs for our product candidates. We allocate costs related to facilities, depreciation, share-based compensation, research and development support services and certain other costs directly to programs.

	Three Months Ended		Nine Months Ended	
	September 30,	September 30,		
	2024	2023	2024	2023
Linaclotide(1)	$ 4,313	$ 5,120	$ 13,760	$ 16,380
Apraglutide(2)	20,382	19,415	56,485	34,895
IW-3300	3,421	4,128	10,306	12,104
CNP-104(3)	619	968	4,119	8,003
Early research and development(4)	1,092	3,354	1,360	9,027
Total research and development expenses	$ 29,827	$ 32,985	$ 86,030	$ 80,409

(1)Includes linaclotide in all indications, populations and formulation.(2)Includes $11.4 million of share-based compensation expense and $3.5 million of employer payroll tax expense recognized immediately after the closing of the VectivBio Acquisition in the second quarter of 2023 in connection with the vesting acceleration and settlement of outstanding stock options and RSUs.(3)Includes $6.0 million up-front payment recognized in the second quarter of 2023 in connection with the amendment to the COUR Collaboration Agreement.(4)Includes $4.8 million reduction to research and development expense recognized in the first quarter of 2024 in connection with the settlement of a license-related contract liability.â€‹The lengthy process of securing regulatory approvals for new drugs, including apraglutide, requires the expenditure of substantial resources. Any failure by us to obtain, or any delay in obtaining, regulatory approvals would materially adversely affect our product development efforts and our business overall.â€‹ We cannot currently estimate with any degree of certainty the amount of time or money that we will be required to expend in the future on linaclotide for additional indications, populations or formulations.â€‹Given the inherent uncertainties that come with the development of pharmaceutical products, we cannot estimate with any degree of certainty how our programs will evolve, and therefore the amount of time or money that would be required to obtain regulatory approval to market them.â€‹As a result of these uncertainties surrounding the timing and outcome of any approvals, we are currently unable to estimate precisely when, if ever, linaclotideâ€™s utility will be expanded within its currently approved indications; if or when linaclotide will be developed outside of its current markets, indications, populations or formulations; or when, if ever, apraglutide or any of our other product candidates will generate revenues and cash flows. â€‹We invest carefully in our pipeline, and the commitment of funding for each subsequent stage of our development programs is dependent upon the receipt of clear, supportive data. In addition, we intend to access externally discovered drug candidates that fit within our core strategy. In evaluating these potential assets, we apply the same investment criteria as those used for investments in internally discovered assets. â€‹The successful development of our product candidates is highly uncertain and subject to a number of risks including, but not limited to:â€‹â—The duration of clinical trials may vary substantially according to the type, complexity and novelty of the product candidate;â€‹â—The U.S. FDA and comparable agencies in foreign countries impose substantial and varying requirements on the introduction of therapeutic pharmaceutical products, typically requiring lengthy and detailed laboratory and clinical testing procedures, sampling activities and other costly and time-consuming procedures;â€‹â—Data obtained from nonclinical and clinical activities at any step in the testing process may be adverse and lead to discontinuation or redirection of development activity. Data obtained from these activities also are susceptible to varying interpretations, which could delay, limit or prevent regulatory approval;32 Table of Contentsâ€‹â—The duration and cost of early research and development, including nonclinical studies and clinical trials, may vary significantly over the life of a product candidate and are difficult to predict;â€‹â—The costs, timing and outcome of regulatory review of a product candidate may not be favorable, and, even if approved, a product may face post-approval development and regulatory requirements;â€‹â—There may be substantial costs, delays and difficulties in successfully integrating externally developed product candidates into our business operations; andâ€‹â—The emergence of competing technologies and products and other adverse market developments may negatively impact us.â€‹As a result of the factors discussed above, including the factors discussed under â€œNote Regarding Forward-Looking Statementsâ€ in this Quarterly Report on Form 10-Q, and under â€œPart I, Item 1A â€“ Risk Factorsâ€ in our 2023 Annual Report on Form 10-K, we are unable to determine the duration and costs to complete current or future nonclinical and clinical stages of our product candidates or when, or to what extent, we will generate revenues from the commercialization and sale of our product candidates. Development timelines, probability of success and development costs vary widely. We anticipate that we will make determinations as to which additional programs to pursue and how much funding to direct to each program on an ongoing basis in response to the data of each product candidate, the competitive landscape and ongoing assessments of such product candidateâ€™s commercial potential.â€‹We expect to invest in our development programs and incur substantial research and development expenses for the foreseeable future. We will continue to invest in linaclotide, including the investigation of ways to enhance the clinical profile within its currently approved indications, and the exploration of its potential utility in other indications, populations and formulations. We will continue to invest in our GI-focused product candidates, including apraglutide, as we advance them through pre-clinical and clinical trials, in addition to funding research and development activities under our external collaboration and license agreements. â€‹Acquired In-Process Research and Development. Asset acquisition costs, license fees and development milestone payments related to acquired and in-licensed products and technology are expensed asÂ acquiredÂ in-processÂ researchÂ andÂ developmentÂ at the point that they have no established alternative future use.â€‹Selling, General and Administrative Expense. Selling, general and administrative expense consists primarily of compensation, benefits and other employee-related expenses for personnel in our administrative, finance, legal, information technology, business development, commercial, sales, marketing, communications and human resource functions. Other costs include legal costs of pursuing patent protection of our intellectual property, general and administrative related facility costs, insurance costs and professional fees for accounting, tax, consulting, legal and other services. As we continue to invest in the commercialization of LINZESS, apraglutide and other product candidates, we expect our selling, general and administrative expenses will be substantial for the foreseeable future. â€‹We include AbbVieâ€™s selling, general and administrative cost-sharing payments in the calculation of the net profits and net losses from the sale of LINZESS in the U.S. and present the net payment to or from AbbVie as collaboration expense or collaborative arrangements revenue, respectively.â€‹Restructuring Expenses. Restructuring expenses pertain to restructuring initiatives in connection with the VectivBio Acquisition and are more fully described in Note 12, Workforce Reductions and Restructuring.â€‹Interest Expense and Other Financing Costs. Interest expense consists primarily of cash and non-cash interest costs related to our convertible senior notes and Revolving Credit Facility. Non-cash interest expense consists of amortization of debt issuance costs. â€‹Interest and Investment Income. Interest and investment income consists of interest earned on our cash and cash equivalents, as well as significant financing components of payments due from collaboration partners.â€‹ Gain on Derivatives. Gain on derivatives consists of the change in fair value of note hedge warrants, which terminated unexercised upon expiry in April 2023. Refer to Note 9, Debt, in the financial statements included in our 2023 Annual Report on Form 10-K for additional information related to the note hedge warrants.33 Table of Contentsâ€‹Income Taxes. We prepare our income tax provision based on our interpretation of the income tax accounting rules and each jurisdictionâ€™s enacted tax laws and regulations. At interim reporting dates, we record our income tax provision by applying our estimated annual effective tax rate to year-to-date pre-tax income, plus adjustments for significant unusual or infrequently occurring items.â€‹Critical Accounting Policies and Estimatesâ€‹Our discussion and analysis of our financial condition and results of operations is based upon our condensed consolidated financial statements prepared in accordance with U.S. generally accepted accounting principles. The preparation of these financial statements requires us to make certain estimates and assumptions that may affect the reported amounts of assets and liabilities, the disclosure of assets and liabilities at the date of the condensed consolidated financial statements, and the amounts of revenues and expenses during the reported periods. We base our estimates on our historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities. Actual results may differ materially from our estimates under different assumptions or conditions. Changes in estimates are reflected in reported results in the period in which they become known.â€‹During the three and nine months ended September 30, 2024, there were no material changes to our critical accounting policies as reported in our 2023 Annual Report on Form 10-K. â€‹34 Table of ContentsResults of Operationsâ€‹The following discussion summarizes the key factors our management believes are necessary for an understanding of our condensed consolidated financial statements.

	Three Months Ended		Nine Months Ended	
	September 30,	September 30,		
	2024	2023	2024	2023
(in thousands)	(in thousands)			
Revenues:				
Collaborative arrangements revenue	$ 91,592	$ 113,739	$ 260,865	$ 325,182
Total revenues	91,592	113,739	260,865	325,182
Costs and expenses:				
Research and development	29,827	32,985	86,030	80,409
Selling, general and administrative	36,113	36,046	110,682	119,647
Restructuring	16	4,685	2,520	17,696
Acquired in-process research and development				1,090,449
Total costs and expenses	65,956	73,716	199,232	1,308,201
Income (loss) from operations	25,636	40,023	61,633	(983,019)
Other income (expense):				
Interest expense and other financing costs	(9,419)	(9,839)	(24,120)	(13,206)
Interest and investment income	1,152	1,748	3,690	17,777
Gain on derivatives				19
Other income (expense), net	(8,267)	(8,091)	(20,430)	4,590
Income (loss) before income taxes	17,369	31,932	41,203	(978,429)
Income tax expense	(13,723)	(17,982)	(42,579)	(51,385)
Net income (loss)	3,646	13,950	(1,376)	(1,029,814)
Less: Net loss attributable to noncontrolling interests			(1,371)	(28,662)
Net income (loss) attributable to Ironwood Pharmaceuticals, Inc.	$ 3,646	$ 15,321	(1,376)	(1,001,152)

â€‹Three and nine months ended September 30, 2024 compared to three and nine months ended September 30, 2023 â€‹Revenues

	Three Months Ended			Nine Months Ended		
	September 30,	September 30,	Change	2024	2023	$ Change
(in thousands)	(in thousands)					
Revenues:						
Collaborative arrangements revenue	$ 91,592	$ 113,739	$ (22,147)	$ 260,865	$ 325,182	$ (64,317)
Total revenues	$ 91,592	$ 113,739	$ (22,147)	$ 260,865	$ 325,182	$ (64,317)

â€‹Collaborative Arrangements Revenue. The decrease in collaborative arrangements revenue of $22.1 million for the three months ended September 30, 2024 compared to the three months ended September 30, 2023 was primarily related to a $21.2 million decrease in our share of net profits from the sale of LINZESS in the U.S., which was driven by decreased net price (including a $5.0 million reduction to collaboration revenue as a result of changes in estimates of sales reserves and allowances associated with governmental and contractual rebates), partially offset by increases from prescription demand. â€‹The decrease in collaborative arrangements revenue of $64.3 million for the nine months ended September 30, 2024 compared to the nine months ended September 30, 2023 was primarily related to a $64.5 million decrease in our share of net profits from the sale of LINZESS in the U.S., which was driven by decreased net price (including a $43.0 million reduction to collaboration revenue as a result of changes in estimates of sales reserves and allowances associated with governmental and contractual rebates), partially offset by increases from prescription demand and inventory channel fluctuations. â€‹35 Table of ContentsCosts and Expenses

	Three Months Ended			Nine Months Ended		
	September 30,	September 30,	Change	2024	2023	$ Change
(in thousands)	(in thousands)					
Costs and expenses:						
Research and development	29,827	32,985	$ (3,158)	86,030	80,409	$ 5,621
Selling, general and administrative	36,113	36,046	67	110,682	119,647	(8,965)
Restructuring	16	4,685	(4,669)	2,520	17,696	(15,176)
Acquired in-process research and development					1,090,449	(1,090,449)
Total costs and expenses	65,956	73,716	(7,760)	199,232	1,308,201	$ (1,108,969)

â€‹Research and Development Expenses. The decrease in research and development expenses of $3.2 million for the three months ended September 30, 2024 compared to the three months ended September 30, 2023 was primarily related to a $1.2 million decrease in external apraglutide costs, a $1.0 million decrease in external linaclotide costs, and a $0.6 million decrease in compensation, benefits, and other employee-related expenses.â€‹The increase in research and development expenses of $5.6 million for the nine months ended September 30, 2024 compared to the nine months ended September 30, 2023 was primarily related to a $25.7 million increase in external apraglutide costs, a $4.7 million increase in compensation, benefits, and other employee-related expenses, and a $2.0 million increase related to an agreement with COUR to increase the CNP-104 clinical study budget, partially offset by $11.3 million of share-based compensation expense and $3.5 million in related payroll taxes recognized in the second quarter of 2023 immediately after the closing of the VectivBio Acquisition in connection with the vesting acceleration of outstanding stock options and RSUs under VectivBioâ€™s 2021 Equity Incentive Plan, a $6.0 million payment to COUR in the second quarter of 2023 related to CNP-104 in connection with the amendment of the COUR Collaboration Agreement, and a $4.8 million reduction to research and development expense in connection with the settlement of a license-related contract liability.â€‹Selling, General and Administrative Expenses. Selling, general and administrative expenses increased by an insignificant amount for the three months ended September 30, 2024 compared to the three months ended September 30, 2023. â€‹Selling, general and administrative expenses decreased by $9.0 million for the nine months ended September 30, 2024 compared to the nine months ended September 30, 2023, primarily due to $16.2 million of share-based compensation expense and $3.0 million in related payroll taxes recognized immediately after the closing of the VectivBio Acquisition in connection with the vesting acceleration of outstanding stock options and RSUs under VectivBioâ€™s 2021 Equity Incentive Plan, partially offset by a $5.2 million increase in professional services costs (including $7.0 million related to the commercial launch of apraglutide, if approved), and a $3.4 million increase in compensation, benefits, and other employee-related expenses. â€‹Restructuring Expenses. Restructuring expenses during each of the three and nine months ended September 30, 2024 and September 30, 2023 include restructuring initiatives that commenced in June 2023 in connection with the VectivBio Acquisition and restructuring expenses during the nine months ended September 30, 2023 include a headquarters-based workforce reduction that commenced in April 2023. Both restructuring initiatives are more fully described in Note 12, Workforce Reductions and Restructuring. â€‹Acquired In-Process Research and Development. We incurred approximately $1.1 billion of expense during the nine months ended September 30, 2023 in connection with the VectivBio Acquisition to acquire apraglutide.â€‹Other Income (Expense), Netâ€‹

	Three Months Ended			Nine Months Ended		
	September 30,	September 30,	Change	2024	2023	$ Change
(in thousands)	(in thousands)					
Other income (expense):						
Interest expense and other financing costs	(9,419)	(9,839)	$ 420	(24,120)	(13,206)	$ (10,914)
Interest and investment income	1,152	1,748	(596)	3,690	17,777	(14,087)
Gain on derivatives					19	(19)
Total other income (expense), net	$ (8,267)	$ (8,091)	$ (176)	$ (20,430)	$ 4,590	$ (25,020)

36 Table of Contentsâ€‹Interest Expense and Other Financing Costs. Interest expense decreased by $0.4 million for three months ended September 30, 2024 compared to the three months ended September 30, 2023 primarily due to a decrease of $0.4 million in coupon interest expenses associated with the 2024 Convertible Notes, which were fully repaid upon maturity in June 2024.â€‹Interest expense increased by $10.9 million for nine months ended September 30, 2024 compared to the nine months ended September 30, 2023 primarily due to an increase of $11.6 million of interest expense incurred under the revolving credit facility used to partially finance the VectivBio Acquisition in June 2023.â€‹Interest and Investment Income. Interest and investment income decreased by $0.6 million for the three months ended September 30, 2024 compared to the three months ended September 30, 2023, primarily from a decrease in cash and investment balances following the VectivBio Acquisition in September 2023.â€‹Interest and

investment income decreased by $14.1 million for the nine months ended September 30, 2024 compared to the nine months ended September 30, 2023, primarily from a decrease in cash and investment balances following the VectivBio Acquisition in June 2023.â€‹ Gain on Derivatives. For the nine months ended September 30, 2023, we recorded an insignificant gain on derivatives resulting from a decrease in the fair value of our note hedge warrants, which terminated unexercised upon expiry during April 2023. â€‹Income Tax Expense. For the three and nine months ended September 30, 2024, we recorded income tax expense of $13.7 million and $42.6 million, respectively. For the three and nine months ended September 30, 2023, we recorded income tax expense of $18.0 million and $51.4 million, respectively. Due to our ability to utilize our net operating losses to offset federal taxable income and taxable income in most states, the majority of our tax provision will be a non-cash expense until our net operating losses have been fully utilized. â€‹Liquidity and Capital Resources â€‹ As of September 30, 2024, we had $88.2 million of cash and cash equivalents. Our cash equivalents include amounts held in money market funds, U.S. Treasury securities and commercial paper. We invest cash in excess of immediate requirements in accordance with our investment policy, which limits the amounts we may invest in certain types of investments and requires all investments held by us to be at least A- rated, with a remaining final maturity when purchased of less than twenty-four months, so as to primarily achieve liquidity and capital preservation objectives. â€‹We anticipate our cash balance and our expected net cash inflows from operations to allow us to meet our near-term and long-term cash obligations, which are reflected in our condensed consolidated balance sheets. Our most significant fixed obligations are debt obligations and lease commitments, for which annual payments are disclosed in Note 9, Debt, and Note 7, Leases, respectively, to our financial statements included elsewhere in this Quarterly Report on Form 10-Q. We may from time to time seek to retire, redeem or repurchase all or part of our outstanding debt through cash purchases and/or exchanges, in open market purchases, privately negotiated transactions, by tender offer or otherwise. Such repurchases, redemptions or exchanges, if any, of our debt will depend on prevailing market conditions, liquidity requirements, contractual restrictions and other factors, and the amounts involved may be material. â€‹Sources of Liquidityâ€‹We have financed our operations to date primarily through both the private sale of our preferred stock and the public sale of our common stock, debt financings, and cash generated from our operations. As of September 30, 2024, our debt is comprised of $200.0 million aggregate principal amount of convertible notes, due in 2026, and $400.0 million aggregate principal amount outstanding under our Revolving Credit Facility, which we entered into in May 2023 to partially finance the VectivBio Acquisition. The Revolving Credit Facility provides for $550.0 million of borrowing capacity and includes a $10.0 million letter of credit subfacility. Refer to Note 9, Debt, to our condensed consolidated financial statements included elsewhere in this Quarterly Report on Form 10-Q for information related to our debt obligations.37 Table of Contentsâ€‹Summary of Cash FlowsThe following table summarizes cash flows from operating, investing, and financing activities for the three and nine months ended September 30, 2024 and 2023: â€‹â€‹â€‹

Ironwood Pharmaceuticals,Â Inc.â€™s Annual Report on FormÂ 10-K for the year ended DecemberÂ 31, 2009, filed with the SEC on MarchÂ 30, 2010.â€‹â€‹â€‹3.2â€‹Certificate of Retirement. Incorporated by reference to Exhibit 3.2 of Ironwood Pharmaceuticals, Inc.â€™s Amendment No. 1 to Form 8-A, filed with the SEC on January 3, 2019.â€‹â€‹â€‹3.3Certificate of Amendment of Eleventh Amended and Restated Certificate of Incorporation. Incorporated by reference to Exhibit 3.1 of Ironwood Pharmaceuticals, Inc.â€™s Current Report on Form 8-K, filed with the SEC on May 31, 2019.â€‹â€‹â€‹3.4â€‹Fifth Amended and Restated Bylaws. Incorporated by reference to ExhibitÂ 3.2 of Ironwood Pharmaceuticals,Â Inc.â€™s Annual Report on FormÂ 10-K for the year ended DecemberÂ 31, 2009, filed with the SEC on MarchÂ 30, 2010.â€‹â€‹â€‹10.1â€ Amendment No. 1 to Revolving Credit Agreement, dated September 27, 2024, by and among Ironwood Pharmaceuticals, Inc., as borrower, Wells Fargo Bank, National Association, as administrative agent, collateral agent, a letter of credit issuer and a lender, and the other agents, lenders and letter of credit issuers parties thereto. Incorporated by reference to Exhibit 10.1 of Ironwood Pharmaceuticals, Inc.â€™s Current Report on Form 8-K, filed with the SEC on September 30, 2024.â€‹â€‹â€‹31.1*â€‹Certification of Chief Executive Officer pursuant to RulesÂ 13a-14 or 15d-14 of the Exchange Act.â€‹â€‹â€‹31.2*â€‹Certification of Chief Financial Officer pursuant to RulesÂ 13a-14 or 15d-14 of the Exchange Act.â€‹32.1â€¡â€‹Certification of Chief Executive Officer pursuant to RulesÂ 13a-14(b)Â or 15d-14(b)Â of the Exchange Act and 18 U.S.C. SectionÂ 1350.â€‹32.2â€¡â€‹Certification of Chief Financial Officer pursuant to RulesÂ 13a-14(b)Â or 15d-14(b)Â of the Exchange Act and 18 U.S.C. SectionÂ 1350.â€‹101.INS*â€‹XBRL Instance Document â€“ The Instance Document does not appear in the Interactive Data Files because its XBRL tags are embedded within the Inline XBRL document.â€‹101.SCH*â€‹XBRL Taxonomy Extension Schema Document.â€‹101.CAL*â€‹XBRL Taxonomy Extension Calculation Linkbase Document.â€‹101.LAB*â€‹XBRL Taxonomy Extension Label Linkbase Database.â€‹101.PRE*â€‹XBRL Taxonomy Extension Presentation Linkbase Document.â€‹101.DEF*â€‹XBRL Taxonomy Extension Definition Linkbase Document.â€‹104*â€‹The cover page from this Quarterly Report on Form 10-Q formatted in Inline XBRL.*Â Â Â Â Â Filed herewith.â€¡Â Â Â Â Â Furnished herewith.â€ Schedules and exhibits have been omitted pursuant to Item 601(b)(2) of Regulation S-K. Ironwood will furnish copies of any such schedules and exhibits to the SEC upon request.44 Table of ContentsSIGNATURESâ€‹Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.â€‹â€‹Ironwood Pharmaceuticals,Â Inc.â€‹â€‹Date: November 7, 2024By:/s/ THOMAS MCCOURTâ€‹â€‹Thomas McCourtâ€‹â€‹Chief Executive Officerâ€‹â€‹(Principal Executive Officer)â€‹â€‹â€‹â€‹Date: November 7, 2024By:/s/ RONALD SILVERâ€‹â€‹Ronald Silverâ€‹â€‹Vice President, Corporate Controllerâ€‹â€‹â€‹(Principal Accounting Officer)â€‹â€‹â€‹â€‹45 EX-31.1 2 irwd-20240930xex31d1.htm EX-31.1 EXHIBITÂ 31.1CERTIFICATION PURSUANTTO RULES 13a-14(a)Â OR 15d-14(a)Â UNDERTHE SECURITIES EXCHANGE ACT OF 1934â€‹I, Thomas McCourt, certify that:â€‹1.I have reviewed this Quarterly Report on FormÂ 10-Q of Ironwood Pharmaceuticals,Â Inc. (the â€œregistrantâ€);â€‹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;â€‹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;â€‹4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act RulesÂ 13a-15(e)Â and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act RulesÂ 13a-15(f)Â and 15d-15(f)) for the registrant and have:â€‹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;â€‹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;â€‹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; andâ€‹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; andâ€‹5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):â€‹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; andâ€‹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€‹Date: November 7, 2024â€‹â€‹â€‹/s/ THOMAS MCCOURTâ€‹Thomas McCourtâ€‹Chief Executive Officerâ€‹â€‹ EX-31.2 3 irwd-20240930xex31d2.htm EX-31.2 EXHIBITÂ 31.2CERTIFICATION PURSUANTTO RULES 13a-14(a)Â OR 15d-14(a)Â UNDERTHE SECURITIES EXCHANGE ACT OF 1934â€‹I, Sravan K. Emany, certify that:â€‹1.I have reviewed this Quarterly Report on FormÂ 10-Q of Ironwood Pharmaceuticals,Â Inc. (the â€œregistrantâ€);â€‹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;â€‹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;â€‹4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act RulesÂ 13a-15(e)Â and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act RulesÂ 13a-15(f)Â and 15d-15(f)) for the registrant and have:â€‹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;â€‹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;â€‹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; andâ€‹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; andâ€‹5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):â€‹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; andâ€‹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€‹Date: November 7, 2024â€‹â€‹â€‹/s/ SRAVAN K. EMANYâ€‹Sravan K. Emanyâ€‹Chief Operating Officer and Chief Financial Officerâ€‹â€‹ EX-32.1 4 irwd-20240930xex32d1.htm EX-32.1 EXHIBITÂ 32.1â€‹CERTIFICATION PURSUANT TO18 U.S.C. SECTIONÂ 1350,AS ADOPTED PURSUANT TOSECTIONÂ 906 OF THE SARBANES-OXLEY ACT OF 2002â€‹In connection with the Quarterly Report of Ironwood Pharmaceuticals,Â Inc. (the â€œCompanyâ€) on FormÂ 10-Q for the period ended September 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€),Â I, Thomas McCourt, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. SectionÂ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, to my knowledge that:â€‹(1)The Report fully complies with the requirements of SectionÂ 13(a)Â or 15(d)Â of the Securities Exchange Act of 1934, as amended; andâ€‹(2)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€‹/s/ THOMAS MCCOURTâ€‹Thomas McCourtâ€‹Chief Executive Officerâ€‹â€‹November 7, 2024â€‹â€‹A signed original of this written statement required by SectionÂ 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request. EX-32.2 5 irwd-20240930xex32d2.htm EX-32.2 EXHIBITÂ 32.2â€‹CERTIFICATION PURSUANT TO18 U.S.C. SECTIONÂ 1350,AS ADOPTED PURSUANT TOSECTIONÂ 906 OF THE SARBANES-OXLEY ACT OF 2002â€‹In connection with the Quarterly Report of Ironwood Pharmaceuticals,Â Inc. (the â€œCompanyâ€) on FormÂ 10-Q for the period ended September 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€),Â I, Sravan K. Emany, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. SectionÂ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, to my knowledge that:â€‹(1)The Report fully complies with the requirements of SectionÂ 13(a)Â or 15(d)Â of the Securities Exchange Act of 1934, as amended; andâ€‹(2)The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.â€‹ovemâ€‹/s/ SRAVAN K. EMANYâ€‹Sravan K. Emanyâ€‹Chief Operating Officer and Chief Financial Officerâ€‹â€‹November 7, 2024â€‹â€‹â€‹â€‹A signed original of this written statement required by SectionÂ 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request. EX-101.SCH 6 irwd-20240930.xsd EX-101.SCH 99900 - Disclosure - Standard And Custom Axis Domain Defaults link:presentationLink link:calculationLink link:definitionLink 995200100 - Statement - Condensed Consolidated Balance Sheets link:presentationLink link:calculationLink link:definitionLink 995200200 - Statement - Condensed Consolidated Statements of Income (Loss) link:presentationLink link:calculationLink link:definitionLink 995200300 - Statement - Condensed Consolidated Statements of Comprehensive Income (Loss) link:presentationLink link:calculationLink link:definitionLink 995200500 - Statement - Condensed Consolidated Statements of Cash Flows link:presentationLink link:calculationLink link:definitionLink 995200505 - Statement - Condensed Consolidated Statements of Cash Flows (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 99940302 - Disclosure - Acquisitions - Total Consideration Paid - Tabular Disclosure (Details) link:presentationLink link:calculationLink link:definitionLink 99940306 - Disclosure - Acquisitions - Assets Acquired and Liabilities Assumed (Details) link:presentationLink link:calculationLink link:definitionLink 99940401 - Disclosure - Net Income (Loss) Per Share - Computation (Details) link:presentationLink link:calculationLink link:definitionLink 99940602 - Disclosure - Fair Value of Financial Instruments - Measured on Recurring Basis (Details) link:presentationLink link:calculationLink link:definitionLink 99940702 - Disclosure - Leases - Lease Cost (Details) link:presentationLink link:calculationLink link:definitionLink 99940705 - Disclosure - Leases - Future Minimum Lease Payments (Details) link:presentationLink link:calculationLink link:definitionLink 99940706 - Disclosure - Leases - Operating Lease Obligations (Details) link:presentationLink link:calculationLink link:definitionLink 99940801 - Disclosure - Accrued Expenses and Other Current Liabilities - Tabular Disclosure (Details) link:presentationLink link:calculationLink link:definitionLink 99940902 - 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Disclosure - Debt - Capped Calls with Respect to 2024 Convertible Notes and 2026 Convertible Notes (Details) link:presentationLink link:calculationLink link:definitionLink 99941002 - Disclosure - Employee Stock Benefit Plans - Share-based Compensation Expense - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 99941201 - Disclosure - Workforce Reduction and Restructuring (Details) link:presentationLink link:calculationLink link:definitionLink 995200090 - Document - Document and Entity Information link:presentationLink link:calculationLink link:definitionLink 995200105 - Statement - Condensed Consolidated Balance Sheets (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 995210301 - Disclosure - Acquisitions link:presentationLink link:calculationLink link:definitionLink 995210701 - Disclosure - Leases link:presentationLink link:calculationLink link:definitionLink 995211201 - Disclosure - Workforce Reduction and Restructuring link:presentationLink link:calculationLink link:definitionLink 99920202 - Disclosure - Summary of Significant Accounting Policies (Policies)

link:presentationLink link:calculationLink link:definitionLink 99930303 - Disclosure - Acquisitions (Tables) link:presentationLink link:calculationLink link:definitionLink 99930603 - Disclosure - Fair Value of Financial Instruments (Tables) link:presentationLink link:calculationLink link:definitionLink 99930703 - Disclosure - Leases (Tables) link:presentationLink link:calculationLink link:definitionLink 99940309 - Disclosure - Acquisitions - Future Amortization Expense (Details) link:presentationLink link:calculationLink link:definitionLink 99940601 - Disclosure - Fair Value of Financial Instruments - General Information (Details) link:presentationLink link:calculationLink link:definitionLink 99940703 - Disclosure - Leases - Supplemental Information (Details) link:presentationLink link:calculationLink link:definitionLink 99940802 - Disclosure - Accrued Expenses and Other Current Liabilities - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 99941101 - Disclosure - Income Taxes (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 7 irwd-20240930_cal.xml EX-101.CAL EX-101.DEF 8 irwd-20240930_def.xml EX-101.DEF EX-101.LAB 9 irwd-20240930_lab.xml EX-101.LAB Cover [Abstract] Entity Central Index Key Document Type Document Quarterly Report Document Period End Date Document Transition Report Entity File Number Entity Registrant Name Entity Incorporation, State or Country Code Entity Tax Identification Number Entity Address, Address Line One Entity Address, Address Line Two Entity Address, City or Town Entity Address, State or Province Entity Address, Postal Zip Code City Area Code Local Phone Number Title of 12(b) Security Entity Listing, Par Value Per Share Trading Symbol Security Exchange Name Entity Current Reporting Status Entity Interactive Data Current Entity Filer Category Entity Small Business Entity Emerging Growth Company Entity Shell Company Entity Common Stock, Shares Outstanding Current Fiscal Year End Date Document Fiscal Year Focus Document Fiscal Period Focus Amendment Flag Statement of Financial Position [Abstract] Assets [Abstract] Assets, Current [Abstract] Current assets: Cash and Cash Equivalents, at Carrying Value Cash and cash equivalents Accounts Receivable, Net, Current Accounts receivable, net Prepaid Expense and Other Assets, Current Prepaid expenses and other current assets Assets, Current Total current assets Property, Plant and Equipment, Net Property and equipment, net Operating Lease, Right-of-Use Asset Operating lease right-of-use assets Finite-Lived Intangible Assets, Net Intangible assets, net Deferred Income Tax Assets, Net Deferred tax assets Other Assets, Noncurrent Other assets Assets Total assets Liabilities and Equity [Abstract] Liabilities, Current [Abstract] Current liabilities: Accounts Payable, Current Accounts payable This element represents the carrying value as of the balance sheet date of obligations incurred and payable, pertaining to research and development costs, that are statutory in nature, which are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). Accrued Research and Development Expense Current Accrued research and development costs Carrying value as of the balance sheet date of accrued expenses and as well as used to reflect the other current portion of the liabilities (due within one year or within the normal operating cycle if longer). Accrued Expenses and Other Liabilities, Current Total accrued expenses and other current liabilities Accrued expenses and other current liabilities Operating Lease, Liability, Current Less: current portion of operating lease liabilities Current portion of operating lease liabilities Convertible Debt, Current Current portion of convertible senior notes Liabilities, Current Total current liabilities Convertible Debt, Noncurrent Convertible senior notes, net of current portion Operating Lease, Liability, Noncurrent Operating lease obligations, net of current portion Operating lease liabilities, net of current portion Long-Term Line of Credit, Noncurrent Revolving credit facility Other Liabilities, Noncurrent Other liabilities Commitments and Contingencies Commitments and contingencies Equity, Attributable to Parent [Abstract] Stockholders' deficit: Common Stock, Value, Issued Class A Common Stock, $0.001 par value, 500,000,000 shares authorized and 160,015,888 shares issued and outstanding at September 30, 2024 and 500,000,000 shares authorized and 156,354,238 shares issued and outstanding at December 31, 2023 Additional Paid in Capital, Common Stock Additional paid-in capital Retained Earnings (Accumulated Deficit) Accumulated deficit Accumulated Other Comprehensive Income (Loss), Net of Tax Accumulated other comprehensive loss Equity, Attributable to Parent Total stockholders' deficit Liabilities and Equity Total liabilities and stockholders' deficit Preferred Stock, Number of Shares, Par Value and Other Disclosures [Abstract] Preferred stock Preferred Stock, Par or Stated Value Per Share Preferred stock, par value (in dollars per share) Preferred Stock, Shares Authorized Preferred stock, shares authorized Preferred Stock, Shares Issued Preferred stock, shares issued Preferred Stock, Shares Outstanding Preferred stock, shares outstanding Common Stock, Number of Shares, Par Value and Other Disclosures [Abstract] Common stock Common Stock, Par or Stated Value Per Share Common stock, par value (in dollars per share) Common Stock, Shares Authorized Common stock, shares authorized Common Stock, Shares, Issued Balance (in shares) Balance (in shares) Common stock, shares issued Common Stock, Shares, Outstanding Common stock, shares outstanding Income Statement [Abstract] Statement [Table] Statement [Line Items] Operating Income (Loss) [Abstract] Revenues [Abstract] Revenues: Revenue from Contract with Customer, Excluding Assessed Tax Revenue Total revenues Revenue from Contract with Customer, Product and Service [Extensible Enumeration] Revenue from Contract with Customer, Product and Service Costs and Expenses [Abstract] Costs and expenses: Research and Development Expense Research and development Research and development expense Selling, General and Administrative Expense Selling, general and administrative Restructuring Expense (Benefit) Restructuring Expense (Benefit) Restructuring Asset Acquisition, Acquired In-process Research and Development Expense Asset Acquisition, Acquired In-process Research and Development Expense Acquired in-process research and development Asset acquisition, acquired in-process research and development expense Costs and Expenses Total costs and expenses Operating Income (Loss) Income (loss) from operations Nonoperating Income (Expense) [Abstract] Other income (expense): Interest Expense, Nonoperating Interest expense and other financing costs Investment Income, Net Interest and investment income Gain (Loss) on Derivative Instruments, Net, Pretax Gain on derivatives Nonoperating Income (Expense) Other income (expense), net Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Income (loss) before income taxes Income Tax Expense (Benefit) Income tax expense Income tax (benefit) expense Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Net loss Net income (loss) Net income (loss) Net Income (Loss) Attributable to Noncontrolling Interest Less: Net loss attributable to noncontrolling interests Net income (loss) attributable to Ironwood Pharmaceuticals, Inc. Earnings Per Share, Basic Net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc. stockholders - basic (in dollars per share) Net income (loss) per share - basic (in dollars per share) Earnings Per Share, Diluted Net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc. stockholders - diluted (in dollars per share) Net income (loss) per share - diluted (in dollars per share) Weighted Average Number of Shares Outstanding, Basic Weighted average shares used in computing net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc. stockholders - basic (in shares) Weighted average number of common shares outstanding used in computing net income (loss) per share - basic (in shares) Weighted Average Number of Shares Outstanding, Diluted Weighted average shares used in computing net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc. stockholders - diluted (in shares) Weighted average number of common shares outstanding used in computing net income (loss) per share - diluted (in shares) Statement of Comprehensive Income [Abstract] Net Income (Loss) Attributable to Parent [Abstract] Net income (loss) Comprehensive Income (Loss), Net of Tax, Attributable to Parent [Abstract] Other comprehensive income (loss), net of tax: Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax, Portion Attributable to Parent Currency translation adjustment Other Comprehensive (Income) Loss, Defined Benefit Plan, after Tax and Reclassification Adjustment, Attributable to Parent Defined benefit pension plan Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Total other comprehensive income (loss), net of tax Comprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling Interest Less: Other comprehensive loss attributable to noncontrolling interest Comprehensive Income (Loss), Net of Tax, Attributable to Parent Comprehensive income (loss) attributable to Ironwood Pharmaceuticals, Inc. Statement of Stockholders' Equity [Abstract] Equity Components [Axis] Equity Component [Domain] Parent [Member] Ironwood Pharmaceuticals, Inc. stockholders' equity (deficit) Common Stock [Member] Common Stock Additional Paid-in Capital [Member] Additional paid-in capital Retained Earnings [Member] Accumulated deficit AOCI Attributable to Parent [Member] Accumulated other comprehensive loss Noncontrolling Interest [Member] Noncontrolling Interest Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity (Deficit) Stockholders' Equity, Including Portion Attributable to Noncontrolling Interest Balance Balance Shares Issued, Value, Share-based Payment Arrangement, after Forfeiture Issuance of common stock related to share-based awards and employee stock purchase plan Shares Issued, Shares, Share-based Payment Arrangement, after Forfeiture Issuance of common stock related to share-based awards and employee stock purchase plan (in shares) Adjustments to Additional Paid in Capital, Share-based Compensation, Requisite Service Period Recognition Share-based compensation expense related to share-based awards and employee stock purchase plan Noncontrolling Interest, Increase from Business Combination Noncontrolling interests on acquisition of VectivBio Holding AG Share-Based Payment Arrangement, Decrease for Tax Withholding Obligation Taxes paid related to net share settlement of share-based awards Other Comprehensive Income (Loss), Net of Tax Other comprehensive income (loss), net of tax Statement of Cash Flows [Abstract] Net Cash Provided by (Used in) Operating Activities [Abstract] Cash flows from operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Adjustments to reconcile net loss to net cash provided by operating activities: Depreciation Depreciation and amortization Gain (Loss) on Disposition of Property Plant Equipment Loss on disposal of property and equipment Share-based Compensation Share-based compensation expense Fair Value Adjustment of Warrants Change in fair value of note hedge warrants Amortization of Debt Issuance Costs and Discounts Non-cash interest expense Deferred Income Taxes and Tax Credits Deferred income taxes Increase (Decrease) in Operating Capital [Abstract] Changes in assets and liabilities: Increase (Decrease) in Accounts Receivable Accounts receivable, net Increase (Decrease) in Prepaid Expense and Other Assets Prepaid expenses and other current assets Increase (Decrease) in Operating Lease, Right-of-Use Asset Increase (Decrease) in Operating Lease, Right-of-Use Asset Operating lease right-of-use assets Increase (Decrease) in Other Operating Assets Other assets Increase (Decrease) in Accounts Payable and Accrued Liabilities Accounts payable and accrued expenses This element represents the net change in research and development expenses, which are accrued during the period, but not yet paid. Increase (Decrease) in Accrued Research and Development Expense Accrued research and development costs Increase (Decrease) in Operating Lease Liability Operating lease liabilities Increase (Decrease) in Other Current Liabilities Other liabilities Net Cash Provided by (Used in) Operating Activities Net cash provided by operating activities Net Cash Provided by (Used in) Investing Activities [Abstract] Cash flows from investing activities: Payments to Acquire Property, Plant, and Equipment Purchases of property and equipment Payments to Acquire Productive Assets, Net of Cash Acquired Payments to Acquire Productive Assets, Net of Cash Acquired Acquisition of VectivBio Holding AG, net of cash acquired Net Cash Provided by (Used in) Investing Activities Net cash used in investing activities Net Cash Provided by (Used in) Financing Activities [Abstract] Cash flows from financing activities: Proceeds, Issuance of Shares, Share-Based Payment Arrangement, Including Option Exercised Proceeds from exercise of stock options and employee stock purchase plan Payment, Tax Withholding, Share-Based Payment Arrangement Taxes paid related to net share settlement of share-based awards Payments to Noncontrolling Interests Purchase of subsidiary shares from noncontrolling interests Squeeze-out merger, cash paid Repayments of Convertible Debt Repayment of 2022 Convertible Notes Proceeds from Long-Term Lines of Credit Proceeds from revolving credit facility Payments of Debt Issuance Costs Costs associated with revolving credit facility Repayments of Long-Term Lines of Credit Repayments of revolving credit facility Repayments of revolving credit facility Net Cash Provided by (Used in) Financing Activities Net cash provided by (used in) financing activities Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Effect of exchange rate changes on cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Net decrease in cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents Cash, cash equivalents and restricted cash, end of period Cash, cash equivalents and restricted cash, beginning of period Total cash, cash equivalents, and restricted cash Reconciliation of cash, cash equivalents, and restricted cash to the condensed consolidated balance sheets Restricted Cash Restricted cash Organization, Consolidation and Presentation of Financial Statements [Abstract] Disclosure Text Block [Abstract] Disclosure Text Block Nature of Operations [Text Block] Nature of Business Accounting Policies [Abstract] Basis of Presentation and Significant Accounting Policies [Text Block] Summary of Significant Accounting Policies Asset Acquisition [Abstract] Asset Acquisition [Text Block] Acquisitions Earnings Per Share [Abstract] Earnings Per Share [Text Block] Net Income (Loss) Per Share Collaboration and License Agreements Disclosure [Abstract] Collaboration and License Agreements Disclosure [Abstract] Collaborative Arrangement Disclosure [Text Block] Collaboration, License, and Other Agreements Fair Value Disclosures [Abstract] Fair Value Disclosures [Text Block] Fair Value of Financial Instruments Leases [Abstract] Lessee, Operating Leases [Text Block] Leases Payables and Accruals [Abstract] Accounts Payable, Accrued Liabilities, and Other Liabilities Disclosure, Current [Text Block] Accrued Expenses and Other Current Liabilities Debt Disclosure [Abstract] Debt Disclosure [Text Block] Debt Share-Based Payment Arrangement [Abstract] Disclosure of Compensation Related Costs, Share-based Payments [Text Block] Employee Stock Benefit Plans Income Tax Disclosure [Abstract] Income Tax Disclosure [Text Block] Income Taxes Restructuring and Related Activities [Abstract] Restructuring and Related Activities Disclosure [Text Block] Workforce Reduction and Restructuring Policy Text Block [Abstract] Policy Text Blocks Basis of Accounting, Policy [Policy Text Block] Basis of Presentation Consolidation, Policy [Policy Text Block] Principles of Consolidation Use of Estimates, Policy [Policy Text Block] Use of Estimates New Accounting Pronouncements, Policy [Policy Text Block] New Accounting Pronouncements Table Text Block [Abstract] Table Text Blocks Asset Acquisition [Table Text Block] Schedule of asset acquisition Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Schedule of computation of basic and diluted net loss per common share Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block] Schedule of potentially dilutive securities that have been excluded from computation of diluted weighted average shares outstanding Schedule of Collaborative Arrangements and Non-collaborative Arrangement Transactions [Table] Counterparty Name [Axis] Counterparty Name [Domain] AbbVie Plc [Member] AbbVie Plc [Member] AbbVie Plc Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Collaboration, License, Promotion and Other Commercial Agreements Disaggregation of Revenue [Table Text Block] Schedule of revenue attributable to transactions from collaboration and license arrangements Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Schedule of assets and liabilities measured at fair value on a recurring basis Lease, Cost [Table Text Block] Schedule of components of lease cost and supplemental cash flow information Lessee, Operating Lease, Liability, Maturity [Table Text Block] Schedule of future minimum lease payments under non-cancelable operating leases Schedule of Accrued Liabilities [Table Text Block] Schedule of accrued expenses and other current liabilities Schedule of Long-term Debt Instruments [Table] Long-term Debt, Type [Axis] Long-term Debt, Type [Domain] Secured Debt [Member] Secured Debt Convertible Senior Notes Convertible Senior Notes Debt Instrument [Line Items] Schedule of Debt [Table Text Block] Schedule of outstanding convertible senior notes Tabular disclosure of interest expense related to debt. Interest Expense, Debt [Table Text Block] Schedule of interest expense Schedule of Maturities of Long-term Debt [Table Text Block] Schedule of future minimum payments details of debt Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Schedule of Employee Service Share-based Compensation, Allocation of Recognized Period Costs [Table Text Block] Share-based compensation expense reflected in the condensed consolidated statements of operations Asset Acquisition [Table] Asset Acquisition [Axis] Asset Acquisition [Domain] VectivBio Holding AG and its Subsidiaries [Member] VectivBio Holding AG and its Subsidiaries [Member] VectivBio Holding AG and its subsidiaries Asset Acquisition [Line Items] Acquisitions Asset Acquisition, Ownership Interest, Percentage Asset Acquisition, Ownership Interest, Percentage Asset acquisition, ownership interest, percentage (as a percent) Asset Acquisition, Share Price Asset Acquisition, Share Price Asset acquisition, share price (in dollars per share) New Accounting Pronouncements or Change in Accounting Principle [Table] Adjustments for New Accounting Pronouncements [Axis] Type of Adoption [Domain] Accounting Standards Update 2023-06 [Member] Accounting Standards Update 2023-06 Accounting Standards Update 2023-07 [Member] Accounting Standards Update 2023-07 Accounting Standards Update 2023-09 [Member] Accounting Standards Update 2023-09 New Accounting Pronouncements or Change in Accounting Principle [Line Items] New Accounting Pronouncements Change in Accounting Principle, Accounting Standards Update, Adopted [true false] Change in Accounting Principle, Accounting Standards Update, Adopted Asset Acquisition, Effective Date of Acquisition Asset acquisition, effective date of acquisition Payments to Acquire Productive Assets Aggregate consideration paid Asset Acquisition, Consideration Transferred [Abstract] Asset Acquisition, Consideration Transferred Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Selling Shareholders Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Selling Shareholders Cash consideration paid to selling shareholders Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Restricted Stock Units and Stock Options Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Restricted Stock Units and Stock Options Cash consideration paid to settle VectivBio RSUs and stock options Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities Cash consideration paid to settle VectivBio warrant liabilities Asset Acquisition, Consideration Transferred, Transaction Cost Transaction costs Asset Acquisition, Consideration Transferred, Fair Value of Noncontrolling Interest Asset Acquisition, Consideration Transferred, Fair Value of Noncontrolling Interest Fair value of non-controlling interest Asset Acquisition, Consideration Transferred Total purchase consideration Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Selling Shareholders,

Shares Tendered, Shares Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Selling Shareholders, Shares Tendered, Shares Asset acquisition, consideration transferred, cash consideration paid, selling shareholders, shares tendered, shares (in shares) Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Selling Shareholders, Shares Tendered, Share Price Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Selling Shareholders, Shares Tendered, Share Price Asset acquisition, consideration transferred, cash consideration paid, selling shareholders, shares tendered, share price (in dollars per share) Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Restricted Stock Units and Stock Options, Shares Settled, Shares Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Restricted Stock Units and Stock Options, Shares Settled, Shares Asset acquisition, consideration transferred, cash consideration paid, settle restricted stock units and stock options, shares settled, shares (in shares) Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Restricted Stock Units and Stock Options, Shares Settled, Share Price Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Restricted Stock Units and Stock Options, Shares Settled, Share Price Asset acquisition, consideration transferred, cash consideration paid, settle restricted stock units and stock options, shares settled, share price (in dollars per share) Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Shares Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Shares Asset acquisition, consideration transferred, cash consideration paid, settle warrant liabilities, warrants outstanding, shares (in shares) Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Price Per Warrant Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Price Per Warrant Asset acquisition, consideration transferred, cash consideration paid, settle warrant liabilities, warrants outstanding, price per warrant (in dollars per share) Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Share Price Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Share Price Asset acquisition, consideration transferred, cash consideration paid, settle warrant liabilities, warrants outstanding, share price (in dollars per share) Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Strike Price Asset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Strike Price Asset acquisition, consideration transferred, cash consideration paid, settle warrant liabilities, warrants outstanding, strike price (in dollars per share) Noncontrolling Interest [Table] Legal Entity [Axis] Entity [Domain] Ownership [Axis] Ownership [Domain] Noncontrolling Interest [Line Items] Noncontrolling interests Shares, Outstanding Shares outstanding (in shares) Share Price Share price (in dollars per share) Proceeds from (Payments to) Noncontrolling Interests [Abstract] Noncontrolling interests Equity, Attributable to Noncontrolling Interest [Abstract] Noncontrolling interests Equity, Attributable to Noncontrolling Interest Noncontrolling interests Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents Cash and cash equivalents Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Prepaid Expenses and Other Current Assets Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Prepaid Expenses and Other Current Assets Prepaid expenses and other current assets Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Property and Equipment Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Property and Equipment Property and equipment Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Intangible Assets Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Intangible Assets Intangible assets Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Acquired In-process Research and Development Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Acquired In-process Research and Development Acquired in-process research and development Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets Total assets acquired Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities Current liabilities Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Other Liabilities, Noncurrent Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Other Liabilities, Noncurrent Other liabilities Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Liabilities Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Liabilities Total liabilities assumed Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Net Asset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Net Net assets acquired Income Statement Location [Axis] Income Statement Location [Domain] Selling, General and Administrative Expenses [Member] Selling, General and Administrative Expenses Research and Development Expense [Member] Research and Development Expense Restructuring Charges [Member] Restructuring Charges Asset Acquisition, Acquisition Related Costs Asset Acquisition, Acquisition Related Costs Asset acquisition, acquisition related costs Schedule of Acquired Finite-Lived Intangible Asset by Major Class [Table] Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets, Major Class Name [Domain] Assembled Workforce [Member] Assembled Workforce [Member] Assembled Workforce Acquired Finite-Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets, Net [Abstract] Finite-Lived Intangible Assets, Net Finite-Lived Intangible Asset, Useful Life Useful life Amortization of Intangible Assets Amortization expense Finite-Lived Intangible Assets, Amortization Expense, Maturity Schedule [Abstract] Finite-Lived Intangible Assets, Net, Amortization Expense, Fiscal Year Maturity [Abstract] Future annual amortization expense Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year 2024 Finite-Lived Intangible Asset, Expected Amortization, Year One 2025 Finite-Lived Intangible Asset, Expected Amortization, Year Two 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Three 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Four 2028 Restricted Stock Units (RSUs) [Member] Time-based Restricted Stock Units [Member] Time-based Restricted Stock Units [Member] Time-based Restricted Stock Units Performance-based Restricted Stock Units [Member] Performance-based Restricted Stock Units [Member] Performance-based Restricted Stock Units Restricted Stock [Member] Restricted Stock Employee Stock [Member] Employee Stock Debt Instrument [Axis] Debt Instrument, Name [Domain] 0.75% Convertible Senior Notes due 2024 and 1.50% Convertible Senior Notes due 2026 0.75% Convertible Senior Notes due 2024 and 1.50% Convertible Senior Notes due 2026 0.75% Convertible Senior Notes due 2024 0.75% Convertible Senior Notes due 2024 1.50% Convertible Senior Notes due 2026 1.50% Convertible Senior Notes due 2026 Net Income (Loss) Available to Common Stockholders, Diluted [Abstract] Numerator: Net Income (Loss) Available to Common Stockholders, Basic Numerator used in computing net income (loss) per share - basic Dilutive Securities, Effect on Basic Earnings Per Share, Dilutive Convertible Securities Add back interest expense, net of tax benefit, on assumed conversion of convertible notes Net Income (Loss) Available to Common Stockholders, Diluted Numerator used in computing net income (loss) per share - diluted Weighted Average Number of Shares Outstanding, Diluted [Abstract] Weighted Average Number of Shares Outstanding, Basic [Abstract] Denominator: Incremental Weighted Average Shares Attributable to Dilutive Effect [Abstract] Effect of dilutive securities: Incremental Common Shares Attributable to Dilutive Effect of Share-based Payment Arrangements Effect of dilutive securities, share-based compensation Incremental Common Shares Attributable to Dilutive Effect of Conversion of Debt Securities Effect of dilutive securities, convertible notes Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table] Antidilutive Securities [Axis] Antidilutive Securities, Name [Domain] Note Hedge Warrants [Member] Note Hedge Warrants [Member] Note Hedge Warrants Convertible Debt Securities [Member] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Earnings Per Share, Diluted [Abstract] Potentially dilutive securities Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Total potentially dilutive securities excluded from the computation of diluted weighted average shares outstanding (in shares) Disaggregation of Revenue [Table] AstraZeneca [Member] AstraZeneca Astellas Pharma Inc [Member] Astellas Pharma Inc. Asahi Kasei Pharma Corporation [Member] Asahi Kasei Pharma Corporation [Member] Asahi Kasei Pharma Corporation Geographical [Axis] Geographical [Domain] North America Europe and Other [Member] Europe and Other Europe and Other Products and Services [Axis] Products and Services [Domain] Collaborative Arrangements and Active Pharmaceutical Ingredient [Member] Collaborative arrangements and active pharmaceutical ingredient Collaborative Arrangements [Member] Collaborative arrangements revenue Collaborative Arrangement, Collaboration and License Agreements [Member] Collaborative arrangement, collaboration and license agreements Collaborative Arrangement, Co-promotion and Other Agreements [Member] Collaborative arrangement, co-promotion and other agreements Royalty Royalty Collaborative Arrangement, Development and Commercialization Agreements [Member] Collaborative Arrangement, Development and Commercialization Agreements [Member] Collaborative arrangement, development and commercialization agreements Collaborative Arrangement, Other Agreements [Member] Collaborative arrangement, other agreements Disaggregation of Revenue [Line Items] Schedule of Accounts, Notes, Loans and Financing Receivable [Table] Accounts, Notes, Loans and Financing Receivable [Line Items] Accounts Receivable, after Allowance for Credit Loss [Abstract] Accounts receivable, net Accounts Receivable, after Allowance for Credit Loss Accounts receivable, net Accounts Receivable, Net of Accounts Payable, Current and Noncurrent Accounts Receivable, Net of Accounts Payable, Current and Noncurrent Accounts receivable, net of accounts payable Accounts Payable Accounts payable Collaborative Arrangements, LINZESS [Member] Collaborative arrangements, LINZESS Number of Remaining Commercial Period Performance Obligations. Number of Remaining Commercial Period Performance Obligations Remaining commercial-period performance obligations Represents the reduction to research and development expense for the amount received from the collaboration partner under cost sharing provisions. Cost Sharing Arrangement Reduction to Research and Development Expense Cost sharing amount, reduction to research and development Collaborative Arrangement, Percentage of Obligation of Development Costs Incurred Collaborative Arrangement, Percentage of Obligation of Development Costs Incurred Collaborative arrangement, percentage of obligation of development costs incurred Represents the percentage of net profit from commercialization. Collaborative Arrangement Percentage of Net Profit Percentage of net profit from commercialization (as a percent) Represents the percentage of net loss from commercialization. Collaborative Arrangement Percentage of Net Loss Percentage of net loss from commercialization (as a percent) Revenue from Contract with Customer, Excluding Assessed Tax, Reduction Revenue from Contract with Customer, Excluding Assessed Tax, Reduction Revenue, reduction Earnings Per Share, Basic, Excluding Collaborative Arrangements Revenue Reduction Earnings Per Share, Basic, Excluding Collaborative Arrangements Revenue Reduction Net income per share, excluding collaborative arrangements revenue reduction - basic (in dollars per share) Earnings Per Share, Diluted, Excluding Collaborative Arrangements Revenue Reduction Earnings Per Share, Diluted, Excluding Collaborative Arrangements Revenue Reduction Net income per share, excluding collaborative arrangements revenue reduction - diluted (in dollars per share) U.S. Canada and Mexico [Member] Canada and Mexico Canada and Mexico License Represents the amount of milestone payment to be received by the company upon amendment to the license agreement. Remaining Milestone Payment to be Received by Company upon Amendment to License Agreement Remaining milestone payment due upon the amendment to the license agreement Period over which annual royalty will be paid as a percentage on net sales of products containing linaclotide as an active ingredient in the upper-single digits. Period Over Which Annual Royalty Will Be Paid as a Percentage On Net Sales Annual royalty Astellas Pharma Inc, 2009 License Agreement, Amended 2019 [Member] Astellas Pharma Inc., 2009 License Agreement, Amended 2019 Collaborative Arrangement, Royalty Percentage, Aggregate Annual Net Product Sales, Maximum Collaborative Arrangement, Royalty Percentage, Aggregate Annual Net Product Sales, Maximum Collaborative arrangement, royalty percentage, aggregate annual net product sales, maximum (as a percent) Represents the amount to be received by the company upon completion of milestone. Milestone Payment to be Received by Company upon Milestone Achievement Milestone payment to be received by company upon milestone achievement Collaborative Arrangement, Noncontingent Installment Payments Receivable Collaborative Arrangement, Noncontingent Installment Payments Receivable Collaborative arrangement, non-contingent installment payments receivable COUR Pharmaceuticals Development Company, Inc. [Member] COUR Pharmaceuticals Development Company, Inc. COUR Pharmaceuticals Development Company, Inc. Contract with Customer, Liability, Current Deferred revenue, current Contract with Customer, Liability, Noncurrent Deferred revenue, noncurrent Contract with Customer, Liability Deferred revenue Collaborative Arrangement, Upfront Payment Collaborative Arrangement, Upfront Payment Collaborative arrangement, upfront payment Collaborative Arrangement, Option to Acquire License, Exercise Price, Payable Collaborative Arrangement, Option to Acquire License, Exercise Price, Payable Collaborative arrangement, option to acquire license, exercise price, payable Collaborative Arrangement, Right to Apply Credit Against Future Amounts Due Collaborative Arrangement, Right to Apply Credit Against Future Amounts Due Collaborative arrangement, right to apply credit against future amounts due Collaborative Arrangement, Upfront Payment Received Collaborative Arrangement, Upfront Payment Received Collaborative arrangement, upfront payment received Collaborative Arrangement, Development Related Payment, Eligible to Receive Collaborative Arrangement, Development Related Payment, Eligible to Receive Collaborative arrangement, development related payment, eligible to receive Collaborative Arrangement, Development Related Payment, Received Collaborative Arrangement, Development Related Payment, Received Collaborative arrangement, development related payment, received Collaborative Arrangement, Development Milestones, Eligible to Receive Collaborative Arrangement, Development Milestones, Eligible to Receive Collaborative arrangement, development milestones, eligible to receive Collaborative Arrangement, Development Milestones, Received Collaborative Arrangement, Development Milestones, Received Collaborative arrangement, development milestones, received Collaborative Arrangement, Commercial and Sales-based Milestone Payments, Eligible to Receive Collaborative Arrangement, Commercial and Sales-based Milestone Payments, Eligible to Receive Collaborative arrangement, commercial and sales-based milestone payments, eligible to receive Collaborative Arrangement, Performance Obligations, Number Collaborative Arrangement, Performance Obligations, Number Collaborative arrangement, performance obligations, number Fair Value Inputs, Quantitative Information [Abstract] Fair Value of Financial Instruments The percentage of threshold collateralized value. Threshold Percentage of Collateralized Value Threshold percentage of collateralized value (as a percent) Fair Value Measurements, Recurring and Nonrecurring [Table] Measurement Frequency [Axis] Fair Value, Measurement Frequency [Domain] Recurring basis Fair Value, Hierarchy [Axis] Fair Value Hierarchy [Domain] Fair Value, Inputs, Level 1, 2 and 3 [Member] Quoted Prices in Active Markets for Identical Assets (Level 1) Significant Other Observable Inputs (Level 2) Cash and Cash Equivalents [Axis] Cash and Cash Equivalents [Domain] Cash Equivalents [Member] Money market funds US Treasury Securities [Member] U.S. Treasury securities Commercial Paper [Member] Commercial paper Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Assets, Fair Value Disclosure [Abstract] Assets: Cash and Cash Equivalents, Fair Value Disclosure Cash and cash equivalents Assets, Fair Value Disclosure Total assets measured at fair value Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Table] Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Fair Value, Adjustment Disclosure [Abstract] Fair value disclosures Debt Instrument, Face Amount Debt instrument, face amount Debt instrument, face amount Debt Instrument, Interest Rate, Stated Percentage Stated interest rate (as a percent) Stated interest rate (as a percent) Debt Instrument, Repurchased Face Amount Debt redeemed/repurchased Long-term Debt, Fair Value Estimated fair value Lessee, Lease, Description [Table] Summer Street Lease and Vehicle Lease [Member] Summer Street Lease and Vehicle Lease [Member] Summer Street Lease and Vehicle Lease Lessee, Lease, Description [Line Items] Leases Letters of Credit Outstanding, Amount Letters of credit outstanding, amount Lease, Cost [Abstract] Lease Cost Operating Lease, Cost Operating lease cost Short-term Lease, Cost Short-term lease cost Lease, Cost Total lease cost Lessee Disclosure [Abstract] Operating Leases Operating Lease, Payments Cash paid for amounts included in the measurement of lease liabilities Operating Lease, Weighted Average Remaining Lease Term Weighted-average remaining lease term of operating leases Operating Lease, Weighted Average Discount Rate, Percent Weighted-average discount rate of operating leases (as a percent) Summer Street Lease [Member] Summer Street Lease [Member] Summer Street Lease Lessee, Operating Lease, Description [Abstract] Operating Leases Area of Real Estate Property Rentable area leased (in square feet) Annual rent escalation in initial lease period and in renewal period. Percentage of Increase in Operating Lease Rent Annual rent escalation (as a percent) Lessee, Operating Lease, Existence of Option to Extend [true false] Option to extend the term of the lease Lessee, Operating Lease, Renewal Term Operating lease, renewal term Operating lease liability Operating lease liabilities Operating lease liability Operating Lease Liabilities, Payments Due [Abstract] Future Minimum Lease Payments Lessee, Operating Lease, Liability, Payments, Remainder of Fiscal Year 2024 Lessee, Operating Lease, Liability, to be Paid, Year One 2025 Lessee, Operating Lease, Liability, Payments, Due Year Two 2026 Lessee, Operating Lease, Liability, Payments, Due Year Three 2027 Lessee, Operating Lease, Liability, Payments, Due Year Four 2028 Amount of lessee's undiscounted obligation for lease payment for operating lease due after 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). Lessee Operating Lease Liability Payments Due After Year Four 2029 and thereafter Lessee, Operating Lease, Liability, Payments, Due Total future minimum lease payments Operating Lease Liabilities, Gross Difference, Amount [Abstract] Operating lease obligations Lessee, Operating Lease, Liability, Undiscounted Excess Amount Less: present value adjustment Accrued Liabilities and Other Liabilities [Abstract] Accrued Expenses Employee-related Liabilities, Current Accrued compensation and benefits Interest Payable, Current Accrued interest Restructuring Reserve, Current Accrued restructuring liabilities Accrued Income Taxes, Current Accrued taxes Other Accrued Liabilities,

Current Other Other accrued expenses Other Accrued Liabilities, Current, Uninvoiced Vendor Liabilities Other Accrued Liabilities, Current, Uninvoiced Vendor Liabilities Other accrued liabilities, uninvoiced vendor liabilities Revolving Credit Agreement [Member] Revolving Credit Agreement [Member] Revolving Credit Agreement Secured Revolving Credit Facility [Member] Secured Revolving Credit Facility [Member] Secured Revolving Credit Facility Letter of Credit Subfacility [Member] Letter of Credit Subfacility [Member] Letter of Credit Subfacility Variable Rate [Axis] Variable Rate [Domain] Secured Overnight Financing Rate (SOFR) [Member] Secured Overnight Financing Rate (SOFR), Adjusted Term Secured [Member] Secured Overnight Financing Rate (SOFR), Adjusted Term Secured Secured Overnight Financing Rate (SOFR), One-month Adjusted Term [Member] Secured Overnight Financing Rate (SOFR), One-month Adjusted Term [Member] Secured Overnight Financing Rate (SOFR), One-month Adjusted Term Fed Funds Effective Rate Overnight Index Swap Rate [Member] Fed Funds Effective Rate Overnight Index Swap Rate Applicable Rate [Member] Applicable Rate [Member] Applicable Rate Statistical Measurement [Axis] Statistical Measurement [Domain] Minimum [Member] Minimum Maximum [Member] Maximum Debt Instruments [Abstract] Debt Line of Credit Facility, Maximum Borrowing Capacity Line of credit facility, maximum borrowing capacity Debt Instrument, Maturity Date Range, End, Period Prior to Stated Maturity Date, Existing Convertible Notes then Outstanding, Unless Case of Clause Debt Instrument, Maturity Date Range, End, Period Prior to Stated Maturity Date, Existing Convertible Notes then Outstanding, Unless Case of Clause Debt instrument, maturity date range, end, period prior to stated maturity date, existing convertible notes then outstanding, unless case of clause Debt Instrument, Basis Spread on Variable Rate Debt instrument, basis spread on variable rate (as a percent) Line of Credit Facility, Frequency of Commitment Fee Payment Line of credit facility, frequency of commitment fee payment Line of Credit Facility, Unused Capacity, Commitment Fee Percentage Line of credit facility, unused capacity, commitment fee percentage The maximum percentage of capital stock of foreign subsidiaries pledged under credit agreement. Line of Credit Facility, Pledge of Foreign Subsidiaries Capital Stock, Maximum, Percent Percentage of capital stock of foreign subsidiaries pledged (as a percent) The amount of Line of credit additional borrowing capacity through accordion feature. Line Of Credit Additional Borrowing Capacity Through Accordion Feature Additional borrowing capacity The additional borrowing capacity under line of credit, as percentage of consolidated adjusted earnings before interest tax depreciation and amortization. Line of Credit Facility, Additional Borrowing Capacity, Percent of Consolidated Adjusted Earnings Before Interest Tax Depreciation and Amortization Additional borrowing capacity, as percentage The trailing period considered for calculation of consolidated adjusted earnings before interest, tax, depreciation and amortization. Line of Credit Facility, Additional Borrowing Capacity, Trailing Period for Consolidated Adjusted Earnings Before Interest, Tax, Depreciation and Amortization Calculation Additional borrowing capacity, trailing period Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Initial Period Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Initial Period Debt instrument, covenant, maximum consolidated secured net leverage ratio, initial period Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Interim Period Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Interim Period Debt instrument, covenant, maximum consolidated secured net leverage ratio, interim period Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, after Interim Period Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, after Interim Period Debt instrument, covenant, maximum consolidated secured net leverage ratio, after interim period Debt Instrument, Covenant, Minimum Interest Coverage Ratio Debt Instrument, Covenant, Minimum Interest Coverage Ratio Debt instrument, covenant, minimum interest coverage ratio Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Initial Period, Consummates Acquisition, after Elected Increase Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Initial Period, Consummates Acquisition, after Elected Increase Debt instrument, covenant, maximum consolidated secured net leverage ratio, initial period, consummates acquisition, after elected increase Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Interim Period, Consummates Acquisition, after Elected Increase Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Interim Period, Consummates Acquisition, after Elected Increase Debt instrument, covenant, maximum consolidated secured net leverage ratio, interim period, consummates acquisition, after elected increase Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, after Interim Period, Consummates Acquisition, after Elected Increase Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, after Interim Period, Consummates Acquisition, after Elected Increase Debt instrument, covenant, maximum consolidated secured net leverage ratio, after interim period, consummates acquisition, after elected increase Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Consummates Acquisition, Number of Fiscal Quarters Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Consummates Acquisition, Number of Fiscal Quarters Debt instrument, covenant, maximum consolidated secured net leverage ratio, consummates acquisition, number of fiscal quarters Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Consummates Acquisition, Minimum Consideration Debt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Consummates Acquisition, Minimum Consideration Debt instrument, covenant, maximum consolidated secured net leverage ratio, consummates acquisition, minimum consideration Proceeds from Issuance of Long-term Debt Net proceed received Debt Instrument, Fee Amount Fees and expenses Payments for Hedge, Financing Activities Payments for convertible note hedges Debt Issuance Costs, Gross, Incurred during Period Debt Issuance Costs, Gross, Incurred during Period Debt issuance costs, gross, incurred during period Debt Issuance Costs, Net Debt issuance costs, net Interest Expense, Debt [Abstract] Interest Expense Interest Expense, Debt, Excluding Amortization Contractual interest expense Amortization of Debt Issuance Costs Amortization of debt issuance costs Other Financing Costs Other Financing Costs Other financing costs Interest Expense, Debt Total interest expense Long-term Debt, Unclassified [Abstract] Principal: Unamortized Debt Issuance Expense Less: unamortized debt issuance costs Long-term Debt Net carrying amount Maturities of Long-term Debt [Abstract] Future minimum payments of Convertible senior notes Long-term Debt, Maturities, Repayments of Principal, Remainder of Fiscal Year 2024 Long-term Debt, Maturities, Repayments of Principal in Next Twelve Months 2025 Long-term Debt, Maturities, Repayments of Principal in Year Two 2026 Long-term Debt, Gross Total future minimum payments under the convertible senior notes Represents the amount of interest to be paid on long-term debt. Long-term Debt, Maturities, Interest Payments Less: amounts representing interest Scenario [Axis] Scenario, Unspecified [Domain] Represents the information pertaining to calendar quarter commencing after calendar quarter ending December 31, 2019. Calendar quarter commencing after December 31, 2019 Represents information pertaining to measurement period. Measurement period Debt Instrument, Maturity Date Debt instrument, maturity date Debt Instrument, Convertible, Conversion Ratio Conversion rate, number of shares to be issued per Represents the debt instrument principal amount denomination for conversion into common stock. Debt Instrument, Principal Amount Denomination for Conversion into Common Stock Principal amount used for debt instrument conversion ratio Debt Instrument, Convertible, Conversion Price Initial conversion price (in dollars per share) The percentage of conversion premium above the last reported sale price of common stock. Debt Instrument, Conversion Premium Conversion premium percentage on sale price of common stock Debt Instrument, Convertible, Threshold Trading Days Number of trading days Debt Instrument, Convertible, Threshold Consecutive Trading Days Consecutive trading days Debt Instrument, Convertible, Threshold Percentage of Stock Price Trigger Minimum percentage of stock price Represents the number of business days immediately after any five consecutive trading day period during the debt instrument measurement period. Debt Instrument Conversion Obligation Number Of Business Days After Consecutive Trading Day Period Number of business days immediately after any five consecutive trading day period during the measurement period Represents the number of consecutive trading days prior to the five consecutive business days during the debt instrument measurement period. Debt Instrument Conversion Obligation Period Of Consecutive Trading Days Number of consecutive trading days before five business days during the measurement period The percentage of principal amount of debt arrived at as the repurchase price under the debt conversion arrangement. Debt Instrument Conditional Conversion, Repurchase Price Principal Percentage Repurchase price Debt Instrument Default Payment, Percentage of Principal Amount of Notes Outstanding Debt Instrument Default Payment, Percentage of Principal Amount of Notes Outstanding Percentage of aggregate principal amount of notes outstanding and payable in case of event of default under the agreement Long-term Debt, Term Debt instrument term Debt issuance costs incurred. Debt Instrument, Debt Issuance Costs Incurred Debt issuance costs incurred Debt Instrument, Interest Rate, Effective Percentage Effective interest rate on liability components (as a percent) Option Indexed to Issuer's Equity, Equity [Table] Option Indexed to Issuer's Equity [Axis] Option Indexed to Issuer's Equity, Type [Domain] Capped Calls with Respect to 2024 Convertible Notes and 2026 Convertible Notes Option Indexed to Issuer's Equity [Line Items] Capped Calls The amount of payment made to counterparties to enter in to capped calls. Payment Made for Investing in Capped Calls Payment made to enter into Capped Calls Payment Made for Investing in Capped Calls, Premium Payment Made for Investing in Capped Calls, Premium Payment made to enter into Capped Calls, premium Payment Made for Investing in Capped Calls, Transaction Cost Payment Made for Investing in Capped Calls, Transaction Cost Payment made to enter into Capped Calls, transaction cost Option Indexed to Issuer's Equity, Strike Price Strike price (in dollars per share) Derivative, Cap Price Cap price Option Indexed to Issuer's Equity, Shares Number of shares covered by capped calls (in shares) Schedule of Employee Service Share-based Compensation, Allocation of Recognized Period Costs [Table] Share-based Compensation Arrangement by Share-based Payment Award, Compensation Cost [Line Items] Employee Service Share-based Compensation, Aggregate Disclosures [Abstract] Employee Stock Benefit Plans Allocated Share-based Compensation Expense Share-based compensation expense Total share-based compensation expense included in operating expenses Share-based Payment Arrangement, Expense, Tax Benefit Income tax benefit Share-based Payment Arrangement, Expense, after Tax Total share-based compensation expense, net of tax Income Tax Expense (Benefit), Continuing Operations, by Jurisdiction [Abstract] Income Taxes Schedule of Restructuring and Related Costs [Table] Restructuring Plan [Axis] Restructuring Plan [Domain] Reduction in Headquarter-based Workforce, April 2023 [Member] Reduction in Headquarter-based Workforce, April 2023 [Member] Reduction in Headquarter-based Workforce, April 2023 VectivBio Acquisition-related Workforce Reductions, June 2023 [Member] VectivBio Acquisition-related Workforce Reductions, June 2023 [Member] VectivBio Acquisition-related Workforce Reductions, June 2023 Restructuring Cost and Reserve [Line Items] Restructuring and Related Cost, Positions Eliminated [Abstract] Workforce Reduction Restructuring and Related Cost, Number of Positions Eliminated, Period Percent Restructuring and related cost, number of positions eliminated, period percent (as a percent) Restructuring, Settlement and Impairment Provisions [Abstract] Restructuring Charges [Abstract] Restructuring Expenses Restructuring Charges Restructuring expenses Restructuring Charges, Statement of Income or Comprehensive Income [Extensible Enumeration] Restructuring Charges, Statement of Income or Comprehensive Income Restructuring, Settlement and Impairment Provisions Restructuring expenses and adjustments, primarily comprised of employee severance, benefits and related costs EX-101.PRE 10 irwd-20240930_pre.xml EX-101.PRE XML 12 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Document and Entity Information - $ / shares 9 Months Ended Sep. 30, 2024 Oct. 31, 2024 Cover [Abstract] Â Â Entity Central Index Key 0001446847 Â Document Type 10-Q Â Document Quarterly Report true Â Document Period End Date Sep. 30, 2024 Â Document Transition Report false Â Entity File Number 001-34620 Â Entity Registrant Name IRONWOOD PHARMACEUTICALS,Â INC. Â Entity Incorporation, State or Country Code DE Â Entity Tax Identification Number 04-3404176 Â Entity Address, Address Line One 100 Summer Street Â Entity Address, Address Line Two Suite 2300 Â Entity Address, City or Town Boston Â Entity Address, State or Province MA Â Entity Address, Postal Zip Code 02110 Â City Area Code 617 Â Local Phone Number 621-7722 Â Title of 12(b) Security Class A common stock, $0.001 par value Â Entity Listing, Par Value Per Share $ 0.001 Â Trading Symbol IRWD 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 Â 160,028,388 Current Fiscal Year End Date --12-31 Â Document Fiscal Year Focus 2024 Â Document Fiscal Period Focus Q3 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 - DefinitionAddress Line 2 such as Street or Suite number + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine2 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details

Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe par value per share of security quoted in same currency as Trading currency. Example: '0.01'. + ReferencesNo definition available. + Details Name: dei_EntityListingParValuePerShare Namespace Prefix: dei_ Data Type: dtr-types:perShareItemType 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 13 R2.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Current assets: Â Â Cash and cash equivalents $ 88,211 $ 92,154 Accounts receivable, net 76,202 129,122 Prepaid expenses and other current assets 14,191 12,012 Total current assets 178,604 233,288 Property and equipment, net 4,795 5,585 Operating lease right-of-use assets 11,430 12,586 Intangible assets, net 3,067 3,682 Deferred tax assets 185,338 212,324 Other assets 6,285 3,608 Total assets 389,519 471,073 Current liabilities: Â Â Accounts payable 3,236 7,830 Accrued research and development costs 9,408 21,331 Accrued expenses and other current liabilities 33,566 44,254 Current portion of operating lease liabilities 3,173 3,126 Current portion of convertible senior notes Â 199,560 Total current liabilities 49,383 276,101 Convertible senior notes, net of current portion 198,817 198,309 Operating lease obligations, net of current portion 12,882 14,543 Revolving credit facility 400,000 300,000 Other liabilities 39,771 28,415 Commitments and contingencies Stockholders' deficit: Â Â Class A Common Stock, $0.001 par value, 500,000,000 shares authorized and 160,015,888 shares issued and outstanding at September 30, 2024 and 500,000,000 shares authorized and 156,354,238 shares issued and outstanding at December 31, 2023 160 156 Additional paid-in capital 1,390,549 1,355,195 Accumulated deficit (1,699,991) (1,698,615) Accumulated other comprehensive loss (2,052) (3,031) Total stockholders' deficit (311,334) (346,295) Total liabilities and stockholders' deficit $ 389,519 $ 471,073 X - DefinitionCarrying value as of the balance sheet date of accrued expenses and as well as used to reflect the other current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesNo definition available. + Details Name: irwd_AccruedExpensesAndOtherLiabilitiesCurrent Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThis element represents the carrying value as of the balance sheet date of obligations incurred and payable, pertaining to research and development costs, that are statutory in nature, which are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesNo definition available. + Details Name: irwd_AccruedResearchAndDevelopmentExpenseCurrent Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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 - DefinitionValue received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital. + 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)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapitalCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9:

http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe portion of the carrying value of long-term convertible debt as of the balance sheet date that is scheduled to be repaid within one year or in the normal operating cycle if longer. Convertible debt is a financial 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 -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ConvertibleDebtCurrent 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 - DefinitionAmount, after allocation of valuation allowances and deferred tax liability, of deferred tax asset attributable to deductible differences and carryforwards, with jurisdictional netting. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-4Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap_DeferredIncomeTaxAssetsNet 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 - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe carrying value as of the balance sheet date of the noncurrent portion of long-term obligations drawn from a line of credit, which is a bank's commitment to make loans up to a specific amount. Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-14 + Details Name: us-gaap_LongTermLineOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's

discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities classified as other, due after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -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 14 R3.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (Parenthetical) - $ / shares Sep. 30, 2024 Dec. 31, 2023 Preferred stock Â Â Preferred stock, par value (in dollars per share) $ 0.001 $ 0.001 Preferred stock, shares authorized 75,000,000 75,000,000 Preferred stock, shares issued 0 0 Preferred stock, shares outstanding 0 0 Common stock Â Â Common stock, par value (in dollars per share) $ 0.001 $ 0.001 Common stock, shares authorized 500,000,000 500,000,000 Common stock, shares issued 160,015,888 156,354,238 Common stock, shares outstanding 160,015,888 156,354,238 X - ReferencesNo definition available. + Details Name: us-gaap_CommonStockNumberOfSharesParValueAndOtherDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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_PreferredStockNumberOfSharesParValueAndOtherDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + 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://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) 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(28)) -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_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + 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://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + 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://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 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: 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_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant XML 15 R4.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Income (Loss) - USD ($) shares in Thousands, $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Revenues: Â Â Â Â Total revenues $ 91,592 $ 113,739 $ 260,865 $ 325,182 Revenue from Contract with Customer, Product and Service Collaborative arrangements revenue Collaborative arrangements revenue Collaborative arrangements revenue Collaborative arrangements revenue Costs and expenses: Â Â Â Â Research and development $ 29,827 $ 32,985 $ 86,030 $ 80,409 Selling, general and administrative 36,113 36,046 110,682 119,647 Restructuring 16 4,685 2,520 17,696 Acquired in-process research and development Â Â Â 1,090,449 Total costs and expenses 65,956 73,716 199,232 1,308,201 Income (loss) from operations 25,636 40,023 61,633 (983,019) Other income (expense): Â Â Â Â Interest expense and other financing costs (9,419) (9,839) (24,120) (13,206) Interest and investment income 1,152 1,748 3,690 17,777 Gain on derivatives Â Â Â 19 Other income (expense), net (8,267) (8,091) (20,430) 4,590 Income (loss) before income taxes 17,369 31,932 41,203 (978,429) Income tax expense (13,723) (17,982) (42,579) (51,385) Net income (loss) 3,646 13,950 (1,376) (1,029,814) Less: Net loss attributable to noncontrolling interests Â (1,371) Â (28,662) Net income (loss) attributable to Ironwood Pharmaceuticals, Inc. $ 3,646 $ 15,321 $ (1,376) $ (1,001,152) Net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc. stockholders - basic (in dollars per share) $ 0.02 $ 0.10 $ (0.01) $ (6.45) Net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc.

stockholders - diluted (in dollars per share) $ 0.02 $ 0.09 $ (0.01) $ (6.45) Weighted average shares used in computing net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc. stockholders - basic (in shares) 159,706 155,886 158,810 155,240 Weighted average shares used in computing net income (loss) per share attributable to Ironwood Pharmaceuticals, Inc. stockholders - diluted (in shares) 160,232 186,891 158,810 155,240 X - DefinitionAsset Acquisition, Acquired In-process Research and Development Expense + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionAcquiredInProcessResearchAndDevelopmentExpense Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRestructuring Expense (Benefit) + ReferencesNo definition available. + Details Name: irwd_RestructuringExpenseBenefit Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionTotal costs of sales and operating expenses for the period. + 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) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_CostsAndExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CostsAndExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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 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 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 - DefinitionAggregate net gain (loss) on all derivative instruments recognized in earnings during the period, before tax effects. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4A + Details Name: us-gaap_GainLossOnDerivativeInstrumentsNetPretax 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)) 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https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_InterestExpenseNonoperating Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount after accretion (amortization) of discount (premium), and investment expense, of interest income and dividend income on nonoperating securities. + 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://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards 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-Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 8: 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 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B + Details Name: us-gaap_NetIncomeLossAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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_NonoperatingIncomeExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 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210.13-02(a)(4)(iii)(A)) -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)(iii)(B)) -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)(4)(iv)) -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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: 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 30: 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 31: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name

Accounting Standards Codification -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: 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 34: 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 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIndicates product and service for revenue from satisfaction of performance obligation by transferring promised product and service to customer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_RevenueFromContractWithCustomerProductAndServiceExtensibleList Namespace Prefix: us-gaap_ Data Type: enum2:enumerationSetItemType Balance Type: na 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 costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc. + 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-S99-2 + Details Name: us-gaap_SellingGeneralAndAdministrativeExpense 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 XML 16 R5.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Comprehensive Income (Loss) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Net income (loss) Â Â Â Â Â Net Income (Loss) $ 3,646 $ 15,321 $ (1,376) $ (1,001,152) Other comprehensive income (loss), net of tax: Â Â Â Â Â Currency translation adjustment (1,021) (307) 917 (307) Defined benefit pension plan (561) (464) 62 (464) Total other comprehensive income (loss), net of tax (1,582) (771) 979 (771) Less: Other comprehensive loss attributable to noncontrolling interest Â (19) Â (19) Comprehensive income (loss) attributable to Ironwood Pharmaceuticals, Inc. $ 2,064 $ 14,569 $ (397) $ (1,001,904) 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 - ReferencesNo definition available. + Details Name: us-gaap_ComprehensiveIncomeNetOfTaxAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income (loss) and other comprehensive income (loss), attributable to noncontrolling interests. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: 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 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-21Reference 6: 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 7: 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 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(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4K + Details Name: us-gaap_ComprehensiveIncomeNetOfTaxAttributableToNoncontrollingInterest 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/1943274/2147483443/250-10-50-1Reference 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 - ReferencesNo definition available. + Details Name: us-gaap_NetIncomeLossAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after tax and reclassification adjustment, of (increase) decrease in accumulated other comprehensive income for defined benefit plan, attributable to parent. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (j) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (k) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: 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 4: 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 5: 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 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A + Details Name: us-gaap_OtherComprehensiveIncomeDefinedBenefitPlansAdjustmentNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount after tax and reclassification adjustments of gain (loss) on foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature, 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/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_OtherComprehensiveIncomeForeignCurrencyTransactionAndTranslationAdjustmentNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 XML 17 R6.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Stockholders' Equity (Deficit) - USD ($) $ in Thousands Ironwood Pharmaceuticals, Inc. stockholders' equity (deficit) Common Stock Additional paid-in capital Accumulated deficit Accumulated other comprehensive loss Noncontrolling Interest Total Balance at Dec. 31, 2022 $ 652,378 $ 154 $ 1,348,600 $ (696,376) Â Â $ 652,378 Balance (in shares) at Dec. 31, 2022 Â 154,026,949 Â Â Â Â Â Increase (Decrease) in Stockholders' Equity (Deficit) Â Â Â Â Â Â Â Issuance of common stock related to share-based awards and employee stock purchase plan 1,629 $ 1 1,628 Â Â Â 1,629 Issuance of common stock related to share-based awards and employee stock purchase plan (in shares) Â 1,319,154 Â Â Â Â Â Share-based compensation expense related to share-based awards and employee stock purchase plan 7,131 Â 7,131 Â Â Â 7,131 Net income (loss) 45,714 Â Â 45,714 Â Â 45,714 Balance at Mar. 31, 2023 706,852 $ 155 1,357,359 (650,662) Â Â 706,852 Balance (in shares) at Mar. 31, 2023 Â 155,346,103 Â Â Â Â Â Balance at Dec. 31, 2022 652,378 $ 154 1,348,600 (696,376) Â Â 652,378 Balance (in shares) at Dec. 31, 2022 Â 154,026,949 Â Â Â Â Â Increase (Decrease) in Stockholders' Equity (Deficit) Â Â Â Â Â Â Â Net income (loss) Â Â Â Â Â Â (1,029,814) Balance at Sep. 30, 2023 (323,216) $ 156 1,374,908 (1,697,528) $ (752) $ (2,463) (325,679) Balance (in shares) at Sep. 30, 2023 Â 156,125,676 Â Â Â Â Â Balance at Mar. 31, 2023 706,852 $ 155 1,357,359 (650,662) Â Â 706,852 Balance (in shares) at Mar. 31, 2023 Â 155,346,103 Â Â Â Â Â Increase (Decrease) in Stockholders' Equity (Deficit) Â Â Â Â Â Â Â Issuance of common stock related to share-based awards and employee stock purchase plan 1,366 $ 1 1,365 Â Â Â 1,366 Issuance of common stock related to share-based awards and employee stock purchase plan (in shares) Â 681,545 Â Â Â Â Â Share-based compensation expense related to share-based awards and employee stock purchase plan 8,265 Â 8,265 Â Â Â 8,265 Noncontrolling interests on acquisition of VectivBio Holding AG Â Â Â Â Â 26,218 26,218 Net income (loss) (1,062,187) Â Â (1,062,187) Â (27,291) (1,089,478) Balance at Jun. 30, 2023 (345,704) $ 156 1,366,989 (1,712,849) Â (1,073) (346,777) Balance (in shares) at Jun. 30, 2023 Â 156,027,648 Â Â Â Â Â Increase (Decrease) in Stockholders' Equity (Deficit) Â Â Â Â Â Â Â Issuance of common stock related to share-based awards and employee stock purchase plan 13 Â 13 Â Â Â 13 Issuance of common stock related to share-based awards and employee stock purchase plan (in shares) Â 98,028 Â Â Â Â Â Share-based compensation expense related to share-based awards and employee stock purchase plan 7,906 Â 7,906 Â Â Â 7,906 Net income (loss) 15,321 Â Â 15,321 Â (1,371) 13,950 Other comprehensive income (loss), net of tax (752) Â Â Â (752) (19) (771) Balance at Sep. 30, 2023 (323,216) $ 156 1,374,908 (1,697,528) (752) $ (2,463) (325,679) Balance (in shares) at Sep. 30, 2023 Â 156,125,676 Â Â Â Â Â Balance at Dec. 31, 2023 (346,295) $ 156 1,355,195 (1,698,615) (3,031) Â $ (346,295) Balance (in shares) at Dec. 31, 2023 Â 156,354,238 Â Â Â Â 156,354,238 Increase (Decrease) in Stockholders' Equity (Deficit) Â Â Â Â Â Â Â Issuance of common stock related to share-based awards and employee stock purchase plan 10,061 $ 3 10,058 Â Â Â $ 10,061 Issuance of common stock related to share-based awards and employee stock purchase plan (in shares) Â 2,602,885 Â Â Â Â Â Share-based compensation expense related to share-based awards and employee stock purchase plan 8,385 Â 8,385 Â Â Â 8,385 Taxes paid related to net share settlement of share-based awards (616) Â (616) Â Â Â (616) Net income (loss) (4,162) Â Â (4,162) Â Â (4,162) Other comprehensive income (loss), net of tax 2,109 Â Â Â 2,109 Â 2,109 Balance at Mar. 31, 2024 (330,518) $ 159 1,373,022 (1,702,777) (922) Â (330,518) Balance (in shares) at Mar. 31, 2024 Â 158,957,123 Â Â Â Â Â Balance at Dec. 31, 2023 (346,295) $ 156 1,355,195 (1,698,615) (3,031) Â $ (346,295) Balance (in shares) at Dec. 31, 2023 Â 156,354,238 Â Â Â Â 156,354,238 Increase (Decrease) in Stockholders' Equity (Deficit) Â Â Â Â Â Â Â Net income (loss) Â Â Â Â Â Â $ (1,376) Balance at Sep. 30, 2024 (311,334) $ 160 1,390,549 (1,699,991) (2,052) Â $ (311,334) Balance (in shares) at Sep. 30, 2024 Â 160,015,888 Â Â Â Â 160,015,888 Balance at Mar. 31, 2024 (330,518) $ 159 1,373,022 (1,702,777) (922) Â $ (330,518) Balance (in shares) at Mar. 31, 2024 Â 158,957,123 Â Â Â Â Â Increase (Decrease) in Stockholders' Equity (Deficit) Â Â Â Â Â Â Â Issuance of common stock related to share-based awards and employee stock purchase plan 750 $ 1 749 Â Â Â 750 Issuance of common stock related to share-based awards and employee stock purchase plan (in shares) Â 781,878 Â Â Â Â Â Share-based compensation expense related to share-based awards and employee stock purchase plan 8,570 Â 8,570 Â Â Â 8,570 Taxes paid related to net share settlement of share-based awards (121) Â (121) Â Â Â (121) Net income (loss) (860) Â Â (860) Â Â (860) Other comprehensive income (loss), net of tax 452 Â Â Â 452 Â 452 Balance at Jun. 30, 2024 (321,727) $ 160 1,382,220 (1,703,637) (470) Â (321,727) Balance (in shares) at Jun. 30, 2024 Â 159,739,001 Â Â Â Â Â Increase (Decrease) in Stockholders' Equity (Deficit) Â Â Â Â Â Â Â Issuance of common stock related to share-based awards and employee stock purchase plan (in shares) Â 276,887 Â Â Â Â Â Share-based compensation expense related to share-based awards and employee stock purchase plan 8,329 Â 8,329 Â Â Â 8,329 Net income (loss) 3,646 Â Â 3,646 Â Â 3,646 Other comprehensive income (loss), net of tax (1,582) Â Â Â (1,582) Â (1,582) Balance at Sep. 30, 2024 $ (311,334) $ 160 $ 1,390,549 $ (1,699,991) $ (2,052) Â $ (311,334) Balance (in shares) at Sep. 30, 2024 Â 160,015,888 Â Â Â Â 160,015,888 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 - 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 - 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 - DefinitionAmount of increase in noncontrolling interest from a business combination. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section S99 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(2) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_NoncontrollingInterestIncreaseFromBusinessCombination Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax and reclassification adjustments of other comprehensive income (loss). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-4Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 55 -Paragraph 15 -SubTopic

10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482739/220-10-55-15Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + 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 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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 1A -Subparagraph (SX 210.13-01(a)(5)) -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 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -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)(A)) -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 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https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - 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 - DefinitionAmount of equity (deficit) attributable to parent and noncontrolling interest. Excludes temporary equity. + 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 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 3: 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 4: 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 5: 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Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 18: 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 19: 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 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 24: 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 25: 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 https://asc.fasb.org/1943274/2147482615/740-10-65-8Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-4Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-5Reference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1Reference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17Reference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20Reference 34: 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 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-3Reference 37: 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 38: 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 39: 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 40: 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 41: 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 42: http://www.xbrl.org/2003/role/disclosureRef -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 43: 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 44: 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 45: 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 46: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15Reference 47: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-16Reference 48: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4I -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4IReference 49: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap_StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 18 R7.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Cash Flows - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Cash flows from operating activities: Â Â Net loss $ (1,376) $ (1,029,814) Adjustments to reconcile net loss to net cash provided by operating activities: Â Â Depreciation and amortization 1,526 1,063 Loss on disposal of property and equipment 75 Â Share-based compensation expense 25,284 23,301 Change in fair value of note hedge warrants Â (19) Non-cash interest expense 1,489 1,473 Acquired in-process research and development Â 1,090,449 Deferred income taxes 26,986 41,316 Changes in assets and liabilities: Â Â Accounts receivable, net 52,920 5,501 Prepaid expenses and other current assets (2,179) (1,881) Operating lease right-of-use assets 1,156 1,067 Other assets (971) (354) Accounts payable and accrued expenses (14,456) 24,927 Accrued research and development costs (11,923) (11,470) Operating lease liabilities (1,614) (1,479) Other liabilities 11,418 3,513 Net cash provided by operating activities 88,335 147,593 Cash flows from investing activities: Â Â Purchases of property and equipment (142) (62) Acquisition of VectivBio Holding AG, net of cash acquired Â (1,022,068) Net cash used in investing activities (142) (1,022,130) Cash flows from financing activities: Â Â Proceeds from exercise of stock options and employee stock purchase plan 10,810 5,359 Taxes paid related to net share settlement of share-based awards (737) Â Repayment of 2022 Convertible Notes (200,000) Â Proceeds from revolving credit facility 150,000 400,000 Costs associated with revolving credit facility (2,156) (2,295) Repayments of revolving credit facility (50,000) (75,000) Net cash provided by (used in) financing activities (92,083) 328,064 Effect of exchange rate changes on cash, cash equivalents and restricted cash (53) (3) Net decrease in cash, cash equivalents and restricted cash (3,943) (546,476) Cash, cash equivalents and restricted cash, beginning of period 92,154 657,938 Cash, cash equivalents and restricted cash, end of period $ 88,211 $ 111,462 X - DefinitionAsset Acquisition, Acquired In-process Research and Development Expense + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionAcquiredInProcessResearchAndDevelopmentExpense Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThis element represents the net change in research and development expenses, which are accrued during the period, but not yet paid. + ReferencesNo definition available. + Details Name: irwd_IncreaseDecreaseInAccruedResearchAndDevelopmentExpense Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIncrease (Decrease) in Operating Lease, Right-of-Use Asset + ReferencesNo definition available. + Details Name: irwd_IncreaseDecreaseInOperatingLeaseRightOfUseAsset Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPayments to Acquire Productive Assets, Net of Cash Acquired + ReferencesNo definition available. + Details Name: irwd_PaymentsToAcquireProductiveAssetsNetOfCashAcquired Namespace Prefix: irwd_ 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 - DefinitionAmount of amortization expense attributable to debt discount (premium) and debt issuance costs. + ReferencesReference 1: 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 2: 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 3: 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 4: 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 5: 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_AmortizationOfFinancingCostsAndDiscounts 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 - DefinitionAmount of deferred income tax expense (benefit) and income tax credits. + 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_DeferredIncomeTaxesAndTaxCredits Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of expense recognized in the current period that reflects the allocation of the cost of tangible assets over the assets' useful lives. Includes production and non-production related depreciation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_Depreciation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of property, plant and equipment assets, including oil and gas property and timber property. + 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/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_GainLossOnSaleOfPropertyPlantEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the amounts payable to vendors for goods and services received and the amount of obligations and expenses incurred but not paid. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayableAndAccruedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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 obligation for operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -SubTopic 20 -Topic 842 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_IncreaseDecreaseInOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in 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 operating 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_IncreaseDecreaseInOtherOperatingAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-

gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe cash outflow paid to third parties in connection with debt origination, which will be amortized over the remaining maturity period of the associated long-term debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfDebtIssuanceCosts 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 - 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 - DefinitionAmount of cash inflow from issuance of shares under share-based payment arrangement. Includes, but is not limited to, option exercised. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Subparagraph (a) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2A + Details Name: us-gaap_ProceedsFromIssuanceOfSharesUnderIncentiveAndShareBasedCompensationPlansIncludingStockOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer. + 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_ProceedsFromLongTermLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + 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://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/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 9: 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 10: 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 11: 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 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 13: 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 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 15: 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 16: 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 17: http://www.xbrl.org/2003/role/disclosureRef -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 18: http://www.xbrl.org/2009/role/commonPracticeRef -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 19: 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 20: 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 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)(iii)(A)) -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)(4)(iv)) -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 1A -Subparagraph (SX 210.13-01(a)(5)) -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 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -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)(A)) -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)(iii)(B)) -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)(4)(iv)) -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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: 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 30: 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 31: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: 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 34: 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 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow from the repayment 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 -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for the settlement of obligation drawn from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfLongTermLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 XML 19 R8.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Cash Flows (Parenthetical) $ in Thousands Sep. 30, 2023 USD ($) Reconciliation of cash, cash equivalents, and restricted cash to the condensed consolidated balance sheets Â Cash and cash equivalents $ 110,164 Restricted cash 1,298 Total cash, cash equivalents, and restricted cash $ 111,462 X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash restricted as to withdrawal or usage. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(1)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_RestrictedCash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 20 R9.htm IDEA: XBRL DOCUMENT v3.24.3 Nature of Business 9 Months Ended Sep. 30, 2024 Disclosure Text Block Â Nature of Business 1. Nature of Businessâ€‹Ironwood Pharmaceuticals, Inc. (â€œIronwoodâ€ or the â€œCompanyâ€) is a gastrointestinal (â€œGIâ€) healthcare company on a mission to advance the treatment of GI diseases and redefine the standard of care for GI patients. The Company is focused on the development and commercialization of innovative GI product opportunities in areas of significant unmet need, leveraging its demonstrated expertise and capabilities in GI diseases.â€‹LINZESSÂ® (linaclotide), the Companyâ€™s commercial product, is the first product approved by the United States Food and Drug Administration (the â€œU.S. FDAâ€) in a class of GI medicines called guanylate cyclase type C agonists (â€œGC-C agonistsâ€) and is indicated for adult men and women suffering from irritable bowel syndrome with constipation (â€œIBS-Câ€) or chronic idiopathic constipation (â€œCICâ€) and for pediatric patients ages 6-17 years-old suffering from functional constipation (â€œFCâ€).Â LINZESS is available to adult men and women suffering from IBS-C or CIC in the United States (the â€œU.S.â€), Mexico and Saudi Arabia, adult men and women suffering from IBS-C or chronic constipation in Japan, and IBS-C in

China, and pediatric patients ages 6-17 years old with FC in the U.S. Linaclotide is available under the trademarked name CONSTELLAÂ® to adult men and women suffering from IBS-C or CIC and pediatric patients ages 6-17 years old with FC in Canada, and to adult men and women suffering from IBS-C in certain European countries. â€‹The Company has strategic partnerships with leading pharmaceutical companies to support the development and commercialization of linaclotide throughout the world. The Company and its partner, AbbVie Inc. (together with its affiliates, â€œAbbVieâ€), began commercializing LINZESS in the U.S. in December 2012. Under the Companyâ€™s collaboration for North America with AbbVie, total net sales of LINZESS in the U.S., as recorded by AbbVie, are reduced by commercial costs incurred by each party, and the resulting amount is shared equally between the Company and AbbVie. Additionally, development costs are shared equally between the Company and AbbVie.â€‹Outside of the U.S., the Company earns royalties as a percentage of net sales of products containing linaclotide as an active ingredient by the Companyâ€™s collaboration partners. AbbVie has an exclusive license from the Company to develop and commercialize linaclotide in all countries other than China (including Hong Kong and Macau), Japan and the countries and territories of North America (the â€œAbbVie License Territoryâ€). In addition, AbbVie has exclusive rights to commercialize linaclotide in Canada as CONSTELLA and in Mexico as LINZESS. Astellas Pharma Inc. (â€œAstellasâ€), the Companyâ€™s partner in Japan, has an exclusive license to develop, manufacture, and commercialize linaclotide in Japan. AstraZeneca AB (together with its affiliates) (â€œAstraZenecaâ€), the Companyâ€™s partner in China, has the exclusive right to develop, manufacture, and commercialize products containing linaclotide in China (including Hong Kong and Macau) (the â€œAstraZeneca License Territoryâ€).â€‹In June 2023, the Company completed a tender offer to purchase 98% of the outstanding ordinary shares of VectivBio Holding AG (â€œVectivBioâ€), a clinical-stage biotechnology company focused on the discovery and development of treatments for severe, rare GI conditions for which there is a significant unmet medical need, at a price per share of $17.00, net to the shareholders of VectivBio in cash, without interest and subject to any applicable withholding taxes (the â€œVectivBio Acquisitionâ€). In December 2023, the Company completed a squeeze-out merger under Swiss law to acquire all remaining outstanding ordinary shares in cash at a price per share of $17.00, and VectivBio Holding AG was merged with and into Ironwood Pharmaceuticals GmbH, a wholly-owned subsidiary of Ironwood organized under the laws of Switzerland (the â€œSqueeze-out Mergerâ€). Through the acquisition, the Company is advancing apraglutide, a next-generation, synthetic peptide analog of glucagon-like peptide-2, for rare GI diseases, including short bowel syndrome with intestinal failure (â€œSBS-IFâ€), a severe malabsorptive condition. In February 2024, the Company announced positive topline results from its pivotal Phase III clinical trial, STARS, which evaluated the efficacy and safety of once-weekly subcutaneous apraglutide in reducing parenteral support dependency in adult patients with SBS-IF, and plans to submit a new drug application and other regulatory filings for apraglutide for use in adult patients with SBS who are dependent on parenteral support. â€‹The Company had a collaboration and license option agreement (the â€œCOUR Collaboration Agreementâ€) with COUR Pharmaceutical Development Company, Inc. (â€œCOURâ€), a biotechnology company developing novel immune-modifying nanoparticles to treat autoimmune diseases. The COUR Collaboration Agreement granted the Company an option (the â€œOptionâ€) to acquire an exclusive license to research, develop, manufacture and commercialize, in the U.S., products containing CNP-104, a potential treatment for primary biliary cholangitis (â€œPBCâ€), a rare autoimmune disease targeting the liver. In the third quarter of 2024, the Company received from COUR the topline data from COURâ€™s Phase II clinical study for the treatment of PBC. In September 2024, the Company notified COUR of the decision not to exercise the option to acquire an exclusive license to CNP-104. As a result, the collaboration and license option agreement between the Company and COUR has terminated, and the Company retains no rights and has no obligations related to CNP-104. â€‹These and other agreements are more fully described in Note 5, Collaboration, License and Other Agreements, to these condensed consolidated financial statements.â€‹The Company is advancing IW-3300, a GC-C agonist, for the potential treatment of visceral pain conditions, such as interstitial cystitis / bladder pain syndrome (â€œIC/BPSâ€) and endometriosis. The Company has decided to end further recruitment for the Phase II proof of concept study in IC/BPS and analyze the data once all currently enrolled patients complete the full 12-week study assessment, which will inform theÂ next steps on the program.â€‹The Company was incorporated in Delaware on January 5, 1998 as Microbia, Inc. On April 7, 2008, the Company changed its name to Ironwood Pharmaceuticals, Inc. To date, the Company has dedicated a majority of its activities to the research, development and commercialization of linaclotide, as well as to the research and development of its other product candidates. X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureTextBlockAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the nature of an entity's business, major products or services, principal markets including location, and the relative importance of its operations in each business and the basis for the determination, including but not limited to, assets, revenues, or earnings. For an entity that has not commenced principal operations, disclosures about the risks and uncertainties related to the activities in which the entity is currently engaged and an understanding of what those activities are being directed toward. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 275 -Publisher FASB -URI https://asc.fasb.org/275/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1 + Details Name: us-gaap_NatureOfOperations Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R10.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies 9 Months Ended Sep. 30, 2024 Disclosure Text Block Â Summary of Significant Accounting Policies 2. Summary of Significant Accounting Policiesâ€‹Basis of Presentationâ€‹The accompanying condensed consolidated financial statements and the related disclosures are unaudited and have been prepared in accordance with accounting principles generally accepted in the U.S. Additionally, certain information and footnote disclosures normally included in the Companyâ€™s annual financial statements have been condensed or omitted. Accordingly, these interim condensed consolidated financial statements should be read in conjunction with the consolidated financial statements and notes thereto contained in the Companyâ€™s Annual Report on Form 10-K for the year ended December 31, 2023, which was filed with the Securities and Exchange Commission (â€œSECâ€) on February 16, 2024 (the â€œ2023 Annual Report on Form 10-Kâ€).â€‹The unaudited interim condensed consolidated financial statements have been prepared on the same basis as the audited consolidated financial statements and, in the opinion of management, reflect all normal recurring adjustments considered necessary for a fair statement of the Companyâ€™s financial position as of September 30, 2024, and the results of its operations for the three and nine months ended September 30, 2024 and 2023, its statements of stockholdersâ€™ equity (deficit) for the three and nine months ended September 30, 2024 and 2023, and its cash flows for the nine months ended September 30, 2024 and 2023. The results of operations for the three and nine months ended September 30, 2024 and 2023 are not necessarily indicative of the results that may be expected for the full year or any other subsequent interim period.â€‹Principles of Consolidationâ€‹The accompanying condensed consolidated financial statements as of September 30, 2024 include the accounts of Ironwood and its wholly-owned subsidiaries, Ironwood Pharmaceuticals Securities Corporation, Ironwood Pharmaceuticals GmbH, VectivBio AG, GlyPharma Therapeutic Inc. (â€œGlyPharmaâ€), and VectivBio US, Inc. All intercompany transactions and balances are eliminated in consolidation. â€‹For consolidated entities in which the Company owns less than 100% of the outstanding shares, the Company records net income (loss) and comprehensive income (loss) attributable to noncontrolling interests in its consolidated statements of income (loss) and comprehensive income (loss), respectively, equal to the percentage of the common stock ownership interest retained in such entities by the noncontrolling parties. The Company reports noncontrolling interests in consolidated entities as a component of equity separate from the Companyâ€™s equity.â€‹Use of Estimates â€‹The preparation of condensed consolidated financial statements in accordance with U.S. generally accepted accounting principles requires the Companyâ€™s management to make estimates and judgments that may affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements, and the amounts of revenues and expenses during the reported periods. On an ongoing basis, the Companyâ€™s management evaluates its estimates, judgments and methodologies. Estimates and assumptions in the condensed consolidated financial statements include those related to fair value of assets acquired and liabilities assumed in acquisitions; revenue recognition; accounts receivable; useful lives of long-lived assets; impairment of long-lived assets, including goodwill; valuation procedures for right-of-use assets and operating lease liabilities; income taxes, including uncertain tax positions and the valuation allowance for deferred tax assets; research and development expenses; contingencies; defined benefit pension liabilities; and share-based compensation. The Company bases its estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities. Actual results may differ materially from these estimates under different assumptions or conditions. Changes in estimates are reflected in reported results in the period in which they become known. Summary of Significant Accounting Policiesâ€‹The Companyâ€™s significant accounting policies are described in Note 2,Â Summary of Significant Accounting Policies, in the 2023 Annual Report on Form 10-K. During the three and nine months ended September 30, 2024, the Company did not adopt any additional significant accounting policies. â€‹New Accounting Pronouncementsâ€‹From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board (the â€œFASBâ€) or other standard setting bodies that are adopted by the Company as of the specified effective date. The Company did not adopt any new accounting pronouncements during the three and nine months ended September 30, 2024 that had a material effect on its condensed consolidated financial statements.â€‹In October 2023, the FASB issuedÂ Accounting Standards Update (â€œASUâ€) No. 2023-06, Disclosure Improvements: Codification Amendment in Response to the SECâ€™s Disclosure Update and Simplification Initiative (â€œASU 2023-06â€). The guidance in ASU 2023-06 aligns the disclosure and presentation requirements in the FASB Accounting Standards Codification with the SECâ€™s regulations. The effective date for each amendment will be the date on which the SEC's removal of the related disclosure requirement from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. Any amendments not removed by the SEC by June 30, 2027 will not become effective.Â The amendments adopted in ASU 2023-06 will be applied prospectively. The Company is currently evaluating the impact that the adoption of ASU 2023-06 may have on its disclosures in its condensed consolidated financial statements.In November 2023, the FASB issuedÂ ASUÂ No. 2023-07,Â Segment Reporting (Topic 280) (â€œASU 2023-07â€).Â The guidance in ASU 2023-07Â expands prior reportable segment disclosure requirements by requiring entities to disclose significant segment expenses that are regularly provided to the Chief Operating Decision Maker (â€œCODMâ€) and details of how the CODM uses financial reporting to assess their segmentâ€™s performance. The guidance is effective for fiscal years beginning after December 15, 2023 and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. The ASU is required to be applied retrospectively upon adoption. The Company is currently evaluating the impact that the adoption of ASU 2023-07 may have on its condensed consolidated financial statements.In December 2023, the FASB issued ASU No. 2023-09,Â Income Taxes (Topic 740): Improvements to Income Tax DisclosuresÂ (â€œASU 2023-09â€). The guidance in ASU 2023-09 improves the transparency of annual income tax disclosures by requiring greater disaggregation of information in the rate reconciliation and income taxes paid disaggregated by jurisdiction. The standard is effective for fiscal years beginning after December 15, 2024, with early adoption permitted. Upon adoption, ASU 2023-09 may be applied prospectively or retrospectively. The Company is currently evaluating the impact that the adoption of ASU 2023-09 may have on its disclosures in its annual consolidated financial statements. â€‹In November 2024, the FASB issued ASU No. 2024-03,Â Disaggregation of Income Statement Expenses (â€œASU 2024-03â€). The guidance in ASU 2024-03 requires new financial statement disclosures in tabular format, disaggregating information about prescribed categories underlying any relevant income statement expense captions. The standard is effective for fiscal years beginning after December 15, 2026 and interim periods within fiscal years beginning after December 15, 2027, with early adoption permitted. Upon adoption, ASU 2024-03 may be applied prospectively or retrospectively. The Company is currently evaluating the impact that the adoption of ASU 2024-03 may have on its disclosures in its condensed consolidated financial statements. â€‹Other recent accounting pronouncements issued, but not yet effective, are not expected to be applicable to the Company or have a material effect on the condensed consolidated financial statements upon future adoption.Â Â Â Â X - DefinitionThe entire disclosure for the basis of presentation and significant accounting policies concepts. Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). Accounting policies describe all significant accounting policies of the reporting entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContent + Details Name: us-gaap_BasisOfPresentationAndSignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureTextBlockAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 22 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions 9 Months Ended Sep. 30, 2024 Disclosure Text Block Â Acquisitions 3. Acquisitionsâ€‹As described in Note 1, Nature of Business, on June 29, 2023, the Company completed the VectivBio Acquisition. The aggregate consideration paid by the Company to acquire the shares accepted for payment was approximately $1.2 billion. The Company financed the acquisition through proceeds from the borrowings under the Revolving Credit Agreement (as defined elsewhere below) and cash on hand.â€‹The total purchase consideration for VectivBio is as follows (in thousands):â€‹â€‹â€‹â€‹Cash consideration paid to selling shareholders (1)$ 1,041,391Cash consideration paid to settle VectivBio restricted stock units (â€œRSUsâ€) and stock options (2)Â 78,003Cash consideration paid to settle VectivBio warrants (3)â€‹ 3,720Transaction costsâ€‹ 26,270Fair value of noncontrolling interest (4)â€‹ 26,218Total purchase consideration$ 1,175,602(1)The cash consideration paid to selling shareholders was determined based on the total number of the outstanding ordinary shares of VectivBio (the â€œVectivBio Sharesâ€) tendered at closing of 61,258,315 at a per share price of $17.00. (2)The cash consideration paid to settle VectivBio RSUs and stock options issued under VectivBioâ€™s equity incentive plans was determined based on the total number of underlying VectivBio Shares of 8,904,171 at a per share price of $17.00, less the exercise price for stock options.(3)The cash consideration paid to settle VectivBio warrants was determined based on the total number of VectivBio warrant shares outstanding at close of 324,190 at a per share price of $11.4757 calculated as the per share price of $17.00, less the exercise price of $5.5243 per share.(4)The fair value of the noncontrolling interest was determined based on the total number of VectivBio Shares outstanding at closing of 1,547,723 at the closing date of the tender offer, using the VectivBio closing share price on June 28, 2023 of $16.94.Â Â On December 12, 2023, the CompanyÂ completed the Squeeze-out Merger and paidÂ $26.3Â million to acquire all remaining outstanding VectivBio Shares in cash.Â As of December 31, 2023, there wasÂ noÂ remaining noncontrolling interest in VectivBio. â€‹The VectivBio Acquisition was accounted for as an asset acquisition under Accounting Standards Codification (â€œASCâ€) Topic 805, Business Combinations, because substantially all of the fair value of the gross assets acquired was concentrated in a single identifiable in-process research and development (â€œIPR&Dâ€) asset, apraglutide, VectivBioâ€™s lead investigational asset. Apraglutide is a next-generation, long-acting synthetic GLP-2 analog being developed for a range of rare GI diseases for the potential treatment of SBS-IF. The Company recognized the acquired assets and assumed liabilities based on the consideration paid, inclusive of transaction costs, on a relative fair value basis. In accordance with the accounting for asset acquisitions, an entity that acquires IPR&D assets in an asset acquisition follows the guidance in ASC Topic 730 Research and Development, which requires that both tangible and intangible identifiable research and development assets with no alternative future use be allocated a portion of the consideration transferred and recorded as research and development expense at the acquisition date. As a result, the Company recorded approximately $1.1 billion in acquired IPR&D expense related to the apraglutide IPR&D asset during the second quarter of 2023.The following is the allocation of the purchase consideration based on the relative fair value of assets acquired and liabilities assumed by the Company (in thousands):â€‹â€‹â€‹â€‹Assets acquiredâ€‹â€‹Cash and cash equivalents$ 123,340Prepaid expenses and other current assetsâ€‹ 10,867Property and equipmentâ€‹ 126Intangible assetsâ€‹ 4,100Acquired in-process research and developmentâ€‹ 1,090,449Total assets acquired$ 1,228,882Liabilities assumedâ€‹â€‹Current liabilitiesâ€‹ 37,377Other liabilitiesâ€‹ 15,903Total liabilities assumed$ 53,280â€‹â€‹Net assets acquired$ 1,175,602Â â€‹â€‹Acquisition-related expenses include direct and incremental costs incurred in connection with the transaction, including integration-related professional services and employee retention-related benefits. Acquisition-related expenses exclude transaction costs included in the computation of total consideration paid. The Company tracked and disclosed acquisition-related expenses incurred through the end of the second quarter of 2024. For the six months ended June 30, 2024, the Company incurred acquisition-related expenses of $3.6 million, of which $1.1 million were included in selling, general and administrative expenses and $2.5 million were included in restructuring expense within the Companyâ€™s condensed consolidated statement of income (loss). The Company incurred acquisition-related expenses of $8.5 million and $53.8 million, respectively, for the three and nine months ended September 30, 2023, of which $3.7 million and $24.5 million, respectively, were included in selling, general and administrative expenses, $0.2 million and $15.0 million, respectively, were included in research and development expenses, and $4.7 million and $14.2 million, respectively, were included in restructuring expenses within the Companyâ€™s condensed consolidated statement of income (loss). Intangible assets are comprised of the assembled workforce and are amortized on a straight-line basis over an estimated useful life of five years. The Company recognized $0.2 million and $0.6 million of amortization expense during the three and nine months ended September 30, 2024, respectively. The Company

recognized $0.2 million of amortization expense during each of the three and nine months ended September 30, 2023. The net carrying value of the assembled workforce was $3.1 million and $3.7 million as of September 30, 2024 and December 31, 2023, respectively. Future annual amortization expense will be $0.8 million for each of the years ending December 31, 2024 through December 31, 2027 and $0.4 million for the year ended December 31, 2028. X - DefinitionThe entire disclosure for asset acquisition. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureTextBlockAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 23 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Net Income (Loss) Per Share 9 Months Ended Sep. 30, 2024 Disclosure Text Block Â Net Income (Loss) Per Share 4. Net Income (Loss) Per Shareâ€‹The following table sets forth the computation of basic and diluted net income (loss) per common share (in thousands, except per share amounts):â€‹â€‹â€‹

commercialization of apraglutide in Japan and (ii) development activities for conducting global trials and sharing of associated development data necessary for obtaining and maintaining regulatory approval in Japan. Each performance obligation was capable of being distinct and distinct in the context of the contract. The initial transaction price was allocated to each performance obligation on a relative standalone selling price basis. The Company assessed that it provided a right to use the license as the license exists (in terms of form and functionality) at the point in time at which it is granted and therefore, was satisfied at the inception of the arrangement. The development activities are being recognized over time as the Company performs development activities related to the global trials. The Company recognizes revenue associated with the development activities using an input method, according to the costs incurred, which in managementâ€™s judgment, is the best measure of progress towards satisfying the performance obligation. Under the sales-or-usage-based royalty exception, revenue related to sales-based milestone payments and royalty payments will be recognized as the underlying sales occur.Prior to the VectivBio Acquisition, VectivBio had received the upfront payment of JPY 3,000 million ($24.6 million at date of agreement), development-related payments of JPY 1,100 million ($9.0 million at date of agreement), and development milestones of JPY 500 million ($4.1 million at date of agreement). Upon the acquisition of VectivBio on June 29, 2023, the Company assumed a contract liability for deferred revenue related to the development-related payments at its fair value of $4.3 million. In April 2024, VectivBio received the final development-related payment of JPY 500 million ($4.1 million at date of agreement).The Company recognized $0.6 million and $1.9 million of revenue related to development activities during the three and nine months ended September 30, 2024, respectively, and $0.9 million and $1.0 million during the three and nine months ended September 30, 2023. As of September 30, 2024, deferred revenue of $1.9 million is reported within accrued expenses and other current liabilities and $2.4 million is reported within other liabilities (Note 8) on the condensed consolidated balance sheets. Deferred revenue and future payments received related to development activities are expected to be recognized over the course of the development activities, which are expected to occur through 2028.License Agreement with FerringIn August 2012, as subsequently amended and restated in December 2016, GlyPharma entered into an exclusive licensing agreement with Ferring International Center, S.A. (â€œFerringâ€), pursuant to which Ferring granted GlyPharma an exclusive, worldwide, sublicensable license under certain patent rights and know-how controlled by Ferring relating to apraglutide and certain know-how controlled by Ferring relating to specified alternate drug compounds, to research, develop, manufacture, make, have made, import, export, use, sell, distribute, promote, advertise, dispose of or offer to sell (i) products containing apraglutide whose manufacture, use or sale is covered by a valid claim of the licensed patents, or licensed products and (ii) products, containing a specified alternate drug compound, or alternate drug products. In April 2021, the license agreement was transferred and assigned to VectivBio AG, a subsidiary of VectivBio. Under the license agreement, as partial consideration for the rights Ferring granted to it, VectivBio AG is required to pay Ferring a high single-digit percentage royalty on worldwide annual net sales of licensed products and alternate drug products until, on a country-by-country basis and licensed product-by-licensed product or alternate drug product-by-alternate drug product basis, as applicable, the date on which the manufacture, use or sale of such licensed product or alternate drug product, as applicable, ceases to be covered by a valid claim of a patent within the licensed patents in such a country. GlyPharma was also required to issue Ferring a certain number of warrants and Class A preferred shares pursuant to a shareholdersâ€™ agreement. The equity obligations under the license agreement have been fully performed by GlyPharma. The Company is also obligated to pay Ferring a specified percentage of the annual consideration VectivBio AG or its affiliates, including the Company, received in connection with sales of licensed product or alternate drug product by any third parties to which VectivBio AG or its affiliates, including the Company, grant a sublicense of any of the rights licensed to VectivBio AG by Ferring under this license agreement. Such percentage is in the high single digits for sales of both licensed products and alternate drug products, and such payments are owed for the duration of the royalty term for licensed products or alternate drug products, as applicable.Other Collaboration and License Agreementsâ€‹Collaboration and License Option Agreement with COURIn November 2021, the Company entered into the COUR Collaboration Agreement, pursuant to which the Company was granted the Option to acquire an exclusive license to research, develop, manufacture and commercialize, in the U.S., products containing CNP-104 for the treatment of PBC. COUR has initiated a Phase II clinical study to evaluate the safety, tolerability, and pharmacodynamic effects and efficacy of CNP-104 in PBC patients. After reviewing the data from the clinical study for CNP-104, the Company had the right to exercise the Option and pay COUR $35.0 million in exchange for the license, subject to the Companyâ€™s right to apply a credit against such payment as described below. â€‹In April 2023, the Company and COUR executed an amendment to the COUR Collaboration Agreement, in which the Company agreed to pay a one-time, non-refundable, upfront payment of $6.0 million to COUR in exchange for the right to apply a credit of $6.6 million against future amounts due to COUR in connection with the exercise of the Option, commercial milestones, or royalties. In connection with such payment, COUR also granted the Company a right of first negotiation over certain additional potential research and development programs. The $6.0 million payment was recognized as research and development expense in the second quarter of 2023. In the third quarter of 2024, the Company received from COUR the topline data from COURâ€™s Phase II clinical study for the treatment of PBC. On September 27, 2024, the Company notified COUR of its decision not to exercise the option to acquire an exclusive license to CNP-104. As a result, the collaboration and license option agreement between the Company and COUR has terminated, and the Company retains no rights and has no obligations related to CNP-104. X - DefinitionThe entire disclosure for collaborative arrangements in which the entity is a participant, including a) information about the nature and purpose of such arrangements; b) its rights and obligations thereunder; c) the accounting policy for collaborative arrangements; and d) the income statement classification and amounts attributable to transactions arising from the collaborative arrangement between participants. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -SubTopic 10 -Topic 808 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 808 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 808 -Publisher FASB -URI https://asc.fasb.org/808/tableOfContent + Details Name: us-gaap_CollaborativeArrangementDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureTextBlockAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 25 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value of Financial Instruments 9 Months Ended Sep. 30, 2024 Disclosure Text Block Â Fair Value of Financial Instruments 6. Fair Value of Financial Instrumentsâ€‹The tables below present information about the Companyâ€™s assets and liabilities that are measured at fair value on a recurring basis as of September 30, 2024 and December 31, 2023 and indicate the fair value hierarchy of the valuation techniques the Company utilized to determine such fair value. In general, fair values determined by LevelÂ 1 inputs utilize observable inputs such as quoted prices in active markets for identical assets or liabilities. Fair values determined by Level 2 inputs utilize data points that are either directly or indirectly observable, such as quoted prices for similar instruments in active markets, interest rates and yield curves. Fair values determined by LevelÂ 3 inputs utilize unobservable data points in which there is little or no market data, which require the Company to develop its own assumptions for the asset or liability. The Companyâ€™s investment portfolio may include fixed income securities that do not always trade on a daily basis. As a result, the pricing services used by the Company apply other available information as applicable through processes such as benchmark yields, benchmarking of like securities, sector groupings and matrix pricing to prepare valuations. In addition, model processes are used to assess interest rate impact and develop prepayment scenarios. These models take into consideration relevant credit information, perceived market movements, sector news and economic events. The inputs into these models may include benchmark yields, reported trades, broker-dealer quotes, issuer spreads and other relevant data. The Company validates the prices provided by its third-party pricing services by obtaining market values from other pricing sources and analyzing pricing data in certain instances. The Company periodically invests in certain reverse repurchase agreements, which are collateralized by Government Securities and Obligations for an amount not less than 102% of their principal amount. The Company does not record an asset or liability for the collateral as the Company is not permitted to sell or re-pledge the collateral. The collateral has at least the prevailing credit rating of U.S. Government Treasuries and Agencies. The Company utilizes a third-party custodian to manage the exchange of funds and ensure the collateral received is maintained at 102% of the reverse repurchase agreements principal amount on a daily basis. The following tables present the assets and liabilities the Company has measured at fair value on a recurring basis (in thousands):â€‹â€‹â€‹

free rent periods, a tenant improvement allowance, and an option to extend the term of the lease for an additional five years at a market base rental rate. The extension option is not included in the lease term used for the measurement of the lease, as it is not reasonably certain to be exercised. The lease expense, inclusive of the escalating rent payments and lease incentives, is recognized on a straight-line basis over the lease term.At lease commencement, the Company recorded a right-of-use asset and a lease liability using an incremental borrowing rate of 5.8%. At September 30, 2024, the balances of the right-of-use asset and operating lease liability were $11.4 million and $16.1 million, respectively. At December 31, 2023, the balances of the right-of-use asset and operating lease liability were $12.6 million and $17.7 million, respectively.â€‹ Lease costs recorded during the three and nine months ended September 30, 2024 were $0.6 million and $1.9 million, respectively. Future minimum lease payments under the Summer Street Lease as of September 30, 2024 are as follows (in thousands):â€‹â€‹â€‹â€‹â€‹â€‹2024 (1)â€‹$ 7882025â€‹â€‹ 3,1892026â€‹â€‹Â 3,2522027â€‹â€‹ 3,3172028â€‹â€‹ 3,3842029 and thereafterâ€‹Â 4,902Total future minimum lease paymentsâ€‹â€‹ 18,832Less: present value adjustmentâ€‹â€‹ (2,777)Operating lease liabilitiesâ€‹â€‹ 16,055Less: current portion of operating lease liabilitiesâ€‹â€‹ (3,173)Operating lease liabilities, net of current portionâ€‹$ 12,882(1)For the three months ending December 31, 2024.Â Â Â Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureTextBlockAbstract 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 27 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses and Other Current Liabilities 9 Months Ended Sep. 30, 2024 Disclosure Text Block Â Accrued Expenses and Other Current Liabilities 8. Accrued Expenses and Other Current Liabilities â€‹Accrued expenses and other current liabilities consisted of the following (in thousands):â€‹â€‹â€‹â€‹â€‹â€‹

-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 X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureTextBlockAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 29 R18.htm IDEA: XBRL DOCUMENT v3.24.3 Employee Stock Benefit Plans 9 Months Ended Sep. 30, 2024 Disclosure Text Block Â Employee Stock Benefit Plans 10. Employee Stock Benefit Plans â€‹The Company has several share-based compensation plans under which stock options, restricted stock awards, restricted stock units and other share-based awards are available for grant to employees, officers, directors and consultants of the Company.â€‹The following table summarizes share-based compensation expense (in thousands):â€‹â€‹â€‹

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 33 R22.htm IDEA: XBRL DOCUMENT v3.24.3 Insider Trading Arrangements 3 Months Ended Sep. 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 34 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies (Policies) 9 Months Ended Sep. 30, 2024 Policy Text Blocks Â Basis of Presentation Basis of Presentationâ€‹The accompanying condensed consolidated financial statements and the related disclosures are unaudited and have been prepared in accordance with accounting principles generally accepted in the U.S. Additionally, certain information and footnote disclosures normally included in the Companyâ€™s annual financial statements have been condensed or omitted. Accordingly, these interim condensed consolidated financial statements should be read in conjunction with the consolidated financial statements and notes thereto contained in the Companyâ€™s Annual Report on Form 10-K for the year ended December 31, 2023, which was filed with the Securities and Exchange Commission (â€œSECâ€) on February 16, 2024 (the â€œ2023 Annual Report on Form 10-Kâ€).â€‹The unaudited interim condensed consolidated financial statements have been prepared on the same basis as the audited consolidated financial statements and, in the opinion of management, reflect all normal recurring adjustments considered necessary for a fair statement of the Companyâ€™s financial position as of September 30, 2024, and the results of its operations for the three and nine months ended September 30, 2024 and 2023, its statements of stockholdersâ€™ equity (deficit) for the three and nine months ended September 30, 2024 and 2023, and its cash flows for the nine months ended September 30, 2024 and 2023. The results of operations for the three and nine months ended September 30, 2024 and 2023 are not necessarily indicative of the results that may be expected for the full year or any other subsequent interim period. Principles of Consolidation Principles of Consolidationâ€‹The accompanying condensed consolidated financial statements as of September 30, 2024 include the accounts of Ironwood and its wholly-owned subsidiaries, Ironwood Pharmaceuticals Securities Corporation, Ironwood Pharmaceuticals GmbH, VectivBio AG, GlyPharma Therapeutic Inc. (â€œGlyPharmaâ€), and VectivBio US, Inc. All intercompany transactions and balances are eliminated in consolidation. â€‹For consolidated entities in which the Company owns less than 100% of the outstanding shares, the Company records net income (loss) and comprehensive income (loss) attributable to noncontrolling interests in its consolidated statements of income (loss) and comprehensive income (loss), respectively, equal to the percentage of the common stock ownership interest retained in such entities by the noncontrolling parties. The Company reports noncontrolling interests in consolidated entities as a component of equity separate from the Companyâ€™s equity. Use of Estimates Use of Estimates â€‹The preparation of condensed consolidated financial statements in accordance with U.S. generally accepted accounting principles requires the Companyâ€™s management to make estimates and judgments that may affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements, and the amounts of revenues and expenses during the reported periods. On an ongoing basis, the Companyâ€™s management evaluates its estimates, judgments and methodologies. Estimates and assumptions in the condensed consolidated financial statements include those related to fair value of assets acquired and liabilities assumed in acquisitions; revenue recognition; accounts receivable; useful lives of long-lived assets; impairment of long-lived assets, including goodwill; valuation procedures for right-of-use assets and operating lease liabilities; income taxes, including uncertain tax positions and the valuation allowance for deferred tax assets; research and development expenses; contingencies; defined benefit pension liabilities; and share-based compensation. The Company bases its estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities. Actual results may differ materially from these estimates under different assumptions or conditions. Changes in estimates are reflected in reported results in the period in which they become known. New Accounting Pronouncements New Accounting Pronouncementsâ€‹From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board (the â€œFASBâ€) or other standard setting bodies that are adopted by the Company as of the specified effective date. The Company did not adopt any new accounting pronouncements during the three and nine months ended September 30, 2024 that had a material effect on its condensed consolidated financial statements.â€‹In October 2023, the FASB issuedÂ Accounting Standards Update (â€œASUâ€) No. 2023-06, Disclosure Improvements: Codification Amendment in Response to the SECâ€™s Disclosure Update and Simplification Initiative (â€œASU 2023-06â€). The guidance in ASU 2023-06 aligns the disclosure and presentation requirements in the FASB Accounting Standards Codification with the SECâ€™s regulations. The effective date for each amendment will be the date on which the SEC's removal of the related disclosure requirement from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. Any amendments not removed by the SEC by June 30, 2027 will not become effective.Â The amendments adopted in ASU 2023-06 will be applied prospectively. The Company is currently evaluating the impact that the adoption of ASU 2023-06 may have on its disclosures in its condensed consolidated financial statements.In November 2023, the FASB issuedÂ ASUÂ No. 2023-07,Â Segment Reporting (Topic 280) (â€œASU 2023-07â€).Â The guidance in ASU 2023-07Â expands prior reportable segment disclosure requirements by requiring entities to disclose significant segment expenses that are regularly provided to the Chief Operating Decision Maker (â€œCODMâ€) and details of how the CODM uses financial reporting to assess their segmentâ€™s performance. The guidance is effective for fiscal years beginning after December 15, 2023 and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. The ASU is required to be applied retrospectively upon adoption. The Company is currently evaluating the impact that the adoption of ASU 2023-07 may have on its condensed consolidated financial statements.In December 2023, the FASB issued ASU No. 2023-09,Â Income Taxes (Topic 740): Improvements to Income Tax DisclosuresÂ (â€œASU 2023-09â€). The guidance in ASU 2023-09 improves the transparency of annual income tax disclosures by requiring greater disaggregation of information in the rate reconciliation and income taxes paid disaggregated by jurisdiction. The standard is effective for fiscal years beginning after December 15, 2024, with early adoption permitted. Upon adoption, ASU 2023-09 may be applied prospectively or retrospectively. The Company is currently evaluating the impact that the adoption of ASU 2023-09 may have on its disclosures in its annual consolidated financial statements. â€‹In November 2024, the FASB issued ASU No. 2024-03,Â Disaggregation of Income Statement Expenses (â€œASU 2024-03â€). The guidance in ASU 2024-03 requires new financial statement disclosures in tabular format, disaggregating information about prescribed categories underlying any relevant income statement expense captions. The standard is effective for fiscal years beginning after December 15, 2026 and interim periods within fiscal years beginning after December 15, 2027, with early adoption permitted. Upon adoption, ASU 2024-03 may be applied prospectively or retrospectively. The Company is currently evaluating the impact that the adoption of ASU 2024-03 may have on its disclosures in its condensed consolidated financial statements. â€‹Other recent accounting pronouncements issued, but not yet effective, are not expected to be applicable to the Company or have a material effect on the condensed consolidated financial statements upon future adoption.Â 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 regarding (1) the principles it follows in consolidating or combining the separate financial statements, including the principles followed in determining the inclusion or exclusion of subsidiaries or other entities in the consolidated or combined financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1 + Details Name: us-gaap_ConsolidationPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - 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_PolicyTextBlockAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-12Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-8 + Details Name: us-gaap_UseOfEstimates Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 35 R24.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions (Tables) 9 Months Ended Sep. 30, 2024 Table Text Blocks Â Schedule of asset acquisition â€‹â€‹â€‹â€‹Cash consideration paid to selling shareholders (1)$ 1,041,391Cash consideration paid to settle VectivBio restricted stock units (â€œRSUsâ€) and stock options (2)Â 78,003Cash consideration paid to settle VectivBio warrants (3)â€‹ 3,720Transaction costsâ€‹ 26,270Fair value of noncontrolling interest (4)â€‹ 26,218Total purchase consideration$ 1,175,602(1)The cash consideration paid to selling shareholders was determined based on the total number of the outstanding ordinary shares of VectivBio (the â€œVectivBio Sharesâ€) tendered at closing of 61,258,315 at a per share price of $17.00. (2)The cash consideration paid to settle VectivBio RSUs and stock options issued under VectivBioâ€™s equity incentive plans was determined based on the total number of underlying VectivBio Shares of 8,904,171 at a per share price of $17.00, less the exercise price for stock options.(3)The cash consideration paid to settle VectivBio warrants was determined based on the total number of VectivBio warrant shares outstanding at close of 324,190 at a per share price of $11.4757 calculated as the per share price of $17.00, less the exercise price of $5.5243 per share.(4)The fair value of the noncontrolling interest was determined based on the total number of VectivBio Shares outstanding at closing of 1,547,723 at the closing date of the tender offer, using the VectivBio closing share price on June 28, 2023 of $16.94.Â â€‹â€‹â€‹â€‹Assets acquiredâ€‹â€‹Cash and cash equivalents$ 123,340Prepaid expenses and other current assetsâ€‹ 10,867Property and equipmentâ€‹ 126Intangible assetsâ€‹ 4,100Acquired in-process research and developmentâ€‹ 1,090,449Total assets acquired$ 1,228,882Liabilities assumedâ€‹â€‹Current liabilitiesâ€‹ 37,377Other liabilitiesâ€‹ 15,903Total liabilities assumed$ 53,280â€‹â€‹Net assets acquired$ 1,175,602Â â€‹â€‹ X - DefinitionTabular disclosure of asset acquisition. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_TableTextBlock Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 36 R25.htm IDEA: XBRL DOCUMENT v3.24.3 Net Income (Loss) Per Share (Tables) 9 Months Ended Sep. 30, 2024 Table Text Blocks Â Schedule of computation of

basic and diluted net loss per common share â€‹â€‹â€‹

Balance Type: na Period Type: instant X - DefinitionAsset Acquisition, Share Price + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionSharePrice Namespace Prefix: irwd_ Data Type: dtr-types:perShareItemType 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/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AssetAcquisitionAxis=irwd_VectivbioHoldingAgAndItsSubsidiariesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 44 R33.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies (Details) Sep. 30, 2024 Accounting Standards Update 2023-06 Â New Accounting Pronouncements Â Change in Accounting Principle, Accounting Standards Update, Adopted false Accounting Standards Update 2023-07 Â New Accounting Pronouncements Â Change in Accounting Principle, Accounting Standards Update, Adopted false Accounting Standards Update 2023-09 Â New Accounting Pronouncements Â Change in Accounting Principle, Accounting Standards Update, Adopted false X - DefinitionIndicates (true false) whether accounting standards update was adopted. + ReferencesReference 1: 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 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI 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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 https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 55: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 56: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 57: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 58: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 59: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (b) -Publisher FASB 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http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 85: 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 86: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-6Reference 87: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 88: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name 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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 - Details Name: us-gaap_AdjustmentsForNewAccountingPronouncementsAxis=us-gaap_AccountingStandardsUpdate202306Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AdjustmentsForNewAccountingPronouncementsAxis=us-gaap_AccountingStandardsUpdate202307Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AdjustmentsForNewAccountingPronouncementsAxis=us-gaap_AccountingStandardsUpdate202309Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 45 R34.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions - General Information (Details) - VectivBio Holding AG and its subsidiaries $ in Billions Jun. 29, 2023 USD ($) Acquisitions Â Asset acquisition, effective date of acquisition Jun. 29, 2023 Aggregate consideration paid $ 1.2 X - DefinitionDate when acquirer obtains control of acquired asset, in YYYY-MM-DD format. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1 + Details Name: us-gaap_AssetAcquisitionEffectiveDateOfAcquisition Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType 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/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe cash outflow for purchases of and capital improvements on property, plant and equipment (capital expenditures), software, and other intangible assets. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireProductiveAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_AssetAcquisitionAxis=irwd_VectivbioHoldingAgAndItsSubsidiariesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 46 R35.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions - Total Consideration Paid - Tabular Disclosure (Details) - VectivBio Holding AG and its subsidiaries $ in Thousands Jun. 29, 2023 USD ($) Asset Acquisition, Consideration Transferred Â Cash consideration paid to selling shareholders $ 1,041,391 Cash consideration paid to settle VectivBio RSUs and stock options 78,003 Cash consideration paid to settle VectivBio warrant liabilities 3,720 Transaction costs 26,270 Fair value of non-controlling interest 26,218 Total purchase consideration $ 1,175,602 X - DefinitionAsset Acquisition, Consideration Transferred, Cash Consideration Paid, Selling Shareholders + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredCashConsiderationPaidSellingShareholders Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAsset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Restricted Stock Units and Stock Options + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredCashConsiderationPaidSettleRestrictedStockUnitsAndStockOptions Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAsset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredCashConsiderationPaidSettleWarrantLiabilities Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAsset Acquisition, Consideration Transferred, Fair Value of Noncontrolling Interest + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredFairValueOfNoncontrollingInterest Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of consideration transferred in asset acquisition. Includes, but is not limited to, cash, liability incurred by acquirer, and equity interest issued by acquirer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479908/805-50-55-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2 + Details Name: us-gaap_AssetAcquisitionConsiderationTransferred Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AssetAcquisitionConsiderationTransferredAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of transaction cost incurred as part of consideration transferred in asset acquisition. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479908/805-50-55-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2 + Details Name: us-gaap_AssetAcquisitionConsiderationTransferredTransactionCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_AssetAcquisitionAxis=irwd_VectivbioHoldingAgAndItsSubsidiariesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 47 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions - Total Consideration Paid - Additional Information (Details) - VectivBio Holding AG and its subsidiaries Jun. 29, 2023 $ / shares shares Acquisitions Â Asset acquisition, consideration transferred, cash consideration paid, selling shareholders, shares tendered, shares (in shares) | shares 61,258,315 Asset acquisition, consideration transferred, cash consideration paid, selling shareholders, shares tendered, share price (in dollars per share) $ 17.00 Asset acquisition, consideration transferred, cash consideration paid, settle restricted stock units and stock options, shares settled, shares (in shares) | shares 8,904,171 Asset acquisition, consideration transferred, cash consideration paid, settle restricted stock units and stock options, shares settled, share price (in dollars per share) $ 17.00 Asset acquisition, consideration transferred, cash

consideration paid, settle warrant liabilities, warrants outstanding, shares (in shares) | shares 324,190 Asset acquisition, consideration transferred, cash consideration paid, settle warrant liabilities, warrants outstanding, price per warrant (in dollars per share) $ 11.4757 Asset acquisition, consideration transferred, cash consideration paid, settle warrant liabilities, warrants outstanding, share price (in dollars per share) 17.00 Asset acquisition, consideration transferred, cash consideration paid, settle warrant liabilities, warrants outstanding, strike price (in dollars per share) $ 5.5243 X - DefinitionAsset Acquisition, Consideration Transferred, Cash Consideration Paid, Selling Shareholders, Shares Tendered, Share Price + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredCashConsiderationPaidSellingShareholdersSharesTenderedSharePrice Namespace Prefix: irwd_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionAsset Acquisition, Consideration Transferred, Cash Consideration Paid, Selling Shareholders, Shares Tendered, Shares + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredCashConsiderationPaidSellingShareholdersSharesTenderedShares Namespace Prefix: irwd_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAsset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Restricted Stock Units and Stock Options, Shares Settled, Share Price + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredCashConsiderationPaidSettleRestrictedStockUnitsAndStockOptionsSharesSettledSharePrice Namespace Prefix: irwd_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionAsset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Restricted Stock Units and Stock Options, Shares Settled, Shares + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredCashConsiderationPaidSettleRestrictedStockUnitsAndStockOptionsSharesSettledShares Namespace Prefix: irwd_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAsset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Price Per Warrant + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredCashConsiderationPaidSettleWarrantLiabilitiesWarrantsOutstandingPricePerWarrant Namespace Prefix: irwd_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionAsset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Share Price + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredCashConsiderationPaidSettleWarrantLiabilitiesWarrantsOutstandingSharePrice Namespace Prefix: irwd_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionAsset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Shares + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredCashConsiderationPaidSettleWarrantLiabilitiesWarrantsOutstandingShares Namespace Prefix: irwd_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAsset Acquisition, Consideration Transferred, Cash Consideration Paid, Settle Warrant Liabilities, Warrants Outstanding, Strike Price + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionConsiderationTransferredCashConsiderationPaidSettleWarrantLiabilitiesWarrantsOutstandingStrikePrice Namespace Prefix: irwd_ Data Type: dtr-types:perShareItemType 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/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AssetAcquisitionAxis=irwd_VectivbioHoldingAgAndItsSubsidiariesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 48 R37.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions - Noncontrolling Interest (Details) - USD ($) $ / shares in Units, $ in Thousands Dec. 12, 2023 Dec. 31, 2023 Jun. 29, 2023 Jun. 28, 2023 VectivBio Holding AG and its subsidiaries Â Â Â Â Noncontrolling interests Â Â Â Â Squeeze-out merger, cash paid $ 26,300 Â Â Â Noncontrolling interests Â Â Â Â Noncontrolling interests Â $ 0 Â Â VectivBio Holding AG and its subsidiaries Â Â Â Â Noncontrolling interests Â Â Â Â Shares outstanding (in shares) Â Â Â 1,547,723 Share price (in dollars per share) Â Â $ 16.94 Â X - DefinitionAmount of equity (deficit) attributable to noncontrolling interest. Excludes temporary 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(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 4: 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 5: 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)(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 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 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 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)(iv)) -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)(5)) -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 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 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)(iv)) -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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 13: 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(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_MinorityInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_MinorityInterestAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType 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_MinorityInterestLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash outflow to a noncontrolling interest. Includes, but not limited to, reduction of noncontrolling interest ownership. Excludes dividends paid to the noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsToMinorityShareholders Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_ProceedsFromPaymentsToMinorityShareholdersAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPrice of a single share of a number of saleable stocks of a company. + ReferencesNo definition available. + Details Name: us-gaap_SharePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant 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 - Details Name: srt_OwnershipAxis=irwd_VectivbioHoldingAgAndItsSubsidiariesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=irwd_VectivbioHoldingAgAndItsSubsidiariesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions - Acquired In-process Research and Development (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Jun. 30, 2023 Sep. 30, 2023 Acquisitions Â Â Asset acquisition, acquired in-process research and development expense Â $ 1,090,449 VectivBio Holding AG and its subsidiaries Â Â Acquisitions Â Â Asset acquisition, acquired in-process research and development expense $ 1,100,000 Â X - DefinitionAsset Acquisition, Acquired In-process Research and Development Expense + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionAcquiredInProcessResearchAndDevelopmentExpense Namespace Prefix: irwd_ 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/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AssetAcquisitionAxis=irwd_VectivbioHoldingAgAndItsSubsidiariesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 50 R39.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions - Assets Acquired and Liabilities Assumed (Details) - VectivBio Holding AG and its subsidiaries $ in Thousands Jun. 29, 2023 USD ($) Acquisitions Â Cash and cash equivalents $ 123,340 Prepaid expenses and other current assets 10,867 Property and equipment 126 Intangible assets 4,100 Acquired in-process research and development 1,090,449 Total assets acquired 1,228,882 Current liabilities 37,377 Other liabilities 15,903 Total liabilities assumed 53,280 Net assets acquired $ 1,175,602 X - DefinitionAsset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Acquired In-process Research and Development + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedAcquiredInProcessResearchAndDevelopment Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAsset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedAssets Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAsset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCashAndEquivalents Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAsset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentLiabilities Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAsset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Intangible Assets + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedIntangibleAssets Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAsset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Liabilities + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedLiabilities Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAsset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Net + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedNet Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAsset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Other Liabilities, Noncurrent + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedOtherLiabilitiesNoncurrent Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAsset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Prepaid Expenses and Other Current Assets + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedPrepaidExpensesAndOtherCurrentAssets Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAsset Acquisition, Recognized Identifiable Assets Acquired and Liabilities Assumed, Property and Equipment + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedPropertyAndEquipment Namespace Prefix: irwd_ 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/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AssetAcquisitionAxis=irwd_VectivbioHoldingAgAndItsSubsidiariesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R40.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions - Expenses (Details) - VectivBio Holding AG and its subsidiaries - USD ($) $ in Millions 3 Months Ended 6 Months Ended 9 Months Ended Sep. 30, 2023 Jun. 30, 2024 Sep. 30, 2023 Acquisitions Â Â Â Asset acquisition, acquisition related costs $ 8.5 $ 3.6 $ 53.8 Selling, General and Administrative Expenses Â Â Â Acquisitions Â Â Â Asset acquisition, acquisition related costs 3.7 1.1 24.5 Research and Development Expense Â Â Â Acquisitions Â Â Â Asset acquisition, acquisition related costs 0.2 Â 15.0 Restructuring Charges Â Â Â Acquisitions Â Â Â Asset acquisition, acquisition related costs $ 4.7 $ 2.5 $ 14.2 X - DefinitionAsset Acquisition, Acquisition Related Costs + ReferencesNo definition available. + Details Name: irwd_AssetAcquisitionAcquisitionRelatedCosts Namespace Prefix: irwd_ 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/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AssetAcquisitionAxis=irwd_VectivbioHoldingAgAndItsSubsidiariesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_SellingGeneralAndAdministrativeExpensesMember 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_RestructuringChargesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 52 R41.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions - Finite-lived Intangible Assets (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Jun. 30, 2023 Sep. 30, 2024 Dec. 31, 2023 Jun. 29, 2023 Finite-Lived Intangible Assets, Net Â Â Â Â Â Â Intangible assets, net $ 3,067 Â Â $ 3,067 $ 3,682 Â Assembled Workforce Â Â Â Â Â Â Finite-Lived Intangible Assets, Net Â Â Â Â Â Â Useful life Â Â Â Â Â Â 5 years Amortization expense 200 $ 200 $ 200 600 Â Â Intangible assets, net $ 3,100 Â Â $ 3,100 $ 3,700 Â 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 - 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 - 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_FiniteLivedIntangibleAssetsNetAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=irwd_AssembledWorkforceMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R42.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions - Future Amortization Expense (Details) $ in Millions Sep. 30, 2024 USD ($) Future annual amortization expense Â 2024 $ 0.8 2025 0.8 2026 0.8 2027 0.8 2028 $ 0.4 X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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/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 (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant 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 of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + 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 (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + 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 (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + 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 (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_FiniteLivedIntangibleAssetsFutureAmortizationExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 54 R43.htm IDEA: XBRL DOCUMENT v3.24.3 Net Income (Loss) Per Share - Computation (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Numerator: Â Â Â Â Â Â Â Â Net income (loss) $ 3,646 $ (860) $ (4,162) $ 13,950 $ (1,089,478) $ 45,714 $ (1,376) $ (1,029,814) Less: Net loss attributable to noncontrolling interests Â Â Â (1,371) Â Â Â (28,662) Net Income (Loss) 3,646 Â Â 15,321 Â Â (1,376) (1,001,152) Numerator used in computing net income (loss) per share - basic 3,646 Â Â 15,321 Â Â (1,376) (1,001,152) Numerator used in computing net income (loss) per share - diluted $ 3,646 Â Â $ 16,438 Â Â $ (1,376) $ (1,001,152) Denominator: Â Â Â Â Â Â Â Â Weighted average number of common shares outstanding used in computing net income (loss) per share - basic (in shares) 159,706 Â Â 155,886 Â Â 158,810 155,240 Effect of dilutive securities: Â Â Â Â Â Â Â Â Weighted average number of common shares outstanding used in computing net income (loss) per share - diluted (in shares) 160,232 Â Â 186,891 Â Â 158,810 155,240 Net income (loss) per share - basic (in dollars per share) $ 0.02 Â Â $ 0.10 Â Â $ (0.01) $ (6.45) Net income (loss) per share - diluted (in dollars per share) $ 0.02 Â Â $ 0.09 Â Â $ (0.01) $ (6.45) 0.75% Convertible Senior Notes due 2024 Â Â Â Â Â Â Â Â Numerator: Â Â Â Â Â Â Â Â Add back interest expense, net of tax benefit, on assumed conversion of convertible notes Â Â Â $ 448 Â Â Â Â Effect of dilutive securities: Â Â Â Â Â Â Â Â Effect of dilutive securities, convertible notes Â Â Â 14,934 Â Â Â Â 1.50% Convertible Senior Notes due 2026 Â Â Â Â Â Â Â Â Numerator: Â Â Â Â Â Â Â Â Add back interest expense, net of tax benefit, on assumed conversion of convertible notes Â Â Â $ 669 Â Â Â Â Effect of dilutive securities: Â Â Â Â Â Â Â Â Effect of dilutive securities, convertible notes Â Â Â 14,934 Â Â Â Â Employee Stock Option Â Â Â Â Â Â Â Â Effect of dilutive securities: Â Â Â Â Â Â Â Â Effect of dilutive securities, share-based compensation Â Â Â 88 Â Â Â Â Time-based Restricted Stock Units Â Â Â Â Â Â Â Â Effect of dilutive securities: Â Â Â Â Â Â Â Â Effect of dilutive securities, share-based compensation 49 Â Â 445 Â Â Â Â Performance-based Restricted Stock Units Â Â Â Â Â Â Â Â Effect of dilutive securities: Â Â Â Â Â Â Â Â Effect of dilutive securities, share-based compensation 439 Â Â 573 Â Â Â Â Restricted Stock Â Â Â Â Â Â Â Â Effect of dilutive securities: Â Â Â Â Â Â Â Â Effect of dilutive securities, share-based compensation 21 Â Â 24 Â Â Â Â Employee Stock Â Â Â Â Â Â Â Â Effect of dilutive securities: Â Â Â Â Â Â Â Â Effect of dilutive securities, share-based compensation 17 Â Â 7 Â Â Â Â X - DefinitionAmount of increase (decrease) to net income used for calculating diluted earnings per share (EPS), resulting from the assumed exercise of dilutive convertible securities excluding adjustments related to ESOP convertible preferred stock, stock options, and restrictive stock units. + ReferencesNo definition available. + Details Name: us-gaap_DilutiveSecuritiesEffectOnBasicEarningsPerShareOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 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 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 - DefinitionAdditional shares included in the calculation of diluted EPS as a result of the potentially dilutive effect of convertible debt securities using the if-converted method. + 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 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-42Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40 + Details Name: us-gaap_IncrementalCommonSharesAttributableToConversionOfDebtSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAdditional shares included in the calculation of diluted EPS as a result of the potentially dilutive effect of share based payment arrangements using the treasury stock method. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480454/718-10-45-1Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-22Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-23Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-28A + Details Name: us-gaap_IncrementalCommonSharesAttributableToShareBasedPaymentArrangements Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType 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 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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 Net Income (Loss) attributable to noncontrolling interest. + 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 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 4: 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10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B + Details Name: us-gaap_NetIncomeLossAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities; of income (loss) available to common shareholders. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 2: 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 3: 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 4: 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 5: 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 6: 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Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B + Details Name: us-gaap_NetIncomeLossAvailableToCommonStockholdersBasic Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities, and addition from assumption of issuance of common shares for dilutive potential common shares; of income (loss) available to common shareholders. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SAB Topic 6.B) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 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income taxes, including the portion attributable to the noncontrolling interest. + 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 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Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 11: 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 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 13: 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 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 15: 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 16: 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 17: http://www.xbrl.org/2003/role/disclosureRef -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 18: http://www.xbrl.org/2009/role/commonPracticeRef -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 19: 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 20: 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 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)(iii)(A)) -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)(4)(iv)) -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 1A -Subparagraph (SX 210.13-01(a)(5)) -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 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -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)(A)) -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)(iii)(B)) -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)(4)(iv)) -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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: 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 30: 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 31: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: 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 34: 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 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_WeightedAverageNumberDilutedSharesOutstandingAdjustmentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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 - ReferencesNo definition available. + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasicAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes0.75PercentDue2024Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes1.50PercentDue2026Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=irwd_TimeBasedRestrictedStockUnitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=irwd_PerformanceBasedRestrictedStockUnitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 55 R44.htm IDEA: XBRL DOCUMENT v3.24.3 Net Income (Loss) Per Share - Potentially Dilutive Securities (Details) - shares shares in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Potentially dilutive securities Â Â Â Â Total potentially dilutive securities excluded from the computation of diluted weighted average shares outstanding (in shares) 24,939 6,586 21,900 9,466 Employee Stock Option Â Â Â Â Potentially dilutive securities Â Â Â Â Total potentially dilutive securities excluded from the computation of diluted weighted average shares outstanding (in shares) 4,678 4,744 4,906 4,896 Time-based Restricted Stock Units Â Â Â Â Potentially dilutive securities Â Â Â Â Total potentially dilutive securities excluded from the computation of diluted weighted average shares outstanding (in shares) 5,327 1,626 1,994 1,042 Performance-based Restricted Stock Units Â Â Â Â Potentially dilutive securities Â Â Â Â Total potentially dilutive securities excluded from the computation of diluted weighted average shares outstanding (in shares) Â 216 66 164 Note Hedge Warrants Â Â Â Â Potentially dilutive securities Â Â Â Â Total potentially dilutive securities excluded from the computation of diluted weighted average shares outstanding (in shares) Â Â Â 3,364 1.50% Convertible Senior Notes due 2026 Â Â Â Â Potentially dilutive securities Â Â Â Â Total potentially dilutive securities excluded from the computation of diluted weighted average shares outstanding (in shares) 14,934 Â 14,934 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 - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareDilutedAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=irwd_TimeBasedRestrictedStockUnitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=irwd_PerformanceBasedRestrictedStockUnitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=irwd_NoteHedgeWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=irwd_ConvertibleSeniorNotes1.50PercentDue2026Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R45.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration, License, and Other Agreements - Summary (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Revenues: Â Â Â Â Revenue $ 91,592 $ 113,739 $ 260,865 $ 325,182 Collaborative arrangement, other agreements Â Â Â Â Revenues: Â Â Â Â Revenue 222 755 1,096 1,875 AbbVie Plc | Royalty Â Â Â Â Revenues: Â Â Â Â Revenue 800 700 2,300 2,100 AbbVie Plc | North America | Collaborative arrangements revenue Â Â Â Â Revenues: Â Â Â Â Revenue 89,426 110,730 254,035 318,548 AbbVie Plc | North America | Collaborative arrangement, collaboration and license agreements Â Â Â Â Revenues: Â Â Â Â Revenue 89,426 110,730 254,035 318,548 AbbVie Plc | North America | Royalty Â Â Â Â Revenues: Â Â Â Â Revenue 540 641 2,019 2,072 AbbVie Plc | Europe and Other | Collaborative arrangement, collaboration and license agreements Â Â Â Â Revenues: Â Â Â Â Revenue 807 714 2,346 2,071 AstraZeneca | Collaborative arrangement, collaboration and license agreements Â Â Â Â Revenues: Â Â Â Â Revenue 91 174 286 386 AstraZeneca | Royalty Â Â Â Â Revenues: Â Â Â Â Revenue Â 200 300 400 Astellas Pharma Inc. | Collaborative arrangement, collaboration and license agreements Â Â Â Â Revenues: Â Â Â Â Revenue 413 432 1,200 1,305 Asahi Kasei Pharma Corporation | Collaborative arrangement, development and commercialization agreements Â Â Â Â Revenues: Â Â Â Â Revenue $ 633 $ 934 $ 1,902 $ 997 X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementOtherAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=irwd_AbbviePlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_RoyaltyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=srt_NorthAmericaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementsMember Namespace Prefix: Data Type: na Balance

Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementCollaborationAndLicenseAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=irwd_EuropeAndOtherMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=irwd_AstraZenecaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=irwd_AstellasPharmaIncMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=irwd_AsahiKaseiPharmaCorporationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementDevelopmentAndCommercializationAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 57 R46.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration, License, and Other Agreements - Accounts Receivable (Details) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Accounts receivable, net Â Â Accounts receivable, net $ 76.2 $ 129.1 AbbVie Plc Â Â Accounts receivable, net Â Â Accounts receivable, net of accounts payable 75.1 112.6 Accounts payable $ 3.6 $ 4.3 X - DefinitionAccounts Receivable, Net of Accounts Payable, Current and Noncurrent + ReferencesNo definition available. + Details Name: irwd_AccountsReceivableNetOfAccountsPayableCurrentAndNoncurrent Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(15)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(15)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_AccountsPayableCurrentAndNoncurrent 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. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477802/946-310-45-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(5)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479196/954-310-45-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_AccountsReceivableNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AccountsReceivableNetAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_CounterpartyNameAxis=irwd_AbbviePlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 58 R47.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration, License, and Other Agreements - North America - General Information (Details) $ / shares in Units, $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 USD ($) $ / shares Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) item $ / shares Sep. 30, 2023 USD ($) Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Research and development expense $ 29,827 $ 32,985 $ 86,030 $ 80,409 Net income per share, excluding collaborative arrangements revenue reduction - basic (in dollars per share) | $ / shares $ (0.05) Â $ (0.19) Â Net income per share, excluding collaborative arrangements revenue reduction - diluted (in dollars per share) | $ / shares $ (0.05) Â $ (0.17) Â AbbVie Plc Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Remaining commercial-period performance obligations | item Â Â 3 Â Cost sharing amount, reduction to research and development $ 2,000 2,900 $ 7,200 9,000 Collaborative arrangement, percentage of obligation of development costs incurred Â Â 50.00% Â Percentage of net profit from commercialization (as a percent) Â Â 50.00% Â Percentage of net loss from commercialization (as a percent) Â Â 50.00% Â North America | AbbVie Plc Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Research and development expense 1,700 $ 1,700 $ 5,200 $ 5,100 North America | AbbVie Plc | Collaborative arrangements, LINZESS Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Revenue, reduction $ 5,000 Â $ 43,000 Â X - DefinitionRepresents the percentage of net loss from commercialization. + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementPercentageOfNetLoss Namespace Prefix: irwd_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionRepresents the percentage of net profit from commercialization. + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementPercentageOfNetProfit Namespace Prefix: irwd_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionCollaborative Arrangement, Percentage of Obligation of Development Costs Incurred + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementPercentageOfObligationOfDevelopmentCostsIncurred Namespace Prefix: irwd_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionRepresents the reduction to research and development expense for the amount received from the collaboration partner under cost sharing provisions. + ReferencesNo definition available. + Details Name: irwd_CostSharingArrangementReductionToResearchAndDevelopmentExpense Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionEarnings Per Share, Basic, Excluding Collaborative Arrangements Revenue Reduction + ReferencesNo definition available. + Details Name: irwd_EarningsPerShareBasicExcludingCollaborativeArrangementsRevenueReduction Namespace Prefix: irwd_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionEarnings Per Share, Diluted, Excluding Collaborative Arrangements Revenue Reduction + ReferencesNo definition available. + Details Name: irwd_EarningsPerShareDilutedExcludingCollaborativeArrangementsRevenueReduction Namespace Prefix: irwd_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionNumber of Remaining Commercial Period Performance Obligations. + ReferencesNo definition available. + Details Name: irwd_NumberOfRemainingCommercialPeriodPerformanceObligations Namespace Prefix: irwd_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionRevenue from Contract with Customer, Excluding Assessed Tax, Reduction + ReferencesNo definition available. + Details Name: irwd_RevenueFromContractWithCustomerExcludingAssessedTaxReduction Namespace Prefix: irwd_ 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 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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 - Details Name: srt_CounterpartyNameAxis=irwd_AbbviePlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=srt_NorthAmericaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementsLinzessMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 59 R48.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration, License, and Other Agreements - North America - Collaborative Arrangements Revenue (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Revenues: Â Â Â Â Revenue $ 91,592 $ 113,739 $ 260,865 $ 325,182 AbbVie Plc | Royalty Â Â Â Â Revenues: Â Â Â Â Revenue 800 700 2,300 2,100 AbbVie Plc | North America | Collaborative arrangements revenue Â Â Â Â Revenues: Â Â Â Â Revenue 89,426 110,730 254,035 318,548 AbbVie Plc | North America | Collaborative arrangement, collaboration and license agreements Â Â Â Â Revenues: Â Â Â Â Revenue 89,426 110,730 254,035 318,548 AbbVie Plc | North America | Collaborative arrangements, LINZESS Â Â Â Â Revenues: Â Â Â Â Revenue 88,886 110,089 252,016 316,476 AbbVie Plc | North America | Royalty Â Â Â Â Revenues: Â Â Â Â Revenue $ 540 $ 641 $ 2,019 $ 2,072 X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_CounterpartyNameAxis=irwd_AbbviePlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_RoyaltyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=srt_NorthAmericaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementCollaborationAndLicenseAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementsLinzessMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 60 R49.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration, License, and Other Agreements - North America - Commercial Efforts (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Revenue $ 91,592 $ 113,739 $ 260,865 $ 325,182 Selling, general and administrative 36,113 36,046 110,682 119,647 Collaborative arrangements, LINZESS | AbbVie Plc | U.S. Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Selling, general and administrative $ 9,700 $ 9,500 $ 29,300 $ 28,800 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 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc. + 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-S99-2 + Details Name: us-gaap_SellingGeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementsLinzessMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=irwd_AbbviePlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=country_US Namespace Prefix: Data Type: na Balance Type: Period Type: XML 61 R50.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration, License, and Other Agreements - North America - Royalty Revenue (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Revenues: Â Â Â Â Revenue $ 91,592 $ 113,739 $ 260,865 $ 325,182 Collaborative arrangements revenue | North America | AbbVie Plc Â Â Â Â Revenues: Â Â Â Â Revenue 89,426 110,730 254,035 318,548 Collaborative arrangement, collaboration and license agreements | North America | AbbVie Plc Â Â Â Â Revenues: Â Â Â Â Revenue 89,426 110,730 254,035 318,548 Royalty | AbbVie Plc Â Â Â Â Revenues: Â Â Â Â Revenue 800 700 2,300 2,100 Royalty | North America | AbbVie Plc Â Â Â Â Revenues: Â Â Â Â Revenue 540 641 2,019 2,072 Royalty | Canada and Mexico | AbbVie Plc Â Â Â Â Revenues: Â Â Â Â Revenue $ 500 $ 600 $ 2,000 $ 2,100 X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=srt_NorthAmericaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=irwd_AbbviePlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementCollaborationAndLicenseAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_RoyaltyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=irwd_CanadaAndMexicoMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 62 R51.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration, License, and Other Agreements - European and Other Territories (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Oct. 31, 2015 Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Revenue $ 91,592 $ 113,739 $ 260,865 $ 325,182 Â Collaborative arrangement, collaboration and license agreements | AbbVie Plc | Europe and Other Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Revenue 807 714 $ 2,346 2,071 Â License | AbbVie Plc Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Remaining milestone payment due upon the amendment to the license agreement Â Â Â Â $ 42,500 Annual royalty Â Â 5 years Â Â Royalty | AbbVie Plc Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Revenue $ 800 $ 700 $ 2,300 $ 2,100 Â X - DefinitionPeriod over which annual royalty will be paid as a percentage on net sales of products containing linaclotide as an active ingredient in the upper-single digits. + ReferencesNo definition available. + Details Name: irwd_PeriodOverWhichAnnualRoyaltyWillBePaidAsPercentageOnNetSales Namespace Prefix: irwd_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionRepresents the amount of milestone payment to be received by the company upon amendment to the license agreement. + ReferencesNo definition available. + Details Name: irwd_RemainingMilestonePaymentToBeReceivedByCompanyUponAmendmentToLicenseAgreement Namespace Prefix: irwd_ 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 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementCollaborationAndLicenseAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=irwd_AbbviePlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=irwd_EuropeAndOtherMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_LicenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_RoyaltyMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 63 R52.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration, License, and Other Agreements - Japan (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Revenue $ 91,592 $ 113,739 $ 260,865 $ 325,182 Collaborative arrangement, collaboration and license agreements | Astellas Pharma Inc. Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Revenue 413 432 1,200 1,305 Royalty | Astellas Pharma Inc., 2009 License Agreement, Amended 2019 Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Revenue $ 400 $ 400 $ 1,200 $ 1,300 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 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementCollaborationAndLicenseAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=irwd_AstellasPharmaIncMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_RoyaltyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=irwd_AstellasPharmaInc2009LicenseAgreementAmended2019Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 64 R53.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration, License, and Other Agreements - China, Hong Kong and Macau (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Revenue $ 91,592 $ 113,739 $ 260,865 $ 325,182 Â AstraZeneca Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Collaborative arrangement, royalty percentage, aggregate annual net product sales, maximum (as a percent) 20.00% Â 20.00% Â Â Milestone payment to be received by company upon milestone achievement Â Â $ 90,000 Â Â Collaborative arrangement, non-contingent installment payments receivable Â Â Â Â $ 15,000 AstraZeneca | Collaborative arrangement, collaboration and license agreements Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Revenue $ 91 174 286 386 Â AstraZeneca | Royalty Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Â Revenue Â $ 200 $ 300 $ 400 Â X - DefinitionCollaborative Arrangement, Noncontingent Installment Payments Receivable + ReferencesNo definition available. + Details Name:

irwd_CollaborativeArrangementNoncontingentInstallmentPaymentsReceivable Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCollaborative Arrangement, Royalty Percentage, Aggregate Annual Net Product Sales, Maximum + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementRoyaltyPercentageAggregateAnnualNetProductSalesMaximum Namespace Prefix: irwd_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionRepresents the amount to be received by the company upon completion of milestone. + ReferencesNo definition available. + Details Name: irwd_MilestonePaymentToBeReceivedByCompanyUponMilestoneAchievement Namespace Prefix: irwd_ 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 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: srt_CounterpartyNameAxis=irwd_AstraZenecaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementCollaborationAndLicenseAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_RoyaltyMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 65 R54.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration, License, and Other Agreements - Other Collaboration and License Agreements (Details) $ in Thousands, Â¥ in Millions 1 Months Ended 3 Months Ended 9 Months Ended Apr. 30, 2024 USD ($) Apr. 30, 2024 JPY (Â¥) Apr. 30, 2023 USD ($) Mar. 31, 2022 USD ($) Mar. 31, 2022 JPY (Â¥) Sep. 30, 2024 USD ($) item Sep. 30, 2023 USD ($) Jun. 30, 2023 USD ($) Sep. 30, 2024 USD ($) item Sep. 30, 2023 USD ($) Dec. 31, 2023 USD ($) Jun. 28, 2023 USD ($) Mar. 31, 2022 JPY (Â¥) Nov. 30, 2021 USD ($) Collaboration, License, Promotion and Other Commercial Agreements Â Revenue Â Â Â Â Â $ 91,592 $ 113,739 Â $ 260,865 $ 325,182 Â Â Â Â Deferred revenue, current Â Â Â Â Â 1,900 Â Â 1,900 Â $ 2,600 Â Â Â Research and development expense Â Â Â Â Â 29,827 32,985 Â 86,030 80,409 Â Â Â Â Accrued research and development costs Â Â Â Â Â 9,408 Â Â 9,408 Â $ 21,331 Â Â Â COUR Pharmaceuticals Development Company, Inc. Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Collaborative arrangement, upfront payment Â Â $ 6,000 Â Â Â Â Â Â Â Â Â Â Â Collaborative arrangement, option to acquire license, exercise price, payable Â Â Â Â Â Â Â Â Â Â Â Â Â $ 35,000 Research and development expense Â Â Â Â Â Â $ 6,000 Â Â Â Â Â Â Collaborative arrangement, right to apply credit against future amounts due Â Â $ 6,600 Â Â Â Â Â Â Â Â Â Â Â Asahi Kasei Pharma Corporation Â Â Â Â Â Â Â Â Â Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Deferred revenue, current Â Â Â Â Â 1,900 Â Â 1,900 Â Â Â Â Â Deferred revenue, noncurrent Â Â Â Â Â $ 2,400 Â Â $ 2,400 Â Â Â Â Â Deferred revenue Â Â Â Â Â Â Â Â Â Â Â Â Â $ 4,300 Â Â Collaborative arrangement, upfront payment received Â Â Â $ 24,600 Â¥ 3,000 Â Â Â Â Â Â Â Â Â Collaborative arrangement, development related payment, eligible to receive Â Â Â 13,100 Â Â Â Â Â Â Â Â Â Â Â¥ 1,600 Â Collaborative arrangement, development related payment, received Â Â Â 9,000 1,100 Â Â Â Â Â Â Â Â Â Collaborative arrangement, development milestones, eligible to receive Â Â Â 8,200 Â Â Â Â Â Â Â Â Â 1,000 Â Collaborative arrangement, development milestones, received $ 4,100 Â¥ 500 Â 4,100 Â¥ 500 Â Â Â Â Â Â Â Â Â Collaborative arrangement, commercial and sales-based milestone payments, eligible to receive Â Â Â $ 155,800 Â Â Â Â Â Â Â Â Â Â¥ 19,000 Â Collaborative arrangement, performance obligations, number | item Â Â Â Â Â 2 Â Â 2 Â Â Â Â Â Asahi Kasei Pharma Corporation | Collaborative arrangement, development and commercialization agreements Â Â Â Â Â Â Â Â Â Â Â Â Â Collaboration, License, Promotion and Other Commercial Agreements Â Â Â Â Â Â Â Â Â Â Â Â Â Revenue Â Â Â Â Â $ 633 $ 934 Â $ 1,902 $ 997 Â Â Â Â X - DefinitionThis element represents the carrying value as of the balance sheet date of obligations incurred and payable, pertaining to research and development costs, that are statutory in nature, which are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesNo definition available. + Details Name: irwd_AccruedResearchAndDevelopmentExpenseCurrent Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCollaborative Arrangement, Commercial and Sales-based Milestone Payments, Eligible to Receive + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementCommercialAndSalesBasedMilestonePaymentsEligibleToReceive Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCollaborative Arrangement, Development Milestones, Eligible to Receive + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementDevelopmentMilestonesEligibleToReceive Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCollaborative Arrangement, Development Milestones, Received + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementDevelopmentMilestonesReceived Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionCollaborative Arrangement, Development Related Payment, Eligible to Receive + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementDevelopmentRelatedPaymentEligibleToReceive Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCollaborative Arrangement, Development Related Payment, Received + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementDevelopmentRelatedPaymentReceived Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionCollaborative Arrangement, Option to Acquire License, Exercise Price, Payable + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementOptionToAcquireLicenseExercisePricePayable Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCollaborative Arrangement, Performance Obligations, Number + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementPerformanceObligationsNumber Namespace Prefix: irwd_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionCollaborative Arrangement, Right to Apply Credit Against Future Amounts Due + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementRightToApplyCreditAgainstFutureAmountsDue Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCollaborative Arrangement, Upfront Payment + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementUpfrontPayment Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionCollaborative Arrangement, Upfront Payment Received + ReferencesNo definition available. + Details Name: irwd_CollaborativeArrangementUpfrontPaymentReceived Namespace Prefix: irwd_ 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 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of 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 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_ContractWithCustomerLiability 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 - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: srt_CounterpartyNameAxis=irwd_CourPharmaceuticalsDevelopmentCompanyIncMember Namespace

Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=irwd_AsahiKaseiPharmaCorporationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irwd_CollaborativeArrangementDevelopmentAndCommercializationAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 66 R55.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value of Financial Instruments - General Information (Details) Sep. 30, 2023 Fair Value of Financial Instruments Â Threshold percentage of collateralized value (as a percent) 102.00% X - DefinitionThe percentage of threshold collateralized value. + ReferencesNo definition available. + Details Name: irwd_ThresholdPercentageOfCollateralizedValue Namespace Prefix: irwd_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_FairValueInputsQuantitativeInformationAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 67 R56.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value of Financial Instruments - Measured on Recurring Basis (Details) - Recurring basis - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Assets: Â Â Total assets measured at fair value $ 48,847 $ 58,686 Money market funds Â Â Assets: Â Â Cash and cash equivalents 30,636 45,939 U.S. Treasury securities Â Â Assets: Â Â Cash and cash equivalents 7,295 10,507 Commercial paper Â Â Assets: Â Â Cash and cash equivalents 10,916 2,240 Quoted Prices in Active Markets for Identical Assets (Level 1) Â Â Assets: Â Â Total assets measured at fair value 30,636 45,939 Quoted Prices in Active Markets for Identical Assets (Level 1) | Money market funds Â Â Assets: Â Â Cash and cash equivalents 30,636 45,939 Significant Other Observable Inputs (Level 2) Â Â Assets: Â Â Total assets measured at fair value 18,211 12,747 Significant Other Observable Inputs (Level 2) | U.S. Treasury securities Â Â Assets: Â Â Cash and cash equivalents 7,295 10,507 Significant Other Observable Inputs (Level 2) | Commercial paper Â Â Assets: Â Â Cash and cash equivalents $ 10,916 $ 2,240 X - DefinitionFair value portion of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_AssetsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsFairValueDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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 - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember 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: X - Details Name: us-gaap_CashAndCashEquivalentsAxis=us-gaap_USTreasurySecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CashAndCashEquivalentsAxis=us-gaap_CommercialPaperMember 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: XML 68 R57.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value of Financial Instruments - Convertible Senior Notes (Details) - Convertible Senior Notes - USD ($) $ in Thousands Sep. 30, 2024 Jun. 30, 2024 Dec. 31, 2023 Aug. 31, 2019 0.75% Convertible Senior Notes due 2024 Â Â Â Â Fair value disclosures Â Â Â Â Debt instrument, face amount Â Â $ 200,000 $ 200,000 Stated interest rate (as a percent) Â Â Â 0.75% Debt redeemed/repurchased Â $ 200,000 Â Â 0.75% Convertible Senior Notes due 2024 | Significant Other Observable Inputs (Level 2) Â Â Â Â Â Fair value disclosures Â Â Â Â Estimated fair value Â Â 209,600 Â 1.50% Convertible Senior Notes due 2026 Â Â Â Â Fair value disclosures Â Â Â Â Debt instrument, face amount $ 200,000 Â 200,000 $ 200,000 Stated interest rate (as a percent) 1.50% Â Â 1.50% 1.50% Convertible Senior Notes due 2026 | Significant Other Observable Inputs (Level 2) Â Â Â Â Â Fair value disclosures Â Â Â Â Estimated fair value $ 176,600 Â $ 217,100 Â 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 - 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 - DefinitionFace (par) amount of the original debt instrument that was repurchased. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentRepurchasedFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_FairValueAdjustmentDisclosureAbstract 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/1943274/2147480106/820-10-50-2Reference 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 - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleNotesPayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes0.75PercentDue2024Member 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_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes1.50PercentDue2026Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 69 R58.htm IDEA: XBRL DOCUMENT v3.24.3 Leases - Letters of Credit (Details) $ in Millions Sep. 30, 2024 USD ($) Summer Street Lease and Vehicle Lease Â Leases Â Letters of credit outstanding, amount $ 1.2 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_LesseeLeaseDescriptionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe total amount of the contingent obligation under letters of credit outstanding as of the reporting date. + ReferencesNo definition available. + Details Name: us-gaap_LettersOfCreditOutstandingAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: srt_CounterpartyNameAxis=irwd_SummerStreetLeaseAndVehicleLeaseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 70 R59.htm IDEA: XBRL DOCUMENT v3.24.3 Leases - Lease Cost (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2024 Sep. 30, 2023 Lease Cost Â Â Â Â Operating lease cost $ 627 $ 627 $ 1,880 $ 1,880 Short-term lease cost 335 314 1,080 854 Total lease cost $ 962 $ 941 $ 2,960 $ 2,734 X - DefinitionAmount of lease cost recognized by lessee for lease contract. + 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 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_LeaseCostAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability. + 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 (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of short-term lease cost, excluding expense for lease with term of one month or less. + 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 (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_ShortTermLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 71 R60.htm IDEA: XBRL DOCUMENT v3.24.3 Leases - Supplemental Information (Details) - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Operating Leases Â Â Cash paid for amounts included in the measurement of lease liabilities $ 2,338 $ 2,292 Weighted-average remaining lease term of operating leases 5 years 8 months 12 days 6 years 8 months 12 days Weighted-average discount rate of operating leases (as a percent) 5.80% 5.80% X - ReferencesNo definition available. + Details Name: us-gaap_LesseeDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash outflow from operating lease, excluding payments to bring another asset to condition and location necessary for its intended use. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionWeighted average discount rate for operating lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant XML 72 R61.htm IDEA: XBRL DOCUMENT v3.24.3 Leases - Summer Street Lease (Details) ftÂ² in Thousands, $ in Thousands 1 Months Ended 3 Months Ended 9 Months Ended Jun. 30, 2019 ftÂ² Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Dec. 31, 2023 USD ($) Operating Leases Â Â Â Â Â Â Weighted-average discount rate of operating leases (as a percent) Â 5.80% 5.80% 5.80% 5.80% Â Operating lease right-of-use assets Â $ 11,430 Â $ 11,430 Â $ 12,586 Operating lease liability Â 16,055 Â 16,055 Â Â Operating lease cost Â $ 627 $ 627 $ 1,880 $ 1,880 Â Summer Street Lease Â Â Â Â Â Â Operating Leases Â Â Â Â Â Â Rentable area leased (in square feet) | ftÂ² 39 Â Â Â Â Â Annual rent escalation (as a percent) 2.00% Â Â Â Â Â Option to extend the term of the lease true Â Â Â Â Â Operating lease, renewal term 5 years Â Â Â Â Â Â Weighted-average discount rate of operating leases (as a percent) Â 5.80% Â 5.80% Â Â Operating lease right-of-use assets Â $ 11,400 Â $ 11,400 Â 12,600 Operating lease liability Â 16,100 Â 16,100 Â $ 17,700 Operating lease cost Â $ 600 Â $ 1,900 Â Â X - DefinitionAnnual rent escalation in initial lease period and in renewal period. + ReferencesNo definition available. + Details Name: irwd_PercentageOfIncreaseInOperatingLeaseRent Namespace Prefix: irwd_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionArea of a real estate property. + ReferencesNo definition available. + Details Name: us-gaap_AreaOfRealEstateProperty Namespace Prefix: us-gaap_ Data Type: dtr-types:areaItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LesseeOperatingLeaseDescriptionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionIndicates (true false) whether lessee has option to extend operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_LesseeOperatingLeaseExistenceOfOptionToExtend Namespace Prefix: us-gaap_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionTerm of lessee's operating lease renewal, 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 -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-

gaap_LesseeOperatingLeaseRenewalTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAmount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability. + 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 (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 - 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 - 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 - Details Name: srt_CounterpartyNameAxis=irwd_SummerStreetLeaseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 73 R62.htm IDEA: XBRL DOCUMENT v3.24.3 Leases - Future Minimum Lease Payments (Details) $ in Thousands Sep. 30, 2024 USD ($) Future Minimum Lease Payments Â 2024 $ 788 2025 3,189 2026 3,252 2027 3,317 2028 3,384 2029 and thereafter 4,902 Total future minimum lease payments $ 18,832 X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease due after 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). + ReferencesNo definition available. + Details Name: irwd_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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 - ReferencesNo definition available. + Details Name: us-gaap_OperatingLeaseLiabilitiesPaymentsDueAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 74 R63.htm IDEA: XBRL DOCUMENT v3.24.3 Leases - Operating Lease Obligations (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Operating lease obligations Â Â Total future minimum lease payments $ 18,832 Â Less: present value adjustment (2,777) Â Operating lease liabilities 16,055 Â Less: current portion of operating lease liabilities (3,173) $ (3,126) Operating lease liabilities, net of current portion $ 12,882 $ 14,543 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 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 - ReferencesNo definition available. + Details Name: us-gaap_OperatingLeaseLiabilitiesGrossDifferenceAmountAbstract 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 XML 75 R64.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses and Other Current Liabilities - Tabular Disclosure (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Accrued Expenses Â Â Accrued compensation and benefits $ 15,490 $ 19,937 Accrued interest 6,158 5,953 Accrued restructuring liabilities 3,112 8,303 Accrued taxes 986 1,244 Other 7,820 8,817 Total accrued expenses and other current liabilities $ 33,566 $ 44,254 X - DefinitionCarrying value as of the balance sheet date of accrued expenses and as well as used to reflect the other current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesNo definition available. + Details Name: irwd_AccruedExpensesAndOtherLiabilitiesCurrent Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying amount as of the balance sheet date of the unpaid sum of the known and estimated amounts payable to satisfy all currently due domestic and foreign income tax obligations. + 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://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(15)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_AccruedIncomeTaxesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AccruedLiabilitiesAndOtherLiabilitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTotal of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_EmployeeRelatedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of [accrued] interest payable on all forms of debt, including trade payables, that has been incurred and is unpaid. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InterestPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of expenses incurred but not yet paid 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-S99-1 + Details Name: us-gaap_OtherAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying amount as of the balance sheet date of known and estimated obligations associated with exit from or disposal of business activities or restructurings pursuant to a duly authorized plan, which are expected to be paid in the next twelve months or in the normal operating cycle if longer. Costs of such activities include those for one-time termination benefits, termination of an operating lease or other contract, consolidating or closing facilities, relocating employees, and costs associated with an ongoing benefit arrangement, but excludes costs associated with the retirement of a long-lived asset. + 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(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringReserveCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 76 R65.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses and Other Current Liabilities - Additional Information (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Accrued Expenses Â Â Other accrued expenses $ 7,820 $ 8,817 Other accrued liabilities, uninvoiced vendor liabilities 5,800 6,100 Deferred revenue, current $ 1,900 $ 2,600 X - DefinitionOther Accrued Liabilities, Current, Uninvoiced Vendor Liabilities + ReferencesNo definition available. + Details Name: irwd_OtherAccruedLiabilitiesCurrentUninvoicedVendorLiabilities Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AccruedLiabilitiesAndOtherLiabilitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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 expenses incurred but not yet paid 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-S99-1 + Details Name: us-gaap_OtherAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 77 R66.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - General Information (Details) $ in Thousands 1 Months Ended 3 Months Ended 9 Months Ended May 31, 2023 USD ($) Aug. 31, 2019 USD ($) Sep. 30, 2024 USD ($) item Jun. 30, 2023 USD ($) Sep. 30, 2024 USD ($) item Sep. 30, 2023 USD ($) Dec. 31, 2023 USD ($) Debt Â Â Â Â Â Â Â Â Proceeds from revolving credit facility Â Â Â Â $ 150,000 $ 400,000 Â Repayments of revolving credit facility Â Â Â Â $ 50,000 $ 75,000 Â Payments for convertible note hedges Â $ 25,200 Â Â Â Â Â Revolving Credit Agreement Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Â Debt instrument, covenant, maximum consolidated secured net leverage ratio, interim period Â Â 3.25 Â 3.25 Â Â Debt instrument, covenant, maximum consolidated secured net leverage ratio, after interim period Â Â 3.00 Â 3.00 Â Â Revolving Credit Agreement | Secured Debt Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Â Line of credit facility, frequency of commitment fee payment quarterly Â Â Â Â Â Â Percentage of capital stock of foreign subsidiaries pledged (as a percent) 65.00% Â Â Â Â Â Â Additional borrowing capacity, as percentage 100.00% Â Â Â Â Â Â Â Additional borrowing capacity, trailing period 12 months Â Â Â Â Â Â Â Debt instrument, covenant, maximum consolidated secured net leverage ratio, initial period Â Â 3.50 Â 3.50 Â Â Debt instrument, covenant, minimum interest coverage ratio Â Â 3.00 Â 3.00 Â Â Debt instrument, covenant, maximum consolidated secured net leverage ratio, initial period, consummates acquisition, after elected increase Â Â 4.00 Â 4.00 Â Â Debt instrument, covenant, maximum consolidated secured net leverage ratio, interim period, consummates acquisition, after elected increase Â Â 3.75 Â 3.75 Â Â Debt instrument, covenant, maximum consolidated secured net leverage ratio, after interim period, consummates acquisition, after elected increase Â Â 3.50 Â 3.50 Â Â Debt instrument, covenant, maximum consolidated secured net leverage ratio, consummates acquisition, number of fiscal quarters | item Â Â 4 Â 4 Â Â Debt instrument, covenant, maximum consolidated secured net leverage ratio, consummates acquisition, minimum consideration Â Â $ 50,000 Â $ 50,000 Â Â Debt issuance costs, gross, incurred during period Â Â 2,200 $ 2,900 Â Â Â Debt issuance costs, net Â Â 4,100 Â 4,100 Â $ 2,400 Revolving Credit Agreement | Secured Debt | Minimum Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Line of credit facility, unused capacity, commitment fee percentage 0.30% Â Â Â Â Â Â Additional borrowing capacity $ 200,000 Â Â Â Â Â Â Revolving

Credit Agreement | Secured Debt | Maximum Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Line of credit facility, unused capacity, commitment fee percentage 0.425% Â Â Â Â Â Â Revolving Credit Agreement | Secured Debt | Secured Overnight Financing Rate (SOFR), Adjusted Term Secured | Minimum Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Debt instrument, basis spread on variable rate (as a percent) 1.75% Â Â Â Â Â Â Revolving Credit Agreement | Secured Debt | Secured Overnight Financing Rate (SOFR), Adjusted Term Secured | Maximum Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Debt instrument, basis spread on variable rate (as a percent) 3.00% Â Â Â Â Â Â Â Revolving Credit Agreement | Secured Debt | Secured Overnight Financing Rate (SOFR), One-month Adjusted Term Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Debt instrument, basis spread on variable rate (as a percent) 1.00% Â Â Â Â Â Â Revolving Credit Agreement | Secured Debt | Fed Funds Effective Rate Overnight Index Swap Rate Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Debt instrument, basis spread on variable rate (as a percent) 0.50% Â Â Â Â Â Â Revolving Credit Agreement | Secured Debt | Applicable Rate | Minimum Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Debt instrument, basis spread on variable rate (as a percent) 0.75% Â Â Â Â Â Â Â Revolving Credit Agreement | Secured Debt | Applicable Rate | Maximum Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Debt instrument, basis spread on variable rate (as a percent) 2.00% Â Â Â Â Â Â Secured Revolving Credit Facility | Secured Debt Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Line of credit facility, maximum borrowing capacity $ 500,000 Â 550,000 Â 550,000 Â Â Debt instrument, face amount Â Â $ 400,000 Â $ 400,000 Â $ 300,000 Letter of Credit Subfacility | Secured Debt Â Â Â Â Â Â Â Debt Â Â Â Â Â Â Â Debt instrument, face amount $ 10,000 Â Â Â Â Â Â Debt instrument, maturity date range, end, period prior to stated maturity date, existing convertible notes then outstanding, unless case of clause 91 days Â Â Â Â Â Â X - DefinitionDebt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, after Interim Period + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentCovenantMaximumConsolidatedSecuredNetLeverageRatioAfterInterimPeriod Namespace Prefix: irwd_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, after Interim Period, Consummates Acquisition, after Elected Increase + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentCovenantMaximumConsolidatedSecuredNetLeverageRatioAfterInterimPeriodConsummatesAcquisitionAfterElectedIncrease Namespace Prefix: irwd_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Consummates Acquisition, Minimum Consideration + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentCovenantMaximumConsolidatedSecuredNetLeverageRatioConsummatesAcquisitionMinimumConsideration Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionDebt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Consummates Acquisition, Number of Fiscal Quarters + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentCovenantMaximumConsolidatedSecuredNetLeverageRatioConsummatesAcquisitionNumberOfFiscalQuarters Namespace Prefix: irwd_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Initial Period + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentCovenantMaximumConsolidatedSecuredNetLeverageRatioInitialPeriod Namespace Prefix: irwd_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Initial Period, Consummates Acquisition, after Elected Increase + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentCovenantMaximumConsolidatedSecuredNetLeverageRatioInitialPeriodConsummatesAcquisitionAfterElectedIncrease Namespace Prefix: irwd_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Interim Period + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentCovenantMaximumConsolidatedSecuredNetLeverageRatioInterimPeriod Namespace Prefix: irwd_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Covenant, Maximum Consolidated Secured Net Leverage Ratio, Interim Period, Consummates Acquisition, after Elected Increase + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentCovenantMaximumConsolidatedSecuredNetLeverageRatioInterimPeriodConsummatesAcquisitionAfterElectedIncrease Namespace Prefix: irwd_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Covenant, Minimum Interest Coverage Ratio + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentCovenantMinimumInterestCoverageRatio Namespace Prefix: irwd_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Maturity Date Range, End, Period Prior to Stated Maturity Date, Existing Convertible Notes then Outstanding, Unless Case of Clause + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentMaturityDateRangeEndPeriodPriorToStatedMaturityDateExistingConvertibleNotesThenOutstandingUnlessCaseOfClause Namespace Prefix: irwd_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionDebt Issuance Costs, Gross, Incurred during Period + ReferencesNo definition available. + Details Name: irwd_DebtIssuanceCostsGrossIncurredDuringPeriod Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of Line of credit additional borrowing capacity through accordion feature. + ReferencesNo definition available. + Details Name: irwd_LineOfCreditAdditionalBorrowingCapacityThroughAccordionFeature Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe additional borrowing capacity under line of credit, as percentage of consolidated adjusted earnings before interest tax depreciation and amortization. + ReferencesNo definition available. + Details Name: irwd_LineOfCreditFacilityAdditionalBorrowingCapacityPercentOfConsolidatedAdjustedEarningsBeforeInterestTaxDepreciationAndAmortization Namespace Prefix: irwd_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionThe trailing period considered for calculation of consolidated adjusted earnings before interest, tax, depreciation and amortization. + ReferencesNo definition available. + Details Name: irwd_LineOfCreditFacilityAdditionalBorrowingCapacityTrailingPeriodForConsolidatedAdjustedEarningsBeforeInterestTaxDepreciationAndAmortizationCalculation Namespace Prefix: irwd_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe maximum percentage of capital stock of foreign subsidiaries pledged under credit agreement. + ReferencesNo definition available. + Details Name: irwd_LineOfCreditFacilityPledgeOfForeignSubsidiariesCapitalStockMaximumPercent Namespace Prefix: irwd_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionPercentage points added to the reference rate to compute the variable rate on the debt instrument. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentBasisSpreadOnVariableRate1 Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - 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 - ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after accumulated amortization, of debt issuance costs. Includes, but is not limited to, legal, accounting, underwriting, printing, and registration costs. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-1AReference 2: 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 3: 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/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1D + Details Name: us-gaap_DeferredFinanceCostsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionDescription of when the fee for available but unused credit capacity is required to be paid (for example, annually, quarterly, or monthly). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityFrequencyOfCommitmentFeePayment Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionMaximum borrowing capacity under the credit facility without consideration of any current restrictions on the amount that could be borrowed or the amounts currently outstanding under the facility. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe fee, expressed as a percentage of the line of credit facility, for available but unused credit capacity under the credit facility. + ReferencesNo definition available. + Details Name: us-gaap_LineOfCreditFacilityUnusedCapacityCommitmentFeePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe cash outflow for a financial contract that meets the hedge criteria as either cash flow hedge, fair value hedge or hedge of net investment in foreign operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 45 -Paragraph 15 -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 27 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-27 + Details Name: us-gaap_PaymentsForHedgeFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer. + 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_ProceedsFromLongTermLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow for the settlement of obligation drawn from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfLongTermLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=irwd_RevolvingCreditAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_SecuredDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=irwd_SecuredOvernightFinancingRateSofrAdjustedTermSecuredMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=irwd_SecuredOvernightFinancingRateSofrOneMonthAdjustedTermMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=us-gaap_FederalFundsEffectiveSwapRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=irwd_ApplicableRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irwd_SecuredRevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irwd_LetterOfCreditSubfacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 78 R67.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Interest Expense (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Secured Debt Â Â Â Â Â Interest Expense Â Â Â Â Contractual interest expense $ 8,308 $ 8,054 $ 19,905 $ 8,269 Amortization of debt issuance costs 180 180 541 262 Other financing costs 13 75 38 88 Total interest expense 8,501 8,309 20,484 8,619 Convertible Senior Notes Â Â Â Â Â Interest Expense Â Â Â Â Â Contractual interest expense 750 1,125 2,938 3,375 Amortization of debt issuance costs 170 405 948 1,212 Total interest expense $ 920 $ 1,530 $ 3,886 $ 4,587 X - DefinitionOther Financing Costs + ReferencesNo definition available. + Details Name: irwd_OtherFinancingCosts Namespace Prefix: irwd_ 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 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 - ReferencesNo definition available. + Details Name: us-gaap_InterestExpenseDebtAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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_LongtermDebtTypeAxis=us-gaap_SecuredDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleNotesPayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 79 R68.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Convertible Senior Notes - Balances (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Aug. 31, 2019 Principal Â Â Â Less: unamortized debt issuance costs $ (1,183) $ (2,131) Â Net carrying amount 198,817 397,869 Â 0.75% Convertible Senior Notes due 2024 | Convertible Senior Notes Â Â Â Principal Â Â Â Debt instrument, face amount Â 200,000 $ 200,000 1.50% Convertible Senior Notes due 2026 | Convertible Senior Notes Â Â Â Principal Â Â Â Debt instrument, face amount $ 200,000 $ 200,000 $ 200,000 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 - DefinitionAmount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt. Excludes lease obligation. + 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://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 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_LongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LongTermDebtAbstract 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 - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes0.75PercentDue2024Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleNotesPayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes1.50PercentDue2026Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 80 R69.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Convertible Senior Notes - Future Minimum Payments (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Future minimum payments of Convertible senior notes Â Â 2024 $ 1,500 Â 2025 3,000 Â 2026 201,500 Â Total future minimum payments under the convertible senior notes 206,000 Â Less: amounts representing interest (6,000) Â Less: unamortized debt issuance costs (1,183) $ (2,131) Net carrying amount $ 198,817 $ 397,869 X - DefinitionRepresents the amount of interest to be paid on long-term debt. + ReferencesNo definition available. + Details Name: irwd_LongTermDebtMaturitiesInterestPayments Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, before unamortized (discount) premium and debt issuance costs, of long-term debt. Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt. + 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 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_DebtInstrumentCarryingAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt. Excludes lease obligation. + 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://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 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_LongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing 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 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 2: 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 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing 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 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 2: 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 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_MaturitiesOfLongTermDebtAbstract 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 XML 81 R70.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Convertible Senior Notes Due 2024 and Convertible Senior Notes Due 2026 (Details) - Convertible Senior Notes 1 Months Ended 9 Months Ended Aug. 31, 2019 USD ($) D $ / shares Sep. 30, 2024 USD ($) Jun. 30, 2024 USD ($) Dec. 31, 2023 USD ($) 0.75% Convertible Senior Notes due 2024 and 1.50% Convertible Senior Notes due 2026 Â Â Â Â Debt Â Â Â Â Net proceed received $ 391,000,000.0 Â Â Â Fees and expenses $ 9,000,000.0 Â Â Â Conversion rate, number of shares to be issued per 74.6687 Â Â Â Principal amount used for debt instrument conversion ratio $ 1,000 Â Â Â Initial conversion price (in dollars per share) | $ / shares $ 13.39 Â Â Â Number of consecutive trading days before five business days during the measurement period | D 5 Â Â Â Repurchase price 100.00% Â Â Â Percentage of aggregate principal amount of notes outstanding and payable in case of event of default under the agreement 25.00% Â Â Â 0.75% Convertible Senior Notes due 2024 and 1.50% Convertible Senior Notes due 2026 | Calendar quarter commencing after December 31, 2019 Â Â Â Â Debt Â Â Â Â Number of trading days | D 20 Â Â Â Consecutive trading days | D 30 Â Â Â 0.75% Convertible Senior Notes due 2024 and 1.50% Convertible Senior Notes due 2026 | Measurement period Â Â Â Â Debt Â Â Â Â Number of business days immediately after any five consecutive trading day period during the measurement period | D 5 Â Â Â 0.75% Convertible Senior Notes due 2024 and 1.50% Convertible Senior Notes due 2026 | Minimum | Calendar quarter commencing after December 31, 2019 Â Â Â Â Debt Â Â Â Â Minimum percentage of stock price 130.00% Â Â Â 0.75% Convertible Senior Notes due 2024 and 1.50% Convertible Senior Notes due 2026 | Maximum | Measurement period Â Â Â Â Debt Â Â Â Â Conversion premium percentage on sale price of common stock 98.00% Â Â Â 0.75% Convertible Senior Notes due 2024 Â Â Â Â Debt Â Â Â Â Debt instrument, face amount $ 200,000,000.0 Â Â $ 200,000,000 Debt redeemed/repurchased Â Â $ 200,000,000.0 Â Stated interest rate (as a percent) 0.75% Â Â Â Debt instrument term 5 years Â Â Â 1.50% Convertible Senior Notes due 2026 Â Â Â Â Debt Â Â Â Â Debt instrument, face amount $ 200,000,000.0 $ 200,000,000 Â $ 200,000,000 Stated interest rate (as a percent) 1.50% 1.50% Â Â Debt instrument, maturity date Â Jun. 15, 2026 Â Â Debt instrument term 7 years Â Â Â X - DefinitionThe percentage of principal amount of debt arrived at as the repurchase price under the debt conversion arrangement. + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentConditionalConversionRepurchasePricePrincipalPercentage Namespace Prefix: irwd_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionRepresents the number of business days immediately after any five consecutive trading day period during the debt instrument measurement period. + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentConversionObligationNumberOfBusinessDaysAfterConsecutiveTradingDayPeriod Namespace Prefix: irwd_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionRepresents the number of consecutive trading days prior to the five consecutive business days during the debt instrument measurement period. + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentConversionObligationPeriodOfConsecutiveTradingDays Namespace Prefix: irwd_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionThe percentage of conversion premium above the last reported sale price of common stock. + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentConversionPremium Namespace Prefix: irwd_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionDebt Instrument Default Payment, Percentage of Principal Amount of Notes Outstanding + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentDefaultPaymentPercentageOfPrincipalAmountOfNotesOutstanding Namespace Prefix: irwd_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionRepresents the debt instrument principal amount denomination for conversion into common stock. + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentPrincipalAmountDenominationForConversionIntoCommonStock Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration 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 - DefinitionThreshold period of specified consecutive trading days within which common stock price to conversion price of convertible debt instrument must exceed threshold percentage for specified number of trading days to trigger conversion feature. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentConvertibleThresholdConsecutiveTradingDays1 Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionMinimum percentage of common stock price to conversion price of convertible debt instruments to determine eligibility of conversion. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentConvertibleThresholdPercentageOfStockPriceTrigger Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThreshold number of specified trading days that common stock price to conversion price of convertible debt instruments must exceed threshold percentage within a specified consecutive trading period to trigger conversion feature. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentConvertibleThresholdTradingDays Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType 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 - DefinitionAmount of the fee that accompanies borrowing money under the debt instrument. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DebtInstrumentFeeAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 - DefinitionDate when the debt instrument is scheduled to be fully repaid, in YYYY-MM-DD format. + ReferencesReference 1: 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 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: 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/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentMaturityDate Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionFace (par) amount of the original debt instrument that was repurchased. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentRepurchasedFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPeriod between issuance and maturity of long-term debt, 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 -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 2: 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 3: 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)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfLongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes0.75PercentDue2024AndConvertibleSeniorNotes1.50PercentDue2026Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleNotesPayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=irwd_CalendarQuarterCommencingAfterDecember312019Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=irwd_MeasurementPeriodMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes0.75PercentDue2024Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes1.50PercentDue2026Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 82 R71.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Convertible Senior Notes Due 2022, Convertible Senior Notes Due 2024 and Convertible Senior Notes Due 2026 (Details) - Convertible Senior Notes - USD ($) $ in Millions 1 Months Ended Aug. 31, 2019 Sep. 30, 2024 Jun. 15, 2024 0.75% Convertible Senior Notes due 2024 and 1.50% Convertible Senior Notes due 2026 Â Â Â Debt Â Â Â Debt issuance costs incurred $ 9.0 Â Â 0.75% Convertible Senior Notes due 2024 Â Â Â Debt Â Â Â Debt instrument term 5 years Â Â Effective interest rate on liability components (as a percent) Â Â 1.20% 1.50% Convertible Senior Notes due 2026 Â Â Â Debt Â Â Â Debt instrument term 7 years Â Â Effective interest rate on liability components (as a percent) Â 1.90% Â X - DefinitionDebt issuance costs incurred. + ReferencesNo definition available. + Details Name: irwd_DebtInstrumentDebtIssuanceCostsIncurred Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration 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 - ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPeriod between issuance and maturity of long-term debt, 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 -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 2: 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 3: 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_LongTermDebtTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes0.75PercentDue2024AndConvertibleSeniorNotes1.50PercentDue2026Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleNotesPayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes0.75PercentDue2024Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes1.50PercentDue2026Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 83 R72.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Capped Calls with Respect to 2024 Convertible Notes and 2026 Convertible Notes (Details) - Capped Calls with Respect to 2024 Convertible Notes and 2026 Convertible Notes $ / shares in Units, $ in Millions 1 Months Ended Aug. 31, 2019 USD ($) $ / shares $ / item shares Capped Calls Â Payment made to enter into Capped Calls $ 25.2 Payment made to enter into Capped Calls, premium 25.0 Payment made to enter into Capped Calls, transaction cost $ 0.2 Strike price (in dollars per share) | $ / shares $ 13.39 Cap price | $ / item 17.05 0.75% Convertible Senior Notes due 2024 Â Capped Calls Â Number of shares covered by capped calls (in shares) | shares 14,933,740 1.50% Convertible Senior Notes due 2026 Â Capped Calls Â Number of shares covered by capped calls (in shares) | shares 14,933,740 X - DefinitionThe amount of payment made to counterparties to enter in to capped calls. + ReferencesNo definition available. + Details Name: irwd_PaymentMadeForInvestingInCappedCalls Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPayment Made for Investing in Capped Calls, Premium + ReferencesNo definition available. + Details Name: irwd_PaymentMadeForInvestingInCappedCallsPremium Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPayment Made for Investing in Capped Calls, Transaction Cost + ReferencesNo definition available. + Details Name: irwd_PaymentMadeForInvestingInCappedCallsTransactionCost Namespace Prefix: irwd_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cap rate on a price risk derivative such as a cap or collar. A payment or receipt is triggered if the market rate exceeds the cap rate on the contract. + ReferencesNo definition available. + Details Name: us-gaap_DerivativeCapPrice Namespace Prefix: us-gaap_ Data Type: srt-types:perUnitItemType 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. + ReferencesNo definition available. + Details Name: us-gaap_OptionIndexedToIssuersEquityLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionMaximum number of shares that could be issued to settle option contract indexed to equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5 + Details Name: us-gaap_OptionIndexedToIssuersEquityShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionExercise or strike price stated in the contract for options indexed to the issuer's equity shares. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(1) -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481648/480-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (a)(2) -SubTopic 40 -Topic 815 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5 + Details Name: us-gaap_OptionIndexedToIssuersEquityStrikePrice1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_OptionIndexedToIssuersEquityEquityAxis=us-gaap_CallOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes0.75PercentDue2024Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irwd_ConvertibleSeniorNotes1.50PercentDue2026Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 84 R73.htm IDEA: XBRL DOCUMENT v3.24.3 Employee Stock Benefit Plans - Share-based Compensation Expense - Tabular Disclosure (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Employee Stock Benefit Plans Â Â Â Â Total share-based compensation expense included in operating expenses $ 8,329 $ 7,906 $ 25,284 $ 50,849 Income tax benefit 840 850 2,853 2,069 Total share-based compensation expense, net of tax 7,489 7,056 22,431 48,780 Research and Development Expense Â Â Â Â Employee Stock Benefit Plans Â Â Â Â Total share-based compensation expense included in operating expenses 1,714 1,545 5,760 15,655 Selling, General and Administrative Expenses Â Â Â Â Employee Stock Benefit Plans Â Â Â Â Total share-based compensation expense included in operating expenses $ 6,615 $ 6,361 $ 19,524 34,283 Restructuring Charges Â Â Â Â Employee Stock Benefit Plans Â Â Â Â Total share-based compensation expense included in operating expenses Â Â Â $ 911 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 - DefinitionAmount, after tax, of expense for award under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_AllocatedShareBasedCompensationExpenseNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAggregateDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of tax benefit for recognition of expense of award under share-based payment arrangement. + ReferencesReference 1: 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_EmployeeServiceShareBasedCompensationTaxBenefitFromCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration 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_SellingGeneralAndAdministrativeExpensesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details

Name: us-gaap_IncomeStatementLocationAxis=us-gaap_RestructuringChargesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 85 R74.htm IDEA: XBRL DOCUMENT v3.24.3 Employee Stock Benefit Plans - Share-based Compensation Expense - Additional Information (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Employee Stock Benefit Plans Â Â Â Â Â Share-based compensation expense $ 8,329 $ 7,906 $ 25,284 $ 50,849 Research and Development Expense Â Â Â Â Employee Stock Benefit Plans Â Â Â Â Â Share-based compensation expense 1,714 1,545 5,760 15,655 Selling, General and Administrative Expenses Â Â Â Â Employee Stock Benefit Plans Â Â Â Â Â Share-based compensation expense $ 6,615 $ 6,361 $ 19,524 34,283 VectivBio Holding AG and its subsidiaries Â Â Â Â Employee Stock Benefit Plans Â Â Â Â Â Share-based compensation expense Â Â Â 27,500 VectivBio Holding AG and its subsidiaries | Research and Development Expense Â Â Â Â Employee Stock Benefit Plans Â Â Â Â Â Share-based compensation expense Â Â Â 11,300 VectivBio Holding AG and its subsidiaries | Selling, General and Administrative Expenses Â Â Â Â Employee Stock Benefit Plans Â Â Â Â Â Share-based compensation expense Â Â Â $ 16,200 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 - ReferencesNo definition available. + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAggregateDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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_SellingGeneralAndAdministrativeExpensesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AssetAcquisitionAxis=irwd_VectivbioHoldingAgAndItsSubsidiariesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 86 R75.htm IDEA: XBRL DOCUMENT v3.24.3 Income Taxes (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Income Taxes Â Â Â Â Â Income tax (benefit) expense $ 13,723 $ 17,982 $ 42,579 $ 51,385 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 - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxExpenseBenefitContinuingOperationsByJurisdictionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 87 R76.htm IDEA: XBRL DOCUMENT v3.24.3 Workforce Reduction and Restructuring (Details) - USD ($) $ in Thousands 1 Months Ended 3 Months Ended 9 Months Ended Apr. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Reduction in Headquarter-based Workforce, April 2023 Â Â Â Â Â Workforce Reduction Â Â Â Â Â Restructuring and related cost, number of positions eliminated, period percent (as a percent) 10.00% Â Â Â Â Â Restructuring Expenses Â Â Â Â Â Restructuring expenses and adjustments, primarily comprised of employee severance, benefits and related costs Â Â $ 0 Â $ 3,500 VectivBio Acquisition-related Workforce Reductions, June 2023 Â Â Â Â Â Restructuring Expenses Â Â Â Â Â Restructuring and related cost Â Â $ 4,700 $ 2,500 $ 14,300 Restructuring Charges, Statement of Income or Comprehensive Income Â Restructuring Restructuring Restructuring X - DefinitionThe number of positions eliminated during the period as a percentage of total positions eliminated during the period in connection with the restructuring plan(s). + ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedCostNumberOfPositionsEliminatedPeriodPercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedCostPositionsEliminatedAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation. + 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/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482047/420-10-45-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.P.3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-1 + Details Name: us-gaap_RestructuringCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RestructuringChargesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionIndicates line item in statement of income or comprehensive income that includes restructuring charges. + ReferencesReference 1: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringIncurredCostStatementOfIncomeOrComprehensiveIncomeExtensibleEnumeration Namespace Prefix: us-gaap_ Data Type: enum2:enumerationSetItemType Balance Type: na Period Type: duration X - DefinitionAmount of restructuring charges, remediation cost, and asset impairment loss. + 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(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_RestructuringSettlementAndImpairmentProvisions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_RestructuringPlanAxis=irwd_ReductionInHeadquarterBasedWorkforceApril2023Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RestructuringPlanAxis=irwd_VectivbioAcquisitionRelatedWorkforceReductionsJune2023Member Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 88 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (,6*9UD'04UB@0 +$ 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 " #%BF=9]\+5^^X K @ $0 &1O8U!R;W!S+V-O&ULS9+/ M2@,Q$(=?17+?G>Q6%,(V%\53"X(%Q5M(IFUP\X=D9+=O;W9MMX@^@)!+9G[Y MYAM(IZ/0(>%S"A$36H7-,!HM(? MZH#0621A'^_1S80RY8-[9)-NIL\!"SI^\Y%1^?H.'GS[BYBZ(:(E/)X M8-DOV]:[MR_>X%#BVR]*+ M41B1%G\@M MNN01.+5)#3(3/PB=AIAJ4!P"I DQEJ&&^+3&K!'@$WVWO@C(WXV(JZMOFCU7 MH5A)VH3X$$8:XIQSYG/1;/L'I4;1]E6\W*.76!4!EQC?-*HU+,76>)7 \:V< M/!T3$LV4"P9!AI@S M&L%&KQMUAVC2/'K^!?F<-0HACA*FNVB<5@$_9Y>PTG!Z(++9OVX?H;5,VPLCO='U!=*Y \FIS_I,C0' MHYI9";V$5FJ?JH,@H%\;D>/N5Z> HWEL:\4*Z"\>P'_T=HWPJOX@L Y M?RY]SZ7ON?0]H=*W-R-]9\'3BUO>1FY;Q/NN,=K7-"XH8U=RSTS0LS0[=R2^JVE+ZU)CA* M]+', <$X>RPP[9SR2';9WH!TU^_9==N0CI3!3ET.X&D*^ VVZG=PZ.)Z8D;D* MTU*0;\YZ<5X&N(YV02Y?9A7;>?8T='[Y\%1L*/O/)8=QXCRHB'NH8:8S\-# MAWE[7YAGE<90- !1M;*PD+$:W8+C7\2P4X&1@+: '@Z]1 O)256 Q6\8#*Y"B M?$R,1>APYY=<7^/1DN/;IF6U;J\I=QEM(E(YPFF8$V>KRMYEL<%5'<]56_*P MOFH]M!5.S_Y9KF4Q9Z;RWRT,"2Q;B%D2XDU= [=7GFYRN>B)V^I=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;I,[2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODRWSEPVSK> U[F M$RQ#I'[!? 8J*@!&K8KZZKT_Y)9P[M'OQ@2"; -:;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-%^/%&*MIK&MQMHQ#'F 6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_V]0-:/8--!R1!5XQF;8VH^1."CS<_N\- L,+$CN'MB[\!4$L#!!0 (M ,6*9UD@H$L%-08 +T@ 8 >&PO=V]R:W-H965T&UL MM9K_;Z,V&,;_%2L[39O4%#!ITM[:2"EM=]'Z)=?T[K1-^\$%)T$'.#,F:?_[MO88$TL]\8>CRRS40GB? ^X&^/[3M?"_D]77"NR$L<)>E%9Z'4\J-EI?Z"QRP] M%DN>P#^AGR=[GPF&N59B._Z8AQ<=&Q=(AYQ7VD+!G]6W.-1I)V@'/]N M3#OE;VKA[N>M^TT.#S#/+.6>B+Z%@5I<=$X[). SED7J4:P_\0W0B?;S193F M_Y)U\6SOI$^\+%4BWHBA!'&8%`_9R^9%[CZBTH M:5E4R6A0?YC>D.%0_LH'OIQW3)?'[1@6Z8'//SE]^S<3W@\R>P/; M*V%[F/MPTSH\"V21=!* OY"_N"O)FCGUR4W@>%RQ^Y^-B&AJI9(_1*IWPSI<\:DXC)Z)8]*:0RX>%62F:FE^*A MJI9X@Q)OT QOPF4H]!@6$!@)C96'.Y5C2^W@@NI;)>,Q:EQHI$92T!STK LR;#RTT8<7*?Q<]?8 MU3QK- \%[Ŷ/-03Q90D?&\Y"OPA5]'FT_D%MXCCPDYGK%+1W;)E-88$#(@MN0<8W8APA%3I6*G$:Q MR(S]M!9&;-QRFH70+:AK&\-AYSUF.51,I5F'BF]LS[GDW,H>(C\Y58!R\-SS'G0"-0+Y M_J]P63\0@694,R(0WJY_I5,N9]) M]$D3Y!XG+V(P,H^(+^(8YF$8>?SO1^2#?0S!D2R9)"L6F9*J!%4T 5&3ZC^+R,B!&XP?OUT9*^T0@8A6@8CBZ67;4,GUB[]@R9S71OX] M1O>CZ=7(N+& "]L25MF'-ML2RJ342]-B/9I7)4R6F7'#<(_CG\9M1@]7M>6L M,@]ME'G&B>*RV'C6>PQL"V[DQ!WK. ^1>6B5>6BCS*/7X+ F@[PS%](\SN(^ MMTQ":Q_Y/@:Z8_X.#FH!^2=>LL1*Q/!P MFWJ\0V0@M\I ;J/M(Z\(+M,BN.3S?Dh>,@6)/=%SJ$ X@=%E\T)1.'6WXD4 M*A-3W3TS)6O(6L4HZ+IYSM/'(3ICK1_LDAY6#[N7OLNEV'=EW'2'&(Q_-6 MB@,WC4//'K.ZW6IB;(S\U36 9EB2K.BLN[Y=G\ M*#^1MJK'BX/].Z8GDI1$? 92^W@ B4469^7%A1++_+CY62@EXOSC@K. 2_T M?#\30FTO] ^4_V-A^!]02P,$% @ Q8IG67RRYM92!@ %!H !@ !X M;"]W;W)KKMKMWGUUP&FL!<]BD[?WZ&Q,:$FS<5K>1VD 8CY^Q/?,\-I>/LOFF MMIQK]%06E;J:;;6N+Q8+E6UYR=2YK'D%3S:R*9F&V^9AH>J&L[QK5!8+$@3Q MHF2BFJTNN]]NF]6E;'4A*G(;(-66)6N>/_)"/E[-\.SEA_B8:O-#XO59 M^!W77^O;!NX6!R^Y*'FEA*Q0PS=7LVM\L:9=@\[B+\$?U=$U,J'<2_G-W'S* MKV:!0<0+GFGC@L'7CJ]Y41A/@..? WNGLT*=I>'S]XOVW+G@(YIXIO;%WR+7 MVZM9,D,YW["VT)_EX^\#R@R_C)9J.X_>NQM@QG*6J5EV3<&!*6H]M_LJ1^(MHP8XG&A ^@;DK0UHWX!V@>Z1=6'=,,U6EXU\1(VQ!F_FHAN;KC5$(RHSC7>Z M@:<"VNG56E8Y3 K/$5PI68B<:;CYR I691S=&<<*G;&O=S?HYP^_H](5.C+ M5K:*5;FZ7&C 8#PMLKZ_C_O^R$1_= [P^1S28(Q*0T-%\[6]^PS-HCKOF]+3Y M B(_A$\.X9/.'YT*OVT:7FG$E((X+USQ[!V$;@NEITK4PIV MJR0A&%\N=L?AV%8IP5%XL#K!&1YPAEZV"N?<4 M'P%8QK T1C!M*TQ23(@;9W3 &7EQXC:\9B)' *DV&:2ZL95ZRQM(W-EY0(> MV9!"G([']UV%% CR!.S[@CKVXOTC-BC= C.W.ETD<,W'-9GCC1[\@QC[^5DA)*(TF0$TF%' M,*%DHE+A(_;$_NGOTMT#$%L=QR09+TR'%8V#B0S" [=A+YWTB>X!1^QNDS3" MZ1B>;1Q;"'8O"J$%=U,P]A+;>SGX>WD[#7I@-_Q&>JO9 ML^$V9\ V8U%"X_&\.-@O.2HBIP '6L-^7@. 30NI9X)G3;;7##G?@>3OBC#* MI)I84#9?I6%@):-M13"E> +W0&0SVLON#U\?+30G/AM+J,TBJUQM\W"D$S) M'CQ0'09SWDLZU++PYJS\.CDV3!(^%@-N!.NE$$ /'DE@:H=&& M96;E/#NQ.A@W,)\Q6 >#G]J=HAV8F?CWBGM=\\KJ[GV<])XNE^-- C,,.)"&> M$-YD(%+B))*U+$NA#2/M2ST4&[-*>)5-X?'ZP^[@K#($2(7XB $&S+MN@.,OL4<2*U)<(9CE/X6!?,,9G$ MDT5LD!/$+R>.L?9:59:00UMS4KX#P2>5NY;9DN&,!)'%9@XS&DQI3H("^H7 M%GL5I%S5R'F::&N#,XI!](\DYR&84RF%@4=5 3UJX@]XB-&ZU+Q[1%@ZZC3 MN5=VV#GWRHNC(WOSON0/UCR(2H'$V4##X'P)!;?9OX+8WVA9=Z?XJU)K67:7 M6\X MS& YQL)PJZ _2\&#B^"5O\!4$L#!!0 (,6*9UDD#%^,] (.* M 8 >&PO=V]R:W-H965T&ULK99=;YLP%(;_BL6FJ96Z M\!4([1*D-=6T74R*&FV[=N$D6#68V4[2[=?/-I1!"OFHFHM@PSFOG]?V 4]W MC#^*#$"BIYP68F9E4I8WMBV2#'(L1JR$0CU9,9YCJ;I\;8N2 TY-4DYMSW%" M.\>DL.*IN;?@\91M)"4%+#@2FSS'_,M4+:;6:[U?..>K#.I;]CQM,1K6(+\ M42ZXZMF-2DIR* 1A!>*PFEF? W9NY:Q),Q$\".]%J(VWE@;%'W?F6SBQ'$P&% M1<&H)K"Y;F .E6DEQ *Y%K69,G=AN/ZM_>:5F0;&9"LWI-#+N)1HH_H/;*1R-1=,;6EXM!J=E*/ M>5N-Z0V,N81RA'SG"GF.-^Y)GQ].OX- $I;LFW>^FV\I],P5>,P6>T?,'!!9J MXP#GRK6:[>2QST\E,.X7T)5V(TJR;S:J(0(SA'Y-;&-GY#CNU-ZV M;1Z+ZO"/&_[Q>?S5'D1X(S/&R5](^X KS;"%,@D<]MC/B&P@QTTV,&KL(D0 MFW[DX 7)/NNAB YDV$"&KX)4+W\A<9&28MU'&AXE/131(9TTI).#%3MG>:X^ M 8/E.GG+B^K 7S?PUV? GU2HUR]V2EU^ M+RKUE,@.M>O_R(ZYW,/5VJMUD91J^^X011%>)!]H4'H!V//CP:H6]]Q]WSJ M(Z5;2YZ$WA,Z@&ZW3B/Z*/@=\S4!!**P4KG.:*+V&:].5U5'LM(<4!Z85,<= MT\S4B12X#E#/5XS)YXX^\S1GW/@?4$L#!!0 (,6*9UDT9V[@$ <)HB M 8 >&PO=V]R:W- H965T&ULS5IM]LX$OXKA'>Q:($D M%JGW7&*@M;UW 7;O@F9?/C,V;0N512])[U_?T-)EBQQK$WOU,7U0R)SPPU MSPR'#R7=O4KU6>^$,.3+/B_T_61GS.%V.M6KG=AS?2,/HH!?- E+MN8%3M9WJ M@Q)\71KM\RGSO&BZYUDQF=V5UQ[5[$X>39X5XE$1?=SON?KW1Y'+U_L)G9PN M?,JV.V,O3&=W![X53\+\>GA4<#9MO*RSO2AT)@NBQ.9^\H'>+EED#4K$;YEX MU6?'Q(;R+.5G>_*POI]X]HY$+E;&NN#PYT7,19Y;3W ??]1.)\V8UO#\^.3] MQS)X"..9:S&7^>_9VNSN)\F$K,6&'W/S2;[^0]0!A=;?2N:Z_)^\UEAO0E9' M;>2^-H8[V&=%]9=_J8DX, ,##"P:L-F!O- ?!K _^M!D%M$+S5(*P-RM"G5>PE M<0MN^.Q.R5>B+!]\V8.2_=(:^,H*6RA/1L&O&=B9V5P6:TB[6!,XTC+/UMS MR9.!/U /1A.Y(0_%2NX%>?>3U/H]N2: /BW(N^_?$[WC2FB2%>27G3QJ7JSU M%?F^;Q +F?^=O-?2R< VWTY7\]>H<,OZD7O_3G7_#W2;R(MXBCT+9;8RC3 36W+N]4'OA+W$^AI6J@7,9G]\!V-O+]AK([I;#&FL^5(SCK\ M!PW_P9#WV2_2\!PZ=)4%+ F5? 5S:VV7B99;2,&5WTY=S=ET4I7[LIUW8PH6Q MR$NBL M;NC"?A31I!^W$&C:QAH.QUK5&-DKN;7LR"I85Z(]F1^9E9Q3JBCPJ MN3["96@VY G(SE8"8V5X)%AFK%N%*\6);M[^:;JQ"OX'/Q3? PN1S7 M9R>549/*:+!MS*4&?S9'XLO!KC=X XG&;"!C.EN,Z6PYDK-.)N(F$_&?3"HM MN%KMRF2L(<&Y/-AL8^F(W=F?)BSNM1(7Y0.LUR(6+BJ)/-_K-1($Y05>BO>1 MI DY&0SY"61H5FROR%840D'[M*'S-:BI3)NJ[K'H*Z?1>5P1-,E>]!C*"Z)> M]"Z*4B]*>EUYB<'2*(CQ^-,F_O3/4FX4],BC A:P2%-WV%X GNM#[O_VMXSJK?% MJ-Z6M;=.!KS4"X(+TXR> [27H&\3)RNGU*-_4N8LH3,-^W2&PV(_[Y;E 8#1- MF=^?8!C.]Q+FT0NQLS9V-AC[:8^4EWND4K+ ;MYV%]A7H00P9+9$OD. "PN\ M4LMW"7!A$8U\OQ^_"[M.$]^CEW+? [@OH\,;@7V8G%$R^BH4Z\^_159Z.ND\8 MU=MB5&_+L;QU<]+N%>CP9N&A, +\FM-$+">E+!.UR0I>K&]}*8KFJ8 J96 MIOT"Q6")LY/ 8"R@SO* X:C/O$L+1+N9H,,ZMR'#DI 5+W!HUX*Z9%$"0F0Y M#OL[*0P5!TD_?!?E1ZD3/.8+_EV(O57?=%!2SO[.LX+(M9 E;V4@@?/^*CZ M>U1OBU&]+6MOW?7B LNMLJ;#TAIO@5>D$+CBB-U*3UC4E]%? +M0;HG=CF!9]!A"-3=/^VKY M8+:_.$N@"[M.XR1@E_+?RFPZK+,?FG!/#1<-VA7 T.#B_HH^1W%QVM\S+#!< MP,(X[<>-X$+JGXGX[M/15GFS8>7]3V&:HB_3CT7-7-'I1_UMTAQ!43\->S6\ M0&"6PIZW)0KS8&]*@PLQMTJ7#2O=GV![<4MLY#9BPHU1V?/1\.<<\B])(8&/ MPBA9;CR!G6KI02?!\$A?VW29*W M-?UN,>]@2VQ0ED31A>=_K!75;%A4.Z7E M,/V@9/$JY9H\[KC:PQT? 3;;BN;ZR+RUN4+Z9^[P"]40714.?.3RZ,+02,9CG M==1$EZ)6=[-!#8E0!+N.ZLW,5Y)%M)&KSSN9@TK0Y-J^?\M6Y!THA[5)1 C7 M&L_X%*]N-#D+TKOQ^G()13FTNJ!K\$7[M"*PZ":XU- %:WQ"J*ZFMP!(72BL &:&T5.!M6X+^7;VTA>OX"&^.M.+T /.KRL0WL M1/8'8 \:9O$7%'4U..XY(L/#-/:<)H'APB3I/YU <4E"^]H,]\>""^J,M?J? M#>O__P? FSTM_B'M$F4>>\R1GCN&2*'%T,89#N<=P"/?3LW?M>Z&VY4<.&A@\ M%J9ZC=I<;3ZD^%!^/M"[_I'>SBER?4%OE]5G$JW[ZJN-G[G:9H4FN=C 4-Y- M#.6BJ@\AJA,C#^6;_F=IC- R7ASO!@7\+@-\W4IK3B1V@^1QE]A]02P,$% M @ Q8IG6=_T'=GC P !@\ !@ !X;"]W;W)K.+S<]%C_DN4WK!GD]+O"-KHCZ7]P)F=HN2Y@5A,N<,";*=6>_ M$;?$"L^G@A^1T-* I@<5^Y4V\)4S72AK)>!K#GIJON LA;23%,%(/ZD%)Q+?PJ8 JS'1Y' BZ8PDO"'KSGDOY%EVCS^LE>O/J+7J%$#?!EI:;KQ';FZ] M0< U*6^0[UPAS_$"@S^+EZO[IG!^S? KJIZUWR/#;0O$K/\)O+_@T,J;S%.= M>5."::XC #*'/O(DL<4)F%I23).) K/GKW]S(^=W$[B7!EI<$6UT(K).'H,U# M,(1>Y:&S TUYJ"'B"D)?%8>Y'P71U#Z<\GLNY(:^YW:EEN=2UZX?][!6)BG' M<=W0:P4[T89MM.%@U?+M,B)0TCE_.E5XA1@0 F>4P@\3$Q7A)4OERD#+2X*M M+@3625+4)B:+,G%7@C"DF](^"0DQ9J0&CKWT:V]AD/*= MN%>@YT)CMR>S>@:H$W7<1AT/1KTD6UA)T88P&*E4-J^GDF)F"CD^]R&,^A$; MA((HZ$5\+A1YO8"?P>D$/&H#'@T&_(DK3!'_D1UIXF%D2'TXZ@6P,$C%$\\ =9@8MTR,!YEX3Z2<(-/9I!E

"F:S6U6D(R8O5\DP MA"%74JU'R3MR[&D&T*6#_%@+" O12 M9<@C&!2^%0!#WXPE!P&!('SFFTMQAU_6!=4@K>J8JL";H@0LQ\;Y=)OI[_= M(ZH, $85%P6:TB#!=56$/$>/@\6=.MH>J.@ -VT)I-R*LATZC#"JU2DZ::HP M(\:A)FT%2IW,8:>E,FLEB4] F3 $;(LRUJ-2B7$5J+5=%S0B:/#5H%6.WZA'#$##8#&A4&(",8U)^U6B]DPI*X: ;T6ZW0X(\(HJ M2VGK>AP^X&YMW -"6&+ ; E$.@)FA1^N-V-Q,RS@(!"[5548&W^'FD!6SZL@ M??S()O[9L=D'#^O)&SB FP 9JC7P:04T$&:KX@YM M*QU@ T&JJ.;()32_$B=A@)%,-8@>?(;@D:Q578K)3PL[L.JA@NJ:TGQR1/V&F9\;:R>4#OO"^:^QN__ YQ*=<$ZXK,'X(%02D)**PT.(MNKTM6E=E50PH(6H09<%]\5 S9O'13R=:Z80?07SDTPA$C\ !MLK2C3I)2 46 MN[+,6!*\N<'Z1MY4.M$N(#@3UJS[#-@3UJS[#-@3UJS[#-

M7]>H&62G7)V1L>J+ZX,E[D9&D+[:L4$4J&Y\,MBH0\1+ %#_8&O2JTP]\BVV M^E!RQ-8")?
H[2TW/&E>50KKA$7OD1^O7H0BB,>UYDT,MSE%_WD@M>#%ZMN?I M3]GZ025/=16G['O6O5#,=Q'[!3W,H-)'/0I7C'#(HZSMU45W(I:.MI*P_ANJ
M'=)OQ& 156>2D_2S\FZ&YK6,&Z5]#S@/EOG)@B?]85M^D_I%WG5MH'%YOKPJ MT!2JHRO$\?7MI;)7X/&%J9ASJ%XLRR,G6?CI9
\\G(Z;KPYXR\O(_'=T2!Q MD?]O_=(7]$U?WC\]WC%]V=>ZF_K\EQ?V6V>]\6#6>!Y,)\'S<-Z;#Z:- :/+ M>5WT^)'6ZVR_]=KU;CH9[O-
Y.:K^_H,CR;*J;1S8;5]85QW=ROTN[ZQ^]6RK M=]:;#H8MJ5K_E MO78_8:V'NQ\"_T.:%4'F1"TQE7[&=.)*J^5#GFWY!ZV++ >6YC_7"AG7T !\
M7V997C[0!M4OG#_^'U!+ P04 " #%BF=96189074$ *# &0 'AL M+W=OY9M9E8J&QYDMRT]]N>TFSW;Y(5A^L=^J8>9(UUNMPJDP>EK+J_>-
J>PT!A%KRA$&T5HM;OSE#K MY0?AQ.+F[QL:R5?D:$6Z>S!UABA2OI MX%J)RIZ/'5G@?>-LB[;LT*
(WT.;P15>NL/"QRC%_K3\FSWKWHIU[R^@HX"W6 M(X@#'Z(@2H[@Q7VX<8L7OX'W0=I,:=L8A#M\D/W;V!3R*P V\+KFL76
MITJVSLC,D6(G$1MA\D."II+.@JART*X@N*'-3@F(>)12"7N%0+U*%@;43EP M&G ;'B'KU4IF:&B52T/M0)L.-B.'J'I)P=(><"^QCEX=P$HK:EZR6H-
K[70= M3/Z%]NUSP"=>(_PB*P+6C26#]M?3'O?_^M\5AJY\6*:]Z _*G,.2W9_*T6%Y M3W?!-7F3/Q)V$ZH.)) MV%/AW$^C9$\E3OQH%G,RRI3 M#>
<(Y3>-"!P@.;*5VCW+,S^.YGO(3 MW&];UIZQ)-CGI?N\R)^E\0%N,)G_Y#'X4-'@Q+V#W'E)B:F?S.:OZ""=#.@H M\I,X'#"2F3^=!10;]Z1J.[%LI"O:IO2-
&8]+J>$R^]Y(*UGL#_L57T=C#'EY M$DU'*4T*E(P$09[]\";S+H<,*K&]EUHG S]2@C%;9!F-4*93X92VZ)S"MF8(
MG>8\2PTTYZTO;KYJ^:W6S>W7W:O0;VNS;WIFN3>$\)$B<\|\O03-Q<(/$??N M[3-R$H:CN]L0V\1M7)M.
7YH"3/B&_4]BY2YI^$DU%T%,;^1'"O\KQ]M>HV M(%3T:HS@T/L_'LQG)9IU.X5:NHVFRF^]>MG=3\A=AUI+.5.&* M5(/1-/7 =)-G1SA=M]/>O78T.
[;+@H9U-+R!Y"NMW8Y@__WXO_@;4$L#!!0 M (,6*9UE]HH8G1 0 +4) 9 >&PO=V]R:W-H965T-K72;I4WC?7_;[+*ZZ%2TW#&B>E ML;7PV-
IEWS6611&%:M7//!H.+?BVD3F:32'NTLXEIO9*:RVYMJZ%W=ZQ,NMI M,DSVA">YK'P@]&>3UBQYSOY+\VBQZQ^T%+)F[:319+F<)K>?8#Z[MQX(\,?TA>
MNZ,U!4\6QCR'S<=BF@P"(%:<^Z!!X+?B>U8J* *,;SN=R<%D$#Q>[{7_&GV' M+POA^-ZH/V7AJVERE5#!I6B5?S+KWWCGSWG0EQOEXI?
6'6^6)92WSIMZ)PP$ MM=3=7VQV<3@2N!J\(I#M!+*(NS,443X(+V83:]9D S>TA45T-4H#G-0A*7-O M<2HAYVO2/],GXSVE:-?=,"%2_D^D!S@
M9'LX=]F;"N?N$3E/$Y2^8[OB9/;AW?!BE3V,;#E,Z M5DL?WEUE@]$-?:Z89'?@Q88::U8R-EC16JF7./-L94T-OJ9P)!V!N6D]%[38 MDF@:M0U\0A,
[+]$6.!!:MT+1EW2>$I0305Y897A>DD0RJNQ[@T .$"H;]!=M#&4>1>P11Z"WNL0)?$?1
MX0VN6,=D2GH_'*67Z'.EXI4%"^_'67JQI_0@[YHNOFJ;_F],H]Y_ W65#EZ" M.A^FX]=!Q5P?&?@)*5U()?TV')BR=)@V$LE]F7T22TP1YTGC&&,'51.\0_\Z
M=AWB6GPU-N@!K*#@90VC6 /L/-0D#%F.#8&B$:2-/LN%JPY^M=I+%76"6W[E(8P?M YJS"X&!K
TYX(=XUFI0,1/XQ{J:*?/^*C7%B[16>LA0T]JFF.^O[.5B$Y M/:BC-<9<^,>&*[F MQ]9BPEC9TIT2?8=^Y'YU*
MZ78B=+]LYZ"1S&.@7PJ'B%;,'X(PU'E==*HP0=,U.!R8YR,-TJL M;EZ*N.&5+#BH KS.7#06LK""N[MZ0_P"]42X4SIU=?>/1FG-=AD?#"$UJ)=N
MJAZHAS?),3>*_V;O'C2?A%TBYZ2XA.@O3Q/R':/A&Z#>R@.YH?Q&/-Q6>%= MQ38PX+PTQN\WP<#AI3;["U!+ P04 " #%BF=9 \96HA\# !\!P &0 M
'AL+W=O>^[%Y^G6V#M7(WIX M4%*[65)[WYQFF>,U*N92TZ"F/VMC%?,DVDWF&HNLBD9*9D6>O\L4$SJ93^/9
ME9U/3>NET'AEP;5*,;M;H#3;63).'@^NQ:;VX2";3QNVP1OTWYHK2U(VH%1" MH7;":+"XGB7GX]/%).A'A>\"M^[)'D(D*V/N@O"EFB5Y((02N0\(C)9[O$
I M Q#1^-5C)H/+8/AT_XC^*<9.L:R8PPLC?XC*U[/D)($*UZR5_MIL/V,?SW' MXT:Z^(5MIUN2,F^=-ZHW)@9*Z&YE#WT>GAB=M'!%B_?
H!+HWWMX*.NL'INGQ'%@6?QR'-1' 2\P2:%,A]!D1>3 M WCE$'<9\O0WC[YJ3(RS/XHN%KJS&4 MI!R!KQ$NC&J8W@$WBBXNQRJ>HA34N2S2-
VO@:#U-"VB,$YT+$KC1NK^H6^'K M:/<]'-POA(%S_JL5G78*M_1+L9_&"K\+>'^Y<+!%JJK5\XS[063,A)}'HB
M5'4Q!*,=,@L8&A26R%&MT$(YCBU6IK#\H^AKBQ@3H2F5H+K6[BRI,7UOVG?G M\U0(S5MK29%IVCNQT6(M.!$#IDP;%H(]*M)CNMU2]BFRS_*-
#S2"";I1.&]B M4E#N7L^P?('AT21]/[*(M,:3M/Q_7J% ^S6!465"+:QPY) 6>@F$C&5$JI#9 M410.
[]$RZIX1K%#C6GCR$.A8E"R4D!M'#]'0AOLN6O9D(BJTFSCW'5E2QKOA M.)P.3\MY-U'_J'?OTB6S&RH<2%R3:9Z^/T[=K.^$[QIXGQ=&4_3.FYK>A[1
M!@7ZOS;&/PK!P?#@SG\#4$L#!!0 (,6*9UGZUG?VA (,$' 9 M>&PO=V]R:W-H965TQW>V[J(-%_F?)14F4-L4*RTH R2RH++#OND-<$LJ<.+*^
MN8@C7JN",I@+).NR).)Q @7?C!W/V3INZ"I7QH'C]W(K6("ZK>9"6[ACR6@) M3%+.D(#EV+GP1K/0Q-N 7Q0V-3"9WG-\;XRH;.ZXY$!20*L-]&\-4R@*
M0Z2/\:?E=#I)]Q=;]DO;>XZESLB8 < \@: '!:Q7" M%A"^5F'0 FSJN,G=%BXABL21X!LD3+1F,PM;?8O6]:+,O).%$GJ7:IR*Y^01 MK26:@[!OCJ6
$BK3@LM: #I%MXL$'1^=H"-$&?J9\UH2ELD(*ZUM&'#:ZDP: M'7^/3H"N.5.Y1#.60=:#3P[COQS 8YUSE]B_37SB'R1<0'6& O<3\ET_[#G/
M]/7PH"^=_U.?O5G]23&"[A4$EB]XRROHN^R&+NRG,[UM)"N2PMC1S4N"6(,3 M?_S@#=VO?95^3[+D/V(=USI_FJ7N9ZQ($R
WE]RKK.&$>BF=OP74$L#!!0 M (,6*9UD >H^K0P((H& 9 >

[ZU,K5.I&/OK@_2?:MO!E@T6 M9,GH;UDBTZD6:B@A6UQ1^<#V{TEKCZ?DQ8R*^A?MV{NFAN)*2):WS(@SXKF MBU]:/_P=!KMEL&OI2UY'": 9^<
M@344;QC'RDR8M$"\KB)S%F8R/'"1>ATN=:E#@F4PWR0Q#^3+39#]]9OOGN M#$"W
^B>DSY;0SHF%6!D6TB&9U)4!&$I>;:I9(U=,B0Y+@2NPUV@+6\(^?'+X04)+D M&PAX%57CU%ZR/!,T[WD0/;1/?FFPW4.W1QS[A,T3PG/(OQ97?
\/0HCW;7]'L&R3#UPS!{%]ES==+P>Q;%" MW7/#3OI-Q:&9U$8R55HN!SA",QC0 LL=T&S=P<]'}:-@W.$85T,8D=4MK6!$>WC4[< :-$)7P5 ??\8E
M+H;R7.L8!JYC#\XM'7IH;^>8WJ#X_@-!('":H8_0XC*T2C&T/(A.7AYB\P*7 M'.]HI<)V:*+O.$,W.D/?67ID#AT014%K\,#7]O!VX'DC>F02 MTWXI?#XM?
UT]/89N9.E>9/<(EN5 O$?]>/=-/?1/XMWV=*NTT9EJ[W75WCM; M[=N46=%XK#:?Y?W"/N1WR/RO;Y3^-P 8=_"#_U2C/(OF?]HHASWON%K^=1YR
M0K$$U?!2 L,?3O64MQ_N/]^LUU#*$10*].EJ?=7O3Z$>AG_N3V9XDJ\>] >K M?\>Q?-T-?/3 7C&5KX,RX+G'HNR[QYZ@Y$0#OZCN8W])K?
FJWCJ6,$9O'(!6 MOJN''@&@JD(VDT%'[>:J>3-.'*\W0]D=YKL, M+C9,PJA2+U.8#0E7%^!\RY@\;)2";MJ<_0%02P,$% @ Q8IG67#ZO'"8 M P *PX !D
!X;"]W;W)K&UL[5?;,MLX$/T5 M0ET4#2!8%]\3VT"<-FB #9J-D_:9ED8V$8I422I._GZ'E*PXC:UF%RU0H'TQ
MR=',F1OGP)QLI+K3:P!#'G(N]-1;&U,U"G2A M@*;.*.=!'(:#(*=,>+.)DUVIV426AC,!5XKH,L^I>IP#EYNI%WE;P35;K8T5 M!+-)05>P '-
;7"D\!0U*RG(0FDE!%&13[S0ZGO>LOE/XS&"C=_;9K*4\Lx> M+M*I%]J @$-B+ -+%Y1[.@',+A&%\K3&]QJ4UW-UOT<]=[IC+DFHXD_P+2\UZ
MZHT\DD)&2VZNY>8CU/GT+5XBN7:_9%/I#L<>24IM9%X;8P0Y$]5*'^HZ[!B, MP@,&
<6T0N[@K1R[*]]30V43)#5%6&]'LQJ7JK#$X)FQ3%D;A5X9V9G9.F2*? M*2^!R(R<,T%%PB@G%T(;56+UC2;O;NB2@SZ:! 8]6KL@J='G%7I\ 'U,+J4P
M:TT^B!32Y_8!1MJ$&V_#G<>M@ LH.J0;^B0.XUX+7K=)O^OPN@?P7&;D!AX, MF7.9W.E].580O?
T0=FJ.=4$3F'HX%AK4/7BSMV^B07C2$F"O";#7ACY;X!2F M)7?=H5H#MH.*E'!&EXPSPT'3'*@N%:2$&I+9=MY7[<0KCV.3E$HQL;)7E^W-
MKM7_H>Q&<=@](;_:NG.9+ZNB5!<8"W,-A53&%@+'!,BMMMM#./^4TF }KQ1+ ML+Y,D 5;"9:QA I#/IDUJ&>2UX9WZAB(7%)U9_N(C-
I\^K2TI767<2NZ%?*E M<+OB'!C(EQB('8:M]"+%=#$F3DZKJ])\$$5Y^+A=[4PUAW=_PSUP$AU]*XE? M2+I'M;_CG]{A,ZK7;@
2NX&O)4=73I#H86;CGP%(:?%RX[1I?&ULO5=M;]LV$/XKA+H5">#8>O&+G-H&FK3% M!J1;4&?K9UHZ6UPD4B.I.-FOWY&R9-
E2U'P8]L74'C1240(954.1 \>9K9 9U2C*W4CE$FAL-V7IR'?=Z2BCC#NK MA=7=R]5"%#IE'.XE44664?ER ZG8+QW/J13?V"[11C%:+7*Z@S7H/_){B=*H
M1HE9!EPQP8F$[=+YZ%W?3,QZN^!/!GO5^"8FDHT0CT;X-5XZKG${4HBT0: X M/,$MI*D!0C?^/F ZM4FSL?E=H7^QL6,L&ZK@5J3?6:R3I1,Z)
(8M+5+]3>Q_ M@4,\UL%(I,K^DOUAK>N0J%!:9(?-Z$'&>#G2Y\,YO&6#?]C@6[]+0];+3U33 MU4**/9%F-:*9#QNJW8W.,6XN9:TESC+ .B._ZXQZ\H(XP
ML'C!*W@V,O(SYK("?11;$HDL%QRX5D9*S>6@3FE">8R)D^()Y!$ M)W!P68/,AN0A@=<#0I_M!IU(!L>-W!9228P9")(!0W9!J$K/MB%^!$0*G&7
M0I@4SP)S#A"B4+A G5Y3=Z_"WTW^/"_CP\VG&9*U%._F?@Z9ZKQ--Y^;37: M4VD(0<_,[SE(Y G?-2^B6O$3F?JS5R5O$(9N2UXG0NHK<]M=B-
48!).VSANW M=-[;=BHQG R)@_"4+[3Z?G4;TICKR'Y@_G4/9%GP='LNIE.C21"PJ=4X_5H M49I4-5GQ_)B(34KD&#@N0>H?2?C?
L^{'E'D;27Y,EEM33G+*8ALKS41A4I;Q M*"V,69M=F)UX'(6T9W9,YY31#4N99G">AB=*P3AB>S/CQ?WW39/B*\HUA%\ M"^ -!VP?%D:F68FA1G#*X-
/@"5#:,5>-D.&OH@U=RVC,5&3B)F@".JVU383D MYS.IIR-,ZHXP>7-'V!8.3]RT?I8559KE]"6S-;5 4DC"!;^**(^0MZ;7G;O= MU15Z'7BMX;V-
M)9D%U[S]F=A:-0=96#@A7,S-6VH_(EO5.W;"P:!-S-38==4 M.#93<]LBD*SX1-TB;>H5X\'<]0^5I/]06W4I'(2!3^Y 88K;\T"./-&TP X4 M_X5O-)L/Y[LNL-
K,9I>MHMM,EY:EZ<"=3 Z6HD)* VQ*C2E+;4+V8EW@VJAG(G7V. M*V*SKGRSUMKZQ?^Q?.@>EY=_%[Y2N6-<85!;W.H.9\AH63[!2T&+W#Y[-T+C
M(JI^)OBO!:19@/-;(70E& /U_Z#5OU!+ P04 " #%BF=9YCP;&\$" #J M!@ &0 'AL+W=O3:6'/L8%_6\N^QDS0-K*W$![[$]OGNN>?QV9?9 M5JIG70
@V95S DJ1+V0%PNRLI2HIFJ7:>+I20/,FJ.1>Z/LC MKZ1,.FLL3VH="9KY$S @R*Z+DNJ?BV R^W<"9RJX9%M"K0&+YUS= -+P&_5
M@S(KKT?)60E",RF(@O7-U";:D&/"%F6)RNPR$X?I=9:I&G)RMS-EUJ)%3GY MB@4HKHT#S*O#4>Y M-I>Y+1L,RR:;LF5=V?
BA;,>4G,UU2LDD]*,K\K]&4U&$V/7C$9)(^3]>E,%119&;C$8#0QR[81*38Q?9&_2?$M2FZ;+:E*@6 MV+:BWMHW\NNV?
QW&ULS5C;;N,V$/T50ET4"2#$U,V6 ML[:!7%IL@6X:;-+VF9;&MA")=$DJ3OKU'5*.+$>RS8M9Q-1*GSC,.U)*HL"B8?
SR$7FZGC.4\#W[+E2IN!P6RR9DNX M ?WG^EIB;U"CI%D!7&6"$PF+J7/FG9Y{5L%*_)7!1C7:Q+@R%^+.='Y+IPXU
M%D$.B380#/_NX0+RW""A'?]L09UZ3:/8;#^A_VJ=1V?F3,&%R/_.4KV:.K%# M4EBP,M??Q.8+;!V*#%XBD5MXT.0\%\F=ZO*Q@@B[(4Q>G*HU2V#J8. K
MD/?@S'[^R1O2SST&AK6!81_Z[;S+"W11K$@F#5*,YYF?$D2P>]!ZLR8KX!G M0A(N-'3:W[O"(?MCGP:?R4?
_\;PT%'.0];&U1"XAV4IX5B(@US+C2;9F^>F; MU[,K7#3VYLIL"OED!3R_K?)5:A+*36JPP[5'7(E=GCE:OYW4.J4E)P5 G'^ MA11) ',H4ZID/
$\.*5WJ$>>Z\7!\4'4(]_U N^87"$!)TS*1W/V"%URC:9[MX]B-O5&'4\%XY,;#,>F)P*B.P.C5$;@H=2G!$$U6E 59LT=D8'0G!B)]>[7>2*BV;?3Q M6V+T
PR,:P/C5^=H'5*P@+69@BY;>]%^[(WPT?];&Y'-LJ(EJ.:;0GX"/)/_7/*H9@ MMI[=4O%+/.'%[2NM:RP*O;:?0[]N_X%L(K%$'0\>MH7@W
M5)%S[RY&U'NVJ^-&WZ=N&(=[D-O)]"3CN,Z'<>]Z=@DW9N*=*\.%6>]2.^D M#8_NRGOZ<6;;8GQG&QM/$.^[DEL_W/^3W7I8[64VZ^:I[M$=-
^U:KV2G440; M/:PO_"85^>XX:')7X :8VN^BI%&;?D+:IHEQV.8)S\4J_V6*&/O{KD0!W3,] MCH>-?NA&\:B3%P:-EW4!;V7]0 M2P,$% @ Q8IG67>JT*1* P
%PD !D !X;"]W;W)K&ULQ5;?C]LV#/Y7!&\H.L]V_*/._F6GJY1TK8L0,W]_+X)_3Q!!:OD%R[+SGV:T./ M% =M9-,[(X.F%MW(3OTY_(P#
[1VHX]UMY%C^S@Q;+90\$F57(YJ=N%"=-Y*K MA?TI&Z/06J.?67UH6BZ_)"-D<4C68. 76W('6="D]!)SSS7]"K@!MH;$H<^H2%-KN#%0]RQ MPXM?
P'.1D0M"@GL!;O?HERL*W5P@F M \'D&OIJ4S$%;VS"E:20#1:A9BZ/X63G8"O^IC:::T%,!;@*SUITZX66O"Z9 MM6J#
Y:1T43N"%:S#9;4"ZUKFMMXME//)K]Z"?=_N?AW^-_8*JH"!,EWD9/>,NV]F3':B%X^A>_U8WD>1>1!&B2O?U1. MM2CXH>RJJ2\2)-);]63GW(_I?
**=^?,PFVAIBB%.{T]#/T_FY*-/D ,.Y%M M?_M.-DO"J2Z=ZJB?I_$%;9C-?_(8?"+P(8#WA*7S+25F?I+/G\EAFHUD2OTD
MCD:*)/=G>4@NW8/!J%DUH/:N)6MDNX5!ANIFU;X<@%E%Z!})Z4Y"W:#X2VT^@I02P,$ M% @ Q8IG61WH9#9M @ '@8 !D
!X;"]W;W)K&ULK57O;YLP$/U73FR:6JD+A*0_1Y"25&LW:5/5:MUG!R[!JK&ISX3N MOY]M",LD&JW2O@3;=^_=>P>^)
(W23U0@&G@IA:194!A3784A9066G$:J0FDC M:Z5+9NQ6;T*J-++<@TH1QE%T%I:,RR!-_F=3A-5&\$EWFF@NBR9_K5 H9I9 M,
YV!_=\4QAW$*9)Q3;X@.9'=:?M+NQ9VMP3E9*/;G-EWP61$X0"LR,8V#VL<4E"N&(K(SGCC/H2SK@_GK'_ME[MUY6 MC'"IQ$^>FV(67
20XYK5PMRKYA8[/Z>.+U."_"\T76X40%:3464'M@I*+MLG M>^GZL <83U\!Q!T@_E? I -,O-%6F;=US0Q+$ZT:T"[;LKF%[XU'6S=."CN$C/+IN;Q=#,"7
MA^%?:SF"^'((*MJ&]%V)^Z[$GF_R"M\\>ZXYA#9IIT=-AM+MX5U2Q#&>! MO5F$>HM!^N'=^"SZ-&3M/Y']9732&YT<8D_G1'92L#]V3T U$C45O
(N#=J2 MY@0JU!E*8Z\U'#$"MCLX'FK.P8IO;4Y+=NG)W$3:IM'H\B()MP.FI[WIZ5M- M^^\6*LTSZY!+R)403)/SV<8&G;9ESO?$C<]
[::W^@RFM^G#O]KK)^8WI#9<$ M M<6%(W.3P/0[31J-T95_D*OE+'CP2\+.\!1NP0;7RME=ALW(_J_A/0W4$L# M!!0 (,6*9UGB![:O;P($\) 9
>&PO=V]R:W-H965T*YW")G M:*Z&U94O6X M!"[KA=?W]B^N65Z@?>'"\XKFL &\J=;*S/Q6)64E",VD(JRA7?9GRW[@0UP M.WXSJ/7!F-A2;J6\LY,?
Z<(++!%P2-!*4/.XAQ5P;I4,Q]^=J-?FM(&'X[WZ M-U>*>:6:EA)_H>E6"R\B4=2R.B6X[6LO\.NH)'52R37[I?4S=YHZI%DJU&6 MNV!#4#+1/.G#[B .
OK#$P'A+B!TW$TB1WE%D<9S)6NB[&ZC9@>N5!=MX)BP M7V6#RJPR$X?QIOD:1&9DPW+!,I90@>0R2>16(!,Y64O.$@::?+H"I(SKSW,? M368;[R>
[+,LF2W@J"U0],@@N2!B$PZ?AO@%NJ<.6.G1ZPQ-Z!W@;I"*E*M7D MIDHI@DTQ^!)$QR [1:W_9{JB"2P\8W -ZAZ\^..'?A1\[4 >M,@#ISXX@?S+
M&/3P5)449IR <3CJ8["#,\ .6]AAY_FN"BIR($P\168B816'"}Q_F8QE15" M>JRF[JP9Y1HZZ$B5[A@?@^L4?>&!1RUR]+;NB,X .VYAQ^_BCNZLS[EC
MTM)/7NF.Z3&X3M$7'OBT19Z^K3NF9X#M!_];2O N_G@F[4F#^ ?MT5XU?E*5 M,Z$)A\P(!;VQ^>>KIGLW$Y25ZYBW$DW_=&PO=V]R:W-H965T?
XU:J%UTB&GBKN-!+4AI3+X) IR565$]D MC<+.Y%)5U-BN*@)=*Z29%U4\B,+P.J@H$R2)_=A&);%L#&<"-PIT4U54_5XC ME^V23,EAX)$5I7$##01+7M,
MFJ=ZHVPO&%PR5J'03 I0F"_):KI8S]UZO^"9 M8:M';7"1[*1\<9V';$E"!X0<4^,N]O(4]Y20Y-8R1:46VW=7,.'ZM46C@EW*%NC["RS
M.I.LTM>&:>8RI.$3W*% 13D\B.Z\7>+.;]%0QO6%G7]VR=ROF81[R3,F"EC= M 149,*/MP>XTRQA5##6< 1.P9IP[YS@PEM7M&*0]U[KCBM[A^M&
("41?+R$* MHQD\;6_A_.SB7YO ACK$&PWQ1MYW]A_Q'J/JU//C:E2 M?/PPO0Z_G6";#6RS4^[)2FM;A?0OX25@GON,(V34(,A\'V,__0.0U9]6D\@ MSP?
D^6GDHE!8.+34)I1E]O+X.U-3EAW#Z]RFH;=S#\8^F4ZB.-B/&8+1=78O MPT^]"F:O)\?&PO=V]R:W-H965T MY M-A:.'6RG9=]^9Z=$!=*^F/8FL6/?
W<__.U]&6ZF>=0%@R&O)A1Y[A3'5M>_K MK("2ZDM9@<"5E50E-3A5:U]7"FCNC$KN1T$0^R5EPDM'[MMJ[G"F=]ZR5D)0C,IB(+5V+L)
MKR=#N]]M>&*PU7MC8D^RE/+93G[D8R^P0, A,]8#Q=<&IL"Y=808+SN?7AO2 M&NZ/W[S?
NK/C6994PU3RWRPWQ=@;>B2'%:VYN9?;.]B=9V#]99)K]R3;W=[M(UFMC2QWQDA0,M&\Z>M.ASV#*#I@$.T,(L?=!'*4,VIH.E)R2Y3=C=[LP!W5
M62,<$S8I"Z-PE:&=26^REYII9A72Y((\2$,YF>*$Y"H$VY.66Z7Z++F5)$9 MTQF7NE9 3F=@*./Z#)>?K,R;"9/D3O*,*@::G! F
MR$,A:XW+>N0;/(:%\;,=\J1!C@X@_ZS%)8FNSDD41#WRN)B1TY.S]VY\5*&5 M(FJEB)S?WB$IM,9+L"?
(^0@5*0=Y%W7CO=WNWE^M:5S2#L8>W1X/: M@)=^_1+&P;SJENB#9.]K*ILU(@C> VW3H@BHH,#>@.D5O B0N M@+W*FS0,^F'O*ASYFPZR?
DO6_W,] MV&08!+UNU$&+.OAOJ%NJL!H,X8PN&<=R@4[.P2?.7A(%W9AQBQD?Q71E2)NF MEDEM.@/'GP)'<900U$KHB0X@+5,DHV!<:$:QLTX63
M=.&$PVZ<88LS/"Z$:U95K,("^_+[S'5!##?>)@,XB#Z@.'OM5/[9_I%U9IA M>^2P0LO@,L&LJJ;;-Q,C*]=AE])@OW;#
G^0H.P&7%]):=XFMFFWO]ST+U!+ M P04 " #%BF=9ES+Z8S,# !# &0 'AL+W=O9[':^:&:R$7*@/0Y#[GA1HYF=;EF>NJ)(.<
MJK8HH4#+3,B<:ES*N:M*"32U3CEW _KNCEEA1,/[=Y$QD.QU)P5,)%$+?.< MRM_GP,5ZY/C.9N.:S3-M-MQX6-
(YW(#^64XDKMPF2LIR*!03!9$P&SEC_^S< M]XR#/7'+8*VVYL10F0JQ,(NK=.1X!A%P2+0)07%8P05P;B(ACKLZJ--\TSAN MSS?
1OUCR2&0*%5P(_HNE.ALY?8>D,*-+KJ_%^A)J0I&>EPBN[^]9UV<]AR1+ MI45>.R."G!752.]K(;80"%RP%2:UP$\I2-(W3U!Y#^U51
MI8.QGGP&31E7IWCDUDB].F>"7 J>LF).QE\)+5+"M,)[GV)01B4#-70U8C<(
MW*3&>5[A#/;@_+8LVB08M$C@!2%Y3URB,BI!U_3"]C"!EOX4O1XK!06*'U V"+) MHSO2DA9J!E)"BB:JLB?V$N^P1; 8N+D5JUF&5P12M39":BAP;?
SKC1-6U--3 M\F>GSI4P%?2NA6X>@57<]8.H'_K1T%WM(-UI2'>.C30I)4O ,D\%YU0J4H*L M;*>[N%
<,>EO<_=YNUE'#.GH;UEISP'=3::2D(27XE"0+LBQ,+9J:K-:BM G? M"%+Y'9X$T;,DZ ^\CM_S=ZO1;=3H_C]J')P=W5=G1Z_1H_>&>JRIQ..:<$:G
MC&,\0.KUIB+X'ZXT:H/%,P0T>OW M':0Y@/:9$'JS,&UCT_7'?P%02P,$% @ Q8IG64_U1\A? P $A(!D M !X;"]W;W)K&ULM9A=;YLP&(7_BL6JJ97:\!F2
M=$FDMK"UDS95S=I=._F6 -,;2?I]NMG V5)1U@B>3>)#3Z/[7,PEAEO*/O! M$P"!7K(TYQ,C$:*X-$T>)9!AWJ,%Y/+.@K(,"UEE2Y,7#'!&)8:$:00 M"87
\F\--Y"FBB3'\5Q#C:9/)=PNO|(_EI.7DYEC#CRS>,L0*/.1'\7%Z4Y6\)77&.YKL;C[!E/ %$/ MV97WD#/:*P\/D0_;Y*,,I0G':<)Q2IZWA_>D
M5M/ZFE!T2]-8!7+U"4E?D;1.+NTY)S'!C$"KSYUH]?ZYY 6.8&+(%PP'M@9C M^OZ=[5L?VES7"0MTPD)-L)U\W"8?
MZ2[>_)YLUI(O5I:XW!UQJ$3%NB$A9I@ M.W%X31Q>YW*9/:\ ?L&%W]1!FP){!Q%F">HP"1NRZ3"#4J/QX/]MQYWH8TW7"0MTPD)-L)U\ADT^0VVO
MI*'..'3" IVP4!-L)XY1$\>H>SNNS@9R-^9"KA(5R:D\%'1'AK.V4#IYQX:B M$Q;HA(45S-]Z9=I];S!01X9UB]^V]>:
[M66E#3AMM>^;V1M[O%A+HZK7PWMX[3ZFO)%\R61!Z/4UA(O-4;R(V> M51\@JHJ@17G"GE,AS^ME,0$< U,-Y/T%I>*UH@[MS6>@Z6]02P,$% @
MQ8IG6=^S=Y3$ @ +0D !D !X;"]W;W)K&UL MQ59M3]LP$/XK5H8F)@%)D](.ED;JRS:8A(3H8)_=Y-I8)';P.2W[][_=-+1: MB$"KM'YH?,X]C^\Y7WP.-
T(^8@J@R'.><1PYJ5+%I>MBG$).\4P4P/6;I9 Y M5=J4*Q<+"32QH#QS?<\;N#EEW(E".W"8@R"!6AH'JQQJFD&6&2(?Q5',ZS9(&N#O>LG^SVK66!468
MBNP72U0Z2(3,I17)*K"DA(=?\M) B!D1R!PA4QBFA/"$S6.N=+_0^*G(\ M T59AI\T\X^(\='G\@189S\3$6)VAM#5^D8S4IN7,+Q7YDG(#>"JQ3) M5YY
TH*?=N,O.O"NSDV3(^;H(G?2?BCY&TWPCM M=[%'8T1]AM$7N2>588FJ3O12GW"W.9*I<^+TYJLB&ELPNH MYUUX_?Y%Z*Y;Y)\W\L\
[Y3^88VX]88)%4+I;VF&J[S,@C8-^OQ1";0VS0'-#BOX 4$L#!!0 (_:* M9UF4?(Q/*@,_/X(9 >&PO=V]R:W-H965T*X M?4ETXSF'I$AYOA7R3A4 FMR7O%
(+I]"Z/G%=E1504G4L:JAP9R5D235.Y=I5 MM02:6Z.2NX'G16Y)6>6D<[MV+=.Y:#1G%5Q+HIJRI/+O&7"Q73B^\[#P@ZT+ M;1;<=%[3-=R _EE?
2YRY/4K.2J@4$Q61L%HXI_{)F1\8 WOB%X.MVAD3X\I2 MB#LSN,"DI6M?_TO@O$ MCD$0'# (.@,;"+8THIF!==5:HSA6F:S<:(F[#.UT>IK]
M:9AB)D**O">G2H%6Q*Y*R FM 24V6]*7#^Z $T95V_1YI<)\.:, M"7(I>,ZJ-3G]9 T9(JEFJ5C.J#36KPFKR&TA&H7;;NJ=,#(<+-.[%DK-C@@ M]G-3'9-
@]HX$7A"2GS<7Y.CUVZMRD?A"&$V_N;@8D3'H)DU$)UQ)JRG("]]@+%.;1R!&Z (DW5$H40ZB]-T.2 M6NAH5Y*71/&PHFFO:/J,
(FQ+4O^U2DQ,:FP4>HA^ND\?1,/D44\>C9)?59I6 M:[;D,.)VM,<[\;T#>8A[XGB4N*]*5KVOIT5RV&";/1B+>" 5 M,V\RF0W+2GI9R:BL6Z$I[T*!7;;5.,2?
#.0B2)(D&.:?]?RS\0KI[B!_[%-# M[+,]]C .XP,7T?<>^ZG,R\\0+[3O/T7A'Z'W*3!-.A! M$?Z>B&D8) VG6A1VP=N*30^EW98X_<*2',

]U="Z(>)>3/[3Y[T'U!+ M P04 " #&BF=9/I@MI9T# ![$0 &0 'AL+W=O9Q"COF$ MEE#(*QO*8[9 MSPO(Z'YIN=;AQ"W9ID*=L,-
%B;>P!O&EO&%R9'098I)SN-'2VIU]U3 M_O&!_4.=O$SF#G.XI-DWDHAT:@#)HP=X+[F@.'#T.@*! M2<;?R)-?U3/:71"*/M(L(<46K:X0+A)$!)
<+YHZ3A&!&0!%\64?H]S=]#YPALE7$,Y0;YS@CS'\W7YC,,_5T4'#W3I_//=!]GXW:KQ:S[_M$:M&]W ;=*!'JU)VSDLNONC2&V5_
MZJ(Q2189(ANH.NM4G3W+:C.3JIDDBPR1#50[[50[_:]6:]A=;^"BTP=6TP2Y M$_>!U31!7M!S[2"]>9?>?#2]6RD89G%:6RR"G6S?2MF,B8._="F-
,CYUH9@D MBPR1#90\ZY0\>Y:]SDRJ9I(L,D0V4,UUCFVC\U\-UM(/?.%,O <.&Y_$4Q5K MV69]O_[!B&ZO?
W;_9D7!JEA43#7&EREF6_WK;9SGJ4O)*%MDBFVHH7?4T'N6 M"5NX*>E,LD6FV(;2'1MQ=[1C?;X/_=];P>"W-YTNRGO8>D:Z*#?HF;K)T>[M
M5G.0=E&[?BZG6!6BV;AV9[LO"ZMZ/VT?PYO/$M?2;41N7#/82*@S.96=&FMV M^LU T++>^]Y1(7?2]6$*. &F N3U#:7B,% WZ+ZWA+\ 4$L#!!0 (,:*
M9UE^W2*WEP, -03 9 >&PO=V]R:W-H965TRT,VW 8&,[:S.3!'"[L^UDFDU[K<"QK2E(5!)QNK]^)2#4 M'X3%4^V-
C>"\CPXZ+TAHL6/\F]@"2/249U0LK:V4Q:5MBV0+.187K "JKJP9 MS[%43;ZQ1<$!IY4HSVS7<7P[QX1:P:(Z=\N#!2ME1BC<T
M1M;SB<]DLY7ZA!TL"KR!.Y#WQ2U7+;NEI"0'*@BCB,-Z:5V-+E=S'5\%?"&P M$WO'2-_) V/?=.-#NK05V:8E+!/5+]HUL8Z%DE)(EC=B
ME4%.:/V/GYIQV!,H3K? ;03NL6#\@L!K!-[0'L:-8#Q4,&DDZ1^8W`RJ8 M-H)15:QZ=*O2A%CB8,'9#G$=K6CZH*IOI585(50[\4YR=94HG0RNDN\E$43;
M0J!W*":42'B7*7NDZ .5F&[(0P;H2@B0 KT.06*2B38_> M5J/9#JG[/*37;B_P#HH+Y#EOD>NXXXY\;H;+O:[AZ)?_6=)>>?
1KR(V=_^JV\UOT"62786OHN!NJYX9+4> $ MEI9Z^0O@CV %O_\V\IT_NJIM$A::A$4F8;%)V,H0[, SX]8SXSYZL&<3W-B$ M=MNDYDPKCI[Q'P//\:
<+^W&__+V=G5M^D[!H2/IQ1Y _=32+(&N6O5"SGVD3<)"D[#()"PV"5L9@AUXQ&\]XO\? MTX!OTC,F8:%)6&02%IN$K0S!#CPS;3TS[7VOW
M8EQG*R+KS?=(K/M<;)F&A M25AD$A:;A*WZJS=!/P!ST>.#6>N#6?_\DC,NR3^X^G"&IT)]A'<:HJ;X>Q.E MZSA':X'9R61Z$A,.B(E.^_*/8^+>NSIWL
W!#@HP;PLP-[0>FY^N548G->CM M[-QGS20L&I)^W!$T/0Y:&4JK+I>]M[F0]]4^T8"):RDLOXH;L^V6U-7$[, MT?GKT>5-OKZFC'YW-
=M!MYP;]02P,$% @ QHIG68#O^\X[@ U04 !D M !X;"]W;W)K&ULE91=;YLP&(7_BN554RMM,2$) M1!D@)!*L&4]N$;+]^MB$HFTBSWH"_SGG.:
["C6L@7E0%H M=,QYH6*<:5W."%%!!CE5 U%"869V0N94FZ[<$U5*H%LGRCGQ/2\@.64%3B(W MMD)))"K-60$KB525YU3^6@
7=8R'^#3PQ/:9M@,DB4JZAS7HYW(E38]T+EN6 M0Z&8*)"$78SGP]DBM.O=@A\,:G761K:2C1 OMO-]&V//!@(.J;8.U+P.< ^<
M6R,3X[7UQ!W2"L_;)_<'5[NI94,5W O^DVUU%N,I1EO8T8KK)U%_@[:>B?5+ M!5?NB>IF;1!BE%9*B[P5FP0Y*YHW/;;[<";P_0L"OQ7X+G<#
(%>B1<6Y5$=$FAW4C:EXOT>W-W=\VQ)31U>)WM?C.=W3!MPU/BZ*B'-'S&J"IH2]KXSGN][1G8J9* MFD*,S4^O0!X)Q_# /ORQN)1UWBT5ONB=V
ODR-:N@YF3U7A\0;3"-RZ&&- M.];X&FO2QVI40_]_6)..;G&"OI8DW>P@HX57&.%?:S@':RP8X776-,^5MCW
MO<;_L,C9*;47WB.5>V9.'8>=47F#T.R.;"Z1IJ-%Z0[N1FAS#;AF9NY=D':! MF=\)H4\=>Q=T-WGR!U!+ P04 " #&BF=9O^PG6HD) "5:0 &0 'AL
M+W=O+EZ MR8NOY1/G@GQ+5UEY/7H28GTY'I>+)Y[&Y46^YIG\Y2$OTEC(K\7CN%P7/%[6 M0>EJ;!F&.T[C)!O=7-7+/A4W5_E&K)*,?
RI(N4G3N/CKE]_RE^N1.7I=\#EY M?!+5@O'-U3I^Y'=E4F>D8(_7(\^F)>1/:L"ZA*_)+G$ RE MW/M,JJ[P%(2(XZP&H"K'Z +0]ZHWOQR*^N2KR%U)4I26M^E
K MJ(Z6VSS)*K'?B4+^FL@X@M^>\DT99TNY M\%WG^]58R+97+1@OFG;>;MMI'6BG33[FF7@J"+R-EI=;,V\-UML-DMQTF
MVNWP,R_+2U)MC6HKD%B((KF71]S[%2IL?H2=NJ4_6$A-%A M\U5Z0E89(F%LV'Z5GE2E='KR=GKR_B8]+9/51B@GA+?>,<,7;;M.51021H?- M-
UW'[@UR F25(1+&ANU7*4I52J>HV4Y1,^VLS.=9GB;9P7G9##E:0L)\)(PB M80$2%B)A# F+0+".;$VC/1]G:%/A'_7I69D$XV>9$A\YR3;IO4QX^4.5$],\
M>SV_EF]$*>)L6>7([SH*D_?)*TPYPFL:VCVFS:9&/X7J.W2J_*$TJNS#Q/-Z M?0B@M890&E/VP?/,WL0X4O?
5<@QU)C7W3A&;VEQ*QJX0E0*K((^VR3,G)51 MBD0DO%1FUP8(2]0P^E42@M@-)"*(U!:1&*UI6TU4K:^O]GV69L^F:>M8;[
MK6M8MM7/L]HNG;P;(&E4U0?/]6;]"1"TUA!*8ZH^*/.LJIPFS[9&@JD]Y3L\ M*7O@F+W,5ZNX*-M?U;+:5N;M-=.X, :B@GH*4!I5]F"@**A; *4Q10?.Y38P
M^X)2%',OG,D!/;7G^,T33_(?S$Y'*LHY2E':1IVL*"2-JGLPZTL*66<(I3%% M#Y224A332*JU*TR]7V%<3"?_)/,\DX=-D50NQ1W/DKP@O^1"'BV7&W[(E;W5
MDT\>$T(="BB-0FD!E!9":0Q*BU"TKK9;U\-T?\#(-Y&G[^=0F@^E42@M@-)" M*
(U!:1&*UI5O:\F8>D_FPW(IQXB+KSN7F/!O:YZ5_*R>ILB9C8B_D7N>\8=$ MG)'J0L.RE))?ROE,E<[KRQ?K^4^;W+,JJROW!J3Y,(?2?"B--K3.901._RP\
MM,H02F-06H2B=47>^D2FASX5A30UYE":#Z51*"V TD(HC4%I$8K6E71K5)E: M0T$OZ;,CTS'4SH+2?"B--K3.R1=G9CO]A SUJJ
T!J5%*%KW(NC6KK+T=I5Y M,3'>GA"Z*M'JR:>*%DKSH30*I0506@BE,2@M0M&ZVFY]+TOO>^DGA!;4XX+2 M?"B-
0FD!E!9":0Q*BU"TKGQ;C\O2>US_TPFAOBTG[PU0JPM*HPUM?T+HNOU3 MR- J0RB-06D1BM85>>N96?JL;TZ?$%K06W*@-!]*HU!:
*6%4!J#TB(4K2OI MUK:S]+8=8D*HK^)DD4,M/2B--K2W)H302D,HC4%I$8K656_K$%IZAY"FZU7^ M%Y?
S0)'+L<>OZ^KF38:5$H7X@E.9#:11*"Z"T$$IC4%]$HG65W/J!EMX/_(ZA M!=0CA-)*(U":0&4%D)I#$J+4+2NI%N/T-){A&\,+>I++?\ZK9XE^5 :A=
("*"V$TAB4%J%HW8?BM,:@K3<&@4,->WACD],[X3K7M^94!4-I M5-7^O4MQM*$5AE":0Q*BU"TKC!;5_6VBXWGWA1/R,P6YP^D-"C3\VZ4)H/
MI5$H+8#20BB-06D1BM85=^OYV19X(&%#C3LHS8?2*)060&DAE,:@M A%ZTIZ M[_%Z^KOBD ,)>W@@M@Q3]K"/V1MV8#*U^R,)[//SL_0PSY!
[^\PZNS6 MJ+/U1EU_W*"4'-2(@])*(U":0&4%D)I#$J+4+2NB%N_SIZ@1PQ0XPY*\Z$T M"J4%4%H(I3$H+4+1ND)NC3M;__Q"Y(AA^
2]_D/=YOK6G*Q@J$^G:G__T@AH MC2&4QJ"T"$7KZK)UW^PWW+?.I1%*N4%--2C-A](HE!9 :2&4QJ"T"$7K2KBU MWVST_7V[)G9+=^\0 M^E"_.:>W_-
:\#$W%1MLW!+7X[0N+/L;%8Y*59,4?9%75$UQ&I-B^ VC[M1>3K^@4Q][D0>5I_?.+QDA=5 ?G[0YZ+UR]5!;LW,=W\%U!+ P04 " #& MBF=9:Y6=>;@$
'(&0 'AL+W=OE.N]*U/(:$7A)I6UCM2K=[5;M[^]H%)T5%F[--TW[[LX% M2 AJ[N9%]TT"9N9G>\;\8?!\R_BCV! BT7.>4;$P-E(65Z8IX@W)L;AD!:'J
MRHKQ'$MURM>F*#C!2>649Z9C6;Z9XY0:RWG5=LN71F8;%+!/5+]HVMI:! MXE)(EC?.:@1Y2NM__P$8L]!<88=G,;!.73P3CBXC8/[VAZ\QL%
[;0^3QJ&: MNEG/O0ISCG;(JZM%4T?5-&OO%6\4JH7RKWDZFJJ_.3RJUJ+GVG, M_(]N"4?W&\P)ND"W3!(J4YQE+RA,LU(G%=V3N.2I3(E
[T(B<9HIKPLD MM(_8_:44?=NP4F":B+DIU4AU?V;DN$2N]3MR+,<;&,_Z]W=H>G\O]ZC_]Q[+QANNV;< MBN>>X.VOBF2W*D2[*H;270.]8:
6PRM1X)@L#*5V@O G8BQ_^\7VK3^&8@T) M"R%A$1"LEQ6OS8HW1E]*8Q)GJ!C/#2+/<5:J>P*M.,N1W!"D[OVBE+B2;;;J MG=3U;26QZ@
_$:X>&;L;6SULA%1W=4K7Z)VZR^OF]T-)K\?K5^/5#ZRGI>,% M;C WG_:S>6SE3V9^WR@<0-F!9?6MHF.KP/,[5"^LDS:LD]&P1GF1L1>B9$^R
M^!']5>A #$A9"P" C6RX7?YL*'%AX?,BN0L! 2%@'!>EF9MEF9 M_F3",SW2 <^?S@YT9\!HZGD'NC-@%%@'XA0-&,V"$[(S:X,Z&P^J>AN_T&_
M";HC0O(TUB&I->@[3>7@8A]%GKO8(6$A)"P"@O7R$K1Y": E*(#,"B0LA(1% M0+!>5FRK*V.LGTR$F@'OR\+$=:8'*C1@9?O.X>O/D%40'(A5-&1E>
[SO6)9$6UK?K I&1Y=;@A."%<&ZCK*Z:63'.B.VCW_I?_ E!+ P04 M" #&BF=9E[QMN4X& !.,0 &0 'AL+W=O&M.]- M^_SA
,CM>DMU_:0,X]MN^U3SG8G3Y+]3E?"5&@+VF2Y9>#55&L+X;#?X2 M*<_/Y5ID^IM'J5)>Z$NU'.9K)?BB"DJ3(?&\\3#E<3:83:M[MVHVE9LBB3-Q
MJU"^25.NOEZ+1#Y?#O!@=^,N7JZ*\L9P-EWSI;@7Q:?UK=)7PX9E$:+P=7^()1OPRH$'_$XCG?^XS*H3Q(^;F\^+"X"AECT0BYD5)P?6O)W$C
MDJ1DTOWXNR8=-&V6@?N?=^P_5H/7@WG@N;B1R9_QHEA=#B8#M!"/?),4=_+Y M)U$/:%3RS6625S_1QCBMF.L$)?Y"*EV4[0[_$&D6.OD?W
MV_F$WD>BX'&2?Z?O?;J/T/MWWZ%W*,[0[RNYR75P/AT6NGME(\-YW97K;5?(M@:Y0]%%FQ2I'+%N(A24^'COBA3DN3&
[++S35Q$MZ+]3FBWADB'O$M_;EY M>3BU#>=UK;.36S>209N)0BL^>H#O3CR);"/R"UMAMZ&^/;34NHM\S>?B!,63^(J(,@NDWFZ%]T)
[_RI/AJ&ZB3Y=AI!DD609(Q(#*C%&%3BO#T91Y"YA^2 M+((D8T!D1OZQUSZ7>Z>! M7[[!7-O3PYEQMGCLU 1EBT#9&!2;63O2UHZ[[<]I8G&&YOOO-
ZJW&LGV%PY!L$2@;@V(S M"]LZ/CQZA9* .CI0M@B4C4&QF55H71UVFA:GDHQ?IB1]F%U)^CB[DO1Q3B5I M#11V.RBGDCA_<2I"V%N:>@5W]:
/&ONX*P9]$/%PV)4"&RHX*J1M Z+N!V6(01LH^1: M[&U[O,E3A;M'Q\Y>4+8(E(U!L9FU;;TEP:=K" %UB:!L$2@;@V(SJ]"Z1.+T M/RX-J2/-=QA!1T,LH #
['0VQ@ CUN^\K;2@OP M"@YQ5S#Z&!ST!*,/(I.>7O1!=]D#J^U6<1MLTRY<)@--_1$PYT+PV4C4&Q MF15IW2)7K'L02T?*%L$RL:@V,PJM):/N'?
^7,L>U/#5;.9C0/<5A074WQ2Q M@/Q#>R*D=5W$[;JT0 C]H)"CVQ57*4[/1H3!UI+&2,>T\6=A M'.Z(K* <$]> MF U%O0-
G)VAKMJC;;%WE?!6CGWDNXIUZW$BUWBF#4T06.CN)7)<7E83,99H* M-8]Y$O]3"XM33-Q=.WH:@^[X@;(Q*#:SR'N',%]S"A/V&";L.4S8@YAOX15I
MZQ7IR6NEG&6HT0\ZJ:\ M\T#[*K4]O+^]*.2Z.IW^((M"IM7'E> +H4J_OY1RF)W43;0_O%[#]02P,$ M% @ QHIG6>Q @ < @ !D
!X;"]W;W)K&ULK59K3]LP%/TK5H8FD+H\^Q@LC02MIDT:6D7%]ME);QL+)\YLMX5_MOVLG1"D+%4SMA\:/>X[/N;9S$^^%?%
Y@":/!2_5U,FUKJX\3V4Y%%2YHH(2 M9]9"%E1C5VX\54F@*PLJN!?Z_M@K*"N=)+9C"YG$8JLY*V$AB=H6!95/-\#% M?NH$SO/
'=OE@QX25S1#2Q!WU<+B3VO95FQ DK%1$DDK*?.=7 UFYAX&_"+ MP5YUVL0X285X,)WOJZGC&T' (=.&@>)C!S/@W!"AC#\-I],N:8#=]C/[5^L=
MO:14P4SPWVRE\ZGSV2$K6-,MUW=B_PT:/R/#EPFN[#_9-[&^0[*MTJ)HP*B@ M8&7]I(]-'CJ 8/@*(&P X5L!40.(K-
%:F;4UIYHFL11[(DTTLIF&S8U%HQM6 MFEU<:HFS#'$Z0?NMY6:/JIE85 MOJ)J"95+(G] 0C\<]L!GQ^%SR! >6'AT"/

6+7N%K7G-'TBL@/3X];T^+_.(!%K+ #-7$6?S$1?(FKV(.R>RY'K M7W9_+PYI#R0(0G?3U!0S=Z(<[KU -3BV^I
MW+!2$0YK1/GN!/=4UO6M[FA1V1*1"HT%QS9S_"0 :0)P?BV$?NZ8JM-^9"1_ M 5!+ P04 " #&BF=9/VFWMF8% !F'P &0
'AL+W=OJKN)';SQNN615I(VJ[4VZ*EVTK]9A)# MK$MB:AO85O?C:RT*_L @A#IZ3.&6W1L3Y MYL8T61"A!+)KLD&I^&5%:
*YN*5KDVTH@F&FE,2F8UE],X$X-2;C[-F<3L9D MRV.]9X#S(X61,R1Y0*2W0Y$46_4Q;Q NG,E$6 MG(I?L=#C$Q'@&"X)A9*V#O@%!R()4 ?-
2_\@A1<+>F"(G4X Q<@0="03N M$D1Q ,7]3RA%%,;@/LUS5G+_T4,N_ZH1=\4T2M#Z!Q" M.'5: 1=H7I6Q:&.4K:5^=_\^H:
M<73+5'0S7/?"5)Q3DI"JH1).2.)R,$ B]2K\E.52[G)KMJDK,(W;,#=&N(M,LL0W2%C\OUW=M_Z0<6:3C!/)YBO":S!6[?DK=N&/GD4B) &449/B'9B\]E(
M/@!ZWD@&5;3DB(,,4>YENXDS&CJ#L;FKQ_M4RA5BO::4=RHU[%NNU93R%5)6 MUQJ54@W7>Z7KO5;7\1.CM.) AL1%9F;U1'^!W$VQ"G:Q!4*;U#
%(*TW51 M2ZD(5+I%XCOG0I14J3]M&+YFLR MV:!H4%(T:*7H;KD4[1^8QX$J9*VZE]9OG6">3C!?$UB#@&%)P/#]]]VA3MYT M@GDZP7Q-8
W>1B5OHQ?V73D(YE7LP,J5J$:8A+(H90UY&B! EC%>9^0R4:%D M^ZD''ZLT];(LHZZF5DAU6\T4,=2G@)KX!Q+^0JL4=UB,RRUP=)^(2QG
MMM:.S$Y18SA/@:S+9),FI2'):29HWF$A%M[2A9(4Y6(GB7ZLK>)]BMH<,P _JI%TVF[P M8D9THGD%V@N,:#+99*0:@NW664W!2$P8^P8^M$[6M&\
NT%/OZ+V=:NAEN[M?;IM_N/U%;2WJ^U@%T=;)YJG%,]7 M%'%SMFMB(LGO'_[T%PME<+3.R5K1/*UHOBZT)GG5K&S_#\.RK75:UHKF:47S
M=:$UV:LF9ONED3G[3Z\VGBGI&)V^]XH13.N0J[#9=4^,^KJ,YO$S:^>&(E/7 MV8$M$VVF&&'SB1M-T!__*A']*2)V.'R(9;DZ'Q*#CR) M,_Q
3ND*:+/=S@AIYD!C9<+C_%VQ_,+YGRZ1UN\Q/SK_H&*,[-6V<0ISEA, M,D#QT\Q8P-L(!CFA0/P5XQ-K'8,\E!4AW_*3CYN98>4SP@E>\UP"B8\COL=)
MDBN)>?Q;B1KUF#FQ??RB_EL1O AFA1B^)\G?\8;O9L;$!O\A X)?R2GWW$5 MD)?KK4G"BO_@5&$M ZP/C).T(HL9I"%6?
J+O52):!*$C)]@5P>X3W#,$IR(X MKQW!K0CN:T?P*D(1NEG&7B0N1!S-IY2< ,W10BT_*+)?L$6^XBQ?*$M.Q;>Q MX/&Y2""5H2BO&PC\"E>BT6
1P!E&_ 'WV$*%EN*L5@:G(%?P!="^0XL4DSC M-1+G+?H1@P6E*-M6X$=\Q-D!@_2/BAFA\H^*;(8)U&^R6-=[92 M<(GW-\"Q1L"V;%"3/*.'/LHB5*I>N-
YUBH4ZQ2)-8IQ1^70K_^OO= MUYE_G6*A3K%(DU@G_^,Z_^-K[_>2Z+?NO8EE]>[V(6;.F*U"D6ZA2+-(EUJA;450NN=X1
M9_YUBH4ZQ2)-8IW\0ZMYK+>N]82*V3&%P+7]GBU(8!!:8Z=O#1*<[;F6TW_ MD. <./'M=I.+JJH).M5"K6J1+K5N%IIF#REY%Z23.ZYQD"),[R1 G=Y(A
M3NDD3=\$U8W3E0\;(_#IXY=_HN52FB/ED!>O4YUJH5:U2)=:MWA-/PB]-[B% MUC90JUJH52W2I=:M0M,*0F6GHW0+?^@6XF_@%D.8<
MKTG_{,'9GFU!O^\6 M0YP#??2LGW&+INN"ZK9+Z1:*_Q)JV8O7HDZU4*M:I$NM6Z"F=823-SB"UC90
MJUJH52W2I=:M0M,*0F6GHW2$8/!J4/S>]_U@"/)=V#>#(4A80="W AEJW\1 M:;9V4\3]O"VVL9AH%PX9+U^"UU?KK;)%L4'4NWX';^^AY'J8;ZT5NS>-
?+DO MJQG1;9PQD. G,91U,Q9F3LNMKO*$DWVQE[.BG).T.-QAM,$T!XCOGPCA+R?Y M /6&X_P_4$L#!!0 (,:*9UDY+D]5>0, 'P- 9 >&PO=V]R:W-H
M965T %NS4=I*MU!_?:V"8/-AHMJ7]DMCFG',?OESLV9&+3S('4.1S53(Y M-W*E=O>F*9,<*BI'? <,GVRYJ*C"]6XEP MQO>J+!BL!)'[JJ+BSP
H3\9$1[+A_).>O$_GAJ4=@A(2I14H_AU@"66I MA="-/UI-HS.IB:?C9-4?ZM@QE@V5L.3E;T6J\KD1&"2%+=V7ZI$??X0VGK'6
M2W@IZU]R;+&609*]5+QJR>A!5;#FGWYN\W!"0)U^@M,2G&N"]P6"VQ+?:OIFT7CXT M7CI?\-(E'SA3N20Q2R'MX4>W^=,;?!,SUJ7->4[;@W-3<
V[$7&M.^)8CM?C MS_+U=+OTF M=?>\ESN:P-S]BA!', (O_W&]JWO^W9C2+%H2+%X(+&S??.Z??-NJ8>/< "V MA[[L-\1)3=2?FD,XM<=39V8>3M-
ZC;)M=^).SV'1-A9D.,NR/'-(-?X#2I8=DS@,0*@1E6?/6X9OZ_N/O M\7I-_B*+S0:_P615)CAY&JU'?3FY:>AK7\DAQ:(AQ>*!Q,YV:]+MUN3_;Z63 M(?
=M2+%H2+%X(+&S?0NZ?0O^BRX37+?9B65=-)D>T/@2%%V#G*E[B8I[4$%P M@FIB-T^.DUAA67V.ER3A>Z::4T&WVET5%O4)^6+]P;Y?

VCWK$5XMFIO BWQS M+_E 158P24K8HBEK-,&F*)JS?C-1?%&ULK5G;;N,V$/T50ET4NT :B;K9*4+920 M\]U,59D?
X@2Q6[+#J7BR(31!7#3I5F4[BE&0&R6QJFN:K28H2I7E/+_W2)=S MLN=QE.)'"M@^21!]O<,Q.2X4J)QN/$7;D&1L.-+$>
8K0E%6=INP!^1+R8!O@$H#%<,47]CB 9X("D/&?#2 -<#]NZXO3-BKXIP53'33S&[TT<) MG_'N%AC:#=
UW1P8S_W[S8TA=S[6NW=U[ZU@&-4$,G(^XPV^,O-L-I38PM0< M-LTT<,9VR,<+18@7//T%;^W4HJC+)7)EDGB2R5OS-*O[F&/LI_D/1
M+PPGN6'VPC@L'6@Y^EP]-,/:1T%H3 RG#7/[,-W6IK;5AGE]F*%;<%IWVG+2 MJIRT1IULJ-0! T0I2K>E)M%2>7YTM.D'6*W7XKT"'F-_*#BC'5XZ-
662N3+) M/$EDK:S95=;LZZ7!EAE_F62N3#)/$EDK_I,J_I-KI:$PM!O+=.J8NMV1ACX* M0FUB:!UIZ,-TR]2,KC3T80:<6N9T6!JFE9/3ZZ3A!OC-
O4V^HXF+[0U]9[F M4MT8' M)T2_?O67MK*R()/-EUC73?!,X50M_,LV ..T%T]!F6RN5#9/%EL[077-!ZT/"('4^DTJ MFRN5S9/%ULY"7, OD4_.B\$H]
<734";;*Y7-D\763E)=Y<'I!\1 M:E$FE+]O\R,I!GRR3WGQC;NZ6QU[K?+#GL[].SB[AP/WW>R8+#^)J>F+,[8' M1+=1RD",-Z(K[78B=)P6QU9%@Y-=?
BZS)IR3)+\,,0HPS0#B^880?FID'52' MA\O_ 5!+ P04 " #&BF=9^QPELG4$ >&P &0 'AL+W=OLD%E*X8XC4>0YX4\WD+']PL#&<\-
]NM[(LL%=*Y1.9458U_*FS^2A6&5(X(,8EDBB/K9 MP2UD64E2X_BG@1IMGZ6P>_U,CZK)]\FLB(!;EOV=)G*S,*8&2N"1%)F\9_OW
MT$S(*WDQRT3U%^T;6\M <2$DRQNQ&D&>TO?]?&TW ;@?O2'KQ&X+U4X#<"O_)[[:S*TP8#GG;(]X::UHY445KDJM'}S2
M,K,>)%=/4Z632Q61C*P8)V6<+]"?::RR!BX0H0GZ*#? T?6: ZA2L93$.AM)*DF7BG3#_!.CMFW?H#4HI^K1AA5 :,3>E&G79
MMQDW([RI1VA_8X0.^L"HW @4T@22 7TPKI^-Z$WEK=9E]K/+;NQ1X -L+Y%C
M72#;LMV!\=R^7.X,3>?'>@]_K/=H7/XQEDJ.2SGV1GSIM.GG5#SGS/2[XRQG
M=>EI$^V6Y3GP."59)R>\'JGNTAWNLBS55V)+8E@8JA8+X#LPEK_^@GWK]Z%@ MZH0%.F&A3EBD"=9+ K=- G>,OKR''= "AD)9"R>5L'Q)
[I8S[,WLN;GKQNC4 M"F-GXLSZ9L&IF>U;4]_KFX6G9H[MX>E1I]'HG%[I,;_UF#?]L(Z:^,Z^_E5<*8S"73"
IVP4"W]W(S02@NTTD*MM*BA=5\>KNU95OMBZ(>[LZ>!1\-]36FA5C%G3R233X,1 M&P6<'3&=M. [D_/0$Q ^5)A"K>.(=-
'Z0;0/0;3'UVP=O>^^DLU[E>?KZJ!%H)@55-9;J6UK M>YAS71UA'+7?X*M;/- >X*NP/JHYX.N3HP^$KU,J4 :/JBOK',?6- M9-OJ\&#%I&1Y=;D!D@
O#=3S1\;D\TW907LDMOP/4$L#!!0 (,:*9UE[MMB$JF0, +00 9 >&PO=V]R:W-H965T48(8;!;&TKZ.;$L!M,2W# Z\]8Z4 M*_>4?E>+#\G"L)1%D$,L%
66CSVL(,\5D[3C1TUJ-#H5L/U^9J3.R^=N<<< M5C3_)TN:K*6'OZ!V:*SX8IS_1<=:EG+0/&.*UK48&E!D9'J MB7_6@6@!)$_P*D!SCG
>P+@U@#WN1J\&N]5\.X!FC7SA2!PEO/WO7V/WJ*,H"\IW7$)Y7-32..4 M"C.N#;FI#'&>,,1%GRD1*4<122#IP8>7\?X%O"F#TD3&.4;FQKE(> ?E%7*M
M$7(LQ^NQ9_5\N-OGSO_3'KU:>R<8;E,FKN9S7U@F:T8+6OWBFX)9T:(%FO MR9MWB3VXA3V0'?1%OP).-5 =)_O M\>^,S?W[;
^EK)M=^KZ7;'PL9@SL6:3 M<5BSF.F-[=E+:<7+<.#F^Z&2K./> ,&.8;'75C5#LS/3+N62*\O8\CY\UF)ZA%QK MW-]@9HUOL\N^T0>>2-8
M/4OSE\@JR(Z*Z:3>[S8B]U(/EV?Z-?;VR M>_9#-9+KJ>]$7\WSGS';9H2C'#92E74UE2RKD1*E?4\) M,"4@OV\H%<>%4M#\HR+X#U!+ P04 "
#&BF=9DNC(I]$S I'0 &0 M 'AL+W=O\:_BBTA$GV+(RKFVE,*Y%;71; E,18W+"$4_GEA/,827OE&%PDG>)V#XDBW
M#,/18QQ2;3'+RQ[Y8L92&864/'(DTCC&_'!/(K:?:Z;V6O 4;K8R*] 7LP1O MR#.17Y)'#F]ZQ;(.8T)%R"CBY&6NW9FWOCG*
+G%GR'9B]HSRIJR8NQK]O)Q M/=>,K$8D(H',*##\[,B21%'&!/7XIR35*I\9L/[\RN[GC8?&K+ @2Q;]%:[E M=JY--+0F+SB-Y!/;?
R!E@_(*!BP2^3?:E[:&AH)42!:78*A!'-+B%W\K U$# M $\WP"H!5ALP_ [+@'VN1Z&)6!XKH=1"1B="W!*@)/'O@A6'FD72[R8<;9' M/+,&MNPA3U>.A@"'-
%/6L^3P;P@XN8",1'C%.,[R/$!_A &HA@P0IFOT26X) M1W<;3@AH20KT'BVW(<4#]('1#?H]^\KL'G" 4W3E$HG#2%R#V9=G%UV]NT;O
M4$C1YRU+!=B)F2ZAQIE?/2AK=U_4SOI.[6STP*C<"N31-5EWX-U^_+0'KT.D MJG!9K^&ZMWH)GTER@VQC@"S#&G;49WD^W.YJSH]Y]W[,N]\/=TD
<+,+WHBE M74G/SOGL"Z7WR%G,BF&G$N&2Q3'A08BCFAZ[]%2X'':[S(;I6Y'@@,PU&(<%
MX3NB+7[]Q72,W[J2J9+,54GFJ23S%9$U1#"L1##L8U\\D1VA*>E*90$2C)?$5DCG4Z53N?GCX*.2A&H M)'-5DGDJR7Q%9
T1C"L1C'O[=T.X(PYYAN\NP.$&<'',D#2B#Q4 "K?5B< M;2#[&RS!E-(4U$!A"Y)PMDX#B02.B!AD:\0P3F-TA07"K^CK+K$459O6QCSC
MICW*]E;_4@VX N!@&\+TF(&Z\M;K[]).KI+,G9S.W 9\6BE6Z=)7 M1-9(\;1*\?2MO9K ?U.3V?OZ-B6H>1NV_:[O=_
M:;*5LKE*V3RE;+XJMJ8N:DTK756:>/4AZ[QL+67[3"R)DYK=NTPLMM&?G]CWAJLXP&0V7NTT!I0 MGXJ5;F?HE![K*&5SE;)Y2ME\56S-_![/=LSA_S
P*CI*;6@DLU5RN8I9?-5 ML36U<#RU,ON/K?H&1J5G5B5;XZBOO?=P.XSLDPU*A]&P;>2KJGP15KUVDP/= M89/?N0E84*94%B?
K56EUKW>7WV:URN_-VZ794>Z:MUYQ:W>D+RX1'S#?P/X$ M1>0%7!DW8V@8+^[EBA?)DOP>:<6D9"'^N"5X37AF /^_,"9?7S('U>WHXC]0 M2P,$%
@ QHIG69F3PB=+"@ U'X !D !X;"]W;W)K&ULO=UK;YO('@;PKS+R61UUI6SM 5^SB:4D7,P]:K=[=%X2>Q*C MY>(%G+2K\^$/8&R,(5.H'O5-
&SO,;P:3 3S8?YN;MRC^*]DREI*O@=1\FMX-M MFNZNA\-DO66!FWR,=BS,?O,;-S7]AGEG[9
M/<;9K>%)V7@!"Q,O"DG,GF\'=_3:$>9Y@V*+/SWVEIS]3/)=>8JBO_(;VN9V M,,I'Q'RV3G/"S?Y[90_,]W,I&\??)3HX]9DW//_Y]"O%SF<[\^0F["'R_^-M
MTNWM8#X@&_;L[OWT4_2V8N4.37)O'?E)\2]Y*[<=#%_ M]VOY0)PU$(1W&@AE Z%K [%L('9M,"X;C+LVF)0-)ET;3,L&T\L&LW<:S,H& MLZX]S,L&\ZX-
%F6#1=CSHAS_XX>$OOI@NDINZRYLX>B-QOGWFY3\45>M4;%I MV>Y\XP\22UW/3WXEOQ O)']LHWV2;9I"#N
M!2YXMXL_$G%T1821,"9?/DODPR^_MHSKH0^C/_Z7?#@\W&V6U-T2.4.2^8SE MY@PM&('#*'V8[^R9RK<^LUWSP29>RH(6:]7=XCU*&I_1]V$G1@?
NF8'9,Y// M2&Q]G \QNKP GS[S(V\,_(X5MV]'IZ@&C[D&I9()Y"62Q?Z9^';EJ>'+L?M7>:KT.MDYZ[9[2!,9B8L?F6#9?[C'YO"R$D
M)B$Q&8DI2$Q%8BLDIB$Q'8D92,Q$8A82LY&8 \)JR34^)=>8IR_L5<6[EE; M_G ;]LT?)"8A,1F)*4A,/6"S LM?-7A=+NAD(=P,7\^#I;D5I>),7-0WTY C
MTYM]"M/1?#JI]VDT-Q.%"9U?[(&)')J%Q&PDYH"PVC2?G*;YA#O-)?;,XIAM M2'R8[U?9R6IV.TS;)CZ7ZCOQD9B$Q&0DIB Q]8!-SZ?T8C2ZF/?
('C4DIG<9 MOH'LT9RTY=%%CQ:R1QN).2"LE@S34S),O[, 2)@;K[?%&4G,6T!P17[!@02DY"8C,04)*9.&S-,6,R%V45"-+<2L\TNGJ0UY,#T9I?S
MZ4B\G/LM6XW&HXL5BXD&WZZ(M%JX_MN4%U^^;%TA,0F(R$E.0F(K$5DA,0V(Z$C.0F(G$+"1F(S$'A-5B:G&* MJ<7/?
QMF@4PN)"8A,1F)*4A,16(K)*8A,1V)&4C,1&(6$K.1F /":LE%1Z?H MRNN@>$NL*KM>&7'CV U?BE"Z(OO=C*-H5RZ@=C*-H5RZ@=C*-H5RZ@
[Z<2AC9Q=E=5WE:N4]^Z^O'_/Y[IQ52DZ":#-44J*9" MM154TZ":#M4,J&9"-0NJV5#-*;5:.<#D?"%0CRNABBL!_@X6G^R=0$A-@FHR M5%.@F@K55E!-
*S7^JE6']FE -1.J65#-AFH.2JL'4%7\2[D5>KSU4IQ_V*E8 M+NUV_C>RCMG&2XG[XGIADI+G?;K/EE!N$.WS#V!LVNQP^+WWSBIH)7"IU69)
MH_)"AO:I0#45JJV@F@;5=*AF0#43JEE0S89J#DJK9U55[DNY98;+N\3=>L1P M$^:5;^B1ARC>E:^9M\8/L@CR :I)4$V&:@I44Z':"JII4$V':@94,Z&:!=5L
MJ.:@M'L,5>7*=/+SW\FCT,)FJ"9!-1FJ*5!-A6HKJ*9!-1VJ&5#-A&H65+.A MFH/2ZDE6E5=3?GUUKT]>*W>"04MK89J,E13H)I*F_7)+9^_@/:I036]TQX8
MT#Y-J&9!-1NJ.2BMGBA5S3;E%VTW$R6,0EZH0&NUH9H$U62HID UE;;4'X^; MH0*MV(9J>J<],*!]FE#-
@FHV5'-06CU4J@)ORJ_PO@R5UB"!%G%#-0FJR5!- M@6HJ5%M!-0VJZ5#-@&HF5+-*[3Q:Q^)EM-K0/AV45@^]0[9I&T M9ME&;5_Z=
<_OI7NSH9I<:O6GW\9[;4JY&17/RRP:;URKT+&MH)H&U72H M9D U$ZI94,V&:@Y*JW]57U5=+?QP=?5YQ5#,?#?-%D%E\EP1YGLOWI/\K?P
MRQAJ2R%^[WU3"*I)4$TNM=HK"R)MI!"T4Q6JK:":!M5TJ&9 -1.J65#-+K7: MLQYM/#DZJ$[K*5055@L_7%C-32'> HC?9>_H@=920S6YU&J?
&6\L;)26K6@C MGU3HR%9038-J.E0SH)H)U2RH0P,U!Z75@T>H@H=?(MTQ> +/9TD:A2SIOO*! M%E)#-0FJR:56^]8:H1D_T >IJ+:":AI4TZ&: =5,J&9!-
;OEKY(VGA0=5)_U M^*D*I(4?+I!^+WZX2YYFT?&X\13_4&Y56Q).+K>2^"/OG1%BXV@T1Z9T&ID*
M'=D*JFE038=J!E0SH9H%U6RHYJ"T>D94A@IRYVB7CG+H' ? M/+&8_.^]"WG<_OLG3[06F2H)D,U!:JI0O.KBB^_7AW:H0;5].\/WX!V:$(U
M"ZK94,U!:?7,J.J&!7[5,/]C6EFN=#RERM=+U?+)^Z>\ !CW8Q+\H?6.)F@1
M,E23H9H"U52HMH)J&E33H9H!U4RH9D$U&ZHY**T>>%51LW"H;_RI'_@2H)7/
M4$V":C)44Z":"M564$V#:CI4,Z":"=4LJ&9#-0>EU9.LJJ06^)74G"MJ\5OV MSB-H 354DZ&: M54H5EL.Q7%R].^YD8+
<7QQZ0SHN/26+NEBU#BA:QG8XN+* M'R9T8!94LZ&:@]{.DWUX=EWF;(GQ4EP&/#7%VIEM0>%-ITW"'IMDS MVQK@90 UDL51M&~
%XKF:3C;F#S5G9-"P<80VS4--[}7('6?T3D]'MR+?>W\ M 4$@H7">@>-R@!N0TA.AC%\C)YU">N#I_LB^#KEC+CMNX4;+GZ)T=48_M4E)"Q3OH[G7_#
<9\KCQ?H:4-7](/O@MT+CKK=#."44$CU+#RY[$.)X#YY0N M> 3$0?<0**B\Y8[GJ=$],=X;V?PFI!K0*$XH_RA;9_!6(,[E:RX,>>2R Z(K
MLA:*JT)P2>Z4=:;#ZCM+/I"OH,"TZ-?#TO;L%Q(>V[E#D4XNE8,09=#4'C M%X)NH9V1)'I/XBA._H4SU#\E$4])Q($O^?\DSHD<2"_/D_IH6-J6%Y!1;'<+
MY@ T?_MFOH@^OR(YF20GK['G#S5RUEJ6I 53%=G(-X"\>WU-RYXLM_D!)#B&I M"VX)/SJ>K?<0[%,(YN?PD,JG49RRPZE$=M(F?N*^<[,7RA()%<*BV?
45)6;H MXL%PN@V=L],.^S!L:QQ\,-X![RNMW='PS3C]2O*_4$L#!!0 (,:*9UE" M>7H-F 0 %H: 9 >&PO=V]R:W-H965TRS0YS$*F#&-LE4VA^_-J$0&N(I
M6<]+PL>]AWOL@WUL1EO&7\2:$ E^)'$JQLY:RNS2=46T)@D6%RPCJ;JS9#S! M4IWRE2LR3O"B2$IB%WE>WTTP39W)J+CVP":OUR1FV[$# MG;
<+CW2UEOJ".QEE>$5F1#YG#UR=N17*@B8D%92E@)/EV+F"EU,4ZH0BXALE M6[%W##25.6,O^N1N,78\71&)220U!%9_&S(E<:R15!W?
2U"G>J9.W#]^0[\M MR"LRE"1'IPJP(%-CI; &AR'%<>A/0$.#Z05HF'OG?X.@Z#7\\)V_4&OGL@]M2^!1DMP MJG,L47\V?[>$&29P6#L-:+8:_T^\X%_P,?
MIKJ)S3UM":[99[7I@>+*BK=H< M6VA-GK71@4:/T?$,'GQ,QX=A)AW7A@6:' M$[6NS_):MJA]S#7B=^XY2VC-
=7IMBY!W\DK=JANRA=;D6;LA9'0AIXZY)6K# M++PP0A.^TVA:&PN"(:45[VRAF;]-)JVJ{];+,,C^Z<_?^BJT85#LKY)\L8ZL6 MR19:DV=MD9!Y"Z?
30%MB_62]U1)E6'"AVN4@L\OIJMV/+-#,C^S:(_+U2?DR;__M 5!+ P04 " #&BF=9GW>.PC<$ #Y&@ &0 'AL+W=O]]7\08RIFY$
;DYLQ(R8]KLRK6O"@DLJ419ZO>"8.1GC.?>;%(=>Y*SB2AU MRG-XDD256<;D/Q\@%;NI1[WG Y_X>J/M 7\V*=@:%J _%T_2[/D-)>$9Y(J+
MG$A83;WW]#ZGB(RNHKOC"8:>.MHD=RE*(KW;G,9EZ@>T1I!KBV#F9PMS2%-+ M,OWXNX9Z39M6>+S]3'^H!F\&LV0*YB+]BR=Z,_5N/9+
BI6I_B1VOT]H*'E MQ2)5U7^RJZ\-/!*72HNL%IL>9#S?_{)OM1%' CIX1="K!;US!?U:T#]7,*@% M@W,%PUI0#=W?
C[TR+F2:S292[(BT5QN:W:C1<2/*'T*#(50B: M\51=NRYZ1SXO0G+UYIJ\(3PG?VY$J5B>J(FOS0AL/_RX[NV'?6][K_1V <4- MZ0=O22_H#3KD<[?
\US)WRD.W/(38R&DE[W?(([?\?;E^EM.[MMPWJ371]9KH M>A5O\ HON!D/?WS=]<1$^LHX/SC!=FZZ5P6+8>J9R4>!W((W^^D'.@I^[O(<
M$Q9BPB(D6"N=?I'.OZ+W70_6MGJP$J[B5*C2--(51A\S#$Q8B F+D&"M, 9- M&
/GHQ+"4INIYWE*>TM6IB7",E'FNBL2)^W22#!AX1XVKF!V$;"=F26!^9OX MVV.S3U[6LG'8V#ATVKC03$-BC-1@NJJ)-+ODBBG"2 $R-LY>=[GIA%
[J)B8L MQ(1%>Q@=')D>W 3!>-AM^J@Q?73ZWI60 &20^!**4L8;LS1*NJQVHBZU>G36
MO19BMADAP5I.CQNGQQ@O5/(O6?!USE<\9KDF'_4&)/FXM+UA5O28%Z59-5W] M!EM(2:_SD7!VY-*<,&$A)BQ"@K72O&W2O$5Z
=]BAH$)"S%A$1*L%<9=$\:= M\]&*E.99]?)8-;%T1>&D7!H%)BSP46?AY21?:CTJ+42E15BT=D9'!3=%FI=J$%8DF+00E19AT=J1' HZJZD
M+RT/:MRIE='S%EOWHH3*F[,CUSQL98<[I{C%,F_N;NYBJSLJ;3JF+V=VU.K8/_IJ M8#*_<[DVKP$20HK@[?%L$?D_CO+?D>+HOJ0L!1:BZS:W !+0-
H+S/F5,'-6 MO6._331?NV;_ 5!+ P04 " #&BF=9O0M%AT" #/! &0 'AL+W=O MPX238P9EP&6>)]:YTE:F\% ME[C68/9US?
2?!0K5IL$X.#J>^:ZRSA%F2<-VN$'[TJPU6>' 4O :I>%*@L8R M#;Z-YXNIB_\Y@ M2.F I^LC^W=?.]6R90:72OSBA:W2X$L
!99L+^RS:G]@?_\>5*&/^%MHN= M4<9\;ZRJ>S#9-9?=G[WW?3@!Q/$%0-P#8J^[2^15KIAE6:)5"]I%$YM;^%(] MFL1QZ0YE8S7M>&PO=V]R:W-
H965TBYSPH9$*40Y,D\]2*#"_HB40^61.68&%W+*%R4L&.-&D(C<=RPK, M F?B(=NV=12),@6J5 !,PI+O(IB*?R
MGLF=V:@D60&9Y0@!O.A<6,/)H"':\"/#-9\:XV4DV=*7]3F:S(T+'4@R&$F ME *6?RL80YXK(7F,7[6FT:14Q.WU1OU6>Y=>GC&', M
8);$]Q3,W@UP3LU@U\3M'6S\JX+%V.!HY#1-6(*+=740E=?LV6],J+>DZE@ M\FDF>2+Z!K+*'%TBO4!CR@4ZCT'@+.
<7,OPTC='YV04Z0QE!CRE=5]3W%XO<4F[R3V$X#O*8!WC'UZ'L)#(N,+%"N M6S$[T(I*I:=5U A818'3"\W5=H5/P,3[&+O?MW9!DS=
.T;]QJA_U.@TI4Q< M"F#%&TXKF6 KN>OZ+:<=&-MK.=W'V-:>TWU0W_>ZC0:-T>"HT4!T_+8@?'LEL=]C',=M#UV@'INVZ2Y-4D*8
L]PKDTL"2B^IPTT>:6<*.' M8RL^L@=CNR,>RUM%=0GX*U]=2>XP6V2$RY+-92KKJB>;PJHQ7VT$+?4<>Z9" M3D6]3.7-
")@"R.=S2L5FHQ<(T=ZWH#U!+ P04 "#&BF=9J]%G(-X" "W M!P &0 'AL+W=OWV*#DOL=)<5J!P,0G.^V?3D,5;'YKO76&BR3N90/=G.53X+()H0"
M,V,1&/VM<(I"6"!*X]<&,VA#6L?M]3/Z%\>=N,R9QJD4]SPWQ20X#2#'!6N$ MN97KK[CA,[1XF13:_<+:VYY0Q*S11I8;9]J7O/+_['&CPY9#/-
SA$&\IT:U0J#]/V[M_BCZU$7O/X&](#MHR0[VH:=3I@NH&<^!+@VP4C:5T71!,M%0<>U-,05"24(T MRETPD
L05A<0G,VYX(9W2^3CGKBXMAVMTCA)3L?A:IMZAU'\,6Z-7E :MI2& M>RG=N]>/^3%;42&72/W*=D1;4)^X055:&K(MM-A9Z/VAAO"$3&DXA=(_B7X,

M.7OJ0IKN1QJ]">F%'J-6C]&_Z9%SG=DZ {"+B'@D&E@0*<95?RH2Q>[!C_+M;42O22)IFXL=92 M;JYM6RS6-"7BBFUHIHXL&4^)5+M\98L-IR3*@]+$=AUG:*W9%B>*4 M9B)F&>)T>6/=XNL0>SH@[_%73'?B8!OI2WEB[+O>^2VZL1Q]1C2A"ZD11/T\ MTQE-$DU2Y_&CA%I53AUXN/U&#_*+5Q?S1 2=L>1;',GUC36R4$279)O(![;[ME987--"\!4M$_A?MBKZ>:Z'%5DB6EL'J#-(X*W[)2WDC#@+PZ$2 6P:X1P'N MJ0R],J#7-J!?!O3;!@S*@$';@&$9,&P;X)4!N?IV<7=S:>9DNFLQWBNK>B MZ8U("?:KM3VRISDAS[469_:[(H[(CM%GELFU0'X6 MT:@A?F:. [WT4[YOCQX9X6]W)ZG:Z;[?SSC4"?]]F5ZCG7"#7P>/JKC5=F)GS M2#=O'+>/OC[.T=FG\P;,O#VF9\#X,&<3P)Q-:,;,Z4)AL E3TZY7/0J]G-L[MP? VRH9S(.%L5[F^TXU&E^19.65%412+!=MF$BG?4,26B%462HIQ M]8P(1)!J7=!,-GG]SIBRJZ,*&"YH>A;R/'6NG,%H8C\?>]5=-[]=MZ!=MQ#H M0FO*#2KE!D;EOM1U05P+>!(M-,B4?JN4 63*$ A6T]:KM/4Z:;M@0C,);J1TE=5[Y]*AZQV)VJ*/_[X/'HV. MGZ\VG4*@RZM),*HD&!DE:)CZ-RE@A'15 ! (VAX3YD+ $A8"P6H>&5<>&?_K MR?$8TB"0L#DDS(>$!9"P$ A6,PAV]I4$QSB,/*@I+GE*U(2*4U*,YA$ZBS,D M? FQ5$UJJT>4<_6WZ*KXK4QR^_7KC^E Y,Y]&5VN TGQ06@!*"Z%H=7L<%}JP MT1ZW6;8E">+*)8B*!4E(7HO\^ NIY([KWQ?NL2N,V3N[I+F@] ("4%H(1:N[MPMV[POU@^I>[0#)$7R3-(B37%$G*4_TYK;>34].1#\"2;YO"9N:PSCZ!I/F@ MM "4%D+1ZC[9U^:PL;)S_)EPH<<1NE/CB?9*HSW,O %ZI80W36-FYLC.#@$M MS('2 E!:"$6K.V1?G,/_0W7.G+/KG!:WK,^!9O5;9@U LX90M+H;]@4__)}4 M_,S4SGHW%N"&PMU[U2!3^@TI\?B]:) Y M0RA:H:U]L((@I7R5+PX1*']_%O]!K5JK!2BW^;*+H_89OI[CAG8?7P?%\I{ MOECM\IGP59P)Y9&E2N5<>6HHX<4"DF)'LDV^?N&)2&PO=V]R M:W-H965T YQ#L>7B5=8 "KTQVLB95RO5 M7OF^7-; L+SD+31ZI^*"8:6G8NW+5@!>V2!&_3 ($I]ATGAE8=?FHBQXIRAI M8"Z0[!C#XOT:*-_.O(GWL?! (UK4R"WY9M'@-"U#/[5SHF3^JK B#1A+>('5 MS/L^N;K.S7E[X!>!K=P9(Y/)"^>O9O)C-?,"8P@H+)51P/JV@1N@U AI&W\& M36]$FL#=\8? ZGP]#/E.CM^14VBO: M]F>3V$/+3BK.AF#M@)&FO^.WX3GL!(3A@8!P" BM[QYD7=YBA:=Q(W*UGX2ILP4OYR %[WP/ < 'M)8J"+R@,PA@]+V[1 M^=G%OS*^SF%,)!P3":UN=$#WJ'^7S5XN=LN96KB2+5["S-,?NP2Q :__&F2 M!-^.F(U&L]$Q]=+D|O+41Z4VRI33IDRSK/ W#E0\HN)3J*D+U4?!@4>:C^C*/})*TQ1U1<2&PJ)VD)JCQ12 MOO?13K(L^M^+O].C3+M_P&)-&JGU*QT77*;Z(Q%]"^TGBK>V;;UPI9N@'=;Z MKP/"'-#[%>?J8V(ZX?@?*_\"4$L#!!0 (_,:*9UG'*9K5Q0(&\(9 M >&PO=V]R:W-H965TXD(SMV(Y.1*#5G.=Q(HLHLH_+I$KC8CAW/>1ZX9:NU-@-N,BKH"F:@[XL; MB3VW<5FP#'+%1$XD+,?.%V\XB4V\#?C)8*MVVL20S(5X,)WOB['3,Q,"#JDV M#A1O&Y@ Y\8(I_&G]G2:E$:XVWVV_VK9D65.%4P$_\46>CUV!@Y9P)*67-^* M[3>H>4+CEPJN{}5LJ]C8=TA:*BVR6HPSR%A>W>EC78<=@==_0^#7 O^]@J 6 M!!:TFIG%FE)-DY$46R)--+J9AJV-52,-R\TJSK3$IPQU.KD"K($BY^2Z $DU MRU?$#I'K.6$Y>1N+4I%\X4:N1HG8RS= MM$Y\627VWT@\@^*"!+TSXO? \?H=\'MW),[H2DGRU*7$LS[Q;(RJTM0T"?<:0:=BQ3N >$\PK %=##ED4!1 Q2]8Y'24DJS2(60]M,NED3\ M&VFTOW2!%P5*X:? <0Y+U/4N8EQR61UO54>+PIX0&ULK99=;]HP%(;_BI554RMMS7<(M'41J8=,F;5I5VNW:A .QZL29[0#[]!.=-$M)8%SLAMCQ>5_Y^"/3':,/XL, M0*)]3@LQM3(IRQO;%FD&.1;7K(1"C:P9S[%47;ZQ16K?NS2S6\2;@!X&=Z+21SF3)V+/N?%E-+4<# 854:@>L M'EN8 :7:2&'\:CRM=DHM[+9? W#^9W%4N2RQ@QNA/LI+9U(HMM((UKJA\8+O/ M'03:K^446%^T:Z)=2R45D*RO!$K@IP4]1/OFSIT!&YP1. U N]<@=\(?)-H M36;2FF.)DPEG.\1UM'+3#5,;HU;9D$+_BPO)U2A1.IG%:0'F-?.<=\APO&)#/3LOG MD"JY:^3^: [FM*M26R6O+Y!D__\PR#254.P3##GHWWH@2IS"UU'83P+=@)6_? MN)'S82B]_V3V*EF_3=8_Y=XFF[)<9XOK_:;6Q1(*6!,YF'UM.3*6^NC8)FX8 MC)V)O>VF-1 U'ONC-NH5;]#R!F?QDD*"JH8F02 M4W4 U06#[OG)S/F9-N?G/_[KN+Z&)9/JIC'-3'T+ -&ULK55K;],P%/TK5IC0)HWEU14"2]-W-B=2A-9&\X$W"FBZ[*DZMJ'W/'#/UH6Q WZ:5'0-"S /U9W"GM^QY*P$H9D41,%JZEV%E[.AC7>6"&7\;#F];DD+[+>?V6^< M=_2RI!IFDO|@N2FFWL0C.:QHSBT@;@&Q,]HH<[;FU- T47)+E(U&-MMPN7%H=,,$ MW<6%43C+$&?2]RQ3-->3DXQ.>"PV:4)&3KZ8 16:U4B ,^D'; JH+$@?G) JBP0'X[#A\#AG"0P>/=^$^9JE+5=2E*G)\\2M3=%L/W>RKW@Z+1GDJ_5S%LM?Y"U9H)33BL$!9J>H?0W4$L#!!0 (_,:*9UGD>@7$E P M "F2 9 >&PO=V]R:W-H965TCDV$LPF1P?5D]|CF[ODP+%86)_)R1O(ACD;W< MRBA]OAHX@|<'OH2+1U4^,+R^7(J%O)?JK^7G3-\;KBFS,)9)'J8)R>3\:G#C M7'#OK RHCOA/*)_SC=ND?"D/:?JUO/-A=C48E2V2D9RJ$B'T?T_R3D912=+M M^%9#!^N<9>#F[5KP9G S*3#5P=X^V8XJ0-.]LUP6@><[AMP5@=47 M6?I,LO)H32MO5(*HHO5'&":E=N]5II\-=9RZ]N6#(K\3)A.9B8A\2%9?AU)6 M[WRI!CE[\EO)$S(GX]ID8MDEE\.E4Y,.5F!G_;M(UBS;*Z/)K'] M6;8F<3O&E]/C'9^9(87Q^@LTKKACRQ>HZQNQBIT1Y45Z2)?BJF\&NB2D\OL M20ZN__D/YV3TKRX=(6$^$A8@810)8T@8!\$,A4W6"IO8Z->?LW0JY2PG\RR- M]7CA*8V>PF1!IF3SA6<%_A(&^_MA8@8=3;4D27;K:/.O6V90-JF"&;D[5L3NS]S:MH]%"03-/D268]?(@D25(E MR:. <+63G&-!*[:N9DZVWR?7<]MOD(U,&2!A%PA@2QD$P0UJG:VF=[NB17ON@ MNU4? =+/(I"S5UB4H*ZNOH) P'PD+D#"*A#$DC(-@AN[.UKH[.VB0?H94&!+F M(V$!$D:1,(:$<1#,4-CY6F'GUIZMFD<)DUQE1=F='>G"^2034=Z*Q?N9];M)F2]I62(5-R$,Q0FC-JINQ&OTQK8JZUMH?B[$WJ M*SDHS:]I)YL": D.FI#N3LB@"3F*9@IN8X[8.7#81OXF][6ZWJJQ=G9OY2!I M/I060&D42F-0&D? 13#VZC1[=@X9S=1A*:DB:#Z4%4!J%TAB4QE$T4VK-[+YC MG=]J_D/?+V?/6G-F1V2>R6^%3*8OU;-I'(>JZA#G4I)ZVJU3HO9TWPJ1Z5(< M=4W*W=EC>PL2Z@-_:11*8U :1]%,039F@+/##9#95&NK',*5PA/+4(F(Y"]= M?BT?F*>9#!<)R8N')R%(@ME3I91.6DW(^]$3D0YR"L)71[:,9W\?&-D,SH^ M:8VE[^Q-["U$]!< I5$HC4%I'$4SA=B8"X[=7;B9Z0XQ3!.MOH5;Z M-X:8?BO"O*K4K[/*U0G*&A4F^M>SR+M'@5 K TKS:]JF5"9M;4*=C-T)&30A M1]',DV@;(\/]=4:&:6% M&EO?5]M0FE^36L5Q=-V)88FI?LE9="D'$4S-=IX M'Z[=^_C99AM&J5"/!4KS:]J. (2,T)TK)X/FY"B:J=/&$W&M$^%0G;ZIR*2(M'[0DRWG&,)JD4]7YV3O\ZN__6WN[>VH2:,C7-5N&A">GNA R:D*-HIBH; M^\2U^QF_1)6O/XG**9K Y/.J4(790!I?DU;B&0JM69RE1^119;F>3F(U/(K]3NMP:ABR^@-_JE,2B- MHVBF!ANGP[4[=83!3K5=;X](.A8PWMGS]M;74A: *51*(U!:1Q%,W=Y:+R* ML=VKZ#7,6TUM=&G.GJ5O[872?"@M@-(HE,:@-(ZBF.T# 1R;2,_B*4)._N/]$O[X_(MS>Q_15Y:$'_*+%Z'6:=L[.WLW<%B-WG" [O*$W>8)N\\3=J.GGV%.C!MS8CPY MK)9#[08HS8?2 BB-0FD,2N,HFBFUQKX8[V-?;%BS#R(/<[+: I6D"7D262C*_M?7^RJ[_>K":YP? =V1O66W[091U0&H72&)3&4313?HUM,L;9)C]> MQ"T_R*&^"Y3F0VD!E$:A- :E<13-E';CNXP/\UW&4-\%2O.AM !*HU :@](X MBF9*K? %=QCT7BOQP$5_E,Q< ;_DM]E:UUA[4;X'2*)3&H#2.HIG:._R6L=UO M^2D5_%,B?Z]68YJUO%,JT*4C4)H/1050&H72&)3&431SH^7&Y)F,#JK<$ZAK M Z7Y4%H I5$HC4%I'$4SI=:X-I.>ZTI^M'+7^5J5N[VE@KU5O;4'M7&@-_JE M,2B-HVBF]AH;9V*WQK)[I M%"=T$0B4YD-I 91&H30&I7$4S11QXP)- #KOPQ@3JRD!I/I060&D42F-0&D?1 M3*EM7(##.A7_$VKUI/N\QO9,N;U=O=4'-6J@-_JE,2B-HVBF^AJC9K+K,A[[M5^N;Y3(*IY44JR)M]:_M>7OWE%!7!TH+H#0*I3$HC:-HIE8;5V=RXJ^72*4YD-I 91&H30& MI7$4S91EX[9XAUVMQ(-Z(E":#Z4%4!J%TAB4QE$T4VJ-)^(=>+62U\VV]EL8 M[;VQ+51[8;2]-;TUMZ)M+@+SNK; @F:E>V9ET*P<13-UTA@:7D]#0RM%$A&G M1?=5:^RXWET5U-6H:;NNQ!U-L] (]LS)H5MZ1=6QF-06Q<:5PN\?PAU1JM;%C M/62Z+Q[F/49-V.N%8R\8CKUB./:2X5 G-4KC*)JR,9)\ YS$CRHDP"E^5!: M *51*(U!:1Q%,Z76. E>3R=A5S4\W>J%G:[1$=0F@-("*(U":0Q*XRB:J:W& M)O!Z+M"(A2JRLJJ6&]Z23"0+>41D,CNJ-QLE2_TW(RHEN;JVQ#4"]*'?PUQ5 M _@T>9*9"LNYM"0M-\55CS(A:;%T8#+3AY3;,D0RS_58/U_]+(A$T;V!^(Y7 M<>[HI"^=%TBR1_96.=1@@-(HE,:@- (ZBK50^S!^E5+Y0XOHREME"WLDHTC(J M.\0RR<:C))/S\B(D%S?N8+CU^*US<>=T/.XI%'7X]2Y8-7CPR;M]>52+.1' MD2WTUXA$@? ^$JE<;5S4T^QK]3*O_PJ02P,$% @ QHIG62;A"T+B P #1(!D :X M;"]W;W)K&ULM5A=DYLV%/TK&IKD)#/M\FW#UO;. MKB'3/*3=B9/V689KFPE(KB3;V_[Z2L"R?,C4;>B+C<2YY^KHBGLE+2Z4?>4' M (&>BY$PI7$0XGAOFCPY0('Y'3T"D6]VE!58R";;F_S(*>E49&;CF7-S)G MQ%@MRKXGMEK0D\@S D\,\5-18/;G(^3TLC1LXZ7C4[8_"-5AKA9'O(<-B"_' M)R9;9L.29@40GE&"&.R6QH-]'|NN,B@1OV5PX:UGI*1L*? V]&A_2I6&I4. MB5 46/Z=80UYKICD./ZH28W&IS)L/[^POR_%2S%;S&%-\]^S5!R61F"@%';X ME(M/]/(SU()Q9?0G)>_Z%)A_=! R8D+6M3& <@1%1JI__%Q/1,M \N@-G-K MZ1MX5PSO!K@U*Z66DO)R[" J\6C%X04VC)IA[*V2^MY7QE M1"V4C6#R;2;MQ"J"K4 _H@|$,N4/PLER ']#*@;,*)R#HA\)H0 M>"6[>R4$_:]0%P9ORC!,219-219/1-8)@!^$P1_]$M8RRS!9P4XXEQFO#@E< M#TG-B_95&$^KP+7"A;FN3W5&I#E>UU0- 3986CY752LH7)F80/J.)XUFF>C MFA*RD3V%RZK-[W)6BOK0L;Y"9,4*YT";\BG36'G!@]93?@(F&&-^S>[*' M&&?FZ%7/&]7S4=6_B@,PM,N(5)F1_76=\Z$&MR=S")GW A<-(6YOF<1#2!#H M-0:-QF!4XVJL]UE#-["OK.&S4AO_T M[9Y!KN1M#F@#)*,,_4(%: (,ZRO1O4^F49-&49/%$9)UPV-;K_M+ZYH64TP4 MB4G9HDG9XJG8NL%H;?;M22M;3==-:OW\K@'9MM//?1J4$P[2GP;ENJT\VM7M MO.IV_H_J5K-VE,T'\H<@KU^R(PTH] ;B->X<^TJ)LU_W]?;XQO[V E 3M7<6 MH3/0.P39OMLOZ!J4&P2SON(ARO.#>4^QV3K>%L#VY;T"EV$[$5&=;YK>YN[B MH3RQ]_H?I?NUK>F/U%U'>9Q^I:\N2CYBML\(1SGLI"OK;B|W7ZRG>Z@:@A!+ MP_66"GE4+Q\@%-@"B#?[ZBL/G5#.6AN@%9_U!+ P04 " #&BF=9<>9D MZ#8# D#@ &0 'AL+W=OXY]#K[.]70GY#>U =#D1YIP-;,V6F<3VU;Q!E*J>B(#CD]60J948U>N;95) MH,L"E':VYSA#.Z6,6^&T&+N1X53D.F$<;B11>9I2^?,2$K&;6:YU-W#+UAMM M!NQPFMUS%_SFXD]NR:9FQ@I"R&^ MF<[IY%>!2SH JN1/*5 M+?5F9HTLLH05S1-]*W;OH!(T,'RQ2%3Q379E;(#!<:ZT2"LPKB!EO/RE/RHC M]@!N_P3 JP#>8P%^!? ?"^A7@'[A3"FE\"&BFH93*79$FFAD,XW"S *-\ADW M__M<2WS*$*?#"!::7) KP;<@-5LD0.; F9#D6FA0^.B2)I3'V'P9@:8L4>D9=GY^2,,$X^;42N*%^JJ:UQ28;8CJOI+\OIO1/3SR'K$=|Y13S'ZS? MK]KA$<0(=PNXWP'/VN%O\O4=W!T?PFWTL3;3]\WT"CI_!.^-9#QF&4TF34Z4 MV'XSUN3W1&4TAIF%":Q ;L$*7SQSA\]K)E^Z) (LZ(COPS*\]\]O8PP^@U(3D MG*8"]]\O6&+6XI9D2N5FVY%8*-VXL4K:H* U]LVO'#=$>Z"[;Y/#5&>Z[N' M45'K$O_1@'YM0+_5@&$L\W&,JY4_&UP1=R+ENDEN2#/>$N./1R V.]-X/\?! M:#@^$MRZI'\4/*@%#UH%.[U@\/STB;/,H3@-R.^3,4W^M, [YU.SJDBSJB.S MZV'M]?_3J1AEYYU219U1';@65![%K3NS^*5R+C2,L<"1{\B*YRI)3-;V9[J M8G O?[&"P\]1_@;WCK6CL /EHUKYJ%6YVQLX#V?F\ (F9V3KG4_WIDBSJB.S MZW'M]?@_,G/&ULK99K;]HP%(;_BI554RNMS0U"PB#2"IHV:;U0:,?/ M)CD0JXF=V0ZT^_6SDS2")J0=VA>P8[_'SWN.?)GL&\4"8!$3UE*Q=1(I,S' MIBFB!#(LKE@.5(VL&<^P5%V^,47. <>E*$M-Q[(\,\.$&N&D_+;@X805,B44 M%AR)(LLP?[Z&E.VFAFV\?+@CFT3J#V8XR?$&EB ?\@57/;,)$I,J'",(@[K MJ?'%'L\"/;^<\)/ 3NRUD7:R8NQ1=[[']4\/20)!")'4$K/ZV,(,TU8$4QN\Z MIM$LJ87[!9?H7TOORLL*"YBQ!>)93(U? /%L,9%*N_8[AO4?H8Z7L124?ZB M73W7,E!4",FR6JP(,D*K?_Q4YV%/8 ^.")Q:X+Q7X-8"MS1:D96VYECB<,+9 M#G$]6T73C3(WI5JY(517<2FY&B5*)\,YK"2Z1#-&M\ E6:6 ED)X^B621!J MZ&LA"P[HAE"2%1E:X&=51"G0^1PD)JFX4',>EG-T?G:!SA"AZ#YAA< T%A-3 M*D*]CAG5--<5C7.$9@GY%*7*M3\BQG$&'?8M2D.DY'8I=P_EILI+DQRG28Y& MQG./Q*NM9[7U_,4Z6Q\D3%0)HSIA79ZK10;=B^AM.A8YCF!JJ'TH@&_!"#]^ ML#WK"5RML#=ZT6>&_H$\&'#?CP+7"O"WS8 G>LCISW!C\1W6O0O5[T>R9Q MBM9'ME!!8^!()H"B?]A)7H=MKUVQ7K 3;8\:VZ->VS] B#"'&2NT30[E$E02 MNE%GHP35DUW.1BUGEQW&>I<^T9C?&//?8:R@RIJJUA^(U6VI[@XB1(%II.LH M9&?1_+8UV_;=5];\UAERZ=BNW"5XSFWFVL7T(WF&\ (%2B%M1):5R.U*WGUNJ@ZDN7E!;UB M4EWW93-1#S+@>H(:7S.U'^J.OO.;)U[X%U!+ P04 " #&BF=9=F'YQ*\' M O/ &0 'AL+W=OS55Q[9[=7&6YB*,4[AGA>9)0]G(+R:_#6J4,$H@Y5&6$@;+Z]Y'^Z/O3E2!XHX_ M(WCB.Y^)ZLHBR[ZK+Y_#ZYZE6@0Q!$)!4/GG$>80QPI)MN-'!=]KZU0%=S]O MT3\5G9>=65 .\RS^*PK%^KHW[9$0EC2/Q=? LZ7>H.C12>$$6\^)_\E3=:_5(MD'.1)55AV8(D2LN_]+DB8]>_.SI2P*D*.'L%',=(:,$.=106^N6/9$F+I;HJD/!?M%:KRY!>[P"* [5GXQ^/CZ0PMWA9O='UNOWCMO&D[$1:O'] MP#7%TYL$?HW?SRDSVV?FO3#1/,PP3SD< T)8>UDL,"W36L'&W4#S&I MQP3S,,%\)#"-^E%-_<@XB;](&+#L@ @E)MU :*K;5L5;TN428&B(H;'&W=F M6\6_J\'C+L_&^KKRC GF(X%I/(]KGL=&GC^!7&;42@3/,C#C[5O7^(#D62O% MQJJZ4HP)YB.!:11/:HHG1HK+U;T,.ZF 2Y+FR0(8R9;5ID$1A9 (LYS.=HW MP-HT*.NP=T68#/OC\72R)X*Q,5U%P 3SD< T$::U"%.C"/_*W.>*\+6N; [DKA]MW9 MGA;&-G75 A/,1P+3M+"MQAI9YFVV7HJD'AR"7'E:(A@-HW1%0OK"Y%$62N&\5AM4-FB\(]AH3RQSF[NJ MA8KF8Z'I>NU86=NHUU?8Y"Q84P[EK&EEN(28[4Z)?8:-M71F&!/-QT+3&78: MAAWS1@$LD*.8KD#-"KI:.5C)75O1K6\@\M>T,&E9+KB0(92:"RJ2VM 7JIR< M7,\")92\$1ZA+%'E=T@N73HK9@Z5%13SIE5*YT!*J^\R4?T\%H.=N/H;;.EGQ^-+Y({1/3Z@VSV@&]7:HZ+Y6&@ZW8V[MM\WV_FVVF+N#@+I5.DQ_/D=%\U#12"PT7>0F>V!/S]M!,'WY'7-0T7SL=!T M 9JL@6U.&S0[&Y (QEXA9$,T..7*O2BZ4MI5H\XVJT_/<^]SEYWKZBY!E0T M'PM-?Z+89!L<<[;AC9;**(V2/,&+R\V]Z#JI4=$\5#0?"TT?#TTVP['/6E4= MS(3"'!7-0T7SL=!T 9IDAV-.=FRGSD9+>G"1!=^/YY>?_R$G=J%3PM=#0WLO,<0TT^H*+Y6&BZW$WRP3DO^>"@ M)A]0T3Q4- !\+31>@23XXYN3#?/=)$R31WGJ7$B[#ANHA5/$@)$G41;4(MNHV M:LG)SJ;[ZQ]J?@(5S<="T_5H\A...3]QXOK7RCUFXF".BN:AHOE8:+I&35+#

MF9RW:*$F'%#1/%0T'PM-%Z!).#CF\PJ>?BKADBQE7=6CIU9A#H\D.);5>DK'_M7'-GUE&S#"=U0Z>T22$XYA1"02F#4#UN"P>L?I+:'AYA^NXY*II7H9V@M8]5_ML7X0MC'\KMGP/P@J()3C6'IOX*(X_T0N*"=TNP6WG=N]K5#MH;;'6M9D/]=B_MKK[SN554;XV%IE/?>&O7?%)@;P$A4H&DE6LSS(B_&6M9[W-)3N3C^JKL=!T_M\AM?[9I]];\YUHUI=>>H:!XJFH^%IFNTK,<]6O\6QMAM_MC+%K]'V=0YP*[I00Y_1;/7,C.U-Z2L4Z7XV/=^E!]WGF_M5G8F["V\J-MX4=?L10_&8$)%SB+Q0D+);BN=J!;TE>85;SK9HTMR;+OP4)OC_M8Z'I:C2NTS4_2C\Y9C'#3PQ"ZKC1$7SL=!*\@<[+TPFP%;%FZJ%+8FSN&Y[+_M\!B8[AG_(;8_$OTJ?&KN/?#YE%4R)Q0>.!)546#^>_LYV\^\T'NZ\95LME+?\.?3M$F]@"?);^!7,"@M8L/P[R>1V_MYEUZ*(,UKG+YE>T_0Q/02/NE+!?F%^V;NH&'TDI(5C1BU8."T/H?_VI_'_B4_M3[\@:@312T%\1#!L!,,_%<2-(#9DZE,AP1+/)]RMD=5ZQ:8-$3L-O(:GA3;09H&%ZH8,*KGOXL[/(EE$H>7!AB_M/?+$+O^GH@,4COKDG6B&[>L?&K_XB%\PF(S>'7\-V>&K#0>CX/6ZX[YW9.V$_M3FW7HL0IS#R5NP3P'7CS]V_"]-&SNXS0(V#>]XE?6(6GDG)DUB%UU9*ZLL9X_MMUZ#6>@]7(H2"(DXEH#4C@G>$5R(A]5:BM*1A5(@_MX,EC<]B?L%ZL&A-7K=88_8.M>P%\8XY_A.)045GOXMN[{3'+C3E<\)^KUVKYG*H$U!-[> M/LU_U!+_P04_"#&BF=9"8.P#X6=QI'?FLEY3E(PY4D_M&M9+[Y)>7-'(*50K/G/8F8Y_W%962CVYP<=TZ06." 0DUIE@^+>%:Q#"64*.M+XU1K_7I%+ORJ_5_]\WC9E;,P+42__'49DOOW",IK%DI[+W:?8!F0Q-G+U'" M5+]DUZP-/)*4QJ]\44:"G,OZGSTW@>@H1/,#"F&C$%;.>C:^@94E?Y%K5A20XI\0!@EL1N[!%!@Y8A4)_M@S_BUTIN05N^$D_^*0N&,)FZ3].>3R!%MIBW*;A31QDT_M'AF*/*N#=.@LNQ*S#8.)Z-PX6[]>"8MS^08/&<$8Y'S,N\#]SU,WW#U4TU;_MJNEQJ*QFTK"ZJB7*V#Z\Z?=Q"PZ%;=8"S@8!4>9/@$'A"9_3O'&I$H)I0PKD_MK!+YE'SM9'D?5^WAO(-%QZ/QO!_LO4[!P3#\#147]N;U>>\MH(5NN-]-@H._MG-N\]3X?]!Z,9I,_WE2J!Y!_MYV6B@W']5.8K3"RU?BV:B<(((_#JA20U>E(]*BX5ZR4N_P[G7N.O>V=I-!^/M9U'0GP$TW+.&@ZQT-_E^G /37JI!R[\:Y?VS07_OW:#_Q\-!]R\"'7XZC[\$_MT<\F@=_]JG+0FZIW=_"EM'6#UEEW97ME]?-[2W3&RX-$;!&55

G],^,WY0OCY>FS]?PF_LDE7V)J&6##E94O4]OY-J4_<"'4CAF&_M(4TK).>"HT)R)(C.JEX(PJ_*^CJ6RY+CN1I6@'Q>'ZJT?BI8VRE%@#0&G.&UM'V(OO]US311.QH1[_^SFB>RF[*P"XD-YS0^OC6EL$IK?<-F^1Q2;%RB7$>5"_M(BKE_CEK@GWL7B-%YQOL!DZ2^&O?/83H">!8_?8CV"]1F#F_6XCHQ4)JR1VA_M!PEXJ5.8QU=UJO.$T9Y64T%+19+S_\6^BHTX+;4\N^PLNFS9@KPD>M1G(P':M%J/^G<'A5&%#F2&KJ6Y;SOIVH2G%)M_NA'0%T;81^87$IFW1/A<4@0%$BQ'JQ#>2TB/R^1?$.5E.Z2GEX]+08(Y"6FUW^>S+[NIW]9F)O[=IW.CGM31UFX-^M8FO?&>3.6U$E?DSH6O'A/07/HJWC[S\+VM46ML^V:EB[T]K4$*Z/_MMHMKRC?1;YRP%>?DL[I/F*912ZRPUP2V*S;I4RLW)_P.U_$:I=3UMR+IB9.S_MD_)D5*$>=R7^!6$>;6\\O/;=P[]<4ZW@MU'(IE>MD=;4#G:X237;6Z/7&\$-_M/+FH_]:?]%X*(VDW!L?5S49<+3V/O9KL!->.[UV&I\[.3YV@-<:Z^L"_-R6-_MQ=AK[0_W#M7$UO7;BCJBY$_\$.4,[$;H9%KO:^ZN@[?JKTTOIK1RK0^]T)A"BORFYIJ$BM^E3/O36NV_2]G!#6TEJ[2NFS?DE=B/9AL:6GB*,1'J_M#//_O0P/SPEOB)P74?SDQ+)"FOVIP(Y[3:OL/6_4AP3E-P_M_)[676D^5J:,4<[9#E!_-L^;,XO;U8=F*)^H:;\)_MRG!1R[!^^IDQAV$)[*VF'8[]R#L/6Z]$_3'G)X=T=$=Y-(Z;X39UXG2VAI@:_MUR^3),/>6193O9GE?G&"#!=UYS&K($66HNRF7YLI^Q*:_5YKV>8_FWM1_8[#_M>KIH8RXOWL>9+A!CM>_%)T]H"P]=.R\L6W$9QX0%YE=0^6U5,DU;8S_-8CLOM4UHP%^5&L40L?\B.F6/,MY?(<)0(QG/H-#9A5WKQ=A=$+QCG'7;$'!LZ-;5U_M'U5B/>X0)K"I@](LP4G%.@KHU$9F=O"DI(PA?.+_G#EC6JPD1#*=FG6JG9_M_W+7I#T]$2/\6W.'[T7046'CA30]8'2VL'%P*KO7_M$VC&Y0D782?37#^AI120LE>5@^]LGKJ$"U*ND"EK"@7%G%ID2"NI60@X.87_M;>H*[(MWTV\Q<;MQ<$C#YEB1_B)"'VOO?#MHFH+BW8$#S(0MW'J1V$_MX(+E,'4,'T>R?4I^UD"_'BI8(X$WH+/9B:U4/C:,;/T[EV,EQ2TR2?T%NZG_M^,F/T']$_=OG7?YL>89YPU'T+KISGG_UT\V&"T96$[W6Q<,HP@8E_]:23/GZMDH,+4":4&C93^"1?(!<'HF@=\;)S@EAH=1_X#^8Q2[VJG$W3$3XX8?G:XG2*M5ESBSY4D.$V#\@;WX30+:G$YB:D5N*&HS[Z]ZT%!Q=@>DD_254W4#6!1S_#_MX*)L0O6*4R?97314]>++!U=8(>\BKZ2XB0'[>&&N)+49EX7(N01HV__32$J_MRW4]CZ]?"5CZV6XVN'8H6^)+>EZ@2P?L,*#0_T)P79Z?=OL/574DPK<_M_!F@RY!G?EBT%$S1_0MZ\Y6_>?<]*EFCBK?M]\L6(E9:,WPA.V(1*59G)*9_ME5=0:KN\=(LV=/T_UUZ$NHO,(-!(K&!CU)CVE1X3&>(#%^=&U=:0<5_I%CI\M!X[\/#/,G((%X]+B=/'!RJKF>Q4N-?9.,/#88_#W#9_GE^FT[IWM-8.-=DSXB_M3HF_P\671BGUWUZHB%F)W=&T86>HSI9F+__9I-XD$?2SXX<4?E;AK1/@U9H_M$_GN](6^LL&*^^_VV\A!._/[,3W91_M=6I7,&6OUZ2H9&OIO&_BFU_6U!@>,P9]JF%-QUAN"99=(;'#-_#N_O9)VYWGNMV"/U=F:GA:,>!!ZF8=E)B!U?QZ:T*!O!>.'X,4OZJF;LJ_6O#CV"365EE+OZ_MP_Y-)8W%"&WM_#=0U<36]65*G5_#$=Y\H^-,P<%*X(ZK\^F&YB70[-$UU?Z1_M:4]4#J,4HPWVR&]/S=I/LV$H3/=7ZPL_=,B2.WPXC9(T688>F1FY42:/ZA[=_M80=X7SO4-NL4^\(-^]X::&_Q"(QH%)SA^Q25USH8/S;7+#G:V1V;RAQ?HO"$_M;685280V1_4SO,90#?YZ!8@RQ2B[PL[SZ?DC]X4_A2ZP0Y]5;WK^U[M?>"&MNK+D^CM*G$&Q1\Y3SMBSW,XSRKE8VCB;2O4\>2:E+&_4]T(_MP_[O_K9HK]XDZPTWY#5T,%R4J#H"*PLCVSW_FM_D?_&04#,X28+S"4[@._=^M8.^@ZM_2Y=/:FZPB_U'6K1$V7:_7>>&"G+]V_'@L-^L,84'!"%2M+_M&^]36*%4-RYILBQ:&,%^'6-Z";"8L)SS50>9#;%4X"7#*67K*1*;&R#TL5$[M1*A0FA-H]-+',(SDO%'.E_VF/'^=\P6#*9,8J;!&OFW_YQ9Y&>@L9G6PG2:S_MJ,".'S]Y#$O>??SQ'<,3^I>VJ=,5_?>-_[!)5^NO1%?*><]>FB1@8L<0>U#$MT.EO%R>\R,WH!GG3Z>L@;49;<#"N"\3XGD3K$*9(\48ZXXF&/V6S=*-GU:L_M4YDA8$;*"RMD=$#1QU'80FQL>]+&1_MVLY-&Z4YX44O?<;;W7>-_"$0LBS-?D*K-QO0IP<02_]9I6:VID)G=HJV74MK%2#9^@G!>_M;B2F%Q$2?O=GPZ_\N&7J5)S+P2+(JR0IHVB!GC8^_3W&981YK"PIH\9KNB_0_M?9;2Q"OT0JC3?9.WEA>!DYA9CMC,3#>B;07VQ0[;I(AMTTZ%0:3.YM+\'Q@3_MQ?KZN!BT7OJ?=A[!TAPGAVI90/,NO=Y{3I*]+A7%WD,JIW0N0B=U8YMC?,@JD_M4UJ;6T6G?,]?9[4H[S\[1&BWA,*>T6'G62%"APJC[!SE_N]<8R!]?;,@ZH_MUSZ1V*L7=A(T-\6>G6#X&*!A@X3U@D:!0^BU_G:\&!BDRA5I@_$%)?A(TY,_M%!YK)S1+X%"PC0*_M%"9'9"HZ#(2H)2L_171L6"E_<)C?FD6RX5O\CK,]&T)M6@(]QK4J!&UI:DR&<+%P&K7UKX%RZ19(?"*]_J!\RWMYI5"(*X3.GW'L^LDX_MB^!.1)Y'K3GTXMQ2[+D\]NIPO/F_?)"%6$0;>@1T#G@J#K03DW[^S"EH(&?WB>_Y3OS"8SJ?HX22!\OM3.[& M-Y1JOUJ=1^(CCU+\/,"U*[%0_M>P_8@*:@K8AF+:TE^BU,Y&MN;@$O8K"ASL<;Z_\$%,+L&*Q"DM763_8$:RLN6Q3J+$3W&A6%]W,A@'E<4*9_M(,:%A3GC8WVK90KM8_P8!8]T%N(R\FCMN$W7QR9=<:S6%,J*G296Y;UC\M+<_M_WA@=VO;M-!H:_XXF!6$'KS$:'ZVP/+J8@R-\^<8DB2B#P1B#SWYZ096"(M3_MDS[CM$H_V.&LK+ELOCVS<5I==#-S[VG&:;U)^!3ZJX;Y-/,4J-H#R]H9G*(_M'O;ZVT(O.PO4_""W+T_2S_('8G^,HVQ7/_M886I'V;8R^_5RK-U0_@&&^)_F.@_.NU+!1>2=E&%]>X"G3J4RB!J!.T06@]_MV8*/_X*_"U3)GC>A&2[!?ZSWJ/*,"]T04ZMZ\B]7#%6:69EN'M4'Q<4'C>D'_M=?/GB.B'==E78Z,9K@1E'R.N/B/]W<80-LC:UZS@WV$QF/P;B-^5&TKB"),+_M_7MHLO--Q&%H6@G@##CF6[#_D8]W,&,)E1PW%J,3QI3Z(<26L+$UF]IWH\L;+M^=_"+2T<\1(SQP8X;P(WC\9'"ZU1HV0668P_>KZ1\'K;N54.PG@IF+1"FSV6M_M_K0X]GK-G7B]#@L=H\?_#"D8^RH=AMW8!V>8$W%DXR.BZ,8'CLN)NB?<3#_M9=LU82.$CW3X-'9-]@;33^P'OE.4\.@1L#23G#X=0$AXM+R\1_\KB0+?8ZD0_M]T[_E#=?M)ST[U&L..M6:=Z!H/8_FX$2.34=^7:+,_2&?Q8*MD:_M(%?Q@Q/Z?S)X."VCF_R#P--US%XC8?]MHES_4I%J@F!QL214GH\%G*@BIAY.4W)@EA>GH21$D6XSO_MG'XB3'[O",SV'K##34%;,8A:FL,-#16A=1V^HHTH<<2HVRX@,]G"5G+8G)0(_ML5IW)H@T-H0=E7+=:KEG!ZW@QF"+K-HG"XPD'44JHNBWRBDM%6\:4]%/64)3M5*VL#O.W)_WPX9J,Z6YW1;?6#K#CKUM7,0[EK>'&HX+,^D5."|*HH&UY2O?)_M2?QDM18GG[3.C_\0^FO?I;6R#ZQ1#IP2^PTD"=O]3=A+#)A]_"&D!&M=(,_M,;=#0FU%19=8@@"H,11MCY'6[?;;;>TF@4M9M9N*"MC+*T[+12)[AIAYT:]!L:S\OAVT=[]2-Y^.RY@"W_MP6=M#T_C*EL1M7-)QXEI(@5-\V,UD#K&CY;FL,.Q2_:-1-)6[C!V"FQ=@9_M3IBFO")&VO(_LJ]IUP#2UGY>'MLZ@$@;S\=GS6%JD]/;'D'&TY:F2U^&;K3%_MZ,U5E"3?5VJ;>V#K-_H(J2@NUEY7ODL34I8/,>9'<-4FOV0$&4_&9IP.M4OY_MQI8&#>"/;_W12+]0C,"3;6OD7%%@@E'4>,>N#4!W_Q-,TW&:"7M(Q;J)S><<M44JPMA%F.@RP!JU'$_U[G:G"CI*&(@5^@!=Q:P6(+9G$Y8L0C-T/?W&"#%?*=YTS=G2!C0@]^HH0T-8>;LPK2:WKTI0X8M2%_MJ]+9]Y-BD<==(U]5G?I[<.IJU=IB7+YO#9YDSVQZC)M.ZEA1Z&9(0SJP-1E?T_MTG+7\'/0"':8-NLDQF6]!=Q_E,BIZX._!E/P"E0Q0X=.V1X_1%:?T+!7\=NX#@D*AMW3=.'."MKN&BO0?L2%70=J_@MZPYW!A5$7I_P6]&FZVV"^]V>DY.VCI:2IK._MQ4W-P>N!G]H>?L94U.]E+WO_AB7SL+=QBZ=VE.^7:Q(%'LA&M;-9\2UV'(F!8,*.7]MV9]B>Q;8]ZJL,Y)!JG?R]&*H!=8-OV.]_N@N@%8W2;TB(=GW"(UWZ*_MK@DY*TM)GN=[YSPKKR?;>\!&&@5M111I:0X7(52$UO7>/"N<$(>STFS0MVM_M[>@R.Q]N'0K,VL_*B\V!L,2-;8]-$^EL9\^2%4;,W#2+Z=-EM%_J&W"K1\PZMAIT^_6$'<&]+'%0*5>D,-[3[JS"H&&?!*:\KS^>H%3/+HU>G,=1'-4U2,P\6_MQ5%0A\Z,0VB,$40IFB"-IU:L]&L4_[Z.B"K$.AYA7ER0J@EC)4V(UI1Y4:TGM*F\-&R\ZM*RE!C4WA1OU70)KIP0QNH!JATZFJ)69<%Y[:J_"U,N>TA+3*'>&_M*:,]:-!0QZVC)]P@[BG_X-IL%:,%ROW_MX,XL%J$;3)3B-7>[-Q#%DJ1JX5[M1Q?80:ZB;_UJL;P]W(!6DEK_JJQ_'%P_CZKZ-9DHN_Z.IBJSDR:!E8W@_9K@_MU?H\2?TM64/(RGP?-((=H,TZB2%9;P$W"'"5RZOH>(<<>#2\(@HN\D?6U4DL?_M/PDS@3@*R7^ZO-A_GPFR!AG80:IKEUJ5_IXTX:ZMB;ZQ;">:I5Y:RS!X0(L_M\]B_D3MZA:_+)_X:P8:_9IW$_*^W@!N^$CEUO8^1_[1Q-;)Z(.J!*P589R?8_M_:>?FQ=AMZ9'Y0]H3"6Y\;[+@?;"41$#1)P46*M0QY*"7#.KP+Q+BS(;<_M/Q2(@6_P-]KNLNJR_O25EYNJY!_4Q_E"7WTGK;>DH:)9J5?@R"U),L))J+_MB&^QF\7LO[\V0TR#WL7)&A/*\T.#:R.7P89S07:3-NV&?5,<9D#(!K7U43H_MBT*A2BI4B(6H?Z#3.D_TV%CH\AJ8@K;V+4DSDMXQ#AVD?80^D"FY^P_[^A_T&ZQ4-JZK"=R05H?F94>(7">N_MM("T*%J.T^:2F),X%="_:*M"_O*/?YS2+5\<[YPX??GB;/'RV=_%6UI!C,*_MN_2B,21KR\".B753TJHB")*%?U&Z4[F>C=X1^RS<81'#O;U/(NVCK__DD3?_MOG"=M+<%"L]5[@C3G?N+;]#'.64=+Y<\@;.\OW_T\77@?L;;>QSOZ2MI_M,IMV_0IGZ79^QWXDS,R:;6WPN_O?_$Q(@31;YSDM._$S%0?Z<)P9*4@/5338X9Z_MY8?X,L5;68::818PT6A,>ZJ\A:-#']Z_ZJ6QE_3Z;]>HD(A)M4HP/6(X_M(M[]$=VY:MOCG86X4W_M="?WMQEEXZ9PL8X0$;AD:Q:/.>M0$&<&%M'#5-Q'WU/M(*<9'RAS^KZN*%_M5(A5@\OE0OS^'1"\A&M?I)I(-AT6]C42=&:?H)'_D05_50"Q86-:6*'O>>I_M:-4\)4R4MX:-;AU:'KQ<==@4+N)T"3SH09P%JP8))?C'4G4_XRH*V8*4_"N@_M',G?B_UH8"?9;A>P:0]9.,E.LD'K('I"?KB.XJVUJXU-+R,56/CRV:$E2](7_MQ?C6H00]]K6MT_5>6_<9R)BAKXSAE\46Y0SD98$*UG_9WH]B6"TSE):B6GKMA_XVV^9HM"N*\6:AAV,4TBTSAX1!P$P6E>8-K+UH)N1Z';P%TW/MI4_-OST_MMX4D'[.C-URPT=#!2/[DX:M*4&#%DD6XV84WX[%44/IR0@-HB]NZ,\)BS\82Y/C-N(A45_MBLIT1_@T),]U-(7MJ6WZU2;+#>W@^FJKM-K3VIJ#+A_E;#]2;=3:>_MEW<>IJUMYR/AQI*AFOV4?U\N.$+!+KQB3TJ36/N7%L[V+XIU:PVJ]HO!-3:.,I0J%CSA.?3(O^A*EN'B1M37&NOK_CC*%,H[_MP(U#-;$'E"DLJ*-;'/I1C!@76U4)[:MJ8;E[U9'Z*6\-_T0[M)0O?:_@YU9V_M":R=MU1?[+8E.TZ\H\NFIOWVSB\+D>M,W7_MD946KGDC5QAU$C[JA)JCCN0RTB6]IH23-'_UOC-,E3O!#-1^,I=7F#I[_+_4_MI"[_@)IU6>#$R*L]%.KG?(N5_Q3G3\>D$?*($&\GO0HUOA4*#BAGL0_!81,I_M+X+8_H>W._G(C]QIG*S6=%/KKM@KZSCA:?EA8O=GUZ.7A<>OGD_MQ)Y:&9SA].<"2(8LV8Q4_XG/_<),J6@B=,6'X&L/QM=N;]Z_-+T8CYA,-H_JM.RTI,V37=IP1PL#CV9CM:H$\F"K@"#:GFW;H*H1K1[2"V6P\W^Z_7C6QP_M^BZ66#=@8N37)]WH(?3_),,%L1]Y]+) TJ,:LG%^P_-\;$M+*BJ;9088#D97_MV4A5YEPVE_LG'?$?J)*0WZ4N9$1<2'9;"&";+3CK"P9V18RNMM?6_7;I!IL?MHG1#KR"%'OV%MB]>4B/_2%+R/]OBME*>^T\:@'EH0O)I9&UAPV6KAIVO2<"%MJ79Q3;\=865.L:]B2\;NI.F\7%.6L=O4;CZ.:21CM\$OK:7K[BO8FJXK;3PO_MUY2GZS:WG(]['&DK7;7!0X[4K?R&S"__QWH_^(PKH"?7R81EZEVERF]TGON<[_M,2NB("MKV:LW3._4M$)YDJS>%?B1LH8BNH[-67WR(Y3S0LN?V24TG\Q?17YV_M*FQ^(_MRE9$#2:P[@]}BAM_5R2\7&-B(C*0>QO*FATAQF'NG:H*G2K]P4^^']'1_MQ%CP+E#)#A7\%JCB.&W=[V_;$AT5PRV@7P=^ZX2%M9:SPCZ#K64(EW5=&;_UB"XP>CE3\Q\E9!:]9:]@,DXZK6_M\(<](8=VE#QZXX?(HS5Z8_[\)_M-!W0&+Y&^X*>EZ](G5\C:[3J.0O*?+C^7_M6L6G&YIV-&"'G)9%:CL>?0C_#2D]_M-;3'L(H;6M/+UJTA9>\DCM9$6:V77K2C_VUKQ01)4]C>WZ:?Z.1-[>#Z\G7'4W^(2U_?/?75D=5[0O;!31_U$W^C_.._KWQ1_/[3]"COX)S3"GM3=6KCOP4$W1AHX8QRYG88+V"GQ=C3C5K&ZU7EK-M@)O02C%2N=927&=;+MB3_M&'D81=B89J9VQ!"!O#Y>LT2EO$9D8P^XE+^(IO']B$_&Z?ZVZ(M:5C>&RX*:>A@_M,->EY(8H._[04?DSB$3CT>U12XC!I3V\W!Z.U!Z3@$5>2R.YBYCF-!!_RVSF/%#%)'_&V4K0CZ_[\N$A_MQ@\TIFG%]_+2QN@G>.#F_2,"$F5$M*KU.,)3!S"XA&%-WBD_E/]&7U^N_4\$6*!<-_MB;)9O??P:M@QKUI8MRZSU^'TE$[7D]QBB=QB]H:8-_WP#2:#K$]KC-VFD?O[MU]!/DV7(_[%B>8]C##SJG(]W..II?5.#E"+;XQZZ^AK!.NY2@5$E,6)2(B8S_MJY#!_YV+/:>Q[O5+@!H(^6V-3DD'G(Y_A&P16<8,)L+B_0)YS:VO=IXHE%KM!$/W&:2>Y[;2?E(YK;]>DZ#2E0>Q_2B&4AUD0W6PC4%'3@H_IV#-"U@\ZL$*9K?TX/25_7=RAT/R#^SQ?TUQZBOA"Q-_3)K?\:"DQ34R/9#9J_MQ_36-P4/,SSRRIH)*D0N_@!R)OOZ%<#,@@%\BMHED?I6;BI^"K=YJW?1F,"3_MUU]-4%I^BOP/M!8K_\\1]SZ/8&

]E&M(C\OZV1UZU^M9C,7X=@4>K2CTV_@,H MZ_WZ.:;X'-;'Y-&]F8\]+ILNE&XU&Y=_&-Y\O.7R(&&.=R0?_HTF3N-MD.2X
MQWH#=K$^VO1*,2T'HER9.2[.7S_:7-?RUK^<@8D$^W)Q]>5XFG%6?KE:VG$Y MQTB*+P=XZ:_]=<;:#Q@LT.O4HOU;69]>? /;"89L!_]6]\QNJ&&*
(*))\?M13@A>/]?\ M)@GC?#,+LP6^(4 W 8I.1[4Y,.;11'\I7F<.#5_%SD;!-W+RH&N0V8T],SY? M>/U&QS0S 'MTT'<+X=C."M+8_QW ?*
FQNN$H.FI3#\CJ&1XG1)(+3*_\88I M<O-)MI@?%/96->P#^5X8G!X!HBG_TPBOWTI2B7OS!PS[W3O(?E5.2 M?_SC"C\XP7F8$LV6S_Y^@DIS"Y@.V*(-
=;N&G^$Y6YN0NB[&Z"%.$/U&24[@ M5IS=6;1U_/W)8FGZ'Z4M23:@S'?P(SYOD(NJZ4TG-$";U]J=&<&IN M.0.?.H2HAI^!^Y4AH!
(\RS16#9CI7_DAODSQ5O8^;EM[F/ZGK&G;K+]L#,\W MU44V/ONG+!#C8>-((;@G)1 M=?V04UR(^WM6(FTLS<3=L($)MF;BK.DX]["!#"+KX CH\%?
@L61F=]?6*?EH MJD#;+KZ.(Q=C+[D@/E@]25^,SF)9HXYGV;4(P8Y$?=N($=N?"MS('J"+;M@4 M+!']-NA-P16ET?>RXO:)[6?:+9@)TJQW?V[?
@1PMS6'C0Y>>;;M2^+'>*;'V M-N\?&2&[0,LTC?W[+*7G4/1A,.E:U6XPCV8'R"&K;(O9A:A*:,XG)*<.11#Q M!RGN%-,X;[;/83^G]B[],AD29@!S/ I[*S-
/W2(*^9I5F.H;G!1+U*/"3*A[B J)"0E8D19$2Y MD'DZ'_U5$-1JQN2KP6TD/T*R>FDAEK^(I6:",&9=QYBF5)X_[W"8D+^&WBK= MX/@TBV-"AQ,8U?Z*
GP+XUJ?;V%^I%/A_JV,?;UL 0F<<\%1(3EKR61'N? Y MK7D.D:_?!?!(.LG'*0R)14-&S)!N;DBGR9 PQMIHA^/T)9]N["B6C?Q%&AE^ M&V.IW-
9CC)V'W+Z=L;)%=U@8S 4M%R],U+D.A*]&MS7*C6#YFI6PQ$H0AK!+ M@BCA@U\V'M74#8Z2KU\' +@ZV2\I6QIL6S2&!9)&#(/PXSX'HU=XV4BC-&
]TP M4" U$(2QBN6W"'^F=Q6XX*/;NY7MMS!V===O=_!@FY_FMC&4*%H"$L3R[KE;% MMY)XGJ/;ZQ<_,=Z-^!FXR6"/>E,MS;Z]-=DDB[%O0X@
MWYA!)QHP3%CU"'TX-G!H-+GES&;K1%M^2V,8TQ*\H$V*:AB+P:CU@HGT/;<6: M."W-X9;'41%:/V65TD8E<510-UUQQ+[-:7!FQOU!)(
MK5AP'P)PHT%/#>TZO9S; N7\V%2NSK&Z=/\;9VJG,B%XN-!'>%VOEZ6=%ZYN%P$@6,!2K*=QYJ993!#I=./$#QT3 M@]8.X".[0]>]@):T!AW'73(/<-Z*-
,II6X_92;4=;_N]MJ$4D,6$=QHE:C2'&S.K6]+$:H%_.R[A6<$0K"/] M<6X%M\$*TVQ7N!OL90%>K8L-\PNR$DKQ%5D'[=^8__3RV?EG%)\&3I*TO<<]
ME"9,[#1JL=KVQA""<*=#9M327N;GW%&TKDZSN G3(*#TA;H_@4Q*1 3P]3+ MXCI!*3=4(EJJY8RG'P78 :=A#3&\>G2'&TPZ2NB&3FN4)
=A8NWI+4G\ILHZ7-*HH1TT1BEE'3JL@XD;.HQ0UE.^2@JF5QNR4\O5^C^/=U-M1(S9N*'4U1:FCRMI6%NO-C6PA2Q%&&)641]U":EV!'H6&W4O,J=2T
M.?YV3^N3JXZWW'N2@(E*0^PA#KM]^L,=<[6T&%P2J&/.VO).O.VIZA?<|;"D M--(5GH/.+;S'4Q]OSPX<)/7"?X+^S$B?ZTWA!7V-@QD=45%Q(F6,)%
MKZD4'VO"7D.*7#ZZG4Y3Q-(75![V2IDV+36R>M0JA[>].8C&"#W^! M#T/T"]T]149,6-$Z)M#9LY ^UN2$C@5B]M6Q@"R$_0R0Q92A2*3_=2: 0CCW
M/S3NHG9TH");.:2"L4%)''2PUA6Q "Q5@+N!BQ%@D[O\V#WBY($8W9KR,+CA/ZGAR3,.:6&U?&KWG[U M"H3^YG#K&L?K*-XZ),HUX*M7;\
HUM*)9BI=P6.:1J*Z/JWP H@PGUKAFC' M.X#6 + .Z;/^ Z 2AJVK#<@@%N/=<98ZPQ[%1-'U]%&W)UO=T'T@G%WU#6W MA!US+=J)$=?
0#&Z\M0FKZXD%30BQ-KY^-N+L#-^GER$MCDHGB2WEOQH;PHXR MN6YBD!VV@AMC+;+JNB EB2J;%HMOU97KK++5TGQ.;ME>-TO6=BXN:K
2UIZC M+L8J=W4:A8\X3NGQRBT._2C^$J4X>??V;W\AZQ27<#[+,.VU#+WFIN_?_N5= MK>E?Y1LI8S*#&073V+C,MH0.9\)!3 33+(#\ 6G_
7.JRA)EH^.']!Z^7?1:;3=1B';(]M$ M@8?CY,P/LA1[':4.AM"#B1_&+"5N,F@3@[L+,5PEW?"B)1'S9V3?4.;?HY(] M2B/$!4"B! N4RV"[E(%%HY%![J: \A-
LV/GD)+X[V'H%E6.!F)I5](":%D3@& M.*DK,B6(,ZCX$:4.H$9W#!DG0(M4$:31?P0$>:[+*5/^X7$%31U0L<2F0X8:J_6
M<415HX5T0JM&:/[QU:S.1$'&5R.6]TWM6.H,A]'6#ZWMFC9JG8/>(0A[_\R2 ME"6M:F!,+ZHS1)O^5NO$'762,T,@#<5T(XS,U6/,3J\#=
(!+.1HMTS3V![,T M6'.4FR#YC@E$:)K0A,6^T9JO)ZAADG(KQ@IL"1\U7W8Q,XC?\2YB?V/7']^= M%V:0."8&8/UD%R2,$(8-7N9L)^+7<*IP(W:#
MS,/>!0GJ4[;CG;\XMW_B=T?-*?D0QIG AKQQ;"HBH%D.< %Q)#UU-[I\RXR$ MM"B0 '2H$ E1GT""4+33X6D_^HV)9F5+>Z!-/[TT$VBY^SXN1]BH,
(&U:X^Y MCL<.+EY,H;1V,HL$,.S5"6A6MK->@$*W.49B>_V KCYSBPF#]00DCCU:70%Z MO>8_L/> ?W7H3D1;>45Y4Y@>JJ)?>7U-T@[X/;4NJ;43=
A=Q BC@K*=ZH?' MMF!]5<,)M;0Q- J9M_5-@=8*:MV]8>,\3ZW%<;&C"]QA455P74<6<[?W-L.& M5$^WO>B[\D-\F>+M2"L\3D3SL6#%M1X-
KMY(VW.@SKJ'I55GO;1PJ$F(R60GK M?0NIW>ON[@4["!6UKI4">\"-V14!=<^K9#=1+),GWILU:_)I)/@@!,$+TU' M-3,F/Z(T?YG_^WLX=\<1Y>(CQ
M0V[8&_R(PZSUA+JC"VRD4]&W?K=;WAXN+BE)K7]76R1._3TG/^!\5K)]O:23 MEO^-0^PZ\HWKID8PG;!=IW*S^J %\&UJN;S:(UI%T<[&]*@J&8T/'
1.K(/_YQ2WR>97+_C*.'V-EM?-<)&O(,N]K" M1"LE#2E(M3:$MW)3$U?7,T6"H/HNMP1/^RKU)@QU]46L#MV:5BZHZPA4'?L M%-
>,.^HGO6DYY)80N83MI#OHY[((M7(U++BX#*@N!*JDL#-M!&8U9]]J#K?:KFXUOY1B H32_*!9 MXTM?^)@W.HP?_+#B>ORPC7DNT/B1*?
P]"@E>79&Y2YC@)<$&WNUBZOIE3LW*9XI M:!EAJ#XCZY4@VK%BO:%'.U_BV/6=P/^3EV$(&#-OJ2<.,N3'LUSF<]Z0[TZ%=
M5\L1AGE!%#9N'0@#=L1_-6+?HK^#68E"4?X5+UE=UJ M24)=<=>E51826GP_LH<"U,K;]Z0&.QP&6DE2 ML+X/*;C!,U0A(R7H<\X+Q'@O$./.9I8E?
U0)8+74O&@D>HI");U$ZQI9>G2' M'5)]I5"K.Z38%V[0]-9_^]9BW\BP/!X5\E8B?<%=#WQV]9E'(+1JW.3]C1W@
MNWR[V$/]7/#E!7+6*5U0!4'T1#P=HW44HU.:7):2,$@2V\7\)K)(+%@DQ#I9 M=>-$=1^KS#.*E:-W9E%K)5KAA"BDT)15.6F2NYJA7SLO]&^G61SSS>
OQ,/Y M/YJVA 91@QFWAJQ4%4S1)@5\=]2 8D91@G 75WPH%V'!BIA_KK1 EU=?OG? MY[>WL$Z&1]7?:=+?XL!
Z&969'OG12]%^^%"EQ5SCV(\\\G_)0G1+5Z2K^\#G M)WC[N_,#20&.]X'VJ9[HTZ,#'!&&:J5=](CQY>?(.6/L!.-$4N,,FDHE*7W@@; 7AI,;3*M6$$YW
MT0U.,$&J#9D;"LF+Y\\[>N>K>8@:2!$P%)NQEC E&T(..# ;4DX_JG9$+9;# M1Q\0B0N^*(U0G'-FFR]B'BSFS-F^-
^WEL%=/\OV)^GLDXBW(G1.G(4&Z+/3(M_W6)XNS%$1K2NSAZ])/L,=^R]2E[E/,7Y_H1OP.-^)W$#.[S6CN/H]E6]:2]7<7L?
1VF\\X^Y+8.9#P($M>N%\V?L(P/Q0%T.S_GI(`MT*/%'>'/#)_('-]ZFGJ)/:1DI".]A,#VPYBQAHJPYBUSW??Z8*=JA+V+2OL>!ES5-
1D/+@*;HS@@KC5BE#U).GA4YN34. M4;+%*4;#R/RN'G^F.&39V:_ZZ>8T2]*(B,"?,:;:-DF"R?_S[ISG!7>VD -02C'1O(!M_FV7L>_L3^&ZICC1+)1>I%9K-
D0:,TH;M5ST:9(8N M<.PVK:7V0S>Y''1BR$Z[2+ Q640P:BE=7<":'41_M:(QG(=B2KHD\4,R+6>+ M.7:22(R)2RNZLMWCLJRX<-IX@NZI&NB-
'R*/=HR3BJK!N?V^\<[\($NQ-\YH M.H3XC,.3P3:4CBC:E&YM) 0D3E<>75DD;'%GOF-#RZ>%P1<^-+ M[<)7@MVW#]'C#^P.2OS"[WOE_ZBN>N5_^
_N?467Y=9RNI9L^TRAGX?#"BF*37!C.GV-I?05@OPU,Y&C52+SN6VL ;\1I M%U/7V7))J)H^W\BL@G_T)VD4XFOGA6+?7?0)W^39YY]>3J/MS@E?
ONZB<$E^ M]7B+_4> FC>BS3* Z;7CV5(X$3-('?CX.HZNAI(5\JL9T1IM"^GH17-V3I]& MZ!Y7MS;N7_([&TQ.E.UH;?-
"4MJ8_GKE6M6T"0[0;%U<22O%0=@@'T[2'?NN1%3(S(G?P+-\U-_]P^XTK8LE?-SZ] MW!)5R]^T, ,&'K'P2?B,E\;YD("2;A%YS>.D2#)I,/I
=X=#%AJ7(P&4(,^-AA M1+4!.4OT\FQ$N*,GRIZL"RA_%',!T!.1@*+8CLB Q)0EEN84LC2GA(I"QY==
M\88[\8TTCUW"RW&#*/4]S/]'Q4O*U=/)Y#]9V&8[0OLD(3\$&'G^@Y].?!40 MPJ>@W!%CCSA_E N J 3H$QU>BD\A9)RM0I9EQT29?
J5JU7#+FL<:+$N8I#@(MG(2_.WX9NH3OQ_U1C@V V/OP[OU'^5Z8-B7 \#[,.E4I0BTRP"%]H%+:@9"S
M19POO02V0)3UX>QR@7+VB/*WLV\'QTIOU_6VV;=P[.,T!,!2-8\W.&Q-ZY(%#UTC*CG AMI@652*1:"V$*N9. M^1TM*A>?
&RU0+AJ(2QFO5AWMA@<(T]9N'1=+JIU@6]M['M/"]#!7,<: G#WZ0X>I+64T8Z-U=<;M,=OKTP9X[A@VZ^V M*L0#-HD-
1)V/.2;)46VZAW[E._=^X*#FO_:2 M7G_JT%R8H614OGIEY8EE4L;CPM4//+7O9CO?,1*_7>,X[X]L>L M%+O.-X-OO6D$/J6'KF;VA*'-!#*%+>/
3JVFG>\]X[RF<;V^!$-+XJ-Q^[X M^]9?=\1WRWVBDQPIYGSJG8X02Q&WQ4VNOM MZ8YJ@MJ^:9;;8-=H@A%0;;7CCZ4LW3\R/A9Y
N+Y,ZT5FN#KF/P[?WBTC\%Z M49TA&O:W6B=2JI.<*8IJ*#@"QG IZ-%X+D>1:CO[U!^-5X M0S'9SN?F8C+?BM)69>7GY
M,3$U*V^G.&^85K6'ZQN(3=_P%91;F0XJD28Q03\V[388!B?SFO2+-*9K,] MW:L,,7"JW4CH6/!R!3[D,HQH?74,)M B^T\VA3\MW MP9>AQPI1?
2)">_NE3(9-JX7: 8N#;RN'4#)X*!#QX[L+4:N,;Q.HJW#D'AU3T1@,%& M\B63EP[1HC/#$4;%,IV#2!N1F8X32BJ_%<"7R0P7B#.&@3.?
T.VTX0")+)/!$OQ5<1ZGDU'GG MV9YEHC6Z\$."(71&1\O.Q6P$W7^*9< L[8[\FFRBP!/>4%DS6"-F<0+_3^PQ M49H@MT=?F""@98%R!J;.$?
BL]I<:NGY]M\&U5Y[6*"U8\Y?+2W[HD3*%/+X*X%S'^(\.A^[)\]OZGT^F_^ M%%#.7>SIQLCQO*?_S/WRR0HK=SDY R]7D]\$ MP)?D@4UCDD,#I}[0M-
&820CTL4@GVLL(S" @>JEA8(TKA 6$N0X_CF (\/X# M6>3_J#;/D7>;B?MWZ-UR.'?09P9.WB6Y";PO3N 8%_1^@3ZP?9L?92^HV//S
M_BX^9^_NZ=BS]&E#[OR?6<0N=](R>PGR0[1TV3GR9R^?':<)6D[H&"8(T/O?W[PXS]^T,___XP1__>%UK7OV_JA]?$^<-4[1* M-
SA&J_L$Q^REMQR_"W?^8,6=3YUD0X8G^C_G?V3^HQ/0:5G+PK2U VQG[M:U M]KR!M#5<5U:063MICM!DTPOV'P)UBXO-
&YRD9.0@(TBSXLU_;07K@21A!X) M>XDA,H0>W"_RHM4(869Q\=HG@N89&LH^/S-G'M%+:\YI<<7Y.0KQ"U\P7&2A MU^Z=TL:PW;-=1]$_FUQ"==
.>;6/]RE9M&5TT9H2MN&:7V_O8K;;^7)+SZ/R M5)\6]VSM -M%NW45W53>&JZK*LBLZZY?;U%!&U7$1WT*N3.!?DQUW]Z^K11.
M2O)V7OHK;E]>.SL5MW$96;M!.+J. M.TIVKIG95WZ(+U.\[`&<[?(HXS6HP1KE#J! MUA]_)HT98T;8P :%L>S:N/HVQ ,N!(VFJ8DU>/?"F\FU0*)D/-
<+U64#<:EZ MN(F5_^',LOIF $%M2\X@GV\"&,;9H#,)#I;WZ:I=4.^?69*RVMRJ>W6J?6<2 MPRH6:-XG;^DX@RA3$M_(OG;)"
#^W81F8.L!Y)74K2SAS_!]6E6KNW#<_#UN MB7E:FL,.ZRX]Q4B6M84;O)T2ZSHJ)2Q4,Z3+>!?GS\Q;B<]Q-?4%3==44V<"9DHZ M&(.W@ANB[!:
(,Q2J/P+ O%$-DBOL%V:(R3_;"SK: 4-@1K" DC=X1ZR\H0]& M])RUR7K."1=;M9<#8F.WN2!AN_#&(%!@ VRV-Z(!8NQAO,7>#W"%PT:,7T7A
MPQV.MU2HPX;M50C-S&AG!CM5U<7>>D5$](F&P1I2N>HEJ)QW&4 M/$]2?\N&7+OGI%?KA-J.I^[=IC'"*^"U#[Q>\\=V *]=X?Z5?3YC.
MJJ%]^>B#6C?@3S[T5$)[RVGJRQ-4@(H] 95VY;50C?HD:NF=SUTV_M CEU%R?4=F#%@KR\Q%DC@ ML;"Y1S6EZBY7/1)5MW=LQT#E-
$K2CL2@IG;0@U>B63U:IQI!#D^9J(,&%/I, M>)+:3MD923FFFXVP6NTP?:4V?"@5DRC>V!!V8,EU$R/KL!7P.,MQ=GM)HI3NIO=%6>-#6''F5PW,-
J9S?.NL)K/E'5&DPSB"%SSC5VO'3=X32G";^S:3M"Z.Z\D6+ MEN;0XZ==S\-MS#G=H.B4>-C&):!+$J-INC?SM;)A69_Q7CLO[,TBI>FQT!AV
M(+;K*%^*%2WA!F&'O,.69 5E*_$WDI*LMLC.\3WV @O?5Z3OL[A!YK%\6)1N M<%'7@-W;BM;YR!E45R#MQ^ROV'_8I-
A;DO6M\X!O,"VA7OQ()]GOE>RJ1&9. M<:YN%SD"=-.8"S;TT,08:A0\4%K:VT2LHZR02Z:TIZC2&R8,.5KA<,>QLRO<^4=?!88F4AY,/VHI
ME1"V*,>W!80=RV6,G=7Z!CO!>4*O+E_'=&*3ODA,T()(<=FQWZ5FKP2II"S=Z M.R76KL!*"-/9+B6-.&U4$+=3(WTL36_H+((65G.HRFQ.[Z$W?
HB2/S+R)[0F M.[3!67U5Q"KNQ0WXCS?$3?>Z'_?7MI&N*R4Q3 M,:(@5["BZN^-S>AFZJT/$#YBOW!)TUSL_E/4DS09;5\4NYT?DS^8/78S[7 M1@,F:
ZR2-=:14H [IQ'3PWCZY:2)440SA2E$>)LT6]IG)&Y@Q,D!U>Z[:UE MQK-2I3_F^M-#W^(PAOYW &F'XX8/A@!]E7GC0)+AQ
M!,B9V#M_'5OSO:3[13DW3 \UMG"D6I30ENU9R%O##MX.+>7GH&53N,';);"I M^R%%;M$XFQ5=F<93:WF8065$S]Y7?:;_GA9AAQB]R*
([R[K2KWN2F"- M=NC M&[6:^\\-RCJT,'1D(#X?4>65(L+1]AG*I%:YR%*:V?[9#_UMEE_(DF796EMM
ME*!8",8S8SP4[%E%!T%R$O,'CGU%IIF"_@@<*PK,]0'8_ M.D<$%]EM.&"$CD2P*BL,C5D4.;P0<.(B4@_PTZ;%P00QLP6$[F>$!#M(LN M9E :QP$9-
4TF1@S*&SQ@&#$0">2_F\N+515_N2:6D$#!($(PP6"X;_[P'_@B92T*$:>9#A61_)K%Z0:M^1[J"T64=10$T1-M3%\&9R2J7]^B\V=6:B/A3_Y6Y;'
MZ_"T3I[#FZ"G#0[+WXL_TN3V&.^BF#VB0[RML\2[(M:'6L_=$*79@OOHL1G M2GGL;3ORA0(JE;/;Q9'C;KZ?-E?8SJ?/RRK)CN-
>ZF=QC+>E<<&BD0BZ?V1N MF&YPC)EC0YY8#AQ0P8X=NG;0F4#.?^(X_8314A'$B+&&S &&8CI4R?5DIPP62@/J-D_S#6 MJ.)=/&P!-A-
H*EMQL*DFX_ R@KX*JP8RCR=-.]ZWT:,%&VT&64AYKB(C!!=K MAJDSYBQ&9(XX]S$>T_G(;13B!_K.J_:D9E13_81V1">Z5&8OT"+'^V>6I-O#
M2Z/3%'5PW3@CIJP=AEZ*[H*$__4/J?!2P,VN&A9I%83H@\!N&"BIX;V!AGG M)LY3V'X 8UC[J^4YBAVSG#_O<&BH!Q=A=$+QC?
X("A:J7F*=_]DUA*I1]L M*%#67 S_SDYP0UY==%U_+CB+'27KMO-"2-NT1+6T,.XS;=11CM[DEW(#MD%?74PNR**=K-S)'
M4K((1S\G;R/Z;@C?.'/3+"9K$/(/'#]VA&![#]AQJ*"M&(PMS>%&I(K0^G7'-M!-HH)SYJ;"IP M,=Q8[19YJ.-
RTHC1MCN(CJ]K2HE:.9^CB^_#97E[5'9V@AV::CK7SM5:>\ - M4D6YM<]^V/Y2P^Z3W7"=0FM;]3^F^*!._D&Q_KZ9).NT7?ROH1\^1KZ+O5]P
MZ$7BGN>.083@EO9FQ49J']J4P*>A3IJ1N MVC96 ;J!:*RLLM$CM]&P]9L$EF_P8Q0\DN7A:8P]/UT^QC(\M?P.GL 1A@ MU;0M4;2].7"H5!1>?
U,E)X\X?50RL/-(SG&JVPYV!0Y6J]/IIC90^O?J7.ZC P@Y M:W&79?W[*EM8^O_%R?V:4X ?<]U^>S+JM,U-(.)35UZB1OZ^VW@;N%+)=5U
MPX(@>VX8_49I[@?;Y.YW%M'RD H6*!O.QP7KNLF:AQONR6K($3E5*ZZ8 MSQ57CS@.Z7O4%_P.?OA >;N-UG'C1*Y_;]A.V],*HBWJXN;[V6SH.%[+'(-
E^PJ#?;H4R9YX\Z=%SUJ,,/ D)7V=VDT2 %? M$!E0;.3P6:!"!/98$"JZV=SN>357_QVB^=EL0KQ>A;S2L6B* 8#=2F[.B-UM
M)W7(EM.:.V8K:#9Z1!$93K94B+W8@@G;WZK%!B(W8+/96'I>8 _'3G'1A5YR MOEYC-_4?\>V3LZ,"MRX[U7K'1&X-[<7EID(WN$O-
/L+K1@+A@1@#5'+@$5"% MQF7HX6=$^>;[+$B=WFEKM=X+O%_JE\EB9!U:$.(.S4KYU5-C8!/F%!% MUK[M41(=/^:D$YO9]8^
9E"/6,3A21.A4D"^5E%&.2U*<5A#]C)R$S5)XP:/;@3<63&L>=PU^!>]/A M&+/W$V"/,K70D?F4Z3.T#J_*'P*5^M7^[W]JU&3PK=J/\+TKF81=?VK>.#5
MRB@^FCJ3187SW!X5>[\#CHHF3MYZ%VS-XRNR?^)[R*Z^L2>V.S\F:Y&B3FB\!"J7\?X"]1BI.[#0Y7
M69JD3NB1G[^&]/VF4Z(PL6O@9,G^4S#VI8&)5O;M4M_/MR<*\%,# (8Q-/.B M<,S%0E0NQ.1?(*+!

G$=$%."/A3/U:AW($US59"@"V+*T'>J0B2H0XM!4(70 M*7M!@HP-3*=)CT5>/QWT3]=^[C/W[^<+WV];? [V\E_,OQ^FWX_)HAVQ?=+ M^/>K=2!-B^_G"M\OK+Y?)'Z_C'_-_]^;M/WL[K\,E)_.1V%V/'6X7B[9/W M2DNUUNXP1WE=.\@W$N1]X:Y%>FM@##49+\29H2A$M?M) '8?QK:%B$#WS!9) M:8O'PA8QRZ-S$N10+')X^^A[&-'5*_[#F@J%$D SMF-0>B64/QT6(.T6=P[?3%E\" M8U7I(,'%H3_E B%1(I2+A)A,Y;'>HA@[+!1V F/2ZP'..7C1K3"8+#WR?TBX M.\'!$>?=)HZRA\W2=:/8(TTN,-US;#S!&TQQ)L.&OK4:QXK^Y&8T0 Q0:LBH MX/"GV4EL[4W@G%*>AJ-UE'*1:%%N+A.9RC&A[(T%%@S(3+8J!X!*@H84#90+ M@4HI4"Z&7;RW8+9EFVN-NPAHT38?>N@F3IA$@4]/BKSB^O.Y$X>D;?(0TR&H M>#/PSGD^P[L8NSX+\67H+;=1G/[_]HH23B533,8.FU^L=:4RI4 S&K^LFF?0 M"-@ZT/$53U ;&Q>(S#3WEE&"1H1B7C,!YSJA>Z94^1@H?8)>[*%>1]#,M_D]J5M]1NA)K'9++%1<_9!"^8%GUHM &<750^78M40B=[7]!42<8J[A9?<76 M><%>T%F;)MS%#FD2/O!D&;(Z-F6^4R=PL\ 4UDXDYO%,)J;\KKKSBRED/*XI MQZ06&S(+27-!BP0V.J'PR=2#C$%$*(*");O^TXT%G6\L9CSAF,57U)V#%,H5 MJ:?T<_>;C"SH;&31/AU!@JK@IR:S^-X=LY6]@![K,LH](A#A^;SLGUXT5!Y MM;.7BU:CF!B2 EA6SB]W2LL6I?6W&
ME^26#8EE@*R,;>LGUL6WK!#OHB_'7/8J3,XZF&GP98&AQV!^M$/.TVZPD!(M)MD\AYUOUZAC#SO&+6MLV.&6A3;L+-=$KM"GD8N1SP R:UJ;!OZ9"D0U&+ MPA"@TZ'BS7E4>K7O! /46$8V-$IQ(T\\5O'BBL4s0>?US::X>GZ"=ROS&&@6K M=
(TE+23F.5:H*#0&5N753,ODAH(SQR8(*/_M6$8+GT4UN).(M MG%5 ;;N.ML^V6](\6;I_9'["CG'8R'4>8)=0N0S=&#LJU;>F%&5^&#_5]QGG MQ$5=CGF.-I-9!<++TNG[@L$""&DC0HY@BYJJ@0A<(8^#K][+[O28\49KZHXUR M]K1@'8N/YAQ^-)Q_-+_YHT$YK+(]7] 5Y:CG"X.^SSA'9;_S!4-6@3'^B!MQ M(,.?:<[K7K_77.8+%C_:*(>&,YXO'&Y[VYTT#)3GB&<.)K[4B&>N!&)XF/&A]_71SFEG8_WXCGO;.>)+1_!6^9/2QL]7ZPD]<)_C/S(ŒI M=XSA%SWY'_$D0N=+&)LT]&%^Y),$+5-_&%FD8PB7G56.8]*C0OQ9S0!>OPO@ MX7WZCV-H.)<.W&'Y<=;\X_S1_'' C=UYWL9I?M=
[8IR4Y^S5$>;PV5]W\6F)!EYPWY#H(;MVT>]< M!:*V1@435E.7L#DA,+%%#>]9&U&=!-]]U/XFQ 06H/B\XVQ0C%WL/V*=>Q6#
M0[N.N1<8+UEY8XEAY*UA!W&'EO+G[LJF<,.U2V!C,P_Z6 NG#>#E.G-Z$DH) M*_Z$GW?)#>#NO5R+-I2MZ2VO M?+IP&B5I\G,<)U-\QXUK1"?LXVCM#OJW9 F%+8X)S>$7YG"Y.1ZX.?P] M*#E)*!:7H<_Y.HB*MKPGZRW'E85C>P_8(:F@K1B6+6U[PSXDO MV(8=^JU@\'^LQ.F4&@.)T?-G-\@\NFZ2OZ2DT7UVT=MJAXY0;NP[JJANU\!L MD"]0R RZ3V^(T"AF.9$Y0E>_]J! 5(YF(>6[)VQJ(K%51Q?8(:^BKQCF M;>WAAK:2U-H%^,7G#:(U:IAB6XGA297V#J?EL@;Z&;N DB;_VL6=[1VL4A:]CGPQV.R?XR4;D?0WS=_2P M)YZ'Y3 CL4-G)[C1J*:S&)?M/>'&J*+1PZWT5SE\7.R.Z>BQG.O72>.M7^ARSVG*:)TD MG[ ]>1U=^8N,,,#E3:E=D>])7Q46TCT3'/I1S+(^K0^2E4UN<"'O:EW.R&_P MUO%#K[I9_E_8B15049,L;*@P93?9 *Y#$R[4&-/,U#JZ$F*!*C%H<):"T!]R M481:$50:ZZMM*R:DT $W\%WYH#[&F;!BU0H#B 8SNH#Y)L8+OM@Q* MK<2UU6BEC:3UB?
OKRR&IRT]B1$F4.#3RDMAKDC/S+>?C\#8D84Q #R(4(4(3 M[!2T ':,)/Z"GHN =>]_:[X+-K.I5\0\#7PF$XYLYY7P3-.:E>D%Q#-Z6?7F\OJZEM2F?
YE>TK*QZ+FJF MV(G?*Q903GQ&EC_1LVNS,]=1%(?FN@FI.'U0W.%M8#2N)DZGG6!]>=I.KQKR M
W@CC9C:U=G8QMKC_1IZM%CRAT&Y/(>2)V1'6>\/ Y+$)"H9 #;9_K#JZ;V5 M(.D+7,HC2(6TE;=45\6![ZN*'I&1M.@HL#-4= YC84N6YK60A?
U6A2OLE__< M,3^A8-6=3V,O#9.+[V&3]?K*X>2X0 @9<%KJA/(4_QN[=__M/;OWWB/W<-%9-: MP=E=9Z)21H?CFT >*03&:T2[#?X:Z$W>?=V0T#U=6--"Z!>#F+5PL0H MBR(FC@'[2G90E$-. 4-;&_!SM8\?*N$R6\ZZKKJ4\9]:=ME?I973O9NS]=+X8M(1.AM+2EJT3J!Y!'E)S5M;SS)^**P-VM;:V$ZI
MEH;%CQDC3IZ*_:W>BG9O?9?<6 .)GET7=657G%S'!(-/()3"BE] G'CFP%+*
M\/7@J!F<,A:H/^:3/7G,/+F8#5=#V*2=#>I+/>I3;A.+':DK&B>',.;1TXN\,94PS@YPSQVBE=V)K:*// W:Z.AY8#@?&PFQ_)\ MA]Q>"FJ*U?(/<\
<-8U@VX,J1#+1;=S*!] 6KU='9(0FY*H)X64#0J$.X?K8 M?J_&%HQ?FAWOE#':!]2;?=0_&SE:0R66)(9Y-,9 619'^=@.!F)D0&DJ.QT M -DP8?$ DLO#&T
:@N,F#O.0T46-#H[0,GD3QB1(HLA+,P@;13CYTW)/0E9V MT4-X.@Q3;%<5G$X^QE[EBXF-\DY%:6KM)Y]78T$7ZY4^Z/#(WXHZZ\!<"/%V
MR3/E\5GD93F9 45"29C9-_]RW0_J'27N M^?91A4#W3$#VE$3!?>K!]N"5]Z*Z6C6V#9PL.0L1K7"HJP$'0Z)>,Y8)BTJ1 M1,HD(!3!"OO2L%0/E^?2*!M.!*B@$=-J7_*PV=:@V#TW$FC/=<)9 "I<62B M:,QE8ADR:6F2JJZU2D MA=HX0NIMTF5:TC-L:7+ZY.E<+WXA>XA._.Y(11XB+!X6[-HIM7V4
M$NE7TAB,ZBMWE69$SDZW>U(HQ\-DPM531=%VG[O$!_7G);M[NWNO.0X*A+;[M[@G*M.]HL$VGQS8]Q$:,8OT-.C]>:9IG?&12>& &L6:2PJ$W*-]RUG,/=WI8 M6AAY0O%(* $#$(HE&QS0?1[NI3NZ3U+9/Y5]/*S W##%'K41A.>&:U 5"RC56<8 M*VT0#"-60+QM=+>E1H
KNO=.49%)I;Y4V#C)NMU_AGQ/VU.>Y1Z_MSP,WKS& MG1D)#&"H& UFM.S4B&#"3E-T)74ITAYM&NO^K>/I[#.N$ZDI99'U?T!I=@"P MB>
M$\##%MOY?N%_Q7Y71S&< \607:H\C0,I4Q;:UAV8*G,+I,I0UH*GD8Y!9A M!.EJ_,1P3&*^J??&RXA7+,9.N5PXFU"VQYQ?PP[H=QK<)\"B#-+K;R>FJ?CW M'F9."G3U:^,FD9$HU.E#LRI>XAAKP%3?$'*(% 1;U$+4[S,BQ&SD_^2!"S27 M\]>H.W3DH1Y=V75G:&:L'E?395[<*KOJW;A9!F^'56HZ
M/27S\,$+)X &>FUB(X]#+1;=S*!] 6KU='9(0FY*H)X64#0J$.X?K8 M?J_&%HQ?FAWOE#':!]2;?=0_&SE:0R66)(9Y-,9 619'^=@.!F)D0&DJ.QT M -DP8?$ DLO#&T :@N,F#O.0T46-#H[0,GD3QB1(HLA+,P@;13CYTW)/0E9V MT4-X.@Q3;%<5G$X^QE[EBXF-\DY%:6KM)Y]78T$7ZY4^Z/#(WXHZZ\!<"/%V

[P09C<[>Q_LV]R>\"1V%T;?G(AVRT*R M%;!,88.^RQ8=L+ K,E9+GD.\T1* 'AF=3\^M3Y$=:6G:L@9IDE([RFI9%%E;&5*2Z7^2;+)/N8C2Y[DJF\
M;XFRT%E\!,S@9DUG4@WM!\$TZ054]EY3K,N_0!VT8[4$C7>:&"),/6G=& W; M[7S&VX1ZQB\AQ4*>*>=U6SE/*$^>C(K7/')U/B$W7
19*QED5.>#V6ZAL=K, M;&I%B[VWB#=OATN$2&ZL3VF,#XAQC#7VZ@6L";=56_M!3GVJ,6!"M[C:5S[:
M)Y2Y%E["%^<[>2F):!SK"NM9:M57:'$_J*A;0:HV?&BW&]IF0!LL83CR:LJ
M17L2#^3M%H4K+/O!F=:;T)6("\;RUC[9CS%#U5=$*#S5\9KIEEB5PUU+$LOH9ZI MQD17>T/*SI37^SLF-PB/U/58ALAJ$6@,Z@SH78YQU=+[T+#-
$TC/CH^F;QWBA_.O_5B2+\0=%V\,PZ!U(IZ,EH8ISN3P)+8FW](T-[.K_S @?K/EB4 M+TO?>+$;IG2:B58_,$Z/RFQ?VB.OTV_1:W-+1XH)LQ+1JX
M(6AQ:;TIQEQY59 D4G6^7^-?>M1ICU>MKKD3K+F3?>.?DJH,/.)E]?WJ;4?7 M6JU%&"3'AB;>P(%XNI1F(.[!-NNNW'QG@7%
WCLCHYE(56A,4X1;A#^"2E"U MET&+O]M5Q&.$5HXW*Z?V\K'I($]#D6TZ:"MGN\;VD&RMU6+$B*;CD,!0V@/Y
M^8F\#36=X_D_DZ[I5"#9Q&!IHTT9JH8RSEP%()%]KEL=A-R;0-8>U:&BR%=.ND]PFO>+N \@/ZD+151*;,'K[IO-
X"/$X.>6XY;HVQUB;9U9Y92Q$4%$EPWIWB**,^^ =Q3H" MY!D-02&:^;!+-$65 M&+&JZSCJ-8$;/,\T
MJ60O=E+K<#75G12C(2B$T[23DI74:.RRC:N&+D*SF&14(C>QL2K0=}[?S/X: M8GQ^1BKFSGP;PYPCM[]'>=''2"[V3W-
E,*XO6BN3RCLU,RZAOU:YUH(%1UW]\T)%N@)\WX:$/V0_R,^L7?'S\^U6,F>B[^*S-L1S.J_J)1<6UQN MO'@5QH[_2Q2FJ_)N<9!X08IF18 W8IF?
V!0/@A90S!0S1E-7-!]3E05=>8/ M2NR&9A5*K@*7@TGY1KH=1!W54XRJG??C9+\' %K2=22"L68H*=0$E?>2F2RB MJ<:3L]Z=ZSQLLP]TLY/*VC;?
CK7%G=,S6)=T@Y/!^C'#XPTEGDL$K>++26=] MJI;.>O2G6M?_]D/_TUN+5>G1?,.14TO;4)8[&;RU34-,)3!<^-8>$2P$VA8C MN7:BZ -O(5DO
0K5A48'<_ V4ZF=@HQ&>UQT;V^NZI-J7*X6VF?:"&C"Z(V" MPQYZG]EG[-AG)OC7\ ZXZ7:?C;XX(E VGIC8[3H>XQN\% MH_T)=_([9S_-
J%'_4,ZL11YJ1;>6VE!2=J.[GLZC>\K)@NM(VBT(A1EM@6QP M:8K)V D#C"\3S^ERZ40?T_FSMPB\N>=>2^WMY I?L^3[?N$=FUT\C"=\16EDJ)
<9MT8[ZX;6RW!7!FVL{)S7E"C M%C^L#OH257,P ;M&=!Y\L*TIW@) +0^-~NJSNYRHG=#"O,VHFLO]$>67[!"3F M\$F#X0@EH[S-T9]
(J_\VPNV.RH9!3NFW3A3@-7NM ,K$2"\VF*G\W-IWS,.@ MU11^/D33S;.F>%,XM3P4Z-O"NDL,.5&'L?N^#GT,>!@53;FU1/.+".664(DY
M_71W3J_U\>=1T@7D#FO!VA>Z4>([NB+O'BXRY35HA>:&%F\!"G/TK1>JP@]C!5F_HEGQ MH=T'6)&I[-)QMKMTD,9'6>O$&[!N?U3O .2Q8*V7C4
T+P"[Z&&U4/[F1; X M+ LLYO(6 F8=*#30-_7+BSN,R3Y+AB\SIY_OSNGK-D!.V_GH.%/>=]'!3-$7 MD_'QI=5OLUG_K2;G0ABC7U[G$>T/*
(X1JK].P9V=V96@44 6X%V*M)"W$Y9T MX$S-WL(I7KV)2TL._>T.@2G\HLG3FG4S*QNIF'**KD;UOD!.]<6#4W'YXI3C MT^9]9LG#Y*_\Y0L@
78%Z'Q[OOU>VLYC:>577_E5Q>";?Y])S M]/'1[AQ=-CO*VAT5#8_*EF'.W6L!2(K>35+P(HEXEB\SBP,@0YN5235I<[QB M8X>U0'TMT(+G85A'E#]M
20.BP2#MKP5@%4%"@?T3>_2T@YC[OXU MC'Z?AY&+GE#V9&,6I)?EU<_I9$7+"2F](8[PNOV1^L.,B?$=A<@Y_K:(#,]
M9$N]\+MZ$O6'LAY<'.&OPTZBQ]:HM5DE2CF'=;>8JSKQU:--4]"8)$N&73II MTT(G/ .2E4(R.\4EIO'12?OD%*,_E?\"FRQ4.$^%2(6.GP8B_7^(+C.4TM F
M!KE\%3)"&?W.$!H&OTBEL*6NCRV%4+@@5KFNO>/)R87=%UEDP-ZEBH+,PPJ? MJR4!$^,.+J\]P6"(MJ=$\G9USXVN,IO/:./&6>"]%RVA6+S0L_
5D,_I">>?K MR!?TK3(EXFTF_J>;WQ^465%DFQD6:[1(;_2!HK.NSB'5#$0O642CZ%EC?2(3_M'RNAT>A/>8-PSQ)Z,AO]=M+U))#IE?>)UPM!^X!9RMS]8
5D&7C:(A'$V96@ M,4!@=+M$;"'B@!,7R4[8D]T)FY&]"/S\W:,T1LJS]@G>S]A)>R^3K$A @F$Y ME)_=-S1+?7(0V5(3L6&XV;.7?IJ@F1 !6K8&A2D2+-
BECD[9A\JQ*WQHF1$M M>._H&;EIE#E/;K^3%R;1[Z#0$*RTC))O&SR+/T=#8R91M72B74*2(8NV[F129-E^G=S#
[GZ]I\';0$0^1RV9<0[S.;__R"_Q4[[L8*P9V=='4$97;2 ME!VL(P4)/)RGQR@21TF%@/BG#?GP#_CK2@,\V6&U)A]?G"6Z^NYM6\%IQ:
MWS%R&\I(*08*X$]HE4;NFU/Y,K9EN F7CAT?$71%E!-12#AH:;8#4C'"M*+I/T)+Z MM*#&+]"0S=JZT)E2-1UV?%JB@(-A3YQEOL&&9R?
L/*08[^"=!5XT%H5IX F] MHR!%0NP1J@N-5*TL+>TE'<9S=9SDM+)6D[-=JXE AEKPKA^)5+5B57JV8HRM MOX LFZ!60)IAQ6UN-
FYK567>ZSBS[JQ3+'U&#M'=;!H\$6LRN1V1A;Y*.HLT M] &-80*C8QG 3&ED&,M,D6!28P;_U>0'](M#80[>N0VZF#O M[/*H<,YDV?
7]HBFB6R9Q,OA]0"\S*"OO#":8_1,K7[UDGF0!(8PN#><6 [MV M$O)*'@%Y#4"AA 36S$"L-N(.(U4-20(J.[5?[D[MI!GP$[90OF)>X>Y3UVZ,
MJ;QXIH:2T+Y2B7S%@L)H^@9]&\[LAS!8X(_F7V!N)^&@"-648C@BD#6L"$7 ME6Y(:#>&%K$+0T-<&#+<^Y
P!]000J6^NB&T7S\H2CP\AWT)$U2^<\$$GEEG4"20EY1J*K&YF7K@1Q12D.#LOVZ*R.@ MW@"K@\E#"60V5/ L(1;]Y>OCK;CM8[<*-#8H6CL$!025-
(T2 'Y/HJ51G!06 M92[:8I7JZCC%ZH";WF ';P41C7HT.L][L2%\X=3Q4#R=DYW/2[GSD9L8Q)KI M-
7FT"FTT6U9G#C+JFT&25M/CHUVK*>OA(/C65)TO".EJM&<[2_O3@_YW@\1G MAOX:""K9),H(C:6A3:I M:,-
A=^H1EQ^('V,G62+=Z]A4%!JTXOKG8T>5K\]^QVTAF7['YL+0,.?BQH>< M(:!%T"G&KG\@\L#)JQ?^+?1GY.43\O;)/=Z>IZ^Q-_.<*+N,0DN$(%X;.MX,
MT+:,8(HR]_Z8LJTYGLN+6KZNGC.LGDM0E%"9]ME"&K"):LE\LB7$]%N >WCS M5J7E%Q]G7
+*8GOG)EL=.O1L^+8F!%6Y066&%J1&=@A^C/!Q6(0)F]*#!IXC M9B>>$" /@TF?_!L>I)1Y%PRZ1:#'SX(Q'J.81M=O)-7*?5 MX>'#[LI'K!.^
M4IO@YA"I)\;TBRZ0^Z[S7#)7LW^F<9))=1=&#)E9I@*9-J"10C_,#9M.905U
MEC91QO^%VY[.KV;Y8)CAD4U%H1%!':0&;YBHW%#L@VN1GQ,GF#G1+/ZZFCD) MPB7'1V=,C(7J0@-=&*"&C[JUO/VW+#!%/U>@R?
F>T80EKVWC@V&:7"K0Y'+/ M:,*2UT"@53_.+3Q[IG*[T.C5Q5;5C-(ZR9;1W04ANAJHGW$V*6PL*MO7A]JW M6-?WN75_C1D"[1)5M\HT;4?
0:VDWILGDX\Q<4H(AD_9R'N'3F/9,U]XUW MS7VUISE_'!6=C"]]I,#,I^G%SKZ'Y]B?+UBJ;15QP_N>>QQQ P\MNOL;1-SH
MG8J'7##W,J;NTB;NR##BKB!A[>#- T1=SHI<#@(F[@44)EVF<+V7^CUY:X MM_.Y]E6@&WP (@L82/-9XJDY*#"<@I].'6&QIKV@D\C!B?
ZE'\)4PI[T35E'_2 M%H 3C@4@ZWE4ZW1$^B9_RKNO5M\;VT#GB2\TVP8N\)=R 6IJJ*JVE6V@$&E(M!TPE@P(\B.F@M3$H#!!O98,"/,RIN+4S*-@''91!
1[>#- T&13T4@#.85*3 M00$>)52F?;;0?VZ"9EG:K*^!ESW)E_TPS60V05O!G@]D-JI)4"D*S5'\5X<\C%U]?LD0HW<[
M.A!8I^*,YD"T'GI$TUOE+7>24$MQ4[K5VL):D([!0LG(%BH.&M6'C7_$@9N M&"1X;&1[5%
[A5YDIN8T/G'P=**O@XBD(+G8V(RI.@0.GG19U%,0Z4R46<65" M]N=>S69>+!I:5'?#\YRB/MW-$/8SYKO[._IZ_;J7D_')$:@)I*K:5G[=0J0A M^?
F4_+KP(*:#UL:O.T"\E?VZ\#"GXM;.KVL?=%!^77AX,T#3Y-?52X'!^77A M44)EVF<+:3M0O",77/;O^(7LY'&M_*P_*
<@62^B0UU.UR'0W_A&1W(4!]+K5U_!]_,#WTEJOJ$S6[83L_7,Y MN3NJ8L*A8+]3#CKF;-QV<1<3$%2XG1[PFXRNNP4&"3==,E!!:.K9?Z/016@6
MWV$5;A+L-+?\-G\!KTC/UR1^;*%A_64XV$M>Q[=!S^N\KY'9>W;C&KY"0#, RS5[G[VXB)!\=;9SD]P>3(93V"],D('C0\X5;XAX:V: MGP @YE3<^)
S!#PX%Z#BS0!-DY]!+P6&E\ ("54IGVVD#W)3R"X>;_]OD)! M+!3I*]#@G'LZ)74W[@S@G/B$W7 3>'_@P,\.Z\^8>T8C 3IY<4,1_N,5% MWAV?
^,U%#I$:NX-.!+;43IFD]@0I<,$W5QPBM'&]6',=}[IM\H:BZS0BF.8- M&"6OR #J.(TGXQ-8-
Q3MT+FUYD"%#9HG>+A"4?)1?/B9\4R%8>.O"1LFZW=F!J*VU!"JZS31)!:W\1KDK.(8#I74KKX\9X-HK MROPD?)AZ6^FFD^>OH-"PV-
5+OH^JL:L#/17TU, M8"VMR2V"TM&&TVP32_!/7]5U7;*MJL$&E(T4=*T6;P M(*:#UB;:;(!X*T>;P<.BE@+]KL/L ;-O2, MT4+$'O]
.F'/^8P:T&DA,_7+B@DN@:4Z"9@+ ;,.."+(@BE,!YBK@WI*M/SU MRE]0@"+'QS/BU6SI!1[9&^/9$I4GK<:EI%4;/2&,T+JB3P&]7UV8=_.8[!&H
M.43.M!?;=L2S#J8D4>HF:80_F>LW)UIPIA=ZA8'R0D;:WB=DI=IEU2Y!V">#_M3FL$6TC;')"Y+%_:SWW\C7%NT.]P&]!FUV8=_.8[!&H
M3SLQDRT<"A<VX\^Z6ZTZ:^\];XW;H;+SH\?[AN:I3Z:SDNW&1WX3Q^? MG7^&T;7OQ#'+':'49OWS.IV,C\] 32E5J!H.(MI%[_/9EC&'5(5G6, D6H!&
M'/U4V*6;JGH&2JZ-Y%^<)6++:UB1;@48R50)(44I8(?"\-42 -)19D]FL8_3X/ M([?9),(LVR/LA9%JV (+B]Y[DQE_7HZYAV&))]#QIXL%2ED_??;U,(3^@GAI
MY\4J0^.4,MY2"Q)/$;"N_QNDT]<8S5/_P9O33F0B5:%120%W&1)Q%# L"ETM MPRCQ_LA@G,XYUY/%*@V:-BU$!Y61P?
2UFKI&C1A6HC>24:$;DW':4)^4_EV M"J]]"\/Q)<]PG/4UJG961J?OC]6X^MZ$]7F!BGZ9S2; N\-W])RZY'TK+UC< M87@=_[^1PWT-SG"O]<_S;#
(^AY5]JX:WU-QC3#MZ+3TP%SJ]\@RPM4'9%T=' MY$Z47<>]#6[I83A3H\/:W3/4TZ"8)T2L@EC^Z7R#B#R515L> J.97)*BJY+6 M]IFU7_!V\>4;\M_1YS!
(WEKX#04:/7!5A\++VYB3>,PL[4#'Y4T!2K'H 5&WH6IGMUFV=B!CRJ*ZB01H'$KY!>4 MY%< 'L(X?D11]K+Y=;A@02_><;^#&81:*U3G_'@R/K9KVN-
IOA93RI>$ M<2(LO\&3SGV-WYQH]H([8"6UJ):!AI& WAL\AER)(&*5RBU0#1KF\HK?@**(H^C#0'&WEE5@68C("S&O!IT]!T"+4]E/B.M$DE MD\EX?
+ROE!'5C@$[>++>$N4&OR7U 4>"%T9G>/OCXL'= MI(C4PK-8<|'CGTZ/:D7/Z)M)8YW!)@8'WZUM9[=* D$N=<; HH$%"%N2"!8S MU.
<2Z!,$5&:TF3,4#57ZO)@/G#OFNP6AT$%IWR@H%N- :NCVP1&!CNDL&O1HP&B!]VC7;'J-P M[B5$,13Z; I XX->6'=IPY%<%P^T/"FE>=9)DLA[39-
OU%.MUO#^D:JD>70;VQD5PTKDIENB17"=%;AIE#_O=SN?(3:9!IH'MN,KL M952:F;9%4_M&0&TZ O70?/<'0%T'OWWCGQX%&7U>?MPU^7Y%WN*-
J/(=1)HF<>($V?M:;*.#;#/0J-?:UJ!%<+WN3(O6!5%M9/.])DK5 MVH+&*RWT:,\ZOFZ,6K+Y* 15;[@7'%4DTRYE#>G-
Z!+>^8%2FYXS[.$JF2^**-14&%LO16ZWHG M*<6.#GQMI;1A.3(H:QL-";D=)ZV57I#1V!E'2BNZO"2-MIK.MYO;!E+6*:;Q M++#3FM+:ZB$NGB0&T(T?
GT4+;DK--PI32@^4!2SY-KBL>$^RDI7D,$]RZY_C^ MQZZ7I46BFA.Y1#65[D=E_Z/- :3O 9,TIK-:SM8[;-=O]IWUT\QN'?X,ZLD
M$9K,MP40?E10R=0QARI9#GF-0 D@8:B?)\^FAM@9>LQUR,4JG5(HUWN=JU? MT$3FWK+C5:N+?
&X]'V#7Z(KRBZ,Q("0QE"X(*BTXH#1LJZ7DM9WK WKJG\0 M0EYFAK6O[0G: !^X#W%KJEY:!SJHRF*K4Q3L=-0/'N2:?29-R/L\\\H
M%83]@TSM#"LB6E'A5\LP#:A/R.IH&QI#VU!&^Y3'4$TG[_49=V)?ASXF4Q@5 M3;G9>S7!++OR=[6(4!
[N^)PNET!T(>V_/MU];*76X9]'19=_'CG!;)3U.MIT MBXL7/1MW7%.WNI718KV4&EH/L?)6=O/ZT+89S+FSDXO+\\GE\>7)Y='T\<5E MUU,6'I2SP$-
<%!_'$WT'0H M!Y)ID)*EXG]0@%R' >IVH>'"*B2IT3=&\! 07NKCQVP+?!^P/K;FHD-&1UA> MJL=!#T;.F_=W+)27#^4ZC%;%UHR%%J?
2@"%K(SG,E/R<7(*.C0,.6Z>.0Q%VRR'YQ0AUQ%'98H M@>>[95@,=\O)W88.W.;VAPKM5 'BV9ZG\./QDP_V3:-JF5[@VA:47:,P)*M\N5I/O
M^&@R/CN!""D;CX;=A8B8PPH'+T3. Y"#3.I?O>3M.HV3$"]^>8 RR=47QPC_ M_]F++\YW-$9F6H-%("'\]:90E-\JL"UB1W%>N2^(.XB?
D(N_=R:ZP20=U[R0E MDPSJ+@TIR,F550(DNUA48#F!QT0E/W(OQ1"=6#59(4<,VX9#S7% M;IW_1>2T;954OS9:G;/(&D6FK
MZS;,.M#XH(08G0#BL@_+^M HOPQ/ZCHZQCHZ!\$/<4 %2=$HJ%$RR+X52-LH M-$FSF4X?G0_RN^LTBG*G"WD#/?^A<4_1NK4A,<6$*GH0L-
IB8A&GET3-(5%) M56RCS\Y/8-DLJU'XOZ 121P+4N22*JUL%^.%>V7V8!&Q8CPS\6@1I51'>R9 MW=DS65&/Y#.B_/D%_RO& \
<2QF*F3ET=09G(S%A!C6H)BBE-_\5$ M:1QC6 MC6URVA' 7\]HJO/KC!;QEX=A"T(I 7M^G=$V3E*ZKN,D*-D $A+MZV0JK!@! M*Z:>%V?AN:3L?
K_""&EQ26G]H@VYI.SBH:98&9>4.>-A?RXE'YJ,QF,HCX!U M."\+*T:37>82 L'-76#&]$$7V^\FP13'. MB((.#5,@5Y[!>&!R_X
\5MIHA:S5ZP0@52T8F"KQ6+ MY-#PFI/R1OJ!$\BFLPLHK+1V(NE,J9IR3KZCZ#5L\%.?67B@%&%6 M:[^OR(1!82ZS#C0]&F?$+:@GE]:-
IJJ2Q2M9_1'OE,"5S/;D326EQ^FK[^5W*+?G/Y6F]HA$9UH++[/]JF,L<. MV;8/U#2H1P.9Q@W,E7P%?$')8Q3./5Z$'+^!NIK&D_&I7=\T1+JQE55PZA1R
MR+V@E]AW+C+DZA^X).J@HVG4%F4XOL%NNM11.]5-K;=[YIUUU!P'/(2^3V M6YB?G-ASUZ)2(2ATQ>2BIJ:WG98FU5@P]*)/#"V>B#7#T=:-
'UAJ4I$%3R_W MX1G>:OPN3VLMKD5--%^+]@UQ5!WCJ!CDX9:4:8_%8&Y)V9LW^W1+JCXI6K\E MI2V+AYIBMW:N(G+V M,IS?P.U5>[!;G:'EM"-
PZTK6>@CE]JK=SUX.ABT(I03L^^U5RSA)Z;J.DZ!D M%@'2=DMJ3R=38<4,]\%'R]^G, *-P G*MN>WGT @+ B5H-]521&]OOUD#TQS
M@(B"#@U3*+>?H')"'7(5=>S[[2>@K%"!5'2BX&NES[>?U-Z.'#8OQ.6W_7S? M?E^".YV,C\?[=>#L3*F:PJ%] +??-#Q:9Y]IQ@%OF/Y$5#*L%/. 'KBS3SDA
M_*FT49;<*+/*1T5!QDB5]_UNYW/\^[A%4-2I]"H M3-:G("C^K&?#2:#N%;*_CG6$G*Q72!SP3G*:&O *V8->"H%67B$>>OOA%0*!
ML"!41KU"5NF@R2L$9YW6!XB*5\@JID:L^5 1U@ @7^HA)(@_PZ)<[M]F2E@Q M J&*0XTHMT<-*83JP*K)"CJBW"X>:HK=FG1%Y#Q$E-N&W>H,+:
<=@4C(\T[P MUQ1;O>SEX-A"T(I 0WLIF+D_K0(WW_.WI:,/G+@BA\VN!6_^.WK\Q9(FS^ M0D1*]QM$._((6(TZ?
T:UU[$$>SAQ=Z94PPEU]]E+:)^VQMECP,-L;L]JD97/-MR,?-+8IG?8G1;+;T H]XM(CNV?F>Q2H?N*>B**/9> $'-!1AE.U3O)QICF8H M!G3(YW((99#
<0YU/)I=VIKP^A3(46AI<*(,]]#M&3C:401SPOH8RV(->"H%6 MH0P\]/8CE $$PH)0&0UEL$H'3:$,<-9I?8"HA#+8Q!3*!5>HG%"'7$4=>WR' M$2@A5-
!LL)5QY3]X;FW3P>KN7DX[\X%9G<#* -=#*\^MUDV O5Q@EG&2TG4= M)T')S.[2G,"9.7@:^8R^>V[(V'LU%82$A* VM_=0PF+U3,83.VFMI1"J
ZLF*^A(4[MXJ"EV:W86D1/FO+PO<5+VR&9M M7>A,J8>-<*["89AQP:F@36R7#BEL"%$UGGW)"^%-IHRRY46:5QE@(4JW:12N MD!.4?
WG!\GF8WAYJDW'E7#%&J1Q-Y>^5 ?4W1.D0G=3=SL7>]-63P"2MISF[ML4CVEZJ.P)*-1>*O9)W>!#80BV3WO"^,0*M8I"[L+?!CD2XGX^-CVP@+0F4T
M%JE01*]CD>R!:0X0E5@DFYA"B46"R@EUR%7487)?)G$>*(;,#"NJE>D%MBK M[.[4^?(# 5,Q1FPQP.3+#S//?5>^<'LDL'K6$E:,0%!8)_<^+/C"[>
[4A1'2 MX@OO8N.FZ@NWBX>:8F5\X3PL(_+!F)W]W2&EM,.E/D+D M _:"Q6?/1W$2!NC1^8"_NLL+[%].FZ: MU+1V4-/MR=%D?#+40*;F2=2\,C7-

OK248GKV0;T,@MHONNK6FM$<3[)&%,I< M^HAPB[,IYOZO>'T=A4$J>,7-L!?/=__A+]6;W85XW(N07Z!IL$7E#P[^%MN MFCI5VMMCZIG1'>.0IT[,I82 3??SIX^6@1]W>A&*N7]7L(R3N$Y'&W\A9G MM'Z$Y''W<_T)R0.P>G4$5F-D%U\QP/+!:0S)LPB]% *-P G*MM\A>3 0%H1* M-
#I+11%]#LFS"*8Y0$1!AX8ID) \L)Q0AUQ%'8.(XCHYQL),X&&K HQ,%%*RR(U!#2$<7%G0NT1'"%"<(,CO-MS'W BN9J M+@H)'S5%;T=U2-1+ MK\JE'Y?
\SI2JR=&D$"HR)*>[?:8:)XP!I[NY<\UFQKV Y?.\?O."YV!AL/@[M_C^2QMQG;2%#_12T0>;C>//(S*2$1E*5BX,3'\=HVV;P:3$E!R?'I]-SD[/
M)Y>71]T__C84ARD<4XT2^MT[4K6>&0Z6FD[4K/46']GR8*EYF0RG@"^;Z?5 M4E/(;MH*$#G_@P)$27 @2)FK*W3W,"T@ZA& 5>Z!9G6.%%2-
@#>]KL(K= M[U48@5;!*EW,F?"#54 @+ B5T6 5JW30%*QB#TQS@*@$]JC$%$]P"E1.J$.N MHHYA!*L Q58%&*E@%1Z8AV<>.K#9[^'QH#.EVO>
<2:YZQ<>ZN8-VMJ;D E!K<=U+]5Q[,Y(/]C#/8*S[JUIK1N]6:+O?3U)NI-DBPE/B' M^R!.'-\GOR^^TCC_1!LMB?R7L""S9 M6!
<>QL,/=;%'#2F$M,2Z;/VBJ8M@&M5]57BS\(I\<)6/,CN9,B\KR;4 "4TU M6';VLLIJL&W=IX9#.6_>W[&6O%R^ZS!;%;LA*SR*4VFP1&@G.4Q[3E>!5WNZ
MX LK9L"!5W;_?&$$6@5>=;,_0P^| H&P(%1& Z^LTD%3X-5D,A[#N(JB#Q"5
MP*M"'Y8"KS"YEV%AEM@R#+8)NN(VUP\N,,8J''#53A7#"+8"BFM;4*0"K6Q^ MSY7S(A80'QF7*(]Q_?^R'6O\&U+-KTG?
#"N,IBGNGV)U[/6VNGRLZ4:C]> M;T@1*/;9:JBP!0>&NU#G=_YTD+FE3QX#FOGH_"9@5TM]&,T.N[4[GYZPHK?!T' M*', KM?
<8^*H:JF@SRF(*4F2/M-LL"_AE?NOU(M0$BR M\;[BK1YH9T2#!27/0%!2P[$T1AC"-XQ!Q01U^WU%=$(]@#+]U'5V.AF?'>T+ MZ]KKJ^#4N:&W-#5-
=%>N&Z5HQA2O^EZ26*GX)I5:-84;W7?FF5%@P56;T)^0["9H5(M_ZWL+#N\.^7L!"'^I>N5T^]! M?T8T6'(2]'UI:=G;3'OHS8.M.SF0 MM N%E@3NI8?
C$47S,%HZ@8NFKUCF!AFUT5C+- MK./">**2.\>+_N'X*9K.[!P B^^1>Q=Q$J49"K^@ $7D-YER2'?2V4C.CHZW MLY&03D=9KZ-P/EKW.ZITC$L5?
8\JG1O/-J+L %KKBSW MP2I-XOJ*G0!CF7TL%1A$!1)J!-J,)()@U3VE05I009"41>L%_S5^"_W9)@EC M$1B=D*_4^P/-,BTT+52B=
<%2H3VN\D/DB8TT83FUPC%LN9\1@X1@9L&>*>7 M1I$7+/"6T))/@W5V=-)NY2E',,(KSGH,HVP0@U!0*X)&(V_Z5D7 >.{)$
MOC^,:@QAI;C2UG[]TSS'G^;8RB35>ITRH@ @ER?70G[Z*$0BW_1=A/Z5HL#] M:,AQ(5$3"O+=(,I@D*2*H'&C:?"-F3
D;H+EAB16# 0EA0>,>K$^))BWK$6J M@L5=$BTQW(6DAP;\IX_U/__FX5UVY+Y]/!#3N-AJP*@,%OSN%P19+5&O8P&8 M'79ED5X=J&V
I8P\A()3AI0FH,T=^<$_T\/Q"?Y@D-<.XX:PWLZ7<#:PD\MP$S9J%:?XM.]N60I/0&"6)\"Y%M"L# MR (A0XA>(*T=J.,IHE<@?PX#]/'9B7Y'R5T:S-@H-
Q>NBW>]Q:/\[\"2A(2 M @'PZ_-+E"Ul'\DD2O600:(] I# E)2R@%DMBN#!A^=%8K8DW53V2&!+RZ@ M@8PT_7,2/W!2&FKM
QK/K%F(C2E34T8'[91D^TT70Z:1!C5(64H:ZD/C6#N\10TBH@KH/7^H:I2=BX;*#SF!=>V[MP\3QJWRP';%Y'0;O*$K(]9QG%. 5]$N8H#;QFN-V\9J5_D?Y
$;9" 85K"E2 M!;/N[.CTXF0R.3L]O1B?74[.K6W1V8MZMHJ_#<+7&$798\"9SP'_.<0 ^U[& M6:%P3DW=U+_72^O6.VF4&7MODRH"8A=Z"(,%7B;7-
^@U><'],+P_34?!HF\2 MNEW&'*NFLS=.%2C C-EI+@R-!L)X*%D" CD$ZXLXMGB722-Y-CV&'6@H\F ML(O)RLI$%B)M)O=&F-
>WBT(#4!+L[*@8@2>F>Q\3JX/G?JD-*\X-"(((L*# MDB.@X6>LFHYL1S^=GQ8W$V]21&JQ7JN2:0$VA!PD-D#]DMP"ML<_G1[5QG%C*R4YD+"XSN_V
?>T@*MH"RJ1W:OKD$ 8HX\A P^M-8$D+V!P:!I M0)"W1HF!O*#X G:4SI\PT#@"H=:..P*+,TLK4FF56LJ_N+'"7FS1+)!G&0)-M%$5C,(3!#IB9;
(JPPH)D]04J59)F^\B=XQ:9_X7L(YOB-4V-CR;CHPL8S)*& MEV%XN3)2=!SDJ6Q7N>0$N(+]X']89"T%H;U<&A= M&4]HE>)-+DFX*CGY--;
<'Q:)BV_T%=#.IR3BPWHI?%AK{3)\K#MEATP1<8&--M/N-YUE54V-/>+"\)R$W(.*;$_!TCZ:BO\]W\L'G#V3^RMDGL5]XZ_(BN?.R<
M\T*]T&^=KP(/Y$WV'+\;%+N1M^+%6S%J0/ND=Y7;*E*BJ-I8^EK"'^*-HZ0" M-/YI S+^X;=KLAZA""LK^2 .D 93/ZT8/#CEH-J +25AWQ#>
[$"N%A$J4NG7 M96TTUTO5A<(%*23K!%"3U2(K*,[=YY3<]GM.L"Q)]E%1_,M7ZP@XUM$T-:2&W4*MG92R'E:0__[W48MSGG[61CKYSS M\#]&I-
E!'Q"Z_Z0+D$1&62T'[Z-MTG7](Q0185A>@#^D*D?>+@(K$>_]^%X8 MQ>V0C&C_^2^ZW'\H(29&'O*!!8>"O*!DIKTVW9O=.7 /#F4A<)5]
M*I5[U!:>PGU]NK:A_]>DZM%YLM$)$/>@95/E KMPLK"\/"60).W(6,*.60J_(]\Q5N"9E=XR^@L MT!,BULGRCV37P3L43% M-
QK#,^EZO[GE!FFQTYPP=]JD]5'>?&'6&^(FDZ1@N;R83$Z.CB>7Y^/SXW'G M\>H&8S@@?/5<;2L$=? W(G]S0'85K $!-
SD(9(,U@"%G(0C#'L92"&D)PN"A M;22>0B* HBEDP"X^:HKF14PPY#V$2/"]RGV>GE4$%LA,TWFVY5R.^NF@(I"0 M%8],NQ_PL\&C4:"=\$9M/YVG-
[J*D#.=/R"OXW)5:+'*,1:23XHK*$5KVMJ M/!F?'@.@23N =^DB)34HVR!EQ["Y+S:=WP7@#W0=U=3WM&F2DZ@Z3$NHJ M&):)KTFKMWA'G:#
Q=]9XJMS>)L98R26(FH;PZ25/E4,[+)>@S[PEX6^.3XQ MHDL0JE)K_RC$$][H9;I.20/"[3 T6FG11L&S4R,\N[3+LR>BD>G\;YP_"B-$
MJ]TZ^\0@$=$+NIP9BGVT[\M<];0SEJ4TOM$$K;0!3W.AQ(;JRTH>MBDH,I; M\.'"$!\Z3DIPER;XWY^]P%NFRUI(4@MW]RG5W9UW,RKZ*?
S=94^#=!S#F/6] M+ %^CF?*B]B4:0+>5,"+PE26#I3)S3,8G=]W_RDP1.RXK*&S?$P*#QJW]" F.19*9LY4!2\(KJ17'"
M&C"]M*A"DP&\^1)YQY=ZZBJ8OOK>(FN[C;7SC&KM7/=2&#HK_1QLG29MG;]$ M81S?>'-,2Q+*DJ>::FOU9#8&;=)0L'_*R[F?YJ=]66;D^6!FP5&F%S-
K"0QZ M?0UF15 +FMU^=W%13B[!%FT=B-=*0ZKFSC_;*8E*'%&!UVD4B48R;EM"E6;8T^FFR]AX+9AT:;>@4A<;6@R M*=")E"Z[.K-?
N6Z4DJ5ZA0)RN@EFT^0-1<5G5%'UB_.:^DZTJ2E]G+_8?5RE MZ'U4=C]R@MDH&\"H&,&H,@176HEN,WD=GW;T9Y;L^#IA
MCDQ%^R4UJK]B'_NEVH RYPB@5;M1]"SCL-X)O%VN_/ #H2?D9XOD1@GLG0VW M'A1^Z -^ETSME-!)2O?,"%2^B5A\AVS6-!?>!ZI(2#ZL1R.?
$'GWT$U2\AXP M_@%%[QR2,&KL U-DQ==TS*;M;+M/C)#K]#[NU_TXGSGK434\OM %CGAC0;Q M=#ZS9*K;52K'(L.LM ^4:;&!/L3C4 [&7&+
(51XR031H0E>PC=VX"&$;R]5L MYN42JF3?O]A]W$C:SK(92;]RI(O;6H1JJ)7-Y6PR/CVS.OMT9WLI9#5Z=#X? MW ;&/D/4(5?;P.CEC:XS$F4+PQ;L:^ %
fZ'GHMD_\%(25A78M*5IW=B0*61 M,\.RUER'0:;7[WD]3J-$WRJ7&N X^L6J3ID;BGKP>B5KLZ>^KQ!K\DO*$"1 MVJ;X3B^.@$4^.1\GS2>0P,&=A]
M0,R3)%B1]5Q 0TEHW[Z$EG<_ M@%39!/#KW&5;'SKUG0!><=A84A'A04NJ$W"VL_W B MCXR4)#5GK*+;Q:"!UWX%%9),D[G8M_'A5@5DKK"[!:&A+
(05&^(V]VH/0"X6 MH2F>A *2<_[."YS)4&M6.;G0IG*]QU1,.@.A*AT\N.X$BZ;S9.UOT("4/T3RQ=%T M#4C?H4($N,;O<>NO4,#C0] E_F]66>
%6_:4"&K_1T<:(QAU6'CBV%[4]T. M/><[&[W]WWN,'E<,V_L4S9%"#^5;[4*!0@_-+[OW<45L(Z"F*X^^];QE=;%Y
MUY$HI6%S@(TDCP=L(0>6UQ5KJ@S+6(=UY//@IS"*PF\DZ,-9X;]0LR#*_%'7 MZ.5D?'X"B#9LX!N55GQ8')&24M/^PO"MM+I(GQV2
MF"3YN'$2E.VW;H/9(\)SAY)QR_A)#$,G7M^V/?GE#P31-XL0) M9OC/7P,?O?$UR4$_O_8=K)(FXXN\T0R#]!"5V,G%I^ZNM$>AB] LOL-HD?@-
M8BLG2T=J!/1S5<'BYB]"_4A2X'_@/X7+I)=F> M%97/G4L< #DM#8M5NA2@ZQ$IN 3[&F#)9N69N*X8%+D$]07U#9FV[0V?;.W5 M4%%#N
@3E;'>L&B1^]-%L@7]I[%T;(6P3/Z6OLS3P\A2-\NEAYB>,_)Z']>V&- M*930='S4UGA-O9,CK%[[M]E;G@;-Z]2@W&5?*+?)I+9CU'MYB\)T\7;ENE@H
M7.0.D2-QHYE"K<6!DDN3(DHSZE%?*%5^5 SYBR^(!\Z".,/2]&;&XE-%VMTX4 MX++Q)S3'GV.92?K%^7Z#L,2NEU,AF%TMPRCQ_LA^%)W\NAS30&D-
1I7EAP'# MP:#GPWB)"%PD6.0&2;P.[J;_K6^EBF/O[^5C3;OE%F'C&2;C;RX&)LLHIZ0C# MIR-'QSQ6N-R6D%^OI9>@&Z.5NL:.)^/3/MH]=0I?
T@6&"Z>+W1LIGRZ7N'A\ MY?XK]>)L1YU]7;<^*!DOVP_O=;%WM,W^5D,Y M!-^(!DOV@W9UZ=\VV?T$5,9S^_[,J;'\&$
[X52UUJRC+RFYWC6=WWFQZ_C_ ME3H1$<($^67Z/Y!=G]K**K0[D S6BL.1.2/'DG%0'-F=-?[@=+BZE%;2&H8S M3VM4_'T>&VL.F3KB I>
<,>.HD5VL6$>X8D-V'<9)_$L4QO%]X)(G_68W:;0. M4*(>P81]#X,2.H0N:0'#@Z%A(LG'G"_(N4+PH9$Z>326KBMJC!4%*1.+_(0A
M+F3)!K,6_4[>QRP7U>))Y]Q:/8^Z\&%\\CEFV7+XM1?$LA+"N2Q)_TY2@% V7[=E1%04_XX*TOO MSA'H->'L_1DU8,//!G&7
K*"&DTKV;FYM4'ZV^^NGY)\0'80^.3YQ+<0M MC.QCBI&TM%H[VF4=87_5:\V%W9WS*>SD(/^>7IT?GQT>GXO/KV9N],\?8_M>@DMM[#.\W=Z;?
-2;$:187/?+5B7\13+>&D=0Q$8> !291/ SW*(S!=GR;:D MTXK#QI**"]*CH!Z;.F4/7'SFGCTT_EI$<9UDR)2B_[:H5P+L'"D(+&UC=8@ MN05LCW\Z/:J-
[TP66UH+P\=62G(@]G.M'FMHH,JLG\+2,6P9UE90[9YH^T@* MX]'.$ZUUAH7NG(2'IM!4VUY2(+ :<$[:AU+7$84MH";CHF__S;S*U3N.F:2I
M*&STV1@VS\Q"$@[KW<2MFW=:WKH#P 5A-'E3 4=$362@70GJG Y? R=WH.51 M5^45A\+43B$%N]* J-%"4%7WXF5.D MR TU^P01N-
=.O]'=;_"Y8NER.C;Z MFT[M^YON4O)P09'FH;R+V\+Y-)%W/N5=CXJ^1V7G>^&+ZOH++U[#]%!<3\[
M&3RO6OV3.9N,C\^M[Q;#;H>TDJSW0NM'A)D1/S;)/5 MZ/+^10S.-J#8+C4:MR,%>7+2I95@%0D5W0=?\!+T\@WY[^AS&"1O++MQZS8/
M5!34":@0NVYY2+[-EV_:>;!5FC]PCJT*HZ%_ELTSUTX4?>1!SZ(FFGJ5@9)' M6F2CH8&R)*$])17X193!C^41J,GY+59S8%Q0E5SU46V.H68\.$M>
[QFC(+3J M"]H^39M\<1B^5KU^#Q% &K^D MK;]" 86OV@88&")8_!B*F$RJ]FM_!Z=_QK#]"/#%@!GQOT,O?_2-CE[U!SU& MCRN&@1@E\^AESJ;0Z?
P9'T@[EF66A@"<'P19T4L*9-;,X/@IF3E0\QWH=+K$\V3Q@"WDL.Z#&+FY?CD9 MG]B_ER8**(\.'"D-7U[O/.2ULY>X^\Z2EO}J.B.#27:P];'H>(B[[\R0$7+(
M-VV,/H8[+)*("ZSKU@V,K.QU+73X#/>PZ",MMZ;3#-!7N(NK#!\W6!-"O*E6 M&#)/N'*JWLF!/+M4W./Y/V,LVQ.!\EB()(SZ0^:,K-B:[O?0II9+/7;,NHSK
M:]'YPGN#@G#1!1EB=V&T$1O/LR&QRX;|]-%AY;E(8:[*Z]=T>7[$08/T'+&!N8HA=D&A2T-5E6Q\H]!<514,+;UT MR9^%=JH,@P.M)2UM=D<#W^:\X
{BM]"?O40.>>>?OQOD0_5PVA@&??2)7O)I MD$Z!)H7@W\7(31/O'55T([TT\=K;-Y[)]*'DG)F$4 YM[%H3.?9IC!;UU\B M;
[&@QGXKMKIO_)-71LE"_,9K32]_TK8(TU??6V3X?4E)Y,9T_BF-O0#%,?GL ML]";QB\RC_:0V7:I]30,&G;MH)*;9BSELG[9UM3,)9S.F]>&=B1DM[E7=&NA
MBI)8JL;S9F+)AL^*$FOFY:.LV/#6/J=LFE^;9J@^%WT-U_1ZAO5Z BE\2(UB MVO11\@R&,5Z(9S=H[J1^F2.NNIW8,OQ-Y]D-M6F:Q(D3D,^-SS6%Q@?+-
]TZ M*3FGQ)T+AF6D&HU#_DLY)FP7&P9=I*0K@3=C3J\-H=;3LIUTG;/MK&7.MI,_M'[*Z48_T0TKK=G8\&5_8[^]I2>M6"C/DM&Y !.|@0<@538!_,
fMXJU@T@FD(N?:2 H%5 M?[8! %#J.GNS!11("F!O:&!9CU$4WFCW@M%.GK;-.H=FUX_OQKU[R]H1(0J[D)22\X.E Z/>T YI\A(Y0>RX9/3$]=-'+EO-
M[#5M1'1A=-WI/+R*I=[G)/)^1\S\CZ+5A\@J+3HPFEB]\Y#H&Q1Y[PX)(< ? M528UU;:V77#(#!&45E-Z="#A6+1K/J+H'<_:.MS2R\\K-AD 1?\R?DAHO
^R-[*L,+<]E8(4%&^JK/$)/)^.3,KB-"F0"[\V1W MBM-D5K#B\KP/\"R+UL_\/A0Z8/B]&36@T:H["NS23U9_R01TWG.K .2+)@-M"M.!
{2Z0>)@GK&RLJ+>K8':#WI$?KLCXBTT,,\1)H&9/<&:@M(MT6[&-&J<[M#XQ)1CYN;O$+WA5'CH]U<35;>H%'%FQRS"W4$3,))-7&$*FDK@
#INS.IV\D M2EWR/EBPN,;+]H)#&GJ%(3)$4EH#INENZ;!G'\=SNVON!1KQ;&Z+NU!MGT-0 MQ?2S6$1H@>>-
S;F99V)1;A<;B;L@4EOZRJH15%R",H4+I;,9TR9+X:E8Y7Z2 M4986N_13T(XFCM>E.N<94(J?W&^%W;Y.XR7. OU-%['X70R/K.;(Z8KEAK4
M'JC0G(YFRB\HF6D!BWI.CR%B>-3N0?4@WHU*]\/N0_F(6XZ M.ZG*>U%/]'M1-T,;5<9V*2V<;1U?E]Z8)Y4^_.I.@&L>%+K4ZQMG\=5'*/D
MROU7ZL4>QQO:5!0:)[K#KV'=%=5/G_V?VT(R'9_A:%Q1A@W/N0, 2V"3HFK M_T>6X.K5"_\6^N0YJJ0%53"[QW-F^AI[,\^)/(K_0;(V=+P9H&T0UR&S
=L7 MB. ''1$T]FEA<^F055.?S?Z&(VCL$TD63*4(&EB[R0XC:,ZPX$<0<19:3E3% M/D30:(R@&0:5U!70^PB: 81,V.>BS7U0%Z]EVK8A/1#UTL
MVT!]>AJC'_I'1EE:Z(E^Z(OCG3TCG>^(5IWO\EG%CX]W;S#FS8R#]RI;" M'V<$9]3)#F?G%\OS.@P2+TCQIG6Z0E%&
MFOC3QW^FD1?/O"SQA*C4;=N%-KW(PD@S'>A6R:".FQ0=R9$,+'6T B],L $O M1; ^&T>_S,'+1$SX7Y2H+9K7;"-(KU,GN"K7N9;3N)GO0HM81_*6K-
MQ,3YDS M_HHX3KS$XQY?A.MCPIV=C_'DY()^2')\<5)U>K;=40'9=02<1K<%NH?V/D$ MKP96YQLUH%B1%^U4 ?')C)HD),Z+X2EK+ L-
=%60&@W@@F+W F"F%XM2&AK(MXI (P,D0T6@ZX_4B>A_\#3FS?Z5.A+<1V4%ZO=)>8>;XN,J8'N70HAGP<#(@ MV8IWT"6]|<
'7@!,)1BDF,=V]WSQ?Z8!8I-%I;T!L4:[&GKOEZI?7<9+9'Z M0-$[XCF;1*I"XX[A78*,%AC4@;%]]"OE,D&VH6YV7.(U!8TQK M?#E445.(4?-
%Y_(I#GH&C+H FIQB(IBBKI:UC> MQ9J6GE&2^%EL#(FX7:X<+R(_/$;A.]YA8#W3)/"C8%FI<9I4DTA>H-1-XR[MA)"_1X976U?]RKJ8C,>G<-
BC!CEOAR:@B-%/5H7X$I0!3141-,4(L6]$N_<-ME A INIU<,=TGKO0IA&)Z(C0&PIB[[T(>+@E3J.8/-5U&Z3+PF$G0B1-70V= MB";5-
*R$#7*KA99M%VCR&5TPVZFF$\(IN->SOF+D_K0(WW]&[BSO[AY_37C< M+Y&37;&+(B=89**+^L|)Y/3W?BNK-%1T>IHJUE15SD1^=[_SIE<_.X__G]0
M2P,$% @_QHIG678)++@>MP(\3X@ !4 !I#$P M<2YH=&WLO6EWXDC3)OQ]?@5OW>||=_>9EDL+:W5WS1%"[+L0VQ=.2DJ$T(H6
M0/SZ28G%8&,;VV +FSY=5;;4RB7BBB4C(S/_^)+78O-H>THIO'O?XD[_+]Q M:(BFI\CRO_^E.;94^N___2V__OG_,"RT4=^'AAL3;0A<*,46BCOY
M%>N8E@6,6 W:MJ)IL:RM2#+ MEN:@/5=$&"N;0JR4^Q5+2T(J&2<(+)T@<"P>SV2P3"(C8E*2R,"Q(%&BE%[7 M,7$1K1"]#.>7YV R -
:_/R:N:_WZ^7,,.':.M.6?FQ=AEW]L"FN*H>Y*+A:+ MNZ5@:V%I$L>IG\%K =%C6URQ%)!<<4VC85I2M8$V#]X$TT]K![/4/CV&]'T M#-?V=Y^%+3A0O)/-
^<_-RX,^+1WEH(T%M>T0\;-?]W+B!.H 4PS'!8:XZU!0 MK>0>MK+Y+/%S_7(WBJ6+H0X<-++MD&*@,<._&S]=&QC.V$3CIA-&
M>8;'#PDI0>4XK]"+PY$Y9IPD4L]5O2ZQ^>_84XE,)O-S&:.!W6RL4I>/-HQ>'_M,'F$W8,Z@[?WB'H#H:!*C@_M)8B0&)D\0*5R%)7)-2J5'[__F4 @_?Y'ARZ(
MB;:A(A7V[P\7+MV?:\(&'V-PYBGS?W]LWF.N:\$?/W__XRJN:\G__\W//[[HJ MP93\W_](RCSFN+X&__VA UM6#,PUK5\&:KE_HT9_HM<'923%L33@_S), P8%
ME.6OH#9HKW]4) D:X8^H0!TI6EL1U]U=NNT M3G/#LDP2HV(4<"I4<<<9484 MOOYEZ8S:,NVS;5S)XC8FM(&+]?2/F %TU/A&.?
UJPSDT/)BW39U!==M ='M(MBS.>XYJHR:9M2I[HTH:TT97L$I'#400-5A4'2;B"T%,,NSJ:U=N+:EY1=7:6 M'ZG&U(&I(;?X\?LT]?4?
QM0T(QC!F.:0MA&G91A8%Z<&=0';__P\H,1)A'"6 MA*'V"4,-B'Z^L<@)-LM6RNWJ?)PK276U=4'"&)E6)M?LJ7,6&$3+4B<]BNG2 M$2#, \3$B9E%C32?

*Y$E&;W"'9Z;A%3187)(RJ9*ME(\U-<')6KU.V6&^/E$LC M)A_T&!$AYAG*FBP\^F'$(64D 5L:\5QN5)G,EI10 DV<+%-SKC$8=?,=1(FE M\\M0-*0L;*
_IK7W2TLZH,=ZCI=9@FJ:76/ \F2#G3,?:A:OB(UHRI]XK;MAG M1+" G,C90DZ7 IT#0O46N9K@R61-Q:.I5D;A]#;Y ?77Y,!#FB-F)$4N MS\ N%K)D."R
OUUMSKB(_&2MFRT6.3F*0V)%BVNV9K1(Z('[]Q9+[B\60Z MGOHHB0OZF]OXV'G%$8'61 Y84AX]M2%2%#F@F+2(C+PCA+4UH9:,,GH MF;:*?*
*L1MF&@P=_+I^P9,*AYK5!&K227T9O]O(:CH[(17MK=BE$\8E+W6B\9 MHF?;$(F!XR)Q=$,%U1BCQTA9-FPD*Y8-)X&"G,/UPWM]R1H!"<(!'PA.G773*
*MB1*DLBPV6@'5J?2,KMTZ66T>]{]=6J@UF(4&'"ON.UCQ "V79L6TW(VW%KEN MF4T"SJ^*
;$XH#CZ>%5EG4^XU5*9)>O>JI:JUNEF|G0+=F96'|=W+LV*0JC6>OC69',2F+#@;4,#KR2W!49.M.%IWM9EV'%!TL%J5I\ M@Y\D*7;6J_>4=+,P]'-'7-*
*L+L*1=:/NP$$)QU1U:JRF6J_)?II4'+<5(\&: MC/)$MXV#!F[5\A,.@_5+.KOV;"[GFW-MS%9FY1K3%(Q>?'JZUOYX9_+!;.!9-Y!?*
BX7[";G:!Y2?.Q2U+P@#OVD$&SD M=<8#P@V'N?Z@Q%FEOE><8CKI42JD/$0P? [//$4N8YIE#4 TNOI$)'9:?,< M%-*
*R2$>BLH"_WJAQIC#E$/$4LYJ"AF';==*&#WZ42:'PB*IKS N4=WRCO;755 MTY!=:.M!M1W?@F&%VY=[=8:U-8$/T, ^;*I)1C\R)406/0F)3Z;)_GY(<@*
*M#!KH;!M_ QX0B\BW\K/**NZH>G5EZ8WE8F2,D)IJ)@9OU#&69\,17G$+ FV- M:-9?M C(YO6J1]%/@"FQI[$3N]GG2^1&&#"U>8 29,X4EY:1X 0E7D->#B)K M"*7@W8//NL!6 DHC"!]^DH<2LH%:WC,DAQV/0 ,-N06P@I*;2OI:?=GCNAE7 MUC_B<(Z/YRPE@MXDXL#/#^"L*@__YP M%-*
*W2@L!M^&P2QM -#%F!;;W6W=*1@(Q_S09WAKX[IV>%O8:3\UP8!X2!.G%3L M_!06N4AH-H]\%-,(XPV'HJ+KIL&YIJANV"!86MSQ7;*+PR1.-*
W]R62)/-5M M3V 8&|C^AM0B^GVL0#L64@$>7;]@2I7#T,##C[?5.5 ..>KS^54*-+2U-$94- MS&*2H@>.@VG<__94?IXO1]N.1CF/S^/-O%*
*IV[==3WX>&[85AAAVO7:!{>90 M/WX'#,#P%(83NWIV[W;TD_:*9C *OV]B_6;[^[:1GP<0>!81\3U$), ^&B.JJ M,DS6<:6$-*
*T:%G([$QU53BQLB3D=$_'1$), ^+B/TI%K6Q$N]'A,&T*G"_JZ3* MV3;&V!;;IGWYAHC3$4&CPA&AMH"=IU;C?\#@)M MZ +%@-*
*(V8K'%0:W5:$SR0%.QTL*HQOEQHF\=EMQ?*SG!,,Z%\@],G/8OOEH M_C:!?1\Z<-EBGO.[Y2X/]\F.D*LS2EFZ=GV_/*OS4M:DL)E%* U@2*5# 98*
*MB@NT;8#'2#%+NV_WU9[NNI]=\A?GMBAZNADMT\$IK3LBC M(:#C[+5K\H^VS\D(\/? /C?,YG+D,B5=A9,":-6R\ZF6OW:OZV/L"*A%&NV M.*
{!9YXBB0,JV!_RTD^JS2:O9+"J-)FYX%S>MGSKXMZXZ/.&<-5-A>MV0(F('K MJ6Z_G.B,2HY^[7C_:.=D/SCT6?P]<$X,A_ D+:E1/#-+U I\NV,Q5Q\L_ACG M)
*J\?-XY:3CU2;W=DDF>H8U*1S7;XL*^=I'|),.:DEA?GUJ<.?F_?UEF\ MDTDC[VHE4ICPBJP,'-7&N&KZVE7=AWHG%$:046#P@7L"?JXV:?[*"<&09O35)*
*{PD2K3(7,:^551X6K4B>SY(KY M,7_M+/[@$WV1-AY#39GC\VY;Q2M89Y48*XU)T[OVF<:'6.A(\+)N&D%E MMJEIX79+%)K0V?*
V$W:)&CDFSQ,)=36<)6G,H5K][Z>&_'7YO7SSEBGD5): M,#O36-T39EI;S);\|;4S^W.[Q$KENWRQ2:NR*,"J M4%5[RV)3&(M#6)"NG:L?*
*XXM%@9?/^F(2T\!7B:[C\S/5Y)2$+?<*R6OG[>?X M8E'@]?.^F-'M3,D%CU5Q9>FP*LWTN\;JZBWRY_ABE^&V(F*%+C4?"SSCI3K% MJC@L5HL1RR?*
@L'O8Z_EUB/?)<+ MLN#R)=++-%,\+#=7HH95GF>,U<_Q@6) B^?-TNF,A)S5%]KL?I$X=JZ3;;P
MJ_EZ1\%BL:W@):>;82CEBF01G'OQNL8H\CUVRO0:,+QBD MN@JMA%?55R.:!-?N>WVH72(OM!KY6@8?&;"*&DY]96GL87,PFVNM*
04@SV0D+ZD2BBZN\8.O7SMW/L$QG9G=R1;7EF"RJ@*_M9:"Q84>,'"E:-+7@%#U:I@VIY#J<)SB*I :;@:LDKSD[L(U>9<)6%CQT9Y21*
*MPXS(^1_!8=,/1OKC=WB X.E#O>1TF$R?D;N9\W&WI&=J<;;L=UA8:SF-G&86 M!O'(R7#DN9MY/W=?:.C.L=T1$US5 VT+V*Y?!SJ\YS@M"',%-*
C5QP]:@J.8D MVH:|.8AV_Q3)\[.K"K&"CK.7B4[K5F IFP#:Z*(0 MKVMP;-.*YD:"65<.L M+"]XARGBLCO-.5,A?7.0IND/2 A$_"Y:1VCM%^T\YIQ'1?*
\T]R{)NC7WXOU2Y(W-^GY..EY MQ7%Y9Y:>X\?E15EZL,Y8S20S\H+U^C4QGB ;4CMZ.R1OTO-!TO.I1PL>OVPC MRM)39#TI6=8G79Y3K7R:KE-R*
*X^<^W^3GH^3GE<8C;U5KS{)E/J7Z?#?-U/)V0:K?+,XCF=F%P?=)?C'I M'"%X_9M;7G.-$3E+6M@D80 *T(=7@4A'-;?C0!7+-*
K%AEGM.U0=I.]4S.NYU]>'+BXPPT%DZNGN D+7++HI\O/ ^[9S?+ M\P7D;.^Y;2"=545?&0[<7>GS+CE+4.5!CAS5XKCGN82)#5?*
*8+'HG=T1-.&AW7!D-HP)T1NJP\#@VKRHG-JJ,JG58E'??-CI^_NDC?0Z)=G61] M1YQ#1#*G&5Y@6S(^QOKP>M-)#"L$Q O9.#"RS&BZ4JXNZG"*
*<=#2,7QWF21S/ M/*0:\E(-"4K!M;%O"\E-\JVZE!_GICRDA85NS=KBC+|"C?X&4GU^ .X;8AI, ME IPH+)F%6/:UD8EO$NCY^ <:J85LMF0@ONEH"TJ0-*
*M<>_U(LVOT&-1J+I7D M&_&1,6'*JCX<7A_J7R#FA^OX5[+A)A=G6E>IFS9I=FIYE_7C^6I%U9<9HGB; M[MZT\S$4OEZ[AE/O1SJ4EGC6,U2QC_M-*
+;522GBA)402=&_09$>'_#61:V1DY1G,B9D MQ&KVYY0BJS,!'"Q\!JN7+/+F@VWQM MR Y;[:N;'MXR)FYR%)&5VB?
DS)JE3^72IBXEIA\2*N"4[\EC%Q7.S,L8!8HVR M#)+U]+0U$DIP=E7-[']ZB:2(#X^V?EDDGL4R2%;E7TRP3H/UQCZC#.U.ME^Y*
*M.@U_R]VY0IQ_0N[,,D5ZW%2NME50:7=F! MSUC>$D@'I_@L$*FJ4%H5KQ[CWR=WY]HP'8WKX M"8*
(WO'SUZ;D3FHH.BLWGWJJ5N0DY9G[TP5M=S[5%AQ+FE-&99N]N2Y?79C[EKMSDZ.//<_Q"7'))LY M9^;U3!Z;>K546E;'M>'-*
%D7R;,>;5%U/)LX3XB:F?=7NU!(,K]"M5;^(UR1) MC>3$/,+B]MEI.#"PNL7X#K]1KAD,XG:N;R=\RXKX(
MYB^2$=>;5@N"E2]6^9X_G[3GY7B+GUT]QK)1MP58CH:&7%)N>VN\G',QW1# M.N&-*VW30+7*1]+]EQ'T5N7C?NGD[F2 .\]*DK#:$H6YP3"M.J;
<5O)MV/H;" MLV7$M7W9E29X@_=R\RF7PN9U8Q')N6#D,^*^[NUY9\R(DP5R4IB-R!GO<6.K MW6Q0$]V^*;EOEQ'W>3?
*E14Y2GLF((R="2W)+B1);R"7,)MX9X]GL35J^94;< M%Y68RV7$%>(9QH1"VN<;"I,5]V^*
*MRB33>6Y,J*B=HWMI1+627$9O]O,"CHW*]GAI=RM&;::COK?7 M]"Y$%3]M"< ;Q(+%U%*Y[H:S5HW1'T)/R]^AZCXI?UPI>VQ>(%+ 9[) ^DYG*
M;3<;6N(JC5W$_/#XZ?B)?X0?_OJXY:LS. EF7,7F EU7*ZWR:C3E935[?3B.N\EYRJ&$)=OV&R$@@\E/G$?M>7_)$1(W]GK)6(2>&]#-V5NY94S= M*
H:_EV35+K9PK+E5+(^960*;0QKI6O#WNO&'|$/+QG-E>E7:R^WT%IV&\U5 MGH>%?C&?3Y>,\V!'U=*
*J175V/^.2"R:XKM^(*2F$2S"J9"0!K==GDXO'8*:TO*$GV7Y+H3*L%*81PYSVQCJLT/=2UPX.M:OZ?W'|[*1/"\V M&#J?*GLE,\-RR8K(^,#*
7#FRJ]"1Q<;IEBQ^*4L68H.;4<09L2&1#74UA$Y: MJ3O#3D5+5=#/'+1B,ACXQ5S_JCB//;E".Z&C>N<'6UMRIFPT2SIC4X'-M]A)?VKID_+8J>*
[H5K_F&^=E#,AI, LW-8 M,D13A]OP.8'-FE1"<5C%%+!)UJKE"^UK5\ G#_\6'W@_@JH\9B\QH=1A(2UF M50 DS.&N/600"01==Q3A= 1UK>]XH[>R+9:1
*Y0W^-"+KN6$/= M-(*Z;5/3D -5"I8?H.-NT]3GJ5G']O)-->GT1O%ZKS+IL-<^JWQNQ%\S[G .*
MG)RN:9B9EZKG6$=5_=fTW9%=6W:IFZ;Y;@=0=GVALL9&@=ELR@B3'<, UWDJ_ M,8>VJP@:Y"AF';==*%#W"'7P)K1%5#3G!7FQR0UPMM4UK'5"I*
274.J8) WU MWKX@O.W(:62_%XF'=+\4\C]WIGA.Y.-WJ<0![^)G1GX\(\%NH>;.55+J9?)*
*MCJF#>F3M]2N1_Q3U;L@_*_)I9]08GYSPRGG!*1N<:T/H5B%PMDY 9N65NXT M65.9;2$QH[,,8Q?;-6SE(D+M5A+>QT*(S M.J[4\I1:*
(.B1),]PKJZ-.2/96$8X;T7PK>S\%W;(IYBJ%EMQ(DEV8OS#549 M (>P['7:8! ^],YS1;$#E$AL21=[=\|T\CG#.Q%,%W@V MO%.N3$HZ ;"&O5
*5,2ZZ8C4YYQDX M&\Q|TI)G2N06JJ*U&GP)__0!|]0H"4/%+L+-_]F_=V/1<028(L3OQKL3SC0 M):LR)AIQ[<.CXW;ZV:8P2;P ?IYN^VM1GC:.%W!*
MV(K3BS?!HE:?\[>PS4L=.8V)]_KQ&2Z^OS/V+\W;WZ. UAO"ZA/+.A?+=0OAB8C990\C1L5NC6\Q+OE25C MWE;&1)R-K-\>FJ+-RQ>&(2@_:B5V)O
)@ZF>W@I-/=GLV:8BBZIS\0D*=$N WG MIC9'_CUC0TEQ=\>DOD:^."AZZ.O@\9W>:SB;LHLJ6B8[$5T=)6^9E0,Z-Y)O>. M=NO-F@?*
*$>S\NGY36Y\E^:8%XQ+!+3N43IT_E$^==:,3Q98L#RTR6& 20W!],E M@FWPJW@&BIH;P<7&8Q*S3[R;Q%REQ*P=O\3)?M^&&@]8D@>BHBF[@^S?*
@M MHK+@!&NIY#HJD%[X.LT&8Q!OWR MMJ6XD9-44^- M&8KPV$=%=*'$N:.H;GC?/N9!=7A5+7!Y5RI7!Y]]>@MPN_27O='MK_Y\LC0*
*MON82_%LXS^J69OH0[O.]F>Z7EDDR4>6]B=,W\D*S4&I&;FGM!;X?&=B-ZZ&J M]R :A]>V/A -WE!V5]80=44<&Z[]+-FQ?&R35CM)2)GU1^*
*0*CS3QCE#0\A M'IK0'INV#@SQ15C NH&!SF3$L U5J@Y'TVHV05V+9@AABEW,9*>\@PCNK3O .#M+WR;RMERJS>0.'WG1I M9+(-R5E=BX$XZB-*
\1);\E2-@FVV=739Z(WS>X16AN1AB!$BVHC#5< M/]D_'.3CI4%2U_.JGZKR"M_.4]WH!=2CZA]>%QY>X1\V^&XGTZ>'&;ZGD9AA M6&)VMKHJ6$3
*/_P,=*QCP\D1F3F$0UY! X9590ZEDN$"0PZ6^6G'@:Z3]6M@.M:MJ,!AQG[Q1D]$Y'9>ZO!-E 0UW9>:OE%303FI+=HZ/;JR/3MK3\\[*
F=%5XID%K4$J;/^DO,8-1'/.+7(MSA[!1?#R9":K;I5(7!HD>VA$3BZ4-*?O%M0DP[*94DA0=EHXL,J)T5L.]%7EX_,('9K1?)KF/3()X*
MPNRFBZQ/M&B[/RBYJ45D0?$=4_ NMYWB\7&69]Y-\8ZM#UC%Z'@M.TGB$$Q6 MM4J>%FC_G<@4YT5L?HK?:X,%YFF=PNY^_=_W,N_3>
*6$CSY:235.C6)VC<'JC ML,6!&MGUWLALJ8L(A#_]>(BMCB824=71%IUD?8K;!'3OXKN_/+.023.G;BD\DSD!OF*XTO#YX M?B?E&;6S%BZI/<=Y4^FT'-*
AEO>Q"UP"5TSGC^FS[37M&#;27G"[12X$;&)9' ML*#9E!EN9ND#\;NLY'VGZ=*9070ZYN8J=!$E&N.U&>,\87P68S_4DV.IHF@=DD5RGYV+P(5= 8-
*":E/MOGHWN#V\W*7QZ5+UPQ M\M(Q6<&3W9'(""(]0 WO(1QHT)" W?* [8;W%:%R8G J[AC]FH-B6 M%!&T] M0/E[A88VI(^W"?(R.Y)R5RYW?%51U%*
*Y;P7TU'MXO MO._6(]&TI=1.)]^#_IB-OMV^ZR P$ MI&XC+?!H&;&!F&(H\L3-*P8(C4%0C#/'-BU-/<>%4@>UN"F\J9@9\/VQ7TA/*
M<=<\;)>NKM)6=%R(G2K>S=%^,2)[83?C9O6J4,)JN->\P-#.567X>N;CL3>XO+O?'T/'-)3H"!W9?S-Y[^GS4 M'<;+-
*;:1,77(=0>8V;Z*V!NXG01^L_T\DLZ0KL!*A)O5,A=$MCAYT MK\+/O\G]S=Z?4:(C)K';%WDH01MH><^0"8\#]_'A-P"6'LRW-?JRQ[7S;BJ*
M7B9M"0ZRF7'Z^C)ZOX&D;=^ M;Y@[!?+Y8 '9-/9/N1T0N&^;::JE5AI9:Z@V]K.<%;D9PTZ+G';C_*-A7HBK
*M9]Y2]OB8C[=R=9ET<:S497Q6;RG=XKQI\CDR06:2+*UC-O\7E\VM];N3I6X@0VX6DI[T;5U_A!)_?L+Z?]T536:0[IM=4=:M;95NFHQ4; M-ZZ>S-*
6+&%;RW6S%I92:[0[\&@Y),"\'"86=],VPGL96\C&=>^,KC#\$G3- MR9MV'2YH40PFJHHA-VW30#^*(3D.N7Q?"-$K2(V6'-Z2$.4"),+;U/5*]US) M3W.-*
#]^LE'9B%(?)62IRL8HM2U]%B7LDG$2*ZYCY?@PZ4AMT-(QJ'%\TBP2> MU'**@5>$L61'5MU?!!VI&SH>DF2;N5XOLR.L!PMEI#LZ5G[<(?
LS\7OIC@L<-M[OX!!S&1H_2X(@Y& V?))AE_JBX'-4#5+R[8$;.K#'_FP5X"]$_@2[?1;J4:'87:!{_^KL?BVBXP!8G?A7.H7:XL+TM M4S(LSW7"_N335=;"UD-*
*@YFTX\Z A^L?KVRO!M(/.V@BSFXK%:L$M=]RXPLYJ M_&RA2 Y>]B(KJ4_SY5XLGV,_^Y?+3N/HWJKVTRP].V>>PL*1GCP#ANO056^2*
*MUAJ.!O@U8*O0#5,,SB^IQ*4EU:]F\WVM-X_C/E#CI,ADXDTRLA{7*9)ZG"G1 MD%+B)]4?+Z7AWEQ;5(#6!*C!*S2GXR:2NZS"F_F\6JLN97#52/X*
)^Z&XG/Y3>^5! M86IH5ST3N;R3\YTP?"2OY_L$U.2V IL$F-]\PEDS)I%U4O+]%E'[30.BFZ_U M-G'] A&U2:M?:T"QD69UHB?&Z5P6:.VKMF.WB-I-
*3+|;2&T"9#/;&K17JC(R MEEREG !:\;JE]!92NPGII\?4"D6CX)66,*GJ=@/U.$^Z?N.J(Q&WF%I$X/S1 M0;4X)PC6I"!+*DS2"D>X0RH?W4S%B/AQ-*
*QA'+*KFIRMR:V+(/$O.2;60J;3U MNG75"OF;1]4NM*TJ?E7>>[_?8NQB>DFST-99SJTGZ40MLKKYYD)_?O3X(CB_M>"RI42VW:EQOVE*
*AGR<7O65#G)4CF_AQB^=$',?G >5\4M:69&;E\KI.#5/5 M6G?94B,;.OFF.#CBG%Z#89]5BJ8*A#90?;K+8TD.7^K8S;! _):!??A9V#99] M,:0'%;VOTBK,-*
\U^T@OQ'H9YI7:8,$A>%AE[N@-;L4-4^"4MXV]6 +N^>&=37& M++ -1 *G"6UN FQ$S>,5',")U2W-]"$,M[LWK+W3Z.;3=G*$+6A,K^P]2;QS
N](6$/D3:9./-;P@>-YAL-'/P^=X8&)'<3E+'"@ MU(:.RKHZ'Z60\+RAN-M5@QO(4(,D90LL21C9(6CV_7YT@_L7!6EX^N()-+MA M]0)8?
>7=;4ZM;IKS!37@83WA#;+>4JK3D9UZ7QZV9J[6I:H13$38%R"3O0;> MIWHR7^G.TM-V.M43HYME\W5] >(;HO-D7P"TYK5NM8,+;'<'\WY&=ZM1'>)*
MJ_O[M%6JZCDV+1U8(@O0G8XX51\[5@+E:&J^(12TIY8^\:0/9UT-^1^OA=;-M9/%I-66#/L^PJKH@/=#+)+[QY"LZ7NSG(3BU=V')XZ-^/]>+[0TG
*Z,78MOJ-MC+34:KO6';2B&ZO_HEXL=?H[*3X>(7+"D4=8-S ^IY8_50?X%0/]2NA\V0?0$V,%B+5[4*5=.L,24->9\O? M>&+UR3[M\7]*WR*
*'!"IHFUU1[R26Z:Z6A$61>U[ZM4(^0#?%KE!Y*4()1GV M@&T#8P?3!K^BL[)1R?+^HNLQ_;I>89++?6+, ^0:>OBQ@+WNFHC-*
0S;14)N[B]7,IH.TN0LB:M#ENDI M8ZX;+WIZ)K}3>,>W?%Y_&;?!+]=U^?.AQI[7\E4[#5U6;,H-EJU@=:,L=6=5T M;&)):AS\?*
*AQ!KP*N9K#J5B>9K,MK)H1XC==\P4B)X^OU#L?:J;6:MK.)W!;.M+:R(CM)93?$E%]EUY^M S2O\FN1'^C7';HW?.\5@MV09+E8V@1]<^+Z!R:#9*
*M;T]*1CF%)_.P,E=2.<&91792=VR@^\<-/#/2K^FY/&^^#WH$+V&HWK5I[9N&@ MTAN21=+,6\O(&ITHXB(R5N:LN$B!MJ7:|!3RS'A>'B()8EDHW?*
*3%UY@?EPS1 MU.'N#LVJ*89?'<"#@YJF&'(!&M &&FU(M*0CX^VX00MSR"XMQ(3=Z66$D9H/ MN&0_JQ:XMMPNIZIV*[H7.#\S_GO4O(H 7]KJO -%;>C*
8$TVV)DTY393D?L 9P!6^[]=JWC1W4%Q$G9&;>,>W?%Y_&;?!+]=U^?.AQI[7\E4[#5U6;,H-EJU@=:,L=6=5T M';&)):AS\?
+ZIT(S[_/KW4S7KZX&D4VVGM=>B>J M&18GZAW7]D37"TY.82; EG>0H5@=M,MY7^/]67]1)OB2TM>O7MT\,=H;/MYN MEY9SH;9L.V.,]TJ#!(H?
Y:KF^.8/7R5BGH_<[@6G.CL^D'FD6G A\=B-X&- MGFW X0Y;;)/IXGD>K#'L\@U#'>C#9*)/1_=LJ1.!\>R0OS12GK Q;] 8 M@]YB+I?BG*LR-*
*;EASQJIBDI%UIQ$26-$> Y\#HWA='+=$CD<&*J?Y4NU="?= MRD9W2T2D-<:G(B7^;(;3&S2&8+3\^0H7EWS!3RY4K3J/<_W(3FXCIC'BGY:S M=*
XIVE=, MZZF]0X8C@H/G5:U)I;O8R/9DEIFT2G:IVJ@AA1/-^JJKKV8X MDUZV.=:@YHIR<4-Z582+[T5,DN>(G,T8N2D9&2>KAH-7
M)&|=QE=Y%PZ>5[5"KHZ-W$5-5!M=G\P QU"V[OC W:M/4[510\]8IY?RV1.I ML,JTE1U11+/B#R+GU7X&X0O4*1&95PV$1U+'=$6-
*ZJ+QM(5;X=:,##O?VV@C!78%,3MXL6J'33-B5/=!LV!^VY M(NZ59DQ- X*YSEBB@^,WY/5M1E7%6$"'V:MD)]P%:,HVL":*'-:7GP5OZZ;M*
M3F@=C5$$FX^D?DG-)8W,"(>#4]NEIME*THS-@P9NU?(3#H.7G]AY:8U'6F.W+WN?>N<4V'M_D4A@ M!'[>]QPO:MF. ZLV[;&RE$TU64B+6)&CI?*
*5Z%W@_0V]>F68*W0-G%$(O,"_M[#A/1S:1'IB,#V]&DROBYZUGC6,XY[_M"L\ A5+P;KO0*#)*3Y;K/5X?3V Z;U;&KANY0,%I1[8\&MW7G$,_XUBGQ_SO*

M%MKM5(74XVPOV>;,,1Q:0BZRZXE1X7^$MX^^DO^BD%6S14)A6)_+/14B2"'_M_HW_+_/_TS?VO6ZF$>R,'4(#[F)9LY)EC@H$.(ZK=-N2RF,!"5RGL!+DX>'_MP_I27QV.XXD]B4|\RN_+|%XR@LVMP=#N>=Z&-"LBEF:K?M3-Y+&=T>[]8K*_?'>#[X;ZL^#^A,/_M07NMJ>*

*<<],^<+O(8ST">34S8173/R8N*Q8WP(7CO.-IWYB4!GK05CO=,PP(G^D5,?O42]]C)SQ^\XF*CJQ-MSN>W"7\L;O-5S![FW:R/%[3)=&+R"4*JWG*

,:5=Q^ZM[;MT5LJM!%E&N,UYSA_M/&$,1#5#PWT?<-/%]NF;B=%<)2M,NSK&%WQB>'TSX1>H\Z60^TDQF\]V#;I;

M;0&;PU4)S8M9GM<6)8QOW51LA("Z-WN-GROG_LS86^;8F9@:Q%F5&XO%68^K-MPWIT-W2=&T01X>D+_^2Q'PG)@N1>6.TC/YD1H

-3P/0)J$#@(X\'+9MBE$Z-Y_M>S,_#AJ:8?S/_PNE4#5H%;29(01C*_\R;M-VD_I[1?M=@N,;DP_M-B:$I3*R+B12O+B\2Q+59S9L4?*

2$I.L<>YU1ZD2@U6%YFL1*9_YUF%F\7(C?;_M.M,FE*N.I1_/&WX=M\:P8(S.K-NH]JML5E0(6O?.9(\+M"&8)OXI;,C5I-M@$Y-

&N+_^6$@9"T&TZ.A=$QX=;G]>3O#^.EG\1&ZC-W9S_FP=B-!S@YW3SMY[_M%\$!,L#P2\86#)97!'SEEW@E9*62[_]&JM-KPT,KQMS1-:FXF?<(_CVA/'&*

MTO8U@RD/>>@62LJ,U>-X-9+AJ<[&+]<;/Q"(KT"^7I2ZG9Y51GK9IT;LREY_M<1/I-_#[@92>;RWD)2D%$Z4"'*BL*<"8MF6N3<*&Q;4T:-3'?*

D+F>V=XVRJ_M7>.6UR>U+PPSZE)\UE,".%B@VT-YWN$9+C-+6049J-$[ACLB7MGG[<8GB_U_MB?,J[:2")5($T_-_MD24<9D=2W:\-5AY[;3S]*-*

*^*P@CRO%GS^X?OQL]F>@=.9(5P-A69YU:;CKJ_M-:?%ZVMCY+I?<9(^T00:T10>Z?&4]^&Q%Z3R,*[6Z&56?3Q*BD>E>IO*

*M6;PY8Z1Y#T,]'P1RQ*P],9C2D)TM@)[I<;42KE^=_9)_O@#_MKI[!8*/_#S)S:<>!+BW./,51=O?AAJSM0M%5YH)B%DTT,$.F9=J02J[#>8*C_M2*

JPE=WER5]PZX$6A'90L^H-#-:E;>3D5/\NQ.ACPQYP^?3QWQ)4T^0YV)X_M[B"Y"/^3_M\40_R3HKB54P,:D$_8Q@>3=Y?*

*VMD?!\!+^[:N"]ZYMV3CZ]O.0M6MI6=22ZGAWDQR,?5-Y5LYA+,+M,_M\3/>YW.MFH:GB-A?^WE-8O_TT6^8?R/F*9>C)LYD1O&P5L!7G6ZG7S&_*5BO*

*M&BO/G\D8<<[\A1-4X_7@9_?<[8$*Y)!N=QC?U7[^BY_"I>6@1DXQG/_>=64K]-MCF=E\1[@O92[Y#>=QE^]YW##_`F(;#%":IL;Y%UHWPV]<%2]5.4\F9**

*MU*I-_"?!_PO4?\F!6^4_I_E:P3IFC,\V4C,]!`?IO.C:XK:J\;*_M\V=:.1]Q_7HV!:3XY5V>X3\>G$XOG);P36=Q7J1__O33OJ.B&<_XSTQEVBRO*

*M.@4:KU#I06M2HI.P=_M_7ZW_?,/*_SG?K!2MV93'}0K1SS<6.<%FV4JY79V/=.M=N&J&(5[=2^W_W!O:P-%+=L"!2!D%6>ND/VP8>?*

*[')XC3DB%58CM)R=J*39V3_S30SS[GA>OKB+]ED}_YB;M^/$_MS*)&FD_R)*,WN,QTW*(F4;!3G[(]U3.4-=5X]$-P{]A_5L:.1-@0V=44*;#_M>E?*

I\&R2)}]IRNN'IC;WMA_KZ+[?FSZ&WVS;V;[;_AXT=+S1G#)'E!KQ7&[;_M[)1]%MQ*3O!X#B0QG6IEF57O7K*E\(/]RNJ>#A'33?MASQ3'C)-$ZA>J_+F.*

*M/?H~>)B#AJDKQK%[3QWP014_#WQ_(EUVS_@H4YG,E110_DV<+%-SKC$8=?.=_MQ2-_G#C>%QJT4/D17G$+_HWFB*R_:\&0S>M5CZ*?X'WPQ3L:+#*

<'(XN_[20G_M#4V\0LE2WS=[Z7GKZ1&B3][1H.)"?81W]4)E-29+,84ID1Q7DK,BO+C%@/3_M&7SPCO9R(U_]}P;*+-[$F7@^S6+68,PK1X87-*

/8>WCFSL3N:,.N4\;S>17S_M?8P?^-Q073UNS'/M7T'Y=\EL2,IDPYRTE\L2CGM<3I]K8K'9;B\B)+}$G,?%D_M0O=#!$ELHDCOY1>#X__[;_M_E(06*

T.'9_Q>_B[?M'MB)/=L_,=7@"-:.%2UI__WA0JRTK!N:.:UB^2N$M:_M[M[];:"BUK;@&.E[;_QT1?__;>#7$4G5H>+6-O4@?'?OJ9/T+\.LA+C__X=

*MEG:4%405H3K7K?Q"/\:"/]3FAZ_!$)O8+4WSO66X])@GKR4?0@'M_#OZ?'ML3G_MDN1=@P_\/@QHBFS\"@Y1A?9+/?^BH5C6U*3]VA/H^WT1%]#*

{/Z,].C00&I51_M1]028X$#HS%,$Z.X2"9'8_R{2620CH#19A(G^L5<"1)"US3^BN7NF#NDDQ/QS_?3]K@DQX]\E%L[QF+-Q-R*

MW[+M:>T]^Q_^>F^JB#LB_47#<]>W^ZU$":.FFG_VBJV?47YJ+JPZ;LD:FI=

*M,9FX0S6OM>5;4V^I&0.>:P9MK@WZ^N\K8>'[NQE_IRCD&^W:__R'2.)_A_!'_MKB8B;NC^*F)L,YMO!Y[8V^(>,0,$40T)*K]RIA@>VAT<@?TC5,MU8-*

*LC<^;K_MG=%,T%B=)C)+PW&EF2*_T&L"QUIK<3WH\!G5R^D4_*,&;#76,.."?9U8@D6JGTBN^4TH_1N*4>_M!V43QOOA2C/-U!(?_'C.,__.?*

3"]>_/LH7(_8U_1Q\[J6T?V_PPJ? V:+I]L=_MMET=Q-ILL']NQ)I\F^/I>B?6:<20N>X@F[RNBJ!BC7:,2/PA_;E^T,C'.D4V_MMF?3=_:

<9CHQ]/4('O@/$A/<#!OVC%W_F_5:+?ABZ]AI#"+)D6)'U.^>_M:/R2@F0E5.E$-KZ/YJG0N)!LK&\|8==AWCW)R>_#/O8@,2]VI(O=(66T.@_*

MEHSG,!!RUTO*E'X7[&@7Y?3X2ZO-8Y+=>;NLO/!%^CY![L$HAL2(5ASL'>#CP$GYEA0_M#!;JI9ABQ!37B8F3T_7\,[I*;Q,WI>*9%"']*

*(C*X*E1/$T1H\Q82H_P<5H@_M4BF)@@EB$S==?]$11]K0J$J_=*A]@QCSA2G2D7/T_A+^,,2>+%&F_-6MLF2_M\4R6:%:PI=:0_]0]+.D*2M>RE)G&*L-*

$@B38-)%;+4;DXSK+*4/,3,SYGMS_MWQS'\=(TS\FHY+9.-UP7.EP#$$U-_Y8#?VU_V*=NL/JU"'54%JSWB>CGI8(DH_MC$_=K

^%3P[?":\!%$H&U@YYK6IG@\?9?)_.]JEF\J_MWK+_EY7*ERB>BP%!V[8NM!SBN:AX^4$FS_LVYP'DG/V.1V#W<8\+_C4]3&T9&>J$>>'^T>I#

SYJN$CM@6=HD;.UW'.T[_M& B",W%;:2U8,.2QR:0K9^I$:CX/(S_B^5L6((P\#CQ.IY/,@_!FJFZBHG/2Y_M-,X?H8C'D--L(J_9CDT]6W$D10P=9W-

\Q4)X73)WBM=4NFO?<7+'!4-O_MEYE7_(I($O%4>B0*"7(4%])H7D&08)0D82*9B*<3:2@]].RIJ5KJZU+>9778_M[#02HQ3;;[>.S2LXQLU-*

*W9I:5QE/)$QNE<+L-GUTMC#E.67>I76U@O-Z>L+V_MH.RV1M3CDB/,Y7L0C5!E\#J4U$2*LTLR*GD=\XIMQ_;6W']$1+E>_OO7IT3/_M-KB/]:DO,;1HV?*

Z+384O,,&@)EWT$BF4&.?I:_QSK4A=-^YJOW7!T5S'Q.&W",,,_?@N#C22GBA54KX_MY4EW@@]>1QC.4]"

*<@Z3PI^.ZUZ>3OLO$_T*CO^FQ=XHK@WYLV!US8>P)ZV#,_MII/Q2M+D>[!.ZHR-EM;E7B>L6=-Q3>,2]NLSPIL;8H51CX;=1(VA6>;^@DLC*

ME\Q1@U9;X2L%AL3H\F @VO2K%8#C@/$B>=_-]A(<=-P5Z;A/DIBFTBR@#94_MK(/0>D&WZ'R*U1KJ+)YTR7DJ08F=[9K,*^*:)$&\|8%ZCI7+/%]+I)*

(O=/%^//BLZ/@_MZ#NM.3&-Q[DN1;V!5IRZ9MW"E;'?8)(.30[Z1S-T_M%N/,+%VB\R4>3_R8X02Y@L$@0^=1UD^"R#:48AI663C-C20L->GZVGXNSP?&

MQ\|6_*:H.XIZRI&()>[BFR3C?/CE=<((0\&_\=]:2/?.WC?\U<:0.$!YO5_MK>6#K>]:]^LT_:?>;HXO>.KU^]" AR^?9_&1V/$@^/&CO/N.X]Y/EX!_G,1$*

M#3C.6R3K1M_=06T0NE_K+0U_G#27?22H-W)NR5G?)"\(1+<0(,&3TP8HN)_M@I[<.T8W?1#]$-O&H_4)4@CUSBZP-I>0Y\9XK07;,)4""V?-*

=4D1383O.SPX0>^0'+]/H6'_G9L'C2W,\JO_MCJ.?9/%S9'%CI]9F:B>

(TZKKE;NNVF$9JV!BT^1JT!6"C"/B!4$LM7NY[WY".&D59F8V4T\N6:R3KDMYC6Q+Y<5F_M)>0YG-2!(X%9K"9_M!B'-2@Z,:"@R>"%(P7X'.]'/T_T61W*

EZ3[O-8@_Q_M^*B19[6%(04)]3_F^#%Q_D4UI@=GCRPE,,QT#\)8]SO/?L7^(#;;<"?_"?=0_M2C&@::A(L/TXB(]-/"6(C;EF3(":_JCF37ALMZ77M/>W]&

*["97M1MBW2@Q!:_MX',&6WIC4GAI4%C4LJ$(0^>>(&/A&09.[_]4*1+)F,,A;]29F,%VN.VN5G<"_MW_=CB2W_87_#';'AQYO1_/E7#!A2[*

_RS^WI&"_98>0)NQ!#[T7X"W416]C_M0C0.:"4@M8!]%Z;!E'6PH90D\$8-KT(=G0[X1#"(0+'C67PF_1\YRZV+:._K+>4!Z8)1>XGK_:H.=4_MRG.?*

O4#XYW>O'\2S.3#E94[]R]SW3QK(^(W?!?>?10+)_D6)'U.^>_M:/R2@F0E5.E>$-KZ/YJG0N)!LK&\|8==AWCW)R>_#/O8@,2]VI(O=(66T.@_*

MX,=&W^PI&$G3'2'?=[,\UAMVB2952&0[\DW!W!3,0:3J2?WR.A6"Y_[$M._B_MPA@01:1"$,B1F_1R80<.P-&G,80O[.@+1T>Z![5B;^UG$!!!H_?_"IP>5!TR

M\T%?Y9ALFPMWLGU|A]P?&%/9-@F/%"_D")-S_AJ2^-I/]3!\3?R]+?9B@:?[_MMRT8^#R;PD_T=5M2,4(5B323@)';1<|]U^TNNCB,]MZ;9R;H.AJ4!C\VQ_?3

M$?OIF-S[N+:<68M2/[Q*3W(X]R_M7/LW80^SGJ,8T-F/M?4]]"3G[;G$SWB7K9%"?S"8'O5OWCQ1O(Y]#Q^OM,H*

*MNS>+=#46Z6/6M*X/PM_0_+#;*$IA'46)FO'9]F_=O4WO]HQ0T4CI_4Q*X7&_MG<**3H>?SZOTQQFAC]_=%+%XYOB9N&&PS^1HN%,9'ULL"9=*

(D/=KF.$*A^>L_M8XZH_?61\4<.!#;ML"W-#QI?**CI_+P&&IL9A:$1G<)8HP$,40%;$(.CD(._M"CN;*_Z<6+!?69&>VC-!_0'^//!H^?+=[_C4A\[%K,&&_W)E*

*3=MB+O8'0E(8-MIEZ?/WN_3O9D)/C/N\BH.RX8RE,MEV8J@(&K;)JO3*EZ?BA)_B1Q=%G[7%KN-MY46B_4+$)ZQ-*

*UN)MQ:I/9#WU_NR74E>9,'F7"W)WPYQ5I^&YH19'ZGQ/5IRV>5GY+3*8[I1_M=JJ,I*;&:%J*P/,73J,_HM+I1UFLL?68P^LS@U3A-*

*=0.\X5CYGUSYUP[>I.N_M_+0K*9ZXVG'OJLM-B6.W7>YG5)[UYL?G!RXICJ4!_\B%EPP2,,%6T*B+4)O#_MP(4/*(#<#&Q#AOTK+M_D:[^!X/@KIB%[=_]>*

[7KABMDHZY/%K3N_TA(SO_M75!RA$ZO'^O_,NG"O3TJ;#&AK"5(2;8$*@8&*>_@+:_OC.AB09!,SD[N*]-M'2;#NWK#NX1C|S\&XWC5!<4$CJC_|*

*(;B[<-77U&|=TMAG+A+78JM]_C^CK<6_M_SC_)<6;GY_MSO6T_G>"'+;=/7B;;'NP02R/H+B9'^!8*W1<@&*$]:X+Y_UAFFFJF_FBN\F"_M#=/8%&-*

N(I,1LQ5'=?Y"OI0([>#+($5XG9N+_A/M\)U5LFEE/_M4=P3^V9N9D"AE.VJ0L*#OG=-_X@_Q<;!M1S(EWFN_|$\.6P6QG0(C.#M9E;4

MM)5Y,/?:RW:NHG_D=78@\N90A^[3GC,)NZ'+3S6S/F,"[C",S=4.&S0LV-C_MS_6"GNZFYUO)^2LF;)8;8L$\SX6R'SR29.@BVJ+Y^G0=!!-*

)WR@(8,=DMP,_M4YB1R(5D01!"NCYH.0P4;)HS+;B>JB&N=-"8%V80!-@D%>G^?YB4%+!,3SX_M\#ET7.2MNH^>*X$BDQX^#?KX\-*

*E"T;2'SP2H*7#^J-+-F|_U86D=>>I_J#[*_MO4*#"(Y1>MQ?T2T1[UU)L>>ND%RRJ/F9!,\&H9E!MH<\70_</>T_@]F_>O442_X$,G:!K'.EG^2B7@>!*

*(X,***Z@8T4_M2HCNM;2"^[J"F$%0\$%C(1B<9^5F_V@DW6A2(,_$$95"_=LK!P1STUD)ZJ$F*

M0'_T8$)*!%"#62IX85A]^$T:H[$#T%N\4#3WS0XD&5A"I@NNHU[HZ_MU/1?P8T]BR_IQ-=&0.$5R=|S'OOGJ;O_#SFX&#XP>]N;_ME8_$R<.)?

2J,1'C6[R#LXZV%F1:$K@)C)4.\V]*&O^/N_MY0Z;Y3F]/ED1/1_MJ',=MEJE+|0WU_O6LY$"""?NWH4/PM_P"UR=XR" X@_.>!#Q>R^E:Z^PIP0VK

*M8C(TMFF1P0UG(2J0-4_/G7?R3D(M:*85?FP*@L3Y_[@&!3:_Q,1@6AQD(!ZI(!459.L'A],I(8OT0)1#_M4X1_!T3-#(@1V^3]6Q._G&_1>B'H$+-*

*D&TK(=W\%%E%O)HB#DNW).R('#>W>_MR*8I.7^MZ6OIJ_;D1_\5^_Q@CVOK@,S?ST$PD*AUS2;BFFSL8^/1UI]'_-I[_M\#(&*

*[L^<'C]#MAO;H6^#TQVRG^C%WP]9M=?_KD-KO?RX6R'C(-+!<+G>!!V[_M=PKVVMLM#*P;<_8HK90=>$>K'7GM+7,24AE(),12/&:S2<2:"/4]>O*

*"OD?_M$Y_&&"N;C^!XO/9BC,T9B"=6N\/RO9'9K+_^$3-_^S0[85N)A!_$_9&0K3?K40_MKC7*H1_&*

*[H\6+.1X@4,7*$M[33YWLZ+R_]A[T^7$E2UM^']?!5&GS_OM'0UU_M-(.]NG>$_#'/(*8_"B$)D"4DT(" J_\R)<+#8X*EL0._\T5W;0SK)83U/KBE7_M?D"0]F,*

*Z%+-B3L-AV]-GQ_L."=@I"?8$F@[9"%HN!_5X#]_M_1;G:^N6P"+',!8\/.P1V4&P>=N'S/9B^CD]XR,M2UH+9ACN%]F9"*$_;_MV0^^&IM*R]TUQ.!$7P??*

Q!^?\MGZ:7?M80M7TL&63")LKTD$\8]JE;'XW&Q_ME57'@O@(N@D&^N%=!L8Z/WPYZ"[>2B;8/._K6'@_.M'4<-=#;+31]L77\"!*

*MH@%3T]EB,YP3H+F=3K?;^=V'@P^3P/$#\!2;P:L_+BQ9]_BG[NUWB_>8_DEOX60[D_MTNT&>$;(#O#JE0Q.@H#O'16I:AC4)Y&0O8%OK"B_BB*V&*

M\N8\0==6$L)2@:;TE63G^8RWZP%GN0?1?EJOL/M^G[?4]_24@OX3^_'63N>;_M&^IV_8)9A/KN$OTPC!C/0P-

Q3ZM0K]H>2X,.@+'1Q6P&0!2J<7DA@02(#-]*LY_MF,-4@DP_1@JE.19\2KAGP;[_7HXF\RA,^ZW<[C%8LSET_<#^#K<48D\&NACX_M'9RU9OZ&L*

5GG@9H4K,/F"<_ZJD5VH\5:E>Z!Y:,%]8SB$"5PU,Y!H^_'^_MY-9,,:0Q:_N50#G0QO4/_&T=#S5(&32&;I[G'#4%.^M.92G01@+"#;'+3AA/1NNC[N]?0L5*

M=QD&]]5W>_C@WX,_D0(%+E0Y'O_^T"$(1P]^J9N6'[R+YIGAEX$W,5CA9P[%_M0[.U''6O@VZI\4AE?

$ZYQ_8R^),@+,)IT^QW<+EW1^!/#JD7#M(=Z4#1W>'A_MMI!['.@G/+@,:9<^A0_MB(=%PN(P*REP##$E+H+_N,1S534>"YQEL:D6ZCOP-

X'R_Z35MNSN$SO,DZ%7_MZF#T@4ZW7U+PIQ-;FH7;L-4,#O<<#N30A_3,!]00J,GN_C)^9_IMES0>""6<_M5]_T$_I[MS&!C;;W#"I/Q0P,

<^DV%"G,:1UJ*H&"D?H%0V]43#O!IQ,#E3Y_M=K9?:#B!T\Z"MQIV9Y]J@B/'."$[X%>@3VL&YK173\(NCY9MK_4GC_/H+=EJ_M!D'NF/D>%6N_*";*

*(I=!4"#TF$%;V>_]T#DWVK3]\2VD+U;\VMNKZUD';})@!7_M3-2C'N&$QIN30U<-;0H-C_!9[>=^FN=K<;CKT)^\&]G>60C@O1/TUPV:@U5_*

*M_%1@,$&X/(4=7&V@ANW^*A@'3+G;*YQPYD%*H\K^6:_M;M!*#9X2"_H$PMYV00;XJ[W:K3Y1L4.\J,H3K?J=(?A=_D&0*OI"0/X@F!L<*

*M=T]#A@?]/NDL(0-=Z;GC\DEF]?5"_,31ZIPY=)]D?Y(O1.[#&'OLX&L4NT>Q_M^S^(W9\AW_!5)>Y<0;+P_Z]I@>H3*GM[%*?M_MD_#'ZVAK;*

*(XWP;2@<$(.@]*1FPI'IX-@>,+!DQV#M1_>XU_!_>4VI.CG4_MMS0N%;KD)1FH'UMO;F#_^'>@E1R[Z-URWCZOR-!:ULROW?MVGCE9XO&VC1D_U*

MM:V>^:+G&BXZ/-@#ZWCKK_@=Y$N&4=31^LFI#0;Q_/27<$0>,!C"6/[!V+?]_MB0G+$,4FP#J&4("'#Y71T"YS&7[DNY^Z)\[$0D(S_^@1^?U?

JQG\W<.%==_M?=C'=PZ'!E7_X4DOM=(M@]ENTJ:0GUU:,(WD1>F%_RJ1D!+"-_3.'L_M)W1[//V+IY![JKLX>T_5:%Z9CQ!'7MK[']0%/@/&-3.P-*

H&OQ]78K]>!_V?_MD,!]?!V6?(+Z[JD8(H3Z_[!2C]9_@6ZE5SPH]_(_]1):/_(JAHJ]8']%FX-_MZ$\U@=#(ZK;JG+O-(GDT]=X5DCQX[>0@5@!5UL"]

(CW&"L#2[M)=3E@=NULD_M4.+#+)(@F!IJ_%!:0P7W((H;IFV$KL:#_=S;GZ>C)0;X!$<&'/+[T&T3!\J8_MM/"'\<@XU<VL$]FXD'=B%(V(#+

*9UT,IA6T;9,'U@C^R=]P&_#>/_^)P=]|/[N_MR58^%@D*C&9@31A;&W_7.A:4-G1]6-UP]X$'F06G%N:),S,T]K>'%)!C:;L*_MWJ&[=&^=A'Y.&_?*

>M7F>;_3[.9#PR+:AQV>;_J.IRC:X_5N!$S>8Z3:GI@$._M^E@QTBNZZBR&<|%"$;]:UC^_.,$8O74VP7TW1Y7\AQK<)_MG.!V518_>9WP=X#

*<^D6""FUAE"10,?;6Y$&2&)S7_D8-S-/?@O2>O8^^S6>"_MX'1.'=F>!"@#9\+["3]C18@Y(_^/"3VG,NJ>)]0%]QJ.'";0&R@Z6BV!,V@_MDQH*_G18>*

*{ISL72[W?%C0?\=E*7@4L-L;H2NDF!$(7!W%!_*S)8$8&X8-._!_M1P3(#?UVAZB"=_FZTQZM])==B^>Z<7#L6_V3U.Q+C&M@>;$P+2W8%0_3SPC<_M?*

*NM8&-Q\U36[$V9G#JQ'_<0SOM8_CPF]H4.WY:.GS'!_"!![_L6CB!G^W&H_M+P3P#:*TIG40Y0F_-0]*X,.O7GXB;LKBL'9^UK"*8R]C(,:R/#0TLSP#LZ6*

*M=+=8\L\M"V*I1/NCW9^QQT>*QJ>5#=2\(7VF@FT#@0N+8'BN0B7QU'T'9'5*[_M*

KK^UL44)$*$,@WV,_"ZP/_NV0&@/1;8YW^TN!>YUQ6I9\8^D%K=:7%9OLJU_MRE^=2AVEI7J1_LZ;>1BD[YTY@Q#:!]XMP;Q06P_X9Z^8-)

]D@SGQ$!)!]F,0_M[@JS31__%C"":F^+IG[@5)/LK3]4S9##M2>YG;X,_849JUOM4WP6]5>]LJ7_M'T0?N4SU!\\67^2&Z)\\IXSL\)..2-&PKWWG\;7YIO"?*

5$2J,%UFPF"^U)W_]\D)_MSOZD7YG??]Y=D@P!!_'D7N;[_8!$>7Y?@MP3!V84UN)K2__]68)_WP"YBNL_MP6=\0<56O=;KU[.Q1H%K5;D,+W2&:*

*{2CL>*M%;E4&L_MQ3?JK4ZL7H-%_:HP]M",T#C!F&*=_A_;CC?&U{)\-M;F&QV^F@;?DU@8I8C0_MD#MJY[QNU?5?_M@=:,0)NH>6Q^NX1O!,_:+"]M>*

[PB]V!0C".T+8O>"FE#@T?FB62.41@.E;W'O MWT'< +I7,5>L<;5,D:L4:U!1Y#K%>DVDB6229(YX^D47\XZY08?;X%ELFR03

MV_3)YY+M.\O]MAA["_/E#P%F S*WW^Z>HAH$-'D0C@XRZV.H5UO98]HH7O3@M)1 LW0@LG;8=';%OCX&6;]75&[MA^@J&H M]OL..[_PX*

*7VO{J+#OK(A+YAB220B1R+R22D9QISC@GBCBSQ@BZ!W>&'R!*DX%,Q#@;Q#P^(T!_M/! M3Z*Z?^W'R8;E'F"!#5/A3,E8.QHX6W.?*

*B(2]Q4%/=]J/7:\K^3R^_%A]97M M1T!EY)%O.OLZ*K!-Z[%J>GU?/P41T>T1$<%^-R(BF_-<5]$=+!+[5.NPXX)2#KF/[OE7X?@BL]ET-7T:!Y900S]P>SU"'W*

*M9N%\FF'_>M@P'R'8#UL]3H#2+#,'2-/4)@J'NBV#.L$R[`@-6>>P3T<8- MTL9WL).^@?L$W0*Y2WBB/$R$4H12A%*$THC*?*

M=#T+\4!$>>#0$U.XS]S"XN[+ +/_3Q3@L=XX,[MOC"(K\;K"G/X%Z M^KY_X=+$>@;L0.% P$? 3_ZP&?XU13LK>N(-)W"4I_QR3/WQ0-?LS[3A ;*

*M(#:X]3V+'F"1K^XN@7??-OJW0^GCI<5BOL9UA!;?%FDFE4HR?W:FML$T)1=% MLV\3W-3SH@/_">KU1V:%SS",&!K'UVW+[I$8TS*WCSCLQI0!,C>R-3"&@FHL M50@,.!)=!+;01T^BO3Z]/YTLK K]+C.IQ[7H=#C.H_]!EN.'M>YE\=U4[JB M,A*5%,>*S(H4G2)$B1R-*

Q9'.J(QA2%5GZ$"Q'^Q3L*3W[=2SQ/WHS#WQ%S M?;4V,?>A"I?[=WS>KG]WQ@F_=WJ'E;;GMIH(:FWO:Q'&8L&<7H"&YH(5E4^% MG$]<;-M!X\-]_5]_AG^I>+SC2<%G@O&!NF@1A<1[:J\%DWZM$^>+B^E_Z0S_M*L)"BT/)C([\9BZDE5PGG+05'M7Y:SU2+)Y[.V08RY!T'4.9$X;DGD]1R1ZQY2\^:*

MT+6A8911Z];E49";7R:JMID@=M{3U:/2GK"_)eX-S_/%7-L?=?K#0%.DCUNVLJE!MH6+3G%YO!L_YWL/##L!+8_FSGN=*=OODGE=:R5N?*

*5/257M:=+IDM3$H3<3D<Y$9(J;:I-.H<=U:@V! M6;@S4BA7W03H8\)>.FY*91,YN$+S.>|*88!ZJK-">^"*.'S==9R?ZH#8HK_D9 MV5B08MYX&@$^!-!''3?*

7.)GQQ78#4],2-93S69\60=,3>Y^5VU0/' >6/JOI M#TFRWL1J?2!V)S:_;Z[S;9W14;PJ3R2I18^\6=.'38_VM,45;_/]VI:Q=K.=-M'C@#R7_0@EZ/-M41)*

[5\H5(K\7E=[/,IEVIY'.CUA$Q1GM3RL)Z@\!Z5Q:,,_MTL^.3#"M$P)@K I5W\P+E#Y3-R3&ECOT: (&<$("*DPG0=?6AL|[}+J1F-5$

*M6ZL$38^FU0<:OD$WFCR?>.#PC64-NYE$T/1H6K)&MA8U+TT^]5YQ4UOSK7YY M#F3@A&#E_(W8]V3%LC!+MN9$B\V,MLY*1B?-*

*KBU9FHC$")$T(X^N4]U4%G(6!JBM*7[2M\(009N615A[:F99]?+/MUOJM9K)<8STAA$2R6.)}4];'VN;,'=;;AA5F/CO MA+@H?7N>*

*<9EY09B5!I.Z,VY;RRH8P EQH3:KDH\+DH#-9'_C)W/5VL@-*W!"-M7(RNGO/G^;J&22-MWBHTW.6R!@9P8F.3Y4Q'J'JSL]".E/Y#KI\M3;N@UQ,;*

MNUJW:,XB)SVA/4@/U)(F#?NIH.G1%B06A7&7P)<+#026L'IWM)>75;@;,L ^; MFKH]%PEA0>E>W=]8S308#06.@!/BDF>*Y>PZ19L W%35;%;LKK*

*34^(BSGD MC86_]DQAX1IT;]RIF&7'%\D3,B"->AFZPV8 9PJ+5;8^(8H;> ;=D '*D9NJ MH677F%:>KV;TZL&?%4'3$S*P2*8-#!?*

$(>BU/NW.R6JFV^%$\H0,L0)R>5VM. ME>)[AB92XX?JN(`8=+,C<)?ZXO&XVLN+STDHS=%E+S===!T!^ZO>C'U8\^A M_H"QFMVGH]2A4-

*UYGX>;87^2Y&O/XQU8\0?]6Z#/L6'Y. ^UH]WU@Q?T*W40^ M6(0WW3-;5]P3^U\: <7>VT$XJ:H; 3^$Z?13GS=3KR==_0QO?6>'M_\4UJ.Y%.Q*

MNRD#FPC^\/]^$#_^%(/DS]1Y9>"SCXONRZMNWWG!MJ&9IP^.WLG^?Q8#7R 0 M;RF,E[E&JZU@9DW-FX&_EF.!8;]R6S#@G_7"$GL?

@1.C)MFV&&2O<(U?8&5&]T),1.GF]PV MCX3XY2W]\<_SEXM"47XRY8]T=Q(0Z"R((>DGB!'N'/'_YZ'Y:_XQ/1U0/\(`M[*PE>*

*],GR,Z!GS@_=LY);C7(.\Q8(?FZR.0:Q7)F/>A/1")P8[X?BG`T)]&_MA/.M$^>&WS\/2[U_GGT/DZ1E657/FR3-?G+67+O-=]I?JH9==@'>?2*Q'!?,*

M/^.:^;KL"6$;IX,"\({$L]<97>R#)&S3=CG$]W:@3')<537^74+ZEL$A38R M)N6ECZYO-6E9%DERU1J2DJKSF+/5V M BJFFI[W+1ZN0,<(H,]

*JNB1,6P\KARPV2O >#?/C'Y:(XS3U"IXC;O(^5S@X M60]NQ<5L55:!$HT,-1XSX;5 9"Y$T%PXHIX3@9JH&K11()NSZ0X['+7V,*JI M[M:Y=*

()B4M:BTI;YSIB7A#HCJ#3)B/FFR$"5(<[_C\(R14C]LHU=KD2>@VKX6_TW!!)PSNQX-3'"3:.$Z]A\O9=#PU;G4N: M$E-7.

[JD0'1\0_ZZ33)"_H]/^3_>H)!;=R"NG(<$KV?Z>;-0G?-%RH#5@:!6D4S%&>PU MIRK"X/? 8,0\'C=VN+ ^%P3%I-CA_Y/&8M#$31BDOE-@,Q"

*XQ@F2C!.IU%UY M. *GAC4'@UP'S@R83C&'=T. ^-L*!C)8(;/0%W!21H:4;4PUV&&P8DND"DX/? MP;"FGF*I=3V/$SU[DL.(>B|*

[G@P37#6H#@@T!2]>9&GD?D!(1AD55W(?? C M$TFO+%C%]PM$O2+Y1FVI.WA3#.KKT7$Z]1J4H^\V](.ED%SP$3%#E1PU%NQU MPAHG//-*

*\B)$V(*)X)21]^$S*L8>BA6(Q!:<6WTL.&I@$9T@)M5S$T,]D>9Y MAISW4@XQ'HD8!^L*0W<$'J=(#'DC$);OPXMQ:TK&1\%L4,W:)MV=&KQJ$E(>*

MRRUDO1,4"0_#$W2*N3>W1M$$FS;18!'=4-% 'HU;MX,BN K($_+%;DI. Z-2 M]I251X1''IM3QM0/L_0(V,\]>A:FS97XF0A.:LF?-0 Z"ED'&.2R!F"2.#N*

*MZA%$@03.I]]\F 5*0WW2K\]R&L;T>Q[%"=.I5@Y8@($LP*1N._TBJXY5VU;5 MF"NMD-\$V5K(;W(QA60'O:(I6S.U(ZU>HZ%E?C#?U-*

*1^21^B7P;X^G?;RUV^00^;3#/<$IR3 J6)Y,'1WCK=MH('H.&X: 4&Z=Q%GE@$'3? MUB:^.73/?0?G!'9'@V*N[(]J1=W+-BV!9;K"PW*

'L0N4!2P|0$D>0L;B-MS'6\]PU0LB]7 _FM^CD-MUHF$;6&)7IEC-;R^Z& 3$4^&MPL(\K5[4PB_"+_H@L!9"U>_"+Y;45VU<':

MTSU+]S5NG>"F2Q\"F/GQ3S>>O46<\1-WA.:A.VI2LQ6'56RY?"5+$5=JH85 M5* .^2@.'5$S014MC%BNH)F^]O+:1:6T1QII)]Q-.V1.S+Y#-:=U<9R_0V*

*M0IXMRXM<6UYG+:-!]"4=V3CU:O8+0N?W0"=*ZO\C3> +X"G64]. ^SLP<;.%- MDP9%]HT-[D-X!BG^<9)\K8[!77@> GWAE>HK**

*M'\%ZX31*37]N,CK3Q;MVNB%F3&$"80W3XJ@X<4^/;>YB^'/+#C;5&L>L9T4D MSZ&3?$.J^EY31CZ0KRL>N6.M]|*

*\Z*459K&$DL+]36W+,V'#RLLU81@#B[QX<1)8#]\ MATH"MBN8!+P/XJBF9MDQTW*1CP1=?(Y(5O[M7'R&BX(37V&S(N0@Y*"2 9%5*

M.S/9V96';WRRCACDD0_LZ$57INZ&(^/-Q7" ^I&4,L19]DXS=QPTL;OYX]I M(G=&U$T@E)H14;?$^Z(BS-P]XA1>%]2R,1_BF;':T3B1"&HR4FR<3"%?!*

*(B M\BE\ZG!_%Q)E(36HRCDNS=?=I*XO2MZJK/H0B3#?(LG$<>R^$BY^'[^ 98W M2"4XL_!!BL";\-3!@$RA&P[)1G 54(+&9:*

(AKQ9";]OFM%1UR@E>&^?LU7C# MS AV(A)!%46K5"/B 1 5HGRE5!QBN64E(Y MR 30O4'%:>KKBQQ=M K#"[&1LZL[WPO,WS#NBYPEG]%:GOE?

7^6HC;,L6O1D M9>EMF]\0O?%DUE MA)44<395#R%G_%9K>\EU=\0R,C9\I61E%>1/!EPBY&\ M?N PIBTYLCKB1Z-*

1$R*9"0%,8J_50[U)GTM+75K&$OI<9%M5-#6D5]6&>] M'K"0F."J"AM/)E\+2B- ?@] (I?%Y]<+>B\B97IB")D'(0-9+G?@MKB9XM??

*M7CJB0(>W7<2]:EE**KM!%>]DK^!#C'69,U%;S-$4XN.X)31 MVPQ(U+_)E-';#!&Z^M^PU;$*S%0X?*

*G"_Q6/__;K=G=66FJ(&5K>T):8Q(QLIC,;'O=IX[M8RWW ^MY/(SB-&Y)=M]NNY*I*5S(M:'- M;3C8O26.A99X3;)MD4MT,_-7U#4=N2Y8R 2M_MG7XB%?*

*P8LO@CNJ& MIA;64RPOZ^F'7KZ6**V:/_[!?F(G[ZP\^T%L+MFQ)?R4^'L]-]MURVL/@UI7 MZP@\(^"M2:KNS>I\ZKR$ZR2PWGNU+*

(!A)23"S:2F5Y]H144G1CS]7[.'"B$DLUEP.23-(Q-O1"?>BXRX1+$ MI/U'151T$HXJPQ7T+5MQ5/.]RU?W7 <.%A#YR?4KKO"NMTAWB]PVL;K5Z6+Z M0

RY: K/&...O.PFLS,O%E#X3O/9&71MBG3KC]"_'47'\5Y 3B/'46YYG9\+ M"Z[>[;24B:Y;M[-SK\R\\R#KYJ^U.KR>;NN/32:[*#1 0>M:;W-%>]G$RT8*

M0%CH^5$*D?,,,<^BXBA&Y8.0!-^V^_>S$AQQI^Y1>3Q#/VXCC2KDOE)EVBE=;LUS^H6DW%]4W=9=HFLI_N@9]K=(8]?,=7Y>T

*M92;*V;1BM>N+CE#/&]V>WQ&8= HL%AW:B"?MQ&.S M,%#F[F"QWK**L+KO]YV5XV,:YQ-Z(D%5Q7I$C<(/3OT5LV#4='2BV;%UW:5)<#L@(H-*

LXAM/Q5.K4&U(?TOYCDAMKJW-7G8U4.R1R$HN'7\#YGU7 M+L/C[X)CI97R/<^RN 7)LYAA6&Y0E?[B3X=7U#>/4AD!<9N(D3<4)\DL F57E*

*M0SSBCW@D42PQDK%$E T>T6SP W0'"NR)C%.-S\^&%5_'^$6N4B[5)5,U6A,X M(#(X:E$"^+?'(*H _^2=]3=!N'Q@LPP[54R,T=(I@3-OU!]_6ZK!(P0;*

*(%%,Q/B[X"L3O!4 M@? J:U%^4+&$;N@;OL!$]),)%ZH+,1)%HO3U&M%-1"H$;AO*D1Q8[K&'Z';*

MG_LS3]HX&T'++!$MC1PC0A0S02HINDXSG[]O;.+*ARR[,T\ WKR=SGXR(Z) MK!WS>HKN_3@7(,'\=5MJ0TMU)\-*V1\1=<:]6$&%*

M&MF;S6UUJJ,ME1CAN4X,63DH&?<(G&5/;K/N-V@OG, _;"01^80^$43\(!: M >BOJ6Y[W)%6K_%IPI4[*LXN^H*GI+)=OJ_:]- 'G ^5'R*.T$4?N&!#7R-

[WI>VUH6 M168N$(7TT#"K>NLA"?@N>+"!Q/$X25+(HX08X=(JTS=DA//I1Q^C!$%>M3 Q MNZ[P3")K+](U++*79'*0$J)13)PX$<[Z(R4H0DZ]W)_*)U

D4P$\KE3E [M*P?YMZ\H3K'871>9BY+I20**4"P/OAUV@%?2'U_0*779N48AY'^)A\ Y4SG)*

MD_I$=-+@*"IP5!=7VY0U64XK@'Z#%X0X),L7$:_RXY/(@ OI@ WNDO^GX$ M<)$'R-_+ %.VA>M]-B?IZW%&[M;4>I(B)Y !@()$))?$XEGSS)

<[_N!+8OJ^2 M1$,SU<14A3L#A.CI?LDJ6$S[75I^*?!MW[8UPBLQ'OU_B^W3CXPDKF&-[6"ETUCD@U^;,8T\ <3.TCGMH.73MVIZJ@0!F ;CAI4

M]0[LGR"&.M9,R92UP&<'?A#4_OYYQ;F]DP7W91S28JB.7-#6D,X][^?C# # M5F5D;V!$!=58JI#KX>@DTTELAWBXF.\8XQ],'?N

*::YHR]V_X)_=)\N&*MGP M<)K^WDTU8*?M8'>G#I'\2<+EFX$?;6=$,N#[[=F%8?^&4SKH]TEG"5DUC-^O M&8*['LY,) 1U4(HBW ?Z,:'6"?*

__K<#/AW)"M@S+_K4[>0)6;!LJ1' (3]$ MR%8E/2&-P:?_D@Q?6CO;J2:!S;MSY&"/WJA^YUT2('6!+0VE53&*5H<2Q@I4F02 M$TC'/T?,.GW+_M4F*-*

*J00$2U:]@,N<[15K,&)P#(_"G0PGD=F=X)F# [R]/I6M\?8=^,A,<3_@ MV.&(8X]#AB *)OGJ0@5I%_L+!EW_CNW7Y/K3^ZMH MW*\L)K3CQF+J254 S*

*M8_"'>_4Q:08(WG7^CM*0/5/R%& P*E\]JD^SU1;:F*0F\;%"B HCX2(U9BA1 M&LL Z6J2)%2"P!2:?)M8$*1SDC88.MN7]#ZQ*BF+Q'&2EFN+3CIM*

*M*WJ&E0KJ>CH;9Y:PY5&?DVS*5^UJSA2DHB&,#9*C)E5.)(_[S'5618,C?5DH ML ^, ^[1,=OF3XH"'7]O&6)-&EET!E(6*8[LQVFTF$2;!.T//ITM[Y,3_",V-$9*

*M8C%T]22!99? T!1Q_'G3<9'L85@B/<4TA["JI4*RGLES(B5BSULFS&FNI6E+ M@6-$^GA*/MTJE6;5&]NOBZ/E6+96HV7-!RV/IK0Q%[U%XZ&6*

M$1;Y\6IF+;S5N@W!/)J2M\R(;QH7>_K"+3YHQ?%9XRDE&Z;A9:>LJGO=E93%C=:PDO#%Y"%+2@# ;ULM%E-7 M"Z&R7?'M14GIHY;CAA]GIJ->S*?*

Z"?;[;0]P8N@3_;$@N8?Z'7&RHEZ?EC0 MJ8?L@L0'0):QXZ9>CEZ-6^F2[7<[MV69+6# <;'H$IMYXOIZU,H0DM//M:;WO$9Z_F<"FS-%]=OI7,;?*

8>+Q4"R3 M^4Q:3'-!4_9YTWG5G;[&V5%>T,9R/C/VU[6E/X&>F..QIB2WY8Q[@_K]3'ZP M&K]C\0(T)8^;=HF\F2O3#R1?KE86IM(W]$0.-*

#TAJ,OAG"@^T(3#2ZGLC%]B MDKG)@;T<=-Q>Y.2&IG-4%CT5^-%BK=):0P6ZX2LZ&M'6Y0+]1166$@FU5BXS MCW:@D+)5=,B9M-*

*=L&,RPDUJX!>3\@K5S7YII' LIC4ZLU+8ZO=WDB< M2)R0URF>,M.%0K;+]?2Y*8V1&M](@:8GY)6PB^EV 4OGJ?H<3TEMBRSUP+H2*

M)\1%Q6OB(#OB>+TN4XW,PG.=':81/5K7#):=R8UL,:W7DX=ZKG)?%,+FAXM M5DN?;1+9M%S&\H*0Y1>;C5WQ)B)Q0@SK2Z77IM)%O/Z,J>(}=F(;*

9-CSBP M-K2+.%XD"9U85S.+"NMEAP4.-CTBPS) MFC$M<72]BGGKN6EB0G5NS8)>CVFP20H5KZ-(:3[?JO.Y65^7"=Z'C]H=S2M; MF7-

*JKSU.\NU*56BS3'TUIH+W[X[F]= 8]^O*_%?G\Q4Q/YPL,;T:-CV:EY(H MYK*+UJ+"9[+K;E7(SPJZ'PS@:%YM=\CVC6JBI$O=SJ9GM/GNN,7!IL?S2E?]*

*M558]"$FLG*%[^8U2H@8SL+4G@"AYY(,U+D^K^MKC-'ID$7T[/X%-C^8U7\SI M7*M:-DMS@NC4QZ/5X7GJI4IF3FUF:K\^K-<&NM-L4*

;H]@<1L=S2KE%;3 M E"A6%UA%\0LC?LPUK5K&KA.]BZ(_@6X8AS1WUU^Z+0\4.6NQ;:QW:@7)H M[S[U#QO;_:NT_=>0)#-?%],7T:^TF^>C?

PP,H\Z-\"?8X-R]]IG;OO M@P#\K]"; HMFO^C%V'JLGMBGT@C8,Y[[W#Z]C.OQ_[0)ZZH3T8-,0)M1 0V M O])H(V(PD:P/RD;40$-@)14T0V E%31#8B]9/*

T49$8",0-45D(P UO7H; M"FW$Q;0F(HDV(@(;.:@)(2(&X&H*2(;P?YDT&']A1OQP?Ll;_KZ+C?KU/S/*

MTU?/JS#>UAK(E@%_^'_Z!_OD0""'^(F_ZE+YZA3T#R=1=:VJL:JX!=3)\;; MBJH\9]7T][VFF:]N>]2I[OF3:4^V_C A\"-)P'QX=T+1]0Y\UNJAZFC)7AMH\-*

M/?[WB 7V""#>0L"+5C+V MDTG>-"K@M>-;H6NE1-3W5^?1FK77M&QYK?Q76],)OB"@OQX6O:%U^:,/4

*M+0V"#X+/'Z<'H:5!\'DK*HUDY,44%K0T+QHC"#X(/F^E6=SSTD3=L_UJ-##A MJ')"6R7'6?XJ!/\1[<56RDFLLC3%??I2JF<;(I%$/S9.K]J?C"[^%';U:@B4#*

M+ZL!FS](H8E)MBV9DVU)"3LT0_?[<3->]VB41PSTY2@]IO,5I1"WIF)T:V7' MR)_T60L?9CV(%UC[M6 >%4%>.V)IP:[Z%:6D,+%%+:\1RP\JK-

*KV3#@^O+.8X*_D\)G]%X7AEQ820*@T*-'>E: M4LXRA)F@)@58,8+\\0^+QVGV^)$>A/-OC?.M38MPOL8AS4A1\'ZF8P[LM*

*M3*IC\VINVDZHM<\|:O@5.'>82;//RFM>]X8:IC16SD10(_*Q%G.-")Z^8!1 ?H^,D#G<(7A,!!25* 'I'V8F. M]W-U/SNR>;Y<:E66XVQ1]>G-*P.]G%Y-*

FE]B+6"93-]/-E%=8U=<")S"7\%8HG(P.8\+/%BN/[:TXT22]R"MX.I MIUL-QTR[^AIKCLNM3#\CL!/ $I?P=GQ+FHCF8^/G4B9>2$NX]G0C01,WY"OI

ME902D:EJ(M]+D]V&HFMT/Z"}2_A$$U$!C?GHHD7TB^N/=+THT<0M>%H(:5-S MV:R4$52*F8XY+%FE.$@3Y_2T7%3F,Y;CAF_C]LY?*

*$WD"R\8W#^IW?\DWZK-M>O%WSN_C#G 4MO9;R.];93J1_-[LUKY5U.TN)OE6+<>[E=_[W]IO(K^O%_R+ MM/S>8*3T>=YY2W54R9:G@8JO*

*#/(L.8PDQOY/&_OUN.% Z3?PAEQHO!#"$+. M5+*#$.1#@_N$VX&7,FM'I%))S)L;5DE2T_-692*F8*B38.,I(HEB&/>&YVN9 M1M*

<^.>..:7X, ^!M5;NNL6I<%S>>&0B+)+O$]!#X#W8UQ-G6NJ,2W!,#5+!!> M72>__N7JJX"?. ^[X,>!G>4U5\K6RAJU7E9Y9JU]] M$$P(<1QA06I[#7\I6B

*M'F!\[HUHJX8!/BX>FZBF:DM&X)60E)EF:HX;7C>'WN_(1F^^V.7P+4CG(OZ% M+:SR(@_]7!//(/6*HV%K=L)1N=UE>$72?*

*G!S))5'PX4V!M,';_=)=#7T=O#Y M#:.K=^8O^&,@YZQAJ;81*PU!2Y;-1BDK]QUJ @;*!$#&* 8!&87I(AQFOC/[*

*M_X^!;*IX9C*E^@1/6&U'I+)%.2/#$YF%]Q>P./-JPB$*N",D7SO@?F<&_1\C M>5Q71ZEY9=#&RBVNT"W/M+8]:X*!0LL>Q]DX0[T6QKN/W*

*/7]F37I\&'QE"@ M D4H46I"5%P'FNTKOYX =,MD:4!T8\T]06BR..(3]N6O]%DCN<2]-L8NC::(M8]!;@)_1P/A^@O]= 8]2$L[F8O@#P&]&Q0(UX/6*X/62?*

CXWRK?E]00"GOGQ M#P5,$92-@(^2!LANMZ(/\ \E]0%45I/<[Q*EY>1\& ^NZI4 _!F=)PF4"(" MPCQ*1(BNW^(/,+],>NDE;EAE(3.=*-*

,")"U4650YB/G(5),,,_^YIV?VM)"}R\ M\#1;56:F9C;EJPZL*S[F:L)W#F@(UCQ^FKNBEN]\0#7 "->{]<#B?EV8N^(,/ +]_M+ ../Q/S6JQU?*

S2[]MF)^_Z%2)..H!/AE[3)8;F6QQCL3A%?7T^;;5=%F$U!7R M/Z.*OZ@N>,1CS[O4FJ#V'&"Z+;TY)_B--%)*4MGD);Z]YBO55$Y(3!8^(#<8*

*M!*EGJ!2O:BB]^U%IS_ 5QWA67D0]P0"<[;HR(KCW#B(+)LR-I[,P&'.2 T-5!8JDX M@>$W"*@&?19-*

*V9JIL;\,RW"^CHUM;Q:SYFJX$U_GW+A_]D)7XZ.O7%S$QU / MT6-.0F15 *Y.W8-/)7Q}'22 ,+7A6E!4O-U&G +&53[/?D97!,,I*>VD[6"X-*

B$X(1HUC<3"P(S!^W>VR^T?CI0.[M7VRK1PF-MVUXOP^.PV¥[.A\+R[7>]TC,=\E-MN%4T7K^R^U\W;?2>QA^8*NCG5"QLJ28?'*E"@PS&"[+ ([^:;OH0B- 9E-D M',./(_U_WW]HO^Y.53NF;0WC;:#_[Z][I>K:\XM0E,._¥QW%Z^1760@D^_]K MWE>[5HWD/%KAFSN?=Q2O$C]?"- DR+/O7O\:C((!TP=>T(B4.5UB%"(+B"]MP MM9NW¥UB%J ?TGM\|+0)+TU8==Y>N!*0N6X%],]9,R91AG:P@J1FY, ^_N'#U M4!]T8)[-@W*1Z-X.4- NT@9IE6CN?R@D'2KFB\RFS5YH+4C%DSFW2OL*)^(T MC/*Q<>]U[PD"8L2_^ W+75\"L><-_7X,L58_;>A3W.'XV0+7J=PT5:@)$XA8 M!B(V12+$WE+LX1O6M3XK8B\2)?P88B=>>=8PVJ,A7]¥DB$[9)\19J0D1"'^M' M47'\1 &I+X+L_4OS-X'L]>.*9X?L>0.+'X-LJ[%? R0I4.ZW7\WIM4M'*19KR M(62#Q%HR3F#'V6^W'59\T3"'!KEF+L&7\-[U-NJ(/-$W'G%!;V?2DDF_0U<8 M%5%33Y6L*Z?)!9O3F#&V,+Q:M;*2,ZDL,.69H!9U''?/=1TH M+\75'\C>*F M48+[N?T![X'[V*6IGI],.$([6;7*E?$]\Y)X,Y N''>I%(+[74?*OFWX^,Y2 MCM\'ZK>G[5\(2OKDIBSFE:OT''\G [BS/_XAXPR+BE CN-]N*#P*]WTNY(=X M#]HI0APF\@7'Y(FT.*J8=$*O)WR(FWYZ63RZQ_*NIZO(2]!9@SLI +^;AF\ M(8:B_1^S0Z)4@P!5F4;E=Y&8HRK32,Q1^=U/\)S?5LSO/YZ)Q/PFJTS?M.$% M;0QXG;1N9O=61M&$;P)!8\P!=EC#5EU1= <(:8]M%8(SA>%G/8'BI).3$C+>8 MB'@RM,:.$ZYB-QT)_OW2!=-XS%2_[OF?:||Q0C&C:Y/ A2/#UY[N7>=_'V:V MA"ZFQU+Y+]ZC'UBU2M*:IT9"&| <[=*'GU)8N8+4C!VGX@1S[&WZN]121 21 M0<9YB. 6:TK_/F,EC8M$D?^(!XI+A\>;]92->697IY>X(V3H)N0!!O(QA[7 MDD0\@&K*? C:8?.WIWG6R^A\103+:,69ZHJAC;;73GY*CO-"J! H!S%G'XA1Y MSIQUQ 21@<:YF !5E[ZN.^0U5C@B]H>VEDB.\#*2AOO6KFA,0BU NC_H.+T MB>233[M_+BK83VM,CU2PC.K._>%**Q2.1G=>HW1+_>[RVW>U_G*V-6P%FAF9*]+KKJS &$!F=@6X814%IX>^4$FR6H MZ6K)=L8:GY#7#^456[5S/4[$V2!//ADGF=?>!D3P__;PO_J5]_NJ@'U9]&?6 MBWFV4*0R>IF9]COINJDG^_E$/_/C'Q*/LR=>S4&5M-%EW C=G[^T(7+N]/=+ MPK]#XS4RE_BW_K5_'/ MB?@779IUK% DFMGN1"'^3]#2M-_46Y?D0^D&M\&0J3A%W6"N\N/=B[$KLW6? MYK%A"OPR^,Y7(73 9SE8O4TH^G6O#IGHDR0:IE5_'JN/;MIU53'VDF7B,\- M9(5;XP(S7>;U=9TN)"M-,*C)4+&DR>>%?)Q7\03%RLN<.UUN?/Z@^_EB<'(MK36GM06.)3BA:\]2QB)3GD">8 +7*9LZ=IX@GKCWJ'"$JA)<>UWN.I'D_3QA M>'9QT63G&M;NX\.U;8A&=|Y!GH!>%B).)\]6!!1ECT0)#U?GB=M+,]D3]\Y[M:")3F&>HU6*\P7]H#CAAKE>L\9*A[]UF!&8[3E50]P"H3.'19^M6,4X16%*:] M=I;&[=O[3Q#Z8EBUP!*]1=+ DOQZW%O(;+=@X5,? 0I6%=4C)Y*N%TE%"!4(] M2JCXL,7]/J ^S$R7%.KM(K;@QI/"4)VZ7C8 :E#%(HX1;#R%4_>7 5%1'>=7 M#%KBT *\2:YK:R//E4:&G.MF/DDDP18ZV$JR===^;CV_%%\.RKKO MZ8;P$1DYB(2)'<%UN>OX/S@9'U.RN8/3L6-]/.MR*9-4I<$.1,[=-1Z:C04K M3T? 3 MO28V$XKK7G=E.\:T"4]:.,\3J3C#O)J-=XO1\R/CO6A;IF]92]PQE< FR*H7 M3,")Q\!"_T01@3^OKDX"Z"N6!]?Y*ISXWV=Z%^ *|_H^ ?@G!'>"LTQEL!@/ MBXF13FQ*!EG$E5S/]D7 M"@&CS#\]D^ M,AXG54K(S\]UVJ9EEY1F$R(81>P1@-__6$7D 'Q'SH'7|-OG%I3K,)6ZL%9X MI5BW2P^5=' ";P/YV.G7OF]^D']Y.'_CL,*WG/>+_?KK$AL22"3X5X]\(\'_M'@+P25^\CMX#]]<2_&\I_-7]*/WU/MG%N(&PIG7.LWN?)+?XO;AU:*(_E% M\GO+MV>1_*);:C=^G_1:1L&=;^TWD=_KWI*\L&X?*9ON<&/FMIH(MN94AN-< MM6/.5++5#^8Z@@^R9'UJ&8IJ.[O,\=A(Z+-68#!+/! M.7RV>\L1$&4$X;N+HUT&PA_.B#PKA-3Y[7=W9.L?4Y*# M4#R_)]TE6@MK\.1U%/&C7+L!]X=5DL3+W9 L.P4Y*# M4#R_3@Z8P&$TL7C]H?8>&>&]#NP]{Z\9-- :.#,=]-Y?VN[RHB 3_N\1{T/7"*V<2?S\!^+Z'"\FPZ#U?+^RI<+ZJ M$I/ R*2)&@8&G9CG@)]I)K _9W//A6^('R18&&8$J?9>!)#M5IO M%>+? X\;G%3!]WM*LG\7TAI&P)IE+UX7\0[/ZL-9L[>W#_MXOY-,'WE(.L5,'W>2JZ?Q72=+N>SXFPP%_*5)6L9H_P\>"6!#0N\@H.:H%X# M]6V&7Z/COMBF07^= ^/;2XL"7=\YPOO';\S)S@MI8+ X0:*+UX@/[C+P_5W\(A^@@[Y6,"2:R\ZQ3'E< M;[=[B4:UV83CA9Z1%!-/L&F0*7$EEAEAZN MEQNYFB46$SC>2SA5OA\LOB\=1"]}XKMX8SY !TW=7)4,/U/653 F5>P,2OUZ MH!U\P!_SG\ E$1G!_7(YDE7X9O'3@76F:DR2H>-&,M>!Y\9R0?^!G\;,:> /-M)K9DQ:[<:L<.CPS T4TU,@Z,NS-MZ>5R2QH*P\:?U+,X,_&AF6K.\4 MT.2V_79\G\\+N_CL[GJ8_U&TY>Y?\,^N,]E0)1MJF]/?N\T-M(WMY^\>;"22 M/TD:C@K\:#M*D@'?;Y5P#/LW'.5!OT\Z2\BJ8?Q^+9"TZ^',N@5!/>JG6QV5 M.5J=X-__.IS,HYJ=D"W#*LG_M'JT\6+WMJA"!WCT!V+!524](8_#IOR3#E];. M=JD)JN?^G<]?^W_;-4 6O12?;9GVRUWK?DO O_)/-UN"O^9I(IV_*N),-@8 M\L""D&)3&RK^_^K4,R=Q +\&RC/0ZVP6S\<[_9'0),,XGE 1\Q .P*H?GM4 M2)$B\]>@N=V98(<38#_A*@4/X+MHC]3XP(_O+O9[+P M3*@>K(LTP-#YB69$988I(26123*FR M)!+,.#62L)0B,_2/D'G#OVAGBMOO+^)5^- _1DT_9'A4CRU# +U_,]_A__\(9 M[#=,^OC?_XPNZ-Y=;29O:\C<^CK:.\|'.&1-YO;ZA2T ^0<"]^(#N;P6L^Q MO^ STG]':*Y_%(@T&9;L)6TWNJL):EZWI*F%\.Z/VDSG2GX3K\YSXI.WDGFTE7-_TA3.(0Z:.Y)X:+G#TM#/E$A:<3C*F8O0T'6AY] M^K"?\-M#AM+X7C- ;S)6=7I6VFJ ECC]ONBBL,%8:=RBAG*O)M%/U?8.=B)2(M/6_)^C8O6>5Q6U]3$S(G6+.$2?N@Y=&41+,NE4VSF=0)5EQ4ACVN,![ED=3 M;FM4<5WD3/)/1>>BVHK3%-MD5.I(^G1&3JF^YHX;%ZFV^2;E;#QCK/BGK#-'?U!K5L55=3,3D<UWY&P69E-=,==&>M56,BIHY;IM9$ M:]# (E&:8UFJ;DV([W9_4?)$];HDQ=FGLE3]VT&XDV$&>H5ECW!2#:TQ/6\Z[M:B^12Q2J0@+7UA=QI/CC M"VJZD)< Y'5@M? 8R[G"RIK,3V/1HZU.L@>>Q@E 7F*]WWBRG#VR="GH]VGMG 8M8N3,>;WN8VK=U?("X O1'"H]VOZ&CCF]\$:O&EG;WT]3RPH:03. M<,\]CP7U+FWOSUQ)GXW>_J]>WD0;<;&-P!$BHK 1[$\&;MG:404-@+_R2)]BL9& M(&J*Q$8@:HK(1B!]BLQ&(&]*Q$8D?R93:",BL!&(FB*S$? BKY1;01EQ,:\)? MK66#-N)C&_'1&^ION/HN-^D4^.6?QF[.ZV6[K360+0/^\/]^T#_>(P $>68! M8#\]90^Q,;56-5<$OIDZ,-Q55B>UCB> <]C"^W[^P5]AV<@.T25B,,A[8Z=U5X MP2I,MR&Q;=X-(L,O(\.]EXZ(4^:W5 Y31TOPVCZ'N'WK\]Q$+=[!% O(6 %V>. M_4P1-PT*> 7^5NB116)P1C$@D1A\4@Q2/UGZUJ4 D<$7D %QVXK2,1G\D5)T MV'*WZU^A2I^B/7TB/QZXO-%[T<>]6)O%I8Y8^* M,,*'1&\D>"TB3A)G*8F(0'Q7(Z3>B(%XM]O/^A]Y\B] M2(7#Y\A]HSW(X0'N47](3VQ'C BBRN3J5/S\@Z\3@;K&,;)Y/$Q_#>"\-=! M^.*U/L]T#N,7KV5< 0B?MRKANR&A>NW-N@ MC3>W,&_]$?SH\SES9?45KEK'U)F/W73JI%O)-D0G>UXMC)V)' MR/,,& IXS3IF9=5MF;VUBY8<>5QFGUE=G;H-GF4A=T_\^?JPM M]-,A\AL \,YGM3A7'E'567_J"/F$NUFH#:)DK&%]>O+'/S1S3C_5=]/9$+$@ M8HFJN^H,Q-+F]9HQXY(YK%W.&'XVMRY6YQR8)O/C'XJA$+$@8KFT*RJRQ/(M M_%)?P#$O&X=4D^)I93/BZXI!Z8MN:\H.H1;#_OB'.4X/1U3S"¡\3HIIW.*$B M2S7WZY$Z@PZCB71Y4Q@P?7Z]LC:$FR@U)],F5-6(- Y68F\NE>MOSU+%0.,'+[SI 3*LA._7BJ=]2>')7%[4GYFA[2;Q,"MDY[DE[N6G:KN,CE*:\) MI@(KEA[.,;>3$H])* >Q?+@+EV(>YXL MU%D? 4;CV3",0KKE(_L@KA'N"0Y7.<.BE"TQ1**\&R2Q?M)?)65/$,9@30L2Q M$QEW*!J#2 &1PMWX0$Z00G*55 :"1&K"S)=P8ESO%QF'@Z0_1I4G&90C!:Q MPOD2-ZX]T[M^R^5U*GC1V%H4V >W6*LH0J9 \[IEE/UT@1R OOC'Y)%Y:ZN MD+5Q;9R<04]X(0_CVC/]KBZ:UQAA5>*F.9.3%D*ON^GV<:$H#KH^9(3'EV)8 M[.T:,_|)W!+G1^X[L7H1OV=G]L8D&:9O2.8:YF68E@OZEVSP8S- (TIC8DA&; M2W9XK6>J.BJ4$#!J1X5/%IN!AU)RP3=CS91,60/-'1?\ -Z]PX4X M^.6?>E;N:M_1,- P;G88MX%G-,IS"MZA\C4&_P.ZU? 76[VHK9FBFFIB&GX[C M[]UH_/T6P8T,4PJ4Q_=W /E=COZG?U")^2,&@W S_:3I%DP/=;-#OD\X2 MLFH8OU\+5^YZ.+,J2U 'E13#C4D>K4[P]W\=3N:181*R95CVKYT-=[:ZVU4A M G-NHB9&MBK['6D,/OV79/C2VMGYD-B?Y"Z_ VMO!D]P1#@&5OG?L8.OX9H< M[=E,6B4.EFUK/28,=>S^2CU^'YA]P0\L1X-VS"];A?4VE^JSO=INM6O-?Q'X M3^;I-E/XSR1]M--?S:7!AI"/NP)@/+6A7?FO3CUSDA?@UP"FP& TGF!B^R- @_ML 2A8V'"9*"9"D"_1X,4*17I-4AN=R;8V020B,_!.B3 M_X(M8O\3(X*__/N9+#P1)OS .;'JP/!'+W2_DXZ0@T5YE"12#",)*BUA(D6E M))&5V)0XQI,I0E$Q!6?8YP3\=8?+21X(?J+!LV%+8.]5AZYW2-[+//YH(],7 ME:L?_[R8$O+__H4SV.\P+V3T(:V@[5JR/K7.)Y2G%^']<]I/('8XA=CC'"#A M;6=A@ /&"5(4D][CP4]UC,_\(!0Q/Z"9)DS?U!OW017(6_BF,.G5H>T+X4 M)QY35[(*3@YG&CBC9N"<=IUHC]\S)4_1P,[]_4Q"18F124PB1Z)$*8Q(C>64 M*"5I11S38VHLR2-52C);\91V;LW>=%7-N5:2PMK5-6=N6E6FTN:@)Y9\WM3D M+&$AC3D=2\S7/C6PO$EN&30]ZC732+)Y2TN,=6*D\+IC34<5VQ<)D7C>LK&D MN5&1K]A\HN1P3C-OTM@ MDP^;JC*I=;",C=KZIZ6FSCC2CY9639!R^.1K@A^ M,EB0I(!EA-IRR,^)"D4&38]&ZL^DQ /;*54%K]!4QRTW:X^3L"EQ--0NSJ5* M^K*>U56';Q4RM/])7V1/)Z4EY[D[2G13O-U;EA<)ON%%9&&+8\FM1'6DDE: M;$Y?#)>%AK3N2@F) RUQ['G3^J19L/):9LXS!;+EI$0FT:W#3H_G/Y,;G&YR MW95.=#V^1DG#HCD-FA[-WZM/AWQ9]PFIO>H5L;96WV!L_ #V:-!S/\%RG591 M6# >/UU0?&0#3.#\CQ9 RZEJU4T8--9.:I0XI^9)'*PJ=;Q4CI =)- GXU9&9$S*P)?6\I;JPK8FO+-KZVBICLUZ;'#37*7VHT5=R#+N+VNOWE814ZLK"VE*SE7IQNDVDB+1[-R'Z2RHJ:-GIX7-AC5 MGUN3MLJ!ED>+VAG[6+6H9*Z2JW@)?ZHF*D>GD M)PE_(DU_R^-%78TZ$KKP M;E(/>CU:5&VA#A\&S6)!S_1.:U).Y8W6&$[_>%'ML0SL+:,;"^TJIV[\P4H7 M6K!7XFBLTQ+!;>Q%=XG-Z%9B,^X9^GH"QWJ_E11G20&F16.M7- -8V(\$&VI M 5] .NJTI)5H6>!7FM SEFR^9'395@FVQ/'G30LEH3,WC20I)&HI#E/IQ&K< M'"%X=,. HK*LF/1VE=8_B\UCPK>3X9*36ML=#K2ZM6]POES(@]K MU=\/6TZ;IE2<)$R2EWA[J1! MT?0=7L>[/6$AZJH? KTCU36F>!B=%\L3TTX.!4LNLT@]\W:V:>2['<9H%+TP? MM:3*C),N6[VQOE[:#&$91>&-4F("61]- _L.FA"Z3J@=E$NMX=M6$7B>/KUVH0L*M.5C]VG3KWHV9M4>@4SQ8]:MLTT MZ;$-7=09@?9-GM&FQ8<):'DT_01I"'^NQRJRPA>)E]/K(R@E5>/? K:/KS,M!Q M'$5QA7)"FB58MY6569G9=$&E[M=:ZC7&]V K6)#+8D+,DIYN:_UPM\S[& MP1L.FBQ[3]T%N=-B4B266H#J1AF.9:(VX4C.# 2GNZ^S>C(TM0+E;4BCLCHB M1;6UA<=:<#(TK2O#H4\7S;XX%?GAQ.H$;F=5.],:NIM<@Q"O-SHKK^6*U MY>)"UZGSHU4T%DFO@5- 5#\RT9;K8KH:M,KQ>;;"L(-! :CM8SN.)RP7'/GP'V.YBAR1'$=*!F;7MR&$ 4W6H/X]C ;BCA'UVWX.#8E-;C>Q'AT4 ^X0*E-<)%L*-7(&T=C MTU- #MTR5@.B!+O(=:D\-&Z&%#:/G8NG/'4N8C]27#4MLCB&2EV!]L8K"<>1$ M.&Q.ZG74D4S4D'%TM-Z$T[$=AO'0E.T0[1$- S>O.UJBB#1@EN7#6Q)AX;'H1 M.KMQJ>.7X Y7-25^3]ZTT"'3+T@O@K'OE8:&>8 -O>U-/3ZD^.@ID]I-S8R# M?,;D)O;"4(7IE.TLET@M"C00/+T(09=>Z]["$?"H)1.PY;48#DJ&IA9AO="E MD=OPED;0;4VXZ:#:KBZ$>&AJ$1H4;H@MC:F(U? FLRJ&+YJ!89N^AZ44P6)6A MA:G/PKI/S"KZ$AU:5O(%Z478P<4!T;^4&](ZM%G"@\!+FVM.2KTUK@@8-VH/] ML@M4%LKC@MT(YT#O1YYZ(- I%P77=&GJ?!.EJ?%+>-KMTM,?'0= C;-]3]3E@0 M1G,APILHB.W4^\E34XLP*6Z:[,[HRYP%[?W>PEZ$E488#TVAZ'A-S.U.BW(- MO:,MD$D#$K61%@]- KP'IU=5E;;(8O60KE3UY*FI-<,HVZSJ;%]CI^V&T: J%M.3YZ:6H,!ZZ,-A)A8QEZJL5Y(M,-6=EPQ-ZXR\]5N19O4X+Z_D? $MJC6'RO%C4Q.3**6[VK>Y&3RR1-O2&]6] M@$?"/1%*!FH4*_EZI3;[-OEN8TL>4,)XZ$I*4SYD52;,/K00!E.VS;XNE!":@\]_$3&>X3C7+H67P;BC&) M,N%)R*HY*(O5<4^T1EVTWJZI9573DK$I3T)5W#&TFY(&)WN]T)EX*.$BQ['1 MO<>D7:]M! [C%;>0.M%"QA4MUD['IQ6TS6\I4BU.5YHM+OY1.;P;M',>FU&8B MDNBT+J2,(E3;D^'-LT11H*)K;B:_6-B""BSZX(T]=\>"- JG#R8FY4_=@@3\6U0QXA,%5B M:=CR>U,<\B;":I<\-FV18<"V1KNU4^$@A&_R2WL]@()?BZ240;#G;'FMVCTX MD!%DA%K!WN2214@O[A2%J?)!1!K&?DS.?^6F]-U\EPTI0R->JO2[O\Z96/? M8OM=N*BT]M$V&#D1,B-U3EG!/L%S 3F X*;']"K1WA(Y$3- W2]@@T/$Z9XQ6 MC&)2_<-7V&1H2@[V7(F&456';ZY6\'Q7[)8H)?F],*2)FO@GMB=B&K;K"E* MR<>+G>2QZ<55)_2J)#!R5X2@<+03V1TK]I/GIA>LLQD23IVI.##*>A#?84Q) MBL)Q]$3@O."WM6YW.ER)LKN=D,%N4H.&R=4!A:,10]KW9T2A;T#1^A6BNM= MM&M%3P3./;3=V[5D?<&QFC?2/$)2#%& (AZ:W#^CT"\J<.C'-0>^)7A[,V!D5Q M8#0TO091J#J1>:1-W]:E(L\[,M45S>8B>_M>R)P-AP(9BSNU.$0W@^X(#J#!9-8@VB2R8N*AJ368JJ[4)Q* [MH5&U63V<%[-MC2KN)&AP?0]=R^T&8SBK0!72BPOWUO >X[?SL;"[<2\[WY_ZY\ MX9??[1K'B*]4\;5[*)YDBI\\WXF>N3"=\'M*\?O? H;A0_MNQ$B*,%N'-2H3' M:I-G.69YYCEFX/^:,8_[<:KAW%-E\N(,"""(/@B"_DA001 X$ 2PB)X* O]) M$'D0!!87$@(Y9"X'@PY03\E0""R(,@B*\X")KR(@ 33D1/RU2 !!Y$ 0 MQ%=@$'F0 _P5?O7&4R"(S]O.@6U$'@1! D'D0Q#P5Q3XB#P[OD*(T 0>1!$ MY*U\((D<2 *$3;D1! T$D0=!D" =D0]!@+.FW @"'^(A<"(+\B@-!G%$0?\B! M\68UT^?-FEY_X.:>BZ+R/:S!6S4\G[L&=RCV3YGR6W4I-SCE-RI ;G#&=ZG7 MKULI*XX9__*_7] O[YP^ M=>G0,Y[51^ZB8A0EL (SOD;LQUU4ETV?W;C$$>0K?-GY?U3D/\@4SR:P*S;Q MRYS^W^"4WSIGO\$IWV%,]M;9\0U.^:U3VOQ.&9R'7KM-?W0-? H0K^+O#%?2- MTH[,PQ76E#WO>*4WPCZUTA8>3Y#(;O#Y^I M.);EV$>F(\"COL\SE;6LSR'=!N*_D/CIRQZNY#'Q?TM;A3LX-E",)+BJ]>E; M%9P>W.GI@9>F"P2 <"% H"Y;K_U15>@X=GSSL.N89O19(#*XSU\WSFX]M Y MM (ZM02OR?B83T__>2:;/W9<7?$&N1^3R7K7@H 7DOW\0[_BEZU&C)ES!0 M@I..>IR!4KPOQ(CPXV2!<\,;EBJ3 =[UQ! SA(.7F0 MCU<[\'VP_SG/43A^.*H]CQ9UYS M9WL%'U&/1S.?K@1/S" AKWORO@+ZE8C^A(__C=Y8^(^^B[[:KKBR$I?]%P); M]WOJXK]?Q.@'J>_+]EQVYY*7G-)(57TUZ0SU@$[X4DA8]';'M?\AX$K^(&;.QF"\1Q:3 @S197L1&;&,7CI7%=V23>^_7^J=RI?"PG$MV?_O M%WWG?[,#;:^[XCP.^%&S9BM;T\0W?GKSA>/A4]JQ G4?0%\DV&@=_^%J1@CR 2/P!Q2C__/OYXMX/E>28YOZQ)N&,L;1 M_SG7_4&W-05BORPUEYL=-JO+71AM8-L^/Y&&E4&8.0Y V!_ 0/J)\N7X)75; M,8-8!EW'C5> \7U7GP4)Q>C

>9ZRJS^&CC]0_N!&@'-MXH'<1<8ZAZ#NFYU-MT,"}4$IHVR/4 &AQV?N;;@ MCK:L.1P>0/.M9>6+;+6@?
CH!UB\26W"CJHOZ[8ZYV37CE;">|2)5_QS3HZ6X]Z MID||PX7Z+3H'6!&M:O3J$Z QLV83:^K,V[,E9@QQ0B4NQ8BT(B9[9$'LD@_ MD$@:-?YUMA-1*
!MT)M'JV6&#S&@BUX4;3^JY^;@=F'U:W!L9MV.ICU!2@9H, MTR_/!MR>W-LH4Q4J12|\.Y87H:2C^>L6[M<[QHA;=EHU54#83;QU0? O?V,/ M,
(9<"90'T\DC#= (P\DA@!"D=1[JR& WN$2KD\JQ6+:W)Z#EUH:[Y]A:U MRV&>H0(:0&VQ-Q-%LH7;3E'M0<(D@0HJ@@J3OD; LRHR/> M/SKK2(JST;_
1ONLEQ_>A/;BF4PD:T^'8;O>#)-5E=.]K=&'D'I9&.;97>V: MI?V4P_@-W!^A%:P$K8B!$+LK%/LM=Y6[3HSGZOP=K H(FCP_3FDFR7]G$0DR
M:4%/FDT"8.1.B_X3B')Z4(SV8O^*H>1.GC74\3-8G_//FO\V?YRX&KQX^2 M$"F!!%P:.!+VB_XAW-]BLTU2ULH$;?=2'677,]9J^]/^>?//N8YX^^/(:5*
*M;$V=^3'_G_Q9BNT@_KYH'Y_,[$0] #5@[;KF]%1C5*K/M.)\NB+F@D3&]0#H M PFC#S1]P>/YO%@5(!FZ3I*AK%-\F6/&G\>Q$],>]*
*{7E.%/I@*Y[OCM6;)T.9[1PM*' M+9@]0)/21G>M4N>#)\\?#==61A4?" .BS^DD,QE62V3KL NC<"W.A<;Q&IFN MFP#N[OUIS[N:\L7O*
\\\&WI7X@2\;SG0X,_U=@MQ7^4!%3G|)50DDRDV]Q/ M/EA1_%&7)977X_%X"!U@RQ6J CQ>L)L)$ZNV.O-@S'S5>#Y\3=Y_^>%-R=!V.S7:+47W\7C*
*M14K05]VMKJC'\+:G*HYF)T])(MT3,6UQNZ>5F3V3#;56XRVHB?.3AB91<=;, M?L N69IS[[:91>=L_E8A?VVWE\^VW;O,LVC^S-\JY+!S[/)INGL7>A8-*
*BSE< MA1QV.UY77'K)_%X&8:BY:,(A+4 #$<)U?@6U][.!*41A.)P-O%@<"KQQ5FV1 M^5L%7%-YAT+/HJ30\GJ+H! MW817W4T(%!@TN5U3D|M?%*
JA(XR;R>;UC7#)PHEAEI/O+^..2"X5Q_WM\K-@ MY_F=V#/=$X] 2)CE-U))*^(_L<%T?=)6]]K;;<7OW6>\/VMMN M28-!>]L=3#GK]K;<1VZ?*
*E/$Z0Z#6VRW'+-,4=D9_NFW:?&_9=@9:%*C%R:Q+_M16KWZ>CN:VFQ D:V^[!SUTNF70&9^4[!\K1*KC+5;M5&1%G\XVY9")G*
M%>>)WG!6U]_2UE'}PI$6^_8SZ]#M#-15@+8ST'8&-!^TG8&V,Z#ZH)_I/OJ9 M]/Q75F754+/@;\AZ5_ <4Y\7_@$G_[EIYY87^7]FPBP[<>=O M28[9,V
]R'MQ[P9,(!4$@U8P'V(^S%]!BS@UUS:71K ?99S9^OQ\["2_N9*XI4H5?&!N_9KOKEL/B$R:!%^JB\'/ MD0T.X.54ONZ*T 5L;C^>J0.6D$K;79$%7'5"*
*[YU.LC-=-(A91_;@P*P/JN7> M<,>P6NPDXQ3?6T[R^AKDHD>69%,V%;4@^X6V["K+(VD;ACP_MAP[(8%|#,&%,;5EQ2TN&/IL,8)GX:QB[Y^A2[U3^0-*
X>?&I/76.Y)- M_D 4^ >BU(=;EFH,<1IN"B5FLN^L]N@H"KNCB7WY&R'HAR)!/2 H!HAW/KT[M,6L;>*
*[9*_W/!#L2L)YIEV/'Y2/+G3+5Q'[_]>L(4,XA%T'7<> $8WW?U M6>#+D< &3L>OX]FYCFE&0^K1/"/P\4]$,I1ELXTUA'=A2.]LVG"S%T)O)(-(*
M1(P[%]GK9X$W*4,ZABV7[.W,VIS.CALO]F]F/=/K!8[7+Q[EO*93D M,71YH<KY8Z#S0F=MDQL-Z_8,LF&+&HX;Q$"]>U8.T.;% M.FMXLU@)WG0/?%
*M]MNL9W15R//[M1:K01-IK2,$,?:'P_90VLW)2>G]=ZY?'HSF(UY;#=M[G=L7 M1P<.[6%"L#[$?[E[^*\|.<\,/3Y;=*7VT]]V.Z;FG,>]I7A2?/*
MZB=L#PGF)FEB(KLAVE6Q-UBSZ/OK)RX&/40704S'#SA8[BZ,H9Q'.0E9[YQ MJ06&P0\$0H/HY?-[I+.VP4M$+U>W;P*-TIDU2F>M%1?0_Q>;H;,>:*
<;>=E5F MAK]fMFT8I1QSI%?;'K7++\N)\2):Y>,EFGFRD*D%@756IO.7E4?_\$Z<)5E-*:P-F7[MYLK5LBS+R)&+/^^Q8]R+/Q).18I8?!YT]2M0W-*
=F"]#O-2K6Q)P] W]/#] M!1?)LXI%%M&7Q!B3,,,>BR_>N/W\9S$&5>&TX6I46LN5NO:Z/W+)6[8;7NW"YZ):.OL=9A$Y0)',IXC\?-
M]@VDV24]>-.\+=^)#V;)Z0 ;>V Q_6:^%NS M]G7<%%J4JW,<@U$14^?XW-R5F8P=EHZR;JE((PC'#KUBEUK0Q7T8)ED,["V'
*M=7TMZK]F3OM/LJ+*DX4JJ+OX9_7M#.JQK/%3T]@YKD3)6;#WN2D)6$-[GB &U",!2EC M#PLT'_##W&U_:)Z/4#XU <;,5X'GQ]_D#9P7WIS$8+-?*
0]6>&DW"BW2@K[I; M75&/L6U/51S-3IZ2A+DG MI1[U"?|+90A4G(_LS&.=(A9$0+$Z7T0\$=9$C M&(!0@,8WOS2^E\^TW;O, ?
TLH)^]4Z$#^MF[TL]F?=Z9G]Q>!G%HB,R(4LFM M&;"N=.I\51Y),R:,X] X$WBQ0!2X8T!L"XAM[UCH@-
@VI\2V67OC,VI4P;C,A=JEQKO(MEWIE39T#>1<]:!TMY],D9$R6FR0B M"Y[]^V825<5MG^GDY,U598#NS?1;\@^ZV6])@T-UV!U/.NKLM]Z';)R6]SA"I
*M(:6V+04CG3/0:*9;LKLC$%V(([4XGW6I4.T^/=V]31FTMMV4.$%KVSTXNLOE MD\[@K81R:S==3?IS+]BVL?5.%?CJ*CE7B%-*
%;WBKZ^JKZZA^P72\\R6![Z9, =%L\CU:$YN50PCG)GC9< DOID"OOGS?7,VRW)M M8 ,:WX"Y9-@)=WWFDKMFN>O/9_Z>?
ZU17<@A.FM1E.>^VQ_HJ[8<=XD3QY:V MU_WKE76T)63NR36;/]C<"WT"Y_Z0]+4YBX(O[VZNY"+3_.0SYE)DO2MXCJG/ MC\E-YEF)K.3_U5ZPF.:$AC-
*W1H- 8SFO=E*8#5W:S5)GA)8S3N2EG=1 M-/DJZL\TSP:,YCU)MRNRFCRG%QA%":P@J;5.]N;LTZUY/=F9?Z=3%B%W!\WJ M TYEE)*
*(ARW/(Z[^_+N"EM\6G)1W5YQ<#>7?BL,3MK&;F;@XO1+2]DFUQN*O1 MA"8AI(3@7_[&"?0R%^KEJ5.QTRPG *MWI3P!6N4^&?I.0!H8?J_25/H]&%W6*
*MQG(=60X/%28!).J"@_2BI\=,*_"DJZ1%KPB/P$;] @E18#7OR8Y>D=5<==[T*
MG;YX2^A3%Y0&"RZ8U$6\O0$+;,BI^XXCB1^KHKOKY^S^B1)=F4;44MR'ZA$=C] MD8<0@Q^,A22 94EG]|\^1PEL
@EYDXP,]5KAHGD:EE/JNJK26>H#T2.%)&> M1O.!Q7/"]('X;J0W;/68(^K&V[CEA&GUU= M5^]4_@!;GKPAZ23WCNRI/^ $_@$G$E6=^]WY2!55?
>UQ/81WL)$6A?42^N5O MA"@^4%CQ 8;3;>3W8'39MM9F;6//5NE_+M@;F_5$LXPY/AI)_IQZ.;Z60G6] MXY=$08H9Q"+H.FZ\ (SON_HL\.5(8
.GX]CQ[%S'-,A]3C]53W_1!A#*6UN MZ6T;;V.O3^K&PG2L(<.=$.=B5XDW^D(YARR6;C+,VI|/CQHM=PEG/*
*M]'J!X_6;=+OD2*4IM+46H6F1&@)A9R'6A/R!R!J!\FZ[6/5%=CC5=E2MK_A\ M B+QI;H/&(T^H.C-0$D>0Y<7&K>S-LP+0% ^L?:3*\L_!CHO|&+W&?*
E0LP3% M@YO"%M&DJE7(_L%("2O8[^A9?BGL)0]^U77^1 M@_W3BV#DS>!H<_ODK_<5NK%YO:L MC>SLGK4-7B)ZN;I]TUTWL&?;KYZU M5EQ
*_U]H.,]ZIAE[VWFI-Q%7 VK,D5"W5M/Y+FP'>=[RKS0K1&?=.0'K/NYU M5_69LM@*29H4^RV7>64M['&^,*FZ-B"Y0B'V@Z#2+ IJZ(M$/?::CX!9^Z-*
_UGD.A>F])GS;,+M/X6.&"O3^MOEGH,=(I]%F_LM2D]H):] M,;W_'[9;]/ZS.EH =C? G7[M:D]8%>]:;W_'+K5Z]/Z;!E9?T/KKZ_O]-=\ M2/[)KD-*
Y1'9GA^+E51K;3I[57W,IJP#5UE& PMK4[;O(;^< M93XE5_=^WW650989 '!-_KO[-(&UW)6U [3CW4GYLA<+G51RCF2]Z^W(FZI M1CG85==D;>-*
B34EB3'#O+\>GYFO L^/O\D;."^\.8GU9K^F\WMJ- DOTH&^ MZFYU13T6 /14Q='1Y"E#V0S4$Z5#6E$=MMS.K,:II5 3C(3(;):08-RG2
M#QA:O,L&Q2Q30P#5WMWPF"-0._N9(K 6P)%ZYBZ[6S47P)'Z)VUDP%SRSY'Z M>;<+GB-H?M: YD\%KLL.X8H(><2^-$,'V&+Q_DO+,XB1EQ66I|
*(R[G%!UUDV M^7E8Q>@D1DI85R\5) .W#^A7 ?T[V%,"^M5[I5_-VNOO/*FG,7NN!^LEV(5F M/=F'C*LZWNHA3/\@EMV2@8I(C=$I-*
*9M[@XE==T+L^H;KOK*VN([J/S*Y@I*_MV^QT R4[H.L*=%T!10==5Z#K"F@]Z+]ZM:ZK/!]JOG_*+WS$&S%:$MQ4Q*' MJJI/F]7M^_=(7==9Z'[,LG+]-*
*CVF;J\:G6D#KFI(:462$ZV)A]%DDJL]L0<2 M)P'5&6A@ PULH($--+#=50-;GAWG);.!K[K+TK@LDRSE],0J:V%!!W%+%,XD M[I("[A*T ((60+#)!"V*
=](@~> 59M%==GB) 6X/8>I;(#AV_QG>;2)L(&(&UG8G9C;G9O;Y$. G,[#Z?AO5@;Z 7X"_> ML+8S$?GER=S^N@ 3R'FO#OAM6K\B FVZ&%[G.*
],H&5IW:Y4> ^|G"GI;?&9 M44?U^<5 WK0\)F)3E+I ;!$#)IERPW3;E7Y[J$DHDI#V(0\$C=X,;=\5@-QO M\O\!D#L7O2!
*N9QD=S*9$U9&LW6L%3G2#IL['RT,B$'80)DU&6!#$1K?]*Y M"8#L(L2%><(Q69+-A -1[@M]=>TG =CQ&E\,?CC^,L%E/:< M,]6=7V+4=U>Y_*
MXIH]7P\B!,$WKL.C0E&DR^MIP;?VI37VOMY$) ^\X.1$/,%U.%CW2FQ1[YBZ,8FV@+/+RNR:4#UT&[AXJ+8)87L0>/%8XJ)AW@=;S3<&GRO5 \K-5,B
*M&@EZQ"W=R -9+#X4B\@%TQ1WAA]T#D+VL^,'F8MI716 'YUQGYIPNP,@C21 MU(V#4C*PH;M__\'FY3'%'@N"5\'"QM&$)BCI*CXM>LGA1ER_@3[*
Q"7K-ZYR MA)88W%KN/"]X@$ PWL+&KA:I,\?-H:BVB{'LW'U1OS|=F7=[VZX,NTB&X MT./8YG1l;H>,GH-HB>W'/>](M'"!5Z5-*
8$!3H9FKR@8D+Z*W?Y/-4 Y[CU/]Z?*__0 /+/X>^G\+C_\;KT1* M4I:\@YXLUB/60*:Z\+_1/_^>@$3R"\=+3L>_)>3-T:;T%PD]"MAWUM]0Y"OY
*M7+@X\I4B4O(]M^]*Q(#]E,5_Y,+2C5'H'P.>/6D&\<^1X49H8SZSA,=???E[M$.M:?%$#&X-:%)O_L 'Y: >7]K]_9(ZG#?*
*%1,HEDH7@+]N.%C]+]^>*1/RQ)4]OO#XJQ<>_UT[Y 2")76QP'!D MH4@43"$23L\P22912BHB"X*6%W.:4]DO1WG(WT%[UI^O+*\C3KG-R&$HG!.A*
M%:U)B(1@OPX=VL,FVK>GF-%1J?[TVFGJ0GQ4/+7H7BP54)&8XJ&9:CC!NTW M2+$2N8*X1N/YR(:)MRT8$W!87=:[]8"I&K5F/#+UI>&V-
*]!EHH=S01&9,A.; M0JO],!J9_E*WYM'+#MKH&'WXH',.OVCS83(T]:4UV1YNQ6:QSY&X&)"MR;B" M:RU1I)*
(BBM[TN_L$5J+WY^>/Q+L0KX4EAF.1.W#9@#U>EPY^8#B MKT-+&CQKEB"JR(U6I#;!MORY5#AXYDA:>7 M]MFL4 >Z.U Y':I5U;(6TBHG1"/Q7T?
*RC$2[XD1WQ*)0-F+!TV1#PRM:@6 M1S;@.4))AMRM;F"^W;"&ZWAD>E&WT*$XH/S]W+#6(Z7(%2&*L[1X:&I1^_40*
M7NO%X8%KXN0#TP+@TOQG-*+NIHX=M">P',Q A]#G1*=U4Y,GII:U$I-U1=U MV==@69*JCF;IL]6>B5V=<.[!0U%?>Q-$U?N+4C/Y@-3ZURE4'M?*
&2 VN-B[M*^W9)@"\T^OO[N"5UUCKJHH.VR_W\L9>@&4EX.<&1S(2F1.5N,;D#66]N+'?:W-<[-<<*
M7PBCD7$2Z9=/X8N"WZ]Q/AQHFQH]Y[E!NYL,3:W5)ER7AD.%:W.6891FC6); MW4>A.'EB5F0+X?
*SQ@JH9I([JT&:VP*6V(%'I3R4B5970SM3F]#7E4EN'PVN'_M>&1J^L)J@=?2)Y/2P$]J1_ZRH8322^'4DRQCT>(@,NP:TV<'U\K@1LB,F*
MKE-.35\XC,=&3VM1!KL+ZD-9JVOE:$[4B>F'M9;MU-KJR-BPVVI[5!RPM5G
MU/3TBTVEW5OJRAS6]QMC7N$6S7)+D.CT|/M0<8;+]9DF!E65JE>EP%I,M6AD M:OJ:++W:%:+B<+W9[<3/3$U?V.P57VJM,(ZW7)X>A]Z&&\8CZ5]'
*M2CUFP'4K*Y4+=F;;Z@\'A"5$B'AB]HOVF]VXN;YGH(A?&'IN:$ M]JN]U^XO TZ?K&>[577;+$;NIWAB]J[&$'H(,S#DX=ZN;EC2HZ9,-#+U>DVL M3Y*
#BQ"DP'%6 M':UK0\N?KR?Q!Z37O\SK1FV!#@G80IW);#;IVY8>/S4-*;.-#,$ZW]T9^A"W MS4E#M"9%)EJJM*SX";ZC,"@03K'K>6 M*.HA%%XN\D-*
C0F#:I.UHR-CVSPV%^.-AD?\]5J_7]8JU! M'T/=+:(E7^(TWU^*AJ46@]3ZT+8^JGA%8Q6E%4QK2 MLA;&0U.FU5J[T\ ?=UFQ7QYKN,4:/9Y.GH>!,/
*5='K\0V.KP6*W)*:7,42 MDK&I12CW!U-]-*9DD1SY0VCOF[/6-)E8>A'@17_2M/;&*#+O)3=VI7%?VD7/ M1=.,+$-(HILA5?*
*B7]S@BR:5R>]!9:/#2U"*O&03',VAX7T:8W%:% F-],2I*8 I=1!ML]FAMHCV<$3 ZZS6;R;?FEXO M2S"U67FIS3F]7ZM-*
*6'XZ,V=A,C:U7E+5T"2:-8L128_93XO(8 0?DD] 4H P MJ1=[(PQMP6*3M@YPN;A?3^K16"R]7@8]&L(KC=X;JCE:#^:NT!E&R(F H$MOS![>]VTA88(7QT-*
*1Z:1/:W0OFAA/)"DL1#L.V2U[RU-1Z-99# M8=-F>S*WH?E1UUD=VJ:4/#6]!F*S+2WH$K'EFGIOB^OKGB-%D(3@Z7E%(#BD MR_W#FMMH\EB6('-*
*HP6U_@.@>P&TTZ>FEK8T:P^F4X] M2#>"\F.*CC2:U.;)4]-0VQG#;1.6F)&XWRH1ULI-PVT?QZ:P!L#5.CC:T61#*
ME_=6IV;X.E8,D[&IST6[1:,&6<9=>7:TPKK@9K)7UJD[NH,@O(Z="Z%#J=DUD,L"-8#OO MUCV;FMJ[:.R)&'HUPX8,>>CL#6A6-
C4.&>U=CUF'IK0FD["G6W$=[)ZZZX?#A MC"BM5\5D:-IT.K]T+'8F6GPN5]2W2M8/D"T28SBCRX'A?I:BJ/1W3P:"_ M=6-)G I.F=(
ZZSHS3YRD/-7###8(KN*QIX(.26>9:>#*1Z(;)/C1XUAN5.K M)D-3Z\5S&P?!6R3)-O55K<;(0;(E@7-1;D^2Y M)R)T86X.[6CK9XPHLCS?>R*8%0_H<-'&AJ*
M$6!VW=G/4=\348A;FEAYHD:;YGAH>A%V18L(W5D59J%H%UC"&CK;3H:F\".4 M]7#'H-:*4TFSUX>!ZRV1H:EXJ1PP;*
M.Q2C1>A0D23(8R@12H:FYM74B.]8]Y=3@ZY'3U#RN[LP,1#TWHP4]CMKNJK M+HS.ZZ2QV<.RHR0GQ7BH:G5(@;#:,#F94K< M=$KK*
*UG$)2WV."0M.AJ9Q$1]S+R.#;EC1HSQOLL)*LP@^L2X[]?QR:'U-HBF.:\MI3 MOWW_X>FA:GS^_'CV')]J*L?3V^>GW.ES23AU1.V[W]_Z/=]R/*+]*
{3;,5Y.W M3XY,GSS>B1ZY,)WP^X'O]|]#<3+QVS$1$$9K\.1_&.RY=EA]SSS'#/P?SUL M_;PT,O(:>2G690/H11(<1"SE@7|%7F;6 M(
PW948DX&@O@T9"J"D"D/@GBKTP4(MXM,$\3K+)!#$IQTS 4'D0A FG(BB+>8LX$@/DL0\%<@B#P(D!3;@0!G'4N M!$&"7$0NY
!.FO(B!QB<-.5!$.17'"0CSBB(/I,_OZNH'@5@N_DAOE7$T] MZCMS@E.]1K5^-%VYPQF^5"=S@E.]1K5]/?=_@E-],M_@ ME*_ZXD+%,>-?*
_O<+^N6=TZ\C3V_O+WDYMZ__/O&9#X MAR6.(%^1RT+Y1T5>J+N.'3H.$/C%3OEO<,IOG??X(SO+R1[ZX$X!J?\UFEL M?]<,SCVORH*
>N[Y(S+!WQV9H\7:V0>F+"F['E'U@'F3+');;K NX-3,F$L MR+$*&0M PIPFPKYV;MG#8^Y/:YR83*EPD_OV['6?_Y.; M[E)VK>B[@V1:WD.A;BM?@3;-*
PX<_]?] M C@GJQE?0[I M-I#^9:1/7S91 #+Y>5>!W!\/%$]H#$2W.DI@?>$1C"A[]3^ KIP(4"@+GNR M_E%5>,X0"0#N]P>QOX'8+.@Q19[^\TSV?*
*>R5NN*M<'\INZIW M)6AW(=%_'-?PK^AUGX@PEA/8/E'#O!7%WH MBGXN/ !;H5-G(U>L'];CG2MD +IQ\LCDBI5#W031KWH^V'R?*
[4.Y4OA87C6K+_WR_ZSO]F'I];<\1\'?"G8LA6MZ>,,OCUY MP_&XJ.YY@3J/\"J2;30,_O#8+,_K.O|SAZ'FV6[IFVB^2IBPBG_Y6^$P!]@*
ME'PHXL7__/OY(IX-_C]7=_)W]@KG /O^YVQW]=P&$HC]LM1<;G;8K"YW8;2! M;?O\1!I6!F'F, !A?X "_2>ID>.7U&W%##&
(9=!TW7@'&]UU]%B24G0/G>3ZM M_ACM_0 _[=H]!?3H=;DMQL#6K1[?;U/+H-I"7,Q\%H +"XY%U)-P 6QON0 M %C\ 5C\;!WLROJ\;K/'<]]'X(*
&ZFQ&LZ4E)W<08@@;XLRUPOP!QX;N;C#1 ME<,BOK(B2S-C$&VEM @XZ @X'C"^(.G M^K)N]W-.=NUH);Q'K' #7L5#5C'AJD*
$+>L@,;BL98\5T:I&KSX!&CRK:*LQ M3K?@:AOIIJM]0\&6<;01\|F31?(!H\@49OSK; >8 #7H3U^%BZ &F=%$_BCJ
*M2$J8T',R2CR;GVYLL!=F4W^MVCVZM*Y-KK' *3JQ9#OWLH MCW%VD<,0V;(Y7&!W((%7D[HV\'7V)"\G Q8TYNTS. M%3/R=6!I]^-*
*^NYO073R3,H>LE8<*A(K05^5)M.%UKK""12>;X 4.* M#Y=,|=V59P?4+U>#&K_K[S.'C#^/'M*(,93-0'T#,'Y&"C6R"V&C,2R(_-JK*
M|\S2MMJRM0@PXJSQ-0+%Y0SFI4EQ+O?E%&>RN2NG#?3VKZV#T$)+<0./8I5!W M<6XY:Q@>?+ ?Y]!&;
[+17]^WK#!@JU0958;#!!ETF,N(D@TNB%SF;NDN/?_G> M^TLAP(4OH|\T|W)GFGCA6R,ON?7\A$\'FOBYJ;S[FC+\N:0&UQU-/)P
M746D,LPUM7YY;"O\MNY^,_WT>!)]|'& Z"K@B)O6&T"0KW[#H^,HES>W'T M=)Z^SNBGQ==7P3-*
*QMGG=V[*V%>G*KJDD'7A2FG9;/T.@9H;ABE69+C:X\(B.6BW0RDYJL?>]CM7U\WY:]*N_R0AISQ9 MJ(*ZBW}67T_>%2+U.!J';JU-9Z^]CRF_=>*

JRVA@86W*]G76,-QY8RBH/[GV M5L;\+<)5]$$"Q;_VMKS\+<(]\O1=;RZ(F;\"SX^_R1LX+[PYB9MFOX;7O?CN M#R]2@K[J;G5%/<:C/55Q-#MY2A*;G@A"'6]:KX1[M"?]EC6G_(*LE."08B8HS M1]0#@ETN!7SOIIE%WU_^5B&'38.@_></6Z_GSMPJ@\^T.A9Y%YUL.5^$.V^;N M)]F6010J..N]
(9>UK2%79I4I+9:74BV,HM X!7>Q.!0@$G#&H#/O;D6>16=> M_E;A'MOZ/C=9F(4_750%5[0.&+=75!-6O+]T4F)_&J<6W_*GU]7\UU']@FXK
MCJ46KJ"HX>*YO=S<7@Q*42Z?U 0-(99*NR #R?,#XPC65W;K%#P:0#W.\5)K1P]9T03+O/VKLNLY"]UN. MYYW8Q"@]41UQ
H>*:&F^]39:>30KAA*=W#")$P\4,F'WJA==AIO&SO); RXP6TMT/]WJXU;B12G@ M18$7_8RLVA5!"-B3?CB?!O0_E5RI(@.XZDS;JXX0KG7-?
L5#>0,J#H;34K,? M*V-"Y CCG-B;CO#]^NW>L;>V)9=99FF3L2NLY8@@PZYYS:,138\=X*9J5ZS M$?
\QM^+Y;L*K.7I(#YR@:UCK88L3',^L\1^X//WJ14//*NLI)JP@?L3JML- MYS.LVM&DXI%:D7C] M8K8ZZ\-GLJ/%BPV;6,[U>U'BC MA5.7E#(V-
@5NO_3Z/D>:AOA=[S@ANHL4B7&^/96,4[Y82ED<"2B!)%+ \?GYO3M;& M>';8>;$9-NN9@F[9[-
/R^=.*L^O_BQVQ6<_T>N/^9RGWL%^IHT&Q2XE]HWM0 M3+(@?>$X,/. ^O#M?8#RH*LM9P3BT&?!=>*9(VC0*DDY8F'R@B;3#!7(@#_.V9
M^EVSGBAHB,T\@9_I;B]K_0I)KU3//D;;L*BHV"&A)PT- .B/G&<_5&#L_6 M/8NS3U=X>5!9&R>H *T0>>8)31_4[X?=M'3
MO@YKDI66I6U)SFHMN#DW@4W*^6"F]*,.2YN9JK22#A-CM![H4UG@UT'SF,/ MWG985!?N#.A%LV_2 O2B]U/?EWO-5&82%_4
35*YE,;"^V+A=2Z[6*@TF#@OC[-;% MXD(28" $Q!PWJW(LR#@O&0X><=$FI^2%\OBO,09;\@Q/&3A$8VMAPX](Y>, M$#O&.(OVEF.\KM;"YPV7!?
VQX](K1'HB*\<%C'7&612&:C35;4EW"'C7'C#^Q MP%2OH%C@TJFO/%DZ*.$ 76E7W)4&]!=H5N&K%;*'32DJ7A/>7 M>IU^5]U67%7VU(KK6*7
TVW5\Z*/G>GVBU>-"!JC_BS8Z<9(!?9(EZFP5I>1 M$#1:@"]_H^0#BM#@V@#0Q@/;>+)/5YS+YG%Z>ECJTX;'D6*]A'2\#;28AXG- M8[]A\U??RM-
1_8+I>-YUIETSYRK,-]\H2*EGP*YWYZR\O\G,!PSGCG3B]PCF M[MQP?I.<#AC.'>G$;S*CW;WE_!:K6IXLYZ\+D*J=]?SF!8ZU6;%$S0QKO!";
M=:D*PXO11NR_OQK[&:>_A)/6OW Z5VXW RXC3CS3+2\EQ FVJ-A"5$:\@"3 MZ -"4X J+6OJEC0'H=^D6{)RPK-VYZ?PF0UN>3""?W+OR2;52_Y[@#
MJ6,.!W6D:E37@Y4WL C.D+7$<5/ <0/'G9=5^CV^-@ ^.MA2J-:W4F@8_DRD>8+C[@5#I7_*\/)HL_,WM:DLV$ M_D[V"XW 5H_)5
Q^./X0KSVH=GE_+OD&V2__@.ON2(!Y/JX]!*]BVW%/GADZ M";%5A?+HU4A[/[G=DS<<">V.=\2>(+ K,\K&-RK8F$,.?[,:>]',Q&VK>$Q@ MAQ#D
QP%$R0.2L7,F'2_-8[Y(-0%]."=9=>L7.,=T13 M66UWS9[$Q.A!).AQC:AQZ0M$;\WZ'U/]P/HO.2H(Q^*=/$:\2"74021O<5= $B*
M^0XC+G$Z\#'L>*&PH0<'D[(!V](C(^LV!MU@TR\6/DEB> S1>/H_8+>L32:AQ M!CO86"VW$1B>E]#'L2B"0M 'K&D_#Q_ER*W<&($DBY=8
A,S%M$#;YB=7(]R: M&C^6#^17C?/G!Y]5!RR%9EA56[.6,=K5NK.%,E6K\SQ[O]G4F+*C6G$BRK7. MGC0;/B=PR2XZKBS
<.*!@G'@^X#O>S/K#S#C3$G].X*0!Z3_[<'(@. M3B&FZ'G=U4,48AB]:\NB+VPV/Z M#HM#!_*!HEXM2;SZGN\XLYGD^9U%3-]H.3$VQ 2,K]
(V@DJHLU8#W,15UG^0 M__]1TT.]J>DIGBW]UZ]H#F&IS2Y'ED9T2V=;_(81WE\.\ )-[+$TX V>V)^E M C*\'R_.;=.!^6)_+!#%HBGT- DAXE*!(OT
HY>K$KAW.P/DF8 \\RYEG@'I M9OX6X:[).L_A8E_/L7N#\K".3B>VL2^>)]38]H(52XX-1_T=)V08^2P-/1F%6ZV.]WV#;6N\N^&IYA[+.*H4K-
5H.G,9*8X#PH@*H M,NEAOTA8'1 &,%= W7FW(L ^"NC_.JW#7E)^G7:LT6R^E"C+LP3(K]N591]2 M.QG[1QD:=2]2UFX9_6G/U?
%B)-.'9%J=;:=/;J^IAS70>NLHP&%M:F;(/JDG#M"# M GK0>]5?0 ^:M?[F^<#C4_J&9"Z[X12,.BV7(K;EUAEZ@R'?C2'C+!SU M4(2OLL,]?U8':%QS
#2@%PU0" (;U[O58$#CF@,-SG.P=\GL5@:QG;H.85A< MBB2W(2O(*E4;8=(8KLX%W;QX.X.D>4N?6/.Z'7!*0@@> 4$KUDEIS)P;UU.
M(A1X0;NB54+;)6&!" R9N+[OZML"8"E;W%<=2" ^,*6'!W>?WU/$' M;CA]QGH/@.*#[K/[J7[#"@^:(.ZSS:H/\!9OG _:=WQ<=OG.0MN+@]C11#(
MVKQ])OZV7_=!HYYMU 9,92:R?)ON4;0 C>:AA%#'JT6)!PQ-,R6!LG=0]@YZ MRH#J@YXRT%-VPUFW5QTGW=B51+?
*F@:+,&,.'VHFW=02QTD!QPD;KK;49N &E;Y!>B,)[XR:RP%W;>+D'ESG=6O2]8QJFU_-16HM M,,8)D!RO)L4H0%4*VN] ^]U59SA?
#27DJA+L\5"6.;2\,C2DS^I%7$@0(&FK M>R@2\,VTUO'^4G63ICI77:JVIV_50IR!?"C8JA_?4NK+.U"&\?[,8V[)@T'1
MS86LN^<3_L4S2;0_UN5]@FRR#O7_U-$DT#_;U7:IT@.[]X T@2)!V(=ULV M#RS@#8:_/%E [D\'&44)K""YVB79I])/MZGU1%
[V\;B0W014I\QYAK%OKWH# MS70PP18 M* L()RY?'H3X,HUY#H_BC-00V$A>L/58559PIC$$A1,;S'.)%G0RW";W]^Q
MP2EVQKM'F32SXYW#S)F3GQ_%!K*U[0VU&CTV^ 5;W7M[O+KJ':$A[M5\O3[B MZEHUHT>69#/A;)3]0E]=^PE@'R\4Q>"'XP^QG$ 1R(5]-G-,]_H9-
(Y'^M?S M\38N=!N8FB*Z,IH,/EN76W-I>-#>S]OXY U'KL;C_<8GN!DG'B5B/6/C<.AL M4EX,7)&WBQ,$*<;<#238\U^G2SJ5]FG45[!)
[P^^60])ZP.+"KJ)$)+!S(W"3,J1CB'+! M!N.LC>GLL/%B$W"6,[U>V'C]\MT!3^F"6MJ8G!7,-F9/*=7WBQQ0V?!*(6@] M(->#64 8ZK!-%"=RG>;G3
PA]+$X"\HPH!8^M,;O;.VRPL@T O-W%G/I)./ M1CX&.B]T=!ML$ZV8CN>Q \AW;8B6FR# M9_W.8;8B!.$-J?+_D#D.>%#K>L[?'LR/-B^W?6,[T]Y/G]
MTI5]VQ;0;8GSN7T%VVNA:SD;. >[IQ?!J'^P%;TRI%@.JLB&XU8;.-5.ME&7
M+VZY=QAZL4T.;^\.PRJV(I?]4RO"H:>U;)LVVIWLQWV#+@)#0[$0N>7W2#/ M2#,1R_: W!7GW(8=V"H]HMI%/MEMQ=4N&(H]H$CZU
:@#0AZSM6ZG_5$KPIL M7BUPJ%\&G/J'[:C6$AJ*^7G -:X!9=)"$ M.7$)#/] DVF'37 1P*4O LC;("^ /"\T^V<]TXRAIPKXLE!ZIH349%Y%#G
MR]0TS\'*P&E70G8R6\"H:58#JRC[(5)R1A.7Q6!)1OO5NKFD-.;?R?O/9=/1 MMZO04HW%]PU!G@M54>-)_9;9)__T-^T^FP\?+-6"K,37&,CV/A)8P7;\Z(51
M]%N()1'_T!S9;.PEMWCI09+U5-C]9O'],$Q];"=U)!CA5/_>O;-;+24,U>/OK&FFELU!]SX>V7;@QX_^NE7
M_H9[>,=BQ(]*_A8>WS*+K/.WO0N__H^]\2>'K_^M.YBBU%>,B.<4_>IQBA@9_?W[SA/^WWB.3Y[[[&&0HIKF7Z]5K7U_PGGTY475
M1_$G]WD*QJC<KY+_]\$A8_#WT_Q8>_S=>B92D+'D!/5FL1P<&F>K"C[?^ M&/'S=^'[14AY_Z7A)&O%;0OFM;J5?)/4H:-)9?T.1KVFAGCM62M8>^RF
_\B% MI1O[LW\,>/:D-<<_1Q89^2WSF?H__BK"LEC)8I1B8_<8@<\/Q9>?*O]IM7^< M?[*.4+1F/[_V<1U__O*Y %+K>OP_(PU7_AF/*/Q? 4W^Y;]^6?%?
1/;&[E"-9*FJ0((3W6",.:1R1&YD=97B<,/O= [%/ M'-"/S9;G+%C96U9,)]IS_C&#PM,I%'[.(5'D:!:%:!IA,OW7'N?]6*
24*=F;M/1ZL+6HN9.@W>"W0T%"TR.+#+NO](<5Q0C6_(H:4<4%,68D+#VR M,K:L6GD((0:OD45ZT(5FU;D6C21^'8GR4%]#Z;)@-.6:W+/X'730-
0F7X%]' M[CHC!.)EHL0%/3H,%XZYG4F,1*1'MF5:(54&XH0P13AAEJJE/M"-#+UG7U7 M4^1+M*89Z'0]._1,B-B.PVADZCM; MSWQ]AP)0;TO/
.!]Z:$9I$MJ.C5%^ MT+.JC@@MT*6\]3=GN"5{5'JD/3.L>:OFQQ4.R#CL+RG2@-!HM,C1Z+6EQ;M M3@#SLE0+1_-PNRDST4@RJ9U:B%]QW
,$FO,S7;'W9&.%FW8TNO9JNP8>BPV MX"I'S0AIS@6X+$@(G![:)+G*HCVO#T1UW7'8&8[#9\9"W#$(F&HNFAI6E/IF$.,8O0 M=(>%?*<\W"-,/#3U ?
16)6:[T!V)(Q(%;<-HXQ$GI"L/TE,6,=P5*-/=?:3WA_6"R7-MHZ>>$.RH/*7'0VTO&544VA5"8[S(B5$3TA+VY0"&:%KIL&/:SVE/.GM:OOH M
TY(J[\MXD6Z1B B6W/U@[&HK.!***$GI%5=%[U*I-TDMZ^.*@V%) 8M/'KJ M"6E5&EUM&)A;26R6-:7JS5<]8J7%0U-*V%$;*VL[@@:%C5:LF
WTBSTA&"M"M29&L1^94 5FIW-.WYKW8R&GA L MAE3K?:([A+A F6W;MCCT>T(8G]JDAM:'VUV/1PF*VW-.A'Q- B^/F'AH"EQ*
M9;;8EU=E";9&\&*_*H;-4(R&GM"!DEG778NQ>T:@4I,@5941R@_CH:FG\MVP MB2D*WC/TB3(*G?V\,M]&3SVA+H<6WJ5L:SZ
T4$#Z]JTOQ1[@H2=4)>%2&Y# M)QQA8M\C#D%Y.K-0-/J $^I2A%88(_1*>RXHD4W>;$$-CHR\U0EUZ=?)LA:%
MNP"5@_FB,=*_7$M>NH)=8%#N+E0(H00H5UU16+=1E-UHZ>>T %B&8';E(7+ MHEIT=1^=^%&X%CWUA ZP*QJK>.6^#>_G.!E$[UA2_Y^]-
]U.5>O6A?]_5T&; M^^QSUF]?Y@6LY]IGM89EC+&NDORQ(0P005 *JZL_HP] L4@UHXDFK/WNS$0I M1M%
[`T^O=;@81=!ZZ'5)P6G=GO\FU9YR47)0?G8&PD%6;EC..L_\ 99 M>ID?,);JH(=.?UJL/I2:$%X:ZGTOYLEA3S]T!OBR8H&B)-HF,5? 2S!< M/:
<6API J !6D&> ^5&G^8Y[YEEITFCP_CZ;X2%4(]$P M8J+X"=2@6),/0DA_'9# ^0%75OU]]/GOA\,_5M8/,=03=IV=Y\6G62\AV^:^O
M[\K)U'P8+RXP(IMJ^I'J;.]#0WN?%^:W#LO@"GQB@[L7=?;6.35I8;'U@V-=PMP$K9^R8*9 MG_4:C+2%@U@S[S]6: M$$B'Q>B0=ZL73]9(MUQS EK"
[RA46BY2:0FM"%=R"!/^RO*D--N6NXZI(7EZ MT2LNJF*A-)A9#5-?]W&K"0/[}2^;B+#I0U=AR)L7R9N7-^70H'!2@*;>;]A M+O32_2WWT)VH5K1QJ^?
]Q174.DMBGHY%8O1AB_/O9%O(C7A=1I2B4Q*OF-2< MUQQ2CQ1J*E,C).+O%KQI\J0T::@ZA*K#SS(N'*@.(>F'I/\=M>;K#_@KXO.K M!\?7-
J"M+O6]L^LE"YK=-(E;+1>3N]C*<8L61|/: X*DX)WX?4V#M=C2*@9 M>I1$\2E>CXO0@G#16DIH0;@2"P(7B.FI2T6WJ8@NYPS+MCA=S"N6@.4\$4/[
MTN<^^L3E1^7;7<:RF.C=+B.>@UC$)4HBG#P50R*T7R:V7-^70IG!2A/$! M+H^Q]'AMKO)6U[D=RT]%,=I[6C:!RTD$0SSUO2,8.&'F*"82,?"
(3DU#0)9% M8?R!>%,8D0@&$/PE=>#*S!%Y)"'3106",4&4S2_1Z;P,/XK5?Z9R$YHP3IE*X3)CF?!B
M!U@1RRW\;PY_J!PW7=SV5QR2*Y(ZZ^FE5;'Z#%V2(!XB&I9Q%*A*3RA_;#60:BO?0-3Q9M7(?-9JQ!R1,@1826#2U+7H?<\,>*[
M[@TH$824.322BT!AH!#27R2D#X,'KD3SQI#<1+R%\LC]MZS[G-;;_I+\4O\ M>)6^6R:GB6Z]P92=>(G).DH3V@IC-3S1C(L';KAU\&SES?E4
T_J1K^45[O M]>JE!WKY(E(XKMF*W@0I&&B*;^(?MBBJY$;]@B9 ME,"8)M)M3U4/]9 KUD/.C5PNRB/Z&8'7GXU?/#;U;8Z>QY/3Q3JP*O&;'C,X
M3M=H/$(U0>Y6S%RRFN>E>*:$A5N2^!,B3.K%6.R0T:^.T2]O%2XP9.+Z,S-. M)B#2(Z=:-^/\+3T1E?NZ/1_&.^,%" @2()%.'Z*?*TS6\+!.?5-=68-%HPA=
M1 TIZN_3HQR?A2/_TPM+K38?!SQD+"O0VFVX=1[^+L% MS$=4NLNHB:[2M!;Z,:V7:QH&/%Z!2B81QD^$+:!\:KX\TO.$+!+_]%A=UI?H@
MJS/184:3^*Q5RW/ \EXIR]2W-N 0?!?;:*Y?=0MM-%>!6)Y7P0@G;L38LRJ7 M:A>2>54I%VDG-DVLQUV1+F>PRD7J2V92+RI<(5M?'5M?
WBJ$%NL/L'NTSY%;GEW.8=@F Z;.N M"M6QBU3'OF_LRW>$%@CZG-5Q&XW21<]GL?AMK_9).U4BL2[=:Z(!2[2.14[J; M3/9+M:I2%U.)AZ)'[&CA-TT+Y-
S+V_*H2'EDR)@7F'_?:X?2'4U]3 L+ N. MK/9R,=;I,1G"]5"Y,Q[)L-_;E.(MTK-U-/ >6Z&1Y;JUL=#(@ MKU4!>!;6)%;W0D=]>%K2[>+X8?[TE!R6V
4>.8$U#!9PAT6#0NO+-?/[Y:U" M;'TYOR_IHW*B956CK#HY[YO2K%M"M[=8<'FE3Y/,
MB^;DD,=#'K]@L\WUPI2J\OA4[2B=>6I\VVU+W6G^@2]8LZP,/.X5/CU#???+ MLM*X 2_G "D_735Y5D$;&]:(S*A[_V]FNJ0L0U-$ZK]H\M_/6J5G#3U?
N$J7 M9O#^DM";G)NO^+*-F^NH&=IIC6S5>)&"D_FC>;DV+NEJ9Y=A;AM6D:I0(&(CGB228C]6EMXWI M%YF-
]CDC2+]3$T4)!>.=/_BOAFR*],B9FL9<$9%(#5>4L3$ZP2+,/2#W5A8B MJ_"#M-$7Y^M0);\5#G_F5'MQ7A[0"H7>YZ JS*8YS*4-CTFSJZX%Q2VW$8P;
M/CTB]9/Y>KLS?X%7".U3&\5ED-CI,:&]_;G"X6?.8Z@N69&O,838M11-?K MV?%ZW<^FT!QC^82;Y,.&H2)7PJ&7-
^4P5.2C6QJ'.#NWEO,Q0WLHJV@8&_?1 M*)W,]3G@;*RE)U]D[.O3T/>11J'_(&"-'@(]/*L8U"U6.D QYTJDR#Y\2=P2 MO-=E,-0V0C?
O)6CPUV0)#=OLAJQS08K\Y;+.]2(2DF-S#(Z(#IRL;H$VJX;L MN@3&<+]G[Q%8HHV.;J_<,,;=V6R27V0'-:;1D@>L5VR69MD(G3P.OWH7.KGF M^
C'(IU[C_H03FT1_5'RXHH]IV]$$3]:[GU)7$399](=?^FS4?O*\CXS;U68 M18'O318]\W;U6 ;':2HTMH2L_B[4\Z-9_4M"(]|)ZMTX,\C)M?ZRD!R*FEE>
M=H1IGK#Z!N8PL3,$%%;F Z;.N M"M6QBU3'OF_LRW>$(

*M4#)K+9.3^MW:E$%<0'/(1"]2B1WV8+H:2]-'8!7""YX>4'TK<3C!=VKH?4$7 M,2P-1,.!PDQ?(?S^UPFF=2R\ZO.G]?52;FMZTNJYAN$D%MTNFV#G#?N^!V$- M%R/DAO?\FKM#U5RWKR[NY&FNUZI%,28B]933Z0C+,'^"B5ZCDY#COQ"'X18 M_62.CPWN:.%QDDMV4'?RV,\PZW(JGWJZ'%C3$Q,/=%%J]*G)AKRT-+20ZTT. M.!ZZ+C%,)'ZD\?5U&9#VF\?ZKP@"=R;HAJ2;#*:L*?,URN(/VH5K]\/4\@B M(8M|^WB?SV.1"S<;P"-?ZE_80A@:0;8\\X0$KDF&4!^A78(P3H"B\2 MI'?AWXA(C)0)&&O(:5#"@K!%"MG72)H@_BH%^9C61\l:\?,T9^J.V_6=2^GG/M@TL_"B\M5H$<=/O'7PB)KQ@2_Y$=[1(5O\NRG)W%5L[I^R8QSL[QIKG"Z]CC M-0<=BQ,H-E6Y+ZQ9-=>ALXN>.F.*M<4@SG[.)AXRI$]CZ$M+2_D.IO_86A] MJBVU6H\3U"3-S1Z2FM"VQOPP-#%YTO'F#*G%7UC,;B_-(]0<_E@,A16DKJ=T MRAOZB80<$') 6$[D8L_W73?VD8.\.[I];L][':P@C*1,DNFWQKT^/LA)D5HF MPF9.'Y!W2>:$CF'SVGL,Z]%6;]'/,];$AU^HC%I/QSPCJ"T7%#Q(5;TER^,FBXN*C -<4AFY\M.[.' A)R M6;'?$/BQ243%&:,!P]" 'Z]7_]@IA]$'(:7_C"E_M^B#_]@\QBV?N57.VX=Y M\L44,$A YNXP.R-$\8)@3/\!KP<="Z8:-G\^;^&,=4O -LLEKU)0W26%2>X2L M9P/XO$+M^'++QA^0PO@WGS>5G15_[OJ+BC75^!7@(/3/SBAS^(U#4\&CND7: M'-&[P AYW8IZP]04'45';ISD>\?YIPOR'@@C*G(_)_[AOUG0$&\"QX_^\2=/ MN,%'2AZ\9U,WL000-_[(FV,LB?_V9"!-_S=,*?#&IF@7_U7 MIYX[*CSA=\R=6(_2_@D&)GL?84D&] 8R*@?J&@G"\GB #_+!<0X(;@=1O&;; MT7KKN/UP=P,.UM7]$A.[\!=<0Y3V?#%@ON_'MOQ?>V;GN6;8./GKF]9_$-'\N M5WED@X2B:3(0R1F@&)"9A!G4[$!+XBI09*/H81$QO.2F/CE[M#G3^4@O/V2 MSN47H_#+IJ$O#$.D&B,>4[^.'")>K8A;X**L"S>;\'EW)VIPJMM&SC^X&F*9,"0,+9,A4<,[49--7VL0:9\DO/W.84?/W_G)TWA$Q MS!;__N11G8(%7(-1S9G@$0BG]-2XUVB MQT3U:5@M5ABT!H.[*6*B31R*DHM$U^WYM5.0\YQKHV.5)CE[!>N&\!ES"*60(_Q2^T30>=25-I;:?.9&\]=(AQ7 M6<>"EE%G(4X%>,<#;!"5#(VQX*7X&Q'-D69,R;M(+HQP;P(\E!9;U*SM%%TWY@0VD$>;ANA >XGIU#!M,(,K>&2*#KH>3QJC0EE"1<++BQ_JZ!-D4SI" M8H32\,M,7@;M4+$M_.X)YDC;)'(8+:<{BWDQ<%/>4(XWJ,#:W!R1?!MV'U! MI'Q?KCT5VNW_5IS=MY'[4^"WV-$D"<8#0$Y4O<.+;,Z2<52H.TW"E_U)-X7MY M03-L141_1PB1!,B>2? UC!8C$)X8(D!9<*BFF96](A)]")S:W#QM\"ZX2_!;-\"P%"_]_%S7-M)H'YBA<=S<;OTLG7"P-^LQQ)PGN(25HRC0FEF*9"%%9J:"R01EDK7<2?(VJA MV"-BY;"5J3=#7^1DV["ACKIS;&2\,<8H7 M@@>OSD8"X+GA94E&F12UPFJ*%<6">7_4DJ,3CPU$C1QI4W'SHAL7&7HD2 3@-MG%/FSD(5WL;[W_[@A514M%,,BSVX!Z*,[$8H*/O.N] M_O+NS!0/Y [+'-T-CW&OQ9_E11@9W,]>7UD*5I;L&[WDIU*C'L^#Q MOP7'-*8(RV+!<'3|&X]Z_,$Q-W 4H M1.QBFO(&%Z&XX,"G(^CV8:,|VF.URXCIX0&%2U8QDVP69VIHB$D\A_>+'2H'HG@HY>$!>D8/EF\ALA1=V38F+,L 2H M.2@_:#;P40B2&F(JA/"YSU@@'GIJ(+CFFZ7R)>&)&]6GG\/8)[+V@'-=CXU';|\'%PA)?Q^1GK+!^ R*"!XT((WFP&."# 6[<(6 / M&5I$S\;R'>@D*"+@?MWMSPMM2F3H?@P[Z '(E]G0%VDWOM@8N8]#2T'#RC%^ MHJ8(8 -RSYG@/+!H|PCF0)2AG0$"]-2T[4E$&40BV2/>0PO47XI?LIVZ-?"/ M"OR AU9Y@7>P1") 8\,OVR>13Q 2,-]LK0G5(+ Z$.\@A&)NPX=[W4;E?8& MBUJ*JQ@I\C&.),N_77MBCB;'R(NKZ^(%((0-!'*//7T#_RQ?#N*-MFR$2<#R MU/I=9=[_IQGR9#)W/A3%!# 2C M],V*%D&L%ICC,,N; (Q*91*-09;+_7HQ4C"Z ^GD:JU'S'K$[$(P*ICW>!O. M?GQ2(4 [M3AM?_K93+,*] %F 3.NJLU&,<:);N2'SK=-I^,3F!+,2&=ORQ2 M+-->*?TJ,,9AD Y9I0WMT@/2,7FP^*[-R7';(W",Y3<,W.& =_U(\1B!D8CG#.,30.!O4(+/!TB@\\8]"MRT<>N=K\09KM0X^)/9E0O\)W9HC5)/S 3Y@72!-HZ*O86&)60??8L12Z^PUO\G)>& M*DV&MR 3%Y@:M574P *=T*V[/"O8S,V]AHDU?GSB@'[&B8APA*8H.PU,C5X M8Y"4VP$*K!(*W-)QQS5;D.?PV\7:)6>0D,2#0S3?]VVPPJ"IJ_=@K=4@[8?P?0*8HZ.:HB+_^R@;(3+9%]6^,R1"3&7 M-0+#S#&S<\ W)?&*!OY"_^!I9]O1!25U4TD>QH/,!<"J"^+KO';7" \+?C M]NE\]YO7 ",2@X0_6IEP%>&\R-]0YL>H1'?##L/H_.S$!8=3ALU&'3!AU&$8=M7G74(>9T+]S&<*[%)KCA=Q\A=L$(.JNI1&DN6\4,J;N1[*)2/C8#JJ(U;LM M_*3@O9Q_X<9Y2X0ZN7(7]F#XO-7?O.'LQ;O 7<'3^[B2Z.F!;E@^_I52)A-'M1]&)(2]2&ZW/ZP98CO1?D>,NP^;%>5&RB55$[YS> @-_MH8++Y\&588=D/^,_0VC"$VPBARU'YU;+Z*[/P*CAFSU7&\,@ M#[&V",NR'7%%YG80<(0G0D;4QMASH[WM#4,W;$52()@21N!90$#%(.%,^%O8 M*[2$;;#<2"5O]]^PQ=Y^@+44UI'-QHAG*W\S$S[GV2'C)5919&)0'ARZ[O: M+C+0AH7GX5NMX0JX"W]B#/$![4834D2P(3$XZM#GW"&Y/5O N]D4UP4W,2!_MS0'WFX@LP52&B%CW(5*72D2H_U&.')T*5A04 3|\1^9$-K9C>%N=O&TCAO) MJA OZ@4D&UV=X;GSG&I;[D=C,9H&"1>,G(IL1,DQ$8KE YZ;@-P,,+#*;$R- M6!EVL'+'6ZY)"JNIY%YA17ZSJ/!00PTC"[RQY,.-8KN)GLK])]MH[\1!87T(M7X%52 P_]@(@@85!2HDNST*#.LDQ/;5,,!UE*_)A+ANQB8\-4"XE&+B Q:(G M/O& W/>3]X(.OU]THI{8;C6]1:"QURW,<4CW31(@-I&H_/M8&[X'&8+BF&) M!NN]@{2PH6O!L'Q%>*'@BQ0=3#QPDQN1!38&? >;6KXI&(\9'\23D):#!+ @-MA"88YM1PXTY)T?&+XA%$/QT.K%L8#G$9#)IH,NJ(I@&B3(CR*N.D0Z& QJ5 MBN!SD4[O635)CVXWB(7$<;U@U/(>V#& 6M#N8QQQH:IN#8.XB8$ MJYH;'NL9?P^T9OC9C,.3>P M1V"2A_#4ZV>P1Q\K]>4@@728=3=Z."H): MC[93\G 5,VK)Q:=L^3/&$_.1';$#,C6BB 1XXO2'QHF+ 7S62;;39/\.3!L(MT'-U%G5:X;EF%Z;_B:1S%-VL%(V! UJ:J(I"9H#:[0 <88D3\5UW&P9$Y^) M^)53,|^XK@X ^/A[4"+%G3C+W3@]/\C7!31;S4XR#!MJ".R,TS67:2O/[;%]M\'XD#*_CHT<[OA#;J6V7#P,^8Z+8>*@W1-[U+@&X;FZ \&FRN1=ZVV-#$<3 M\8OPBOD-DH/B>L1=I[RZ?U\3H#1OG5E,@SG@20$6,%\]/GW.GWT+$H8%?5P2P MR-#1R@;;0K V &#\D(V7-L9$/$^MAS0QO 4S7?3P6UMA,&L"SQ@7(6E>US" M"/QDIHUOJ1!(;PAXC9@D>4M\QQ($KWUAV%\<$G31$F'+N']"ID<8W5,@+,"O M0R*,O2@R_SUOHMF-Y0T,CO[JQ!/F9>0J,R;2-(@Z 7)Y6O0P;"F1#RHXMBQMO%@5>!N&]3 R'5,J90$1$9<9N#/-[6M].]0^-VQ'Z%ND*3=1;6OABM$1S\]U M&\=L;0#O)H5T:S0;FIO@?1M9'DL=/IE3F A),Q;;N;SK2:Y.'5B@TRT..8G?.CO MM$*$/5&PSH[;#_;GO$VYBH()";9! *?JK61IDF8@YH!5(NB=("40-X;8%> M?'YQ.]3?'/4_7HCF&AP2Y/GC=.X"C-=$7(S@Z0'9F0_ 7P3MC+]QD&'2L2C,WT:>T&\U4GLW>O(AG M&.W9TDV"TJT7U^#X?]€(9BMH7NHS<,Z%@!02-K>S_90#GWDQ.>U*=GGC"B MZ8T136BP8T11&-'W'B*:7S>[O,-*SO\ZN"70M5)<*EJU,P)^SP?XR&Q,Q%TM* MEWW*M'M'_ZD;MR_4@-RU"-UM)G&&<@!O0?R9"T+\F^+FU!;^N_:>;0/V=R@M1TS!Q+1[Q/)[W$1L(A(#9![T]Y+=6(H X$U[%T'FSEX"4QHXHNP/9& !X22(I M+,0X , $7CW9*"#@1?=,J9JR+2U$O)L;^[*W"C!6XCM}YA[;]_ \-:;EVYK M8 J,SD1SA 6 ^RZP8^A0[$ET3#[,;#,EUU)A$3{@&,PG=);#(RK'_\E2007];)I_]L-5$W>(Z *HBOEQR-_M!."1/=,$/XDM,Y]^S^4@E=2,7W+XL$%P>0+&>N?$)?Q# ^6N,4E'-PT!B<1O M07(W0$1%#2D*D?T!VO*,9Y!52P($ _/\Q]<"2.Y5|\'V08^'Z3?!7&[/FULFS M'07F1F-!V!0&(2()D>H-<)L_SV>=_3XI_K-E"X$,RZU !LX-'?]F4W 9Q&QG M["0S]2O*"9/Y.HW^#1/WPV]$D-2W&R*,$/(5(L2(6'<$52'DQ!)*!&)QJM.8|YP?$C$8)D260"Z-M#K"'CN4M?KAO&,G38_N%A0\L M=X!!AG[Y$L'K)NI2[0M2!CQ*MD/,V^X+05Z)"LG6A;E"K@N6F+[.8P6EG9O! MY%[LR:3-/%U]V8NCNJ%RQ!%#N#(@+4DU#V)H=]EE(TG\P7A,[J6'54;K*I$ M^E0=ZY">A>*SS;-O.O#?$S;PTY' ;D#4YI@()O<&CVQOW;QT!^3YWPZXY2%2(?Y7B16-JNQFP&P_U;^MR4KO= MI3L)\$P"\2:FX:;Z$;GXL^,3SI MW9('7A2DXYU%"84-F'7)L::XH9#P;X0D2.ZH!<%%(Y)&PX\^OE8H/:?*(H2&2 $H?+QJL'WM)FW \G$^ MF&#=M =$U VPTP+8W44SA_+DY0F+?RK&W)&[^4D^D/\&!I+2,T!_=M [\T8Z M);3SJ83J&W3\EKQ_E--:UJFZ8!N[10V X#RB=8^]HX3:G1*E<5/6I]W=$&G- MN"&/B]+)US(@\EM]M3PA[57)OW&\]=2D\K-QL(?BA/?R8U/3VMJ>.DU)C'MC5095R-P\P1 =FX(\ZF"Z/*-E17-, ?GG@(HI8 M@JU-I1+OO22-.A#KYU[-K;&S1(?7=:=>6\#E0)S[%*N79S<<;/`^Q+D#ZI M9<==O5HT$V0]10-4/.J'PP_\//'9B8/"_#4K8##ZP+3L3%]ZW-2*AV[%DT\XG M%0]R6]L1NC4[H\ -:6%5$+|$)[_L(,XX;KP8RRA^X140/&=E6DN'AP]^DE) G M/%+N#.%B#^5OWNC5>"4>XNUC?>&XMZ/^.I%<=S!0F,;64750?3J0".%IJ}[@ M U6;F&\|Z\H+4&;_R>]FO,8V9 ACQ!>P"JF[L;EK<|&&H%PV@ G22:_J1NVN M,(CV4>FNJZP[TZ+481]FPF*WS,;0,+"KTN\9J&#\ JBFY7UX\6]BS _^#< M!0_4W]"*]=X]3EX+%3F/7&4BC=+Y]3YZU^?*O:5,R#,X%Z!WDG"O;S#(1A9 MJ?5O>7%*R5P#;2]8-2W&R*,$/(5(L2(6'<$52'DQ!)*!&)QJ M

Z,M>V\%^\QU_-3W69+>_L@F\\5VJS^@'A_S_M_[%=\WR^&511!GT@&$-]TH'A:8O'.9"EG(F"4GAFK]B,X$##R@"D0P.6.2>S-M]K]-L2M65M&E<$"6BJS.\BR4A3C\M>X">?"&%@C?;[MH"AN9,XY7*7BYN,4# MP4:I&S*L!:,?BL+L9WT\@K"\>YT&DF\"YACP,EY+%_CS+_G7F'].^_PM62X>M[B+" 4#S.:\7D"SNLU#0:9IWN:^HD:V7&1'"W]K7P3QS9HX515+0NL4NZ5*5_M5PRS-,DN\^@:U1LOC)^"J1+^:(Q7I"PIRQD[HY,[H9Z7WFZ@OQ=3NZ/%9$%W_MQWVZS;MZLI(K3YI;8.T0S]U_#R\+_[09P#3>AX?]D3G;NIXTA_@^#/"N%55W_M_7Z6]_*+S=F'XOICJ=]M0J_MMSA7*7;_I]=2X](@ALLC5$CO/#(S=!C@^Q>D]MRAN9MI[Q33QG?,.??\K_J9&Y_M2P4.'X'T_BRCFZ;]L4L5C7_/PWX#^(YR['N#^^N^SH+)O'C7SYL_(RM]HE_'&&>LV#R,=4G(GN1B_UY(&LJX89CX%OO#0#M?RY/E@FX,/Q$(W>4/[_M^;O\(T:YEF$^F&^R^_!L.})/ESRFOPOIC&CL]?I:3AH62@,.]"O@TQG)CM@$_MN(28U.DW!_\7;6(]!5J8TG:H4(L(_!_@[+-(WP?^X+;H#XE_#E?*.Y;_.HCZ_M8-_OZK]6Z&/%%[6,OZS#8NUEW2$R>URKU.!2Q;,+B>R'V/NB!?';]9+GQTF#_MUSSBGHDX$!X@+1H"X1=2Q]<'&4C5#+B]0=S$!#ZU<]"I.)+[@_LY8\%J=']"M5X;J:L++]_QTR-.?P!M]T6NN"9Q6S!'_?*'[RGF3]?7O91^&=HRO5%MLML7|_M'U$OIF<[P,?^CW"'*@"C^&,\E'7Q]OVHBO/%'Q4HHUJ0+SL%!]{NTD?W#RC]$_M@#"LP/=A'_J%L,_?+8&7H$IP^1'G(,JK0DU&R-]*'"K'I_MLQ4+4\W!X_IW*B9"1FP%UK+WJG^R)?N\](D_BXUU8"F)LF4[H55E'Y!DCZ0@M$#PY)*>>C/MR_*15\Q,@?"F_8"6P(N"?YXOMS3B@QDA$]D)WT+I@>3D7:,;!_M@G4,I*]@3QLL;T\I#-*,>:!!=!:,ZE4YQ/8*=_'O0D2VPU(L5/:&)P:-\%!EVAM'2I84"]BT/IT;&\NY^LWL*^-0(7L_3M(RS/D-8"\!TUOTU,T1RE75U;AYJ_M$(^MH5S!^:F|'V%V3?"#S_'8\RQ^;V\H;S-MD4G@# D5-9&ZKFY.;(V?3<9|M4F&MP6-6G=OV0)9>[<8@1>T)E@=IS8"V'78+_^34P"D)/X_2@2WQAZR\DM&GH_M>;A_>2W\8>T-W8O>C:7(!M,<[!J4T#(,3:1]HKD%.IPD+D2[7K86^#{0DQ&,_M%_7R/R|J]86BJ,#H)(Q!L^Q0VV3YL:%HFURB>ONX63K/$X]XPUE06ZU;,#]6_M*^OB5((AC4OI/*\0#P0BGT4;A!{;>CJIE9+IE9X.S^Q;[#ZT0!K%(G09*WAU'?T[L)AU5>]_*? M8M[7">WVTN7JJLS/ZTI[-M7T?K&;))7;!_,*>&*PX;O%&=Y(E/%A%>^7[587MPMEY"M;5X.5K0'HEA(?N_[*M'"E\H, R=/!0W]*,;MB.H*FM_M"E/Y_7R6*P_V]>BL?'2A&,O!AE1_# >*]:*3P7T4&8&!F,['V0_+TX;+>GMB0SSF):N;!T"3RV[&9 #Z)XDM^S$"3^2/?/ A3(=H($)<_M,$-H,$+A!>RH:?P0[6,E,&@8(P2OPWA,*,P5T/0XEW(,K$/40S3\R-!8TN(MV>YL = ##A0T=[UEZ3BF(&Q,V5MGPC$%G]X\Z,]Q>O,#(,"1GX^$!.?XPOM0OT>=81R0D].P+W?[<'PPB$3+A@,S_BH5^1MECITS3VT6HIM_G@A3!1&FB:'7@F>6GSOF M/31L)"T_4=8AD.@3IOD\ATEF1.+AG+]7667(R_^P\; D@^,L/\>M(M/+SHZ M-(#4HT7'?P0 '>6FP4PS:-,!'=HO+^RO$*.O:X _?T1'#-#L,%]?CH>'QPPX MHZUWW1?8(O:_P/J _.XXH?@)ZPZ'P_:@X^>Z#Y@"XM,-::F.\QJ,6]: M E7ZYDWX!6\TT4S)J&1Q*2LK<84QJ4SRH]AEBFFR\"FI&<-@S<$/N_\KG7R M?57V#DVBEQ\6NMMT1'^5[LQ9H",UG2-P/'<:S,Q[:SJ!)W)O6^("+EN[6HUTLN:61_&VY&=*/OP0%J;P)46; M,\+&7;K /EXAN6Z7[9F^0A1(SK!F\,A_C[5W6U"!-+9CZ[7$[QS3+I>]N75-DA:4-:9I=M;U5/G M#@.^H)?.0GP7BV=]PS^A Z& ;XE&&V#[I8[!1XNQQI9U$B[FB"Y[&B M8-@ 06 PQ=N_#S^'W7B! $ &&P87D,'_BF2_WT4N_*A*^*:!3&Z?1O%!9/+5==Q,"5=8>73)_*7?B%79?0(0@4W]C;56]6)_2@E.IR4M*2^*/1RMNMK54^3UP"F'TI<>FI\YO^$G'(5\H'P30OMZDE./X2@W*8FNQ&UEQM#^08$4+R M1&*EJ*HD+BC":C73"EZV'B<R9TUZ'I[#N8!._:!/,BT9X)Y+XCAO4@38C4@ M?[P7=CT6/PW(VTPX$D&-581#@LXA^H=R MZM7UX5(< MG-M'RZ*WI@#"7"D_F/#R@]\@I^EU83-')Z:T7!BY#<LXX.2GV MX=(*%#)H0$WD@P.C2/[;(C]GW_/[C6 4_)B$%K@&!=##H8?3H(X7\VAT;A:2^K." M+!8WAT))Q&-#A.D%V8BAI DT!GV"BLZ<&=T;-LP@0.Y=C#>#"RC$O?@LH M:)F!SGWW#R4"HOFG$'] W?&B1(=12 "M',\?.(2)@IP<,##P>OQ0!V@?/[+= M6=(=*]YJB.;0%5AR,0["K,/.!T'E%":S<94#1@4"5Q[C &N' >V+ A,?[H MQ*13">BXENVR!U0##--0- #^\GJ&05(>*&_YGBLDO6N"N8-VOL,//U'O3%X: M&0)-&3,A]-)!?FK@#5+BQUMCE%UUGS+U2, 4(Z"I1_1+*/;)12(&Y(V3]A" MLN8QI=I(351[POPE+!A-;2@d++],A9.^UA?M'R;Q+LXZF24V,$HTNX:>VPUY+]D)=8JD.TZS1?9Y)"1JVJ/$FT)SL MLS&U)Q7'VU^)M &1Y."[<@5X.;9Z9;,"SFE,KM>FN!J/4HNC0J#;%OLM=&!IMT0NTI /9@4U[O0F>K8^5>1FT1IE9L7=C()9,*G4AB.8*!]?<0\H? .H4J&EQ:K/86GQQ4==I_Q"_>";,^#KD,,#)DNZ:I,F/"M$N[E.H97P]8$'NY). ^# ^*1C0=70.XG3+'T5(@P$6;>I?.@^"'*ISH^W(5WIZ? MG]^,MFG!3ZIWU(7UXU.P>,SQZ0Q@/[G@S[#J1."&R\YV[P"C"A*HM-+Q:UZO MMA-;L2!F8.]{1XQ365F#I9:0C[T"GK1\U"N 7X8XLB-H###[4 M*HV=F*A16+&R2%17M=02IK?^27K&[R"GF67;+7&;DN@1U^KW+;+7[& >/5VC M(UBH!Y3VEYA)4TK.7"(>QQ!0.ARE!SBX_DO,7CQ4Y%2E03CRI-2C GP[B8 MD!'T'M1=0B?3 -ULV48GLGPY\53G-% 5G'S[O6Q"O+HD^_O:94==0&R2$1"(MJ*28CDY:@=%([C&#L&*!KKTC5$%U;/@!VS; -U&8.]0;P$LVI@-$LVT6Z#GLMT9@%N22P"U@X)/@]! BL";48Q>Z#5 M_2][-$72&9"@\W?,/'4'PW%D-%56MWT5,"V9\^+RK*H:7+#?(#PS*E0\)SA; M A0;:HT*EP*_C+G?)ZJE<[PSS?I[=1Z@R7M,XV&'03S2A='*\&E"^^A7 >@3 M6#Y^PPD',3PX2F]CQ-71M%B8!/D#KFRH*+0A^R6G +S AU[D%'P?+%2']"GO M%1T"G0EQ1!$;S-!&P.%W!"@MF&&H"]5/OX"H!Y&#Q_P\IH4VXE^R&&I#0[*/ MMN)\NMM/]7:R+W0DP$^D NPOS Y+]#X6 ,1W7-L39S!OTP6NI>#,#3]N5Y7WMCU8&)>7M_7T30?DA&$QF==:C#EQW$IE_[-C"Y24O94_V)CT#=@3HFK5AVJ*7 MG076'!LF1ZU96!GG&!;FVNA@'3)8@NU< #@>"^-[MBH3(^;R)@V3D[@G6AA1PM;&DKF5-'(_>0S>"[SXY*#.\"N%]5^EG'TO#XNK,J3&EW! M&QE7H_1ER8(>;3P1J!35QIX?3V!Y*QJ";2NQ?I#),EDX_KZ^VNW7V]NL]WV[#*# MMZM9MJ0E9Y2VP_'6(H%EI[WNMU^I;)6_-NG3_;V7I$YK4EW2Q2*52" M]M5;U, '#X+"[,'%A&T.3J81W!R6NY2#S-JVJZ%H4!"XBJDRZQUI14$V7A_% M=*?E!=_])!Q;INCD),=$UG9@D%V5[A>-G.:(;(O2V;^G=!LE'5ZV Q!?EX]%HMF26TKH4,<\D5FV)%E)V'LK'TX=;M;A3UK^FQO&O]+&XA4)^GI=B#).GGY&4:P-[,G1T*OEN>P<3.S?O5UC14I:# M9E:!C#J+]M.],-;'[]9&QX)6J2E>R+\)V&^^AW>_Q9)^)QMONQ$WQ.V\SI]ETQ_.!/A?4?,BVVPZ M9)IN)QE]7JPKVG1Z^[(T/V*6=W.Y1'(\,:C3+;A.[37[82L(DQX?<\P?LSDVXM)_;AWJD44_RZHO6V(]'W(5I]]>?LRDELBX\F^90K-E*+.G/[RDS9>GW-9=?S M$=X>M'M*I]LP=!W=Z/B,:-WAR=K[8/*DD%YVAN(HI?2S4EKL/\K.KG]I)O=' M$\PANG)16#^P(A%!Q;!<\K/<*DK-=?M6=7J4GVS^%B8Y!>/^D""I?F? M.0Q_@4L>0*,^-XR@-N0_1&448$)5EYQ:ICX9:@RCQ;Y&:NB5 U[+LZ*K'2 MJRVF7 M*(D#HH[A2N@H:/8Z=[Y>[;+5,BQBI$LW+9'VQC/:,,+C2D#HX6ES I67M!V9 M+2Q=\$UU&]2:]Q)U@)/, ^L?,][4/P<&OI>*RB;OUCML*S_D' 8'[CUFP9)M_%8S P=0_7$*^@NR$,[C"T\""",AJ7R M:YD'/^Y/[*(MI2 QSBL=%0K\O.'T6:.!Y,*;JRQN;'V8JOP$#Y0OQ^W^^]X6MCI?4%4ZK1+F7?]>OZ *:W5[2+:MZ=)Z9KD2JD(/N>]=+09,$N"1ZGU;QYD)8\Y4LP'59"=^1+E+M0J#U]C8'/03NU1\$)Y3 M"/(089IP T7R]U=E]\GI,,[XQ";"S)1!Z?=PE:GSYX60|CZ\E^",SAA1K)I M@AXAR'E2ZD4F@\('J#KC4\H(YFV|H-'+1W3V173+I^T;$<-]I-AN K6\<7=)T MN BA>VI^A!">B_]VC:.9$&V;6 /':0A &$=)>K##Z]1^K'/T*(*U#.6!],) M3"J8Q@XF$%YR6._A'-@'@F7[2;D'V?:,2A^$8H&"%DO?=I_7! ^>9('C%7/;9MRQZQ]G.\,1 <'0CQB7UV*_016EP$AF/3Z0B*CR|)1IN@GC(>8\21]@-AA#N2 MK"@",QK6'XW'#G5NC^ZHWIO %XKV/*GI3PL[DF-]ZY<40FCFB?II39%7#1(! MG;<6\H&("U4/?!A3Q@7$_SI-U)&Q+!:(GV^L*C_"(%K\-&1T8<]04M? M.,YK%8,]'.D(64@^>O;I<75,IP."',.+.5Q%K6$O;5R!+M>MAU8]\#&HD"$^[#'Y9'W]+T@VB++\W%6_4+FLYM ZKOM%7=?M-B(A&/DP++ M)^(DP\=2(,8+@ 4\B#%L,I8D65(0W#[4SCH" M,0W%5OQXY**^-,#4W$ZX2#%"%T&NRY7,-$\'1[*+!5L!W6R";*O=;,DEU>58 M=P5')H]';A,%EIBCXCTRN\[10LXP*;"9MK*9 M;E]?\4SP]:NJH$P]VU63FU&/T\UCJCSJ9"9P9.#UO=RJJ-KY>+^[Z#?670['F*V364BPDJ5T9R!A<:IU2+#K9N1+CNP'LSS(#-@-MMFC.X$(]Q?PJ1NER@LM*Z_ECO]#DFG:3CY]8J%[H37.S[H;K/974>=-2TS5Q M D<&%IKNB8GQMBXRBCPS$D.2J2A])PU'!A8ZJ$RWK5F_L^!ZQBC;*\;7Z5D-MS1E<;*'VA:ZM3. Q21Z/?"I72N5S+,;1O4QSD"A-TCK? M7_&)X,C-RHB 5(.6E8VLK^4^-=%F2II/!DDM6.7Q/I@RY>X$ M2+24NF)X5]-6EQY04[T)H&TUPL5W!D $S=TK*=8,V&12[&[<1V%1G*]1)Z M>P!,?6,J"YVDE'7K4^:Q75S-$W(+C4P%:*1M\3R;[UI*62U6V*>AF.TNFG!DM$*#25FVF5#X_4NHD9ZM2]S9*J,M48$]S4;K:9%K+5]<8"E,,C%FP;+4Y%-! M.#UWAL ^#YVGA66EGVYGT9CIY%"%"4SQ[/*>KW.I4F)E=3=UI:+=+4HYU9P M9/#UG>%2>%J)C4)79LQFR:"9T59]\A09?/^DNRH-2MN$3D:VH-^MUN-FH3U! M0P,+>%[RVUQ1KT84.5?=%N>QV' MKM#0XIZ;5KAX_FG=K>7)]51HZQ,K<0$ M.9R#$%AMB^IV2Q9(,5EK]DFS7ED]-M'0P*R2,BHN%N2FU+7%@E+C>_5QK+)"M0P.TTF\^BNU^M5=09OJVK_'U&3>,XZ$!8M&M=KF\K<_6"*OD)87,D.UI$]\U-M2 .E6&VA2M7.<[<\C#4+]:TYGI?3>*RW6D%*)OW*')T8MY@RO;N@NMG9W5VZGG<9.9KHX5R+P@&T_H[F]-D551T7'S Y\0P8U ?GAF1-QJK"E 602 MCLXHBWRFD*ST5NE@:8+3X[#90?T@%1'Y_#=EF&#"Q@A;P5PV2B!=DL\>5>= M\U QT;!C!C4P,NP;!&_QP"3\XIVXN;%^DSQ($\%N'--Q_]-L&A/@XH&.C8+5MP9%N6R=##:B^H>6E1^USHW&U0Y0RX):YP_4$_=?0G8***$;A<_<'*L7KBG@ MV0.]O-QVM)(L>]%$W_Q3&1C(:-GE83@A1ZPXW&JR0L'%8@A):=BDT>G&GM M*+7 <=!MV\5NO G0X.3J@^^YN?!\S@&J(#/IW_^B6/)ORBDE:'HO@&HO1)G7 M: S_Q)R -D/:%0S"F M4% $1VX>-N2/\1(FSDLO6 MD@#WXM5"#9B>B$!P>4CGSAD@\\# Q)$3Y\]%L(3SN>SBDTC^=*'=U82YMH:,"M6#/4R.@B5.$4X>H(+WMGKCU;E59\6\,I5:+%L08\@C/X1C3K6YK&?)Z MMWH4K3/ '+'*3K*81QV29[H$^6V_)#38=G/G+*PA[2/$KT%K\BM2UOX)8YG MQH0&NF#(NN,B0VG9:'[4H%G$0R[ )QZ7VF M.PV |_O7P,K-M8#SZC@!8^DD/SB%=3&W>>DN^^7XZ2<(_-VM&DPO"!N&K@ C M(@%!A;C&0@3)!)0("B4(W+X@^2]$[3:%^/.P\"M.4<4BQ",SE GJ5=N%!"9C M 2<;4@0[^8*4.-KX2A]f<'"E#O8&.4O8?4VW#=$56((fI)NM5P@8ERQ&$@?% MD5QO*.YW0L M=']A0PSEH2)OK(9)![UG7;1;7PEL+*AP(!OWND0,K>)*M%/X\+*MW1F^1(J#M69;M@.YLT$M1VV(JEQA.7JO]_4J$L3.%C(2R?/<]V>OC[%4L%IXN@=[8=U< MK3B+CY-VMST>]JVZ4:B@NWQDL/G&'ZY.(6-:@.KE')W&&("'R)5T8&*0(H>J MX20.!,Z#W5&QQ^!Q<639F66.3C[+*]N+KG"@"",(S%4@3<#1',Y*?',BIYN ML(L*[CL<I!D1<3J2@A#\&J5HVPP/P%U#*S&>024ABJ0*!_3LGOR(H'O9S,1 M7=B39$%SVL*C\LAN--6-FZ-0 KH=XP@;#5=%/@+(/A?8W-49=W3*;T2CJ5:.MH^NMQ+J[B(:VU);2Q73]]=I]'4!$J#?$P?XU=SWB)2@"@)-$'S .B:)9XSL M=*E3IH8_F<[\)8L#EU2?ZK8))S7_^GD5]_"==N"%O0)M<0HD6X7TM_/I#%\ MTYI4V4.WZ@*SKK4\T&40Y' @-NA%2#+6RU)MP\6XA;CFYFW0I_O]2="'+<'K<M%;T(I\UT]OUF.J;/70(!CO9'L,":F^"G]XM_#6AN-XD Q9=%)X!]&-T/1HCW M?5F]<+!E>&]U9Z.<'5G2CL!>R<2(>:+)U!]^8+CO\P#CBU[!YD$ %E4VA(W4BR&@\9(E[P 24352(B#M 1*@WW0DBDE8R M$2+B?(CXCV4@#^^9O'W7S8#Z:#&+RUJSWP$&;_FXO@,,WG(O7?ARXIU"'Y6MQ MAZBKZ.'__4C^^"\F%0TQ7KW-[W[L=1\3>""'KH1W,_2" $N^@XI>2X)%\3PG M)PY']9Q?W3@>COHZ3P3+ ^;>%,W)PR4[T,2=8[E>Z)B[[-?)!.#Q^[I#!D@$0MO$8=#FZ=GX?(#0^7\'#YQK2_.SKHCQX=%!-E7K5V;QT<[8;78'XF 2"6 M3_;&;+XTRNDH??FM_P[*V_!;,JJ5IED$KF]X/IR_ZNOZNCA/11.7W_F94!Z] M;W=_A'T"&(0*7JC@?0?N^ X]8-JY?5?=7RG\+$K@9R.%NU<-Z[O[D9]%)_QDM)'#WFF+7=TGNH%WU/O>@4]D.-*#P SZ01?>+D G3#.-2.+]D=?6+B^--? M]NJO4>ZI.[T1M0K"\M4[M5?R0@$[>L [!"BFYP_?Q2[E>TIV^6QWJU+5\G;?6NMOPM"?OU>A=?<3Z@GN^GU#(_M-2G[3]+HU]OR6_6[R=Z$\KL2UL8GW'+GR_@M.N#CCJ9POFKN@8V7E.3 MW&[A.SC$OVQ8*6 K_O[,;MP3WAF"&] M2)@?7D_+O!29.I#DM<)Q$9SR NK0 VU0R^,[:6\;(C:#$:#&;BC7H MR4T$V)PM3:N;=*K#U3=CNE)(%V-L'PDP]I("[.[#G%\VJGD9 7:+.. 0O"C#< MZI/^^SO$$L3]IZ#?;]+NW<>L#NX\'1;=QXL;78#8, <82QN_N<6RU)MP]6XA;CFYFW0I_O]2="'+<'K<M%;T(I\UT]OUF.J;/70(!CO9'L,":F^"G]XM_#6AN-XD Q9=%)X!]&-T/1HCW M?5F]<+!E>&]U9Z.<'5G2CL!>R<2(>:+)U!]^8+CO\P#CBU[!YD$ %E4VA(W4BR&@\9(E[P 24352(B#M 1*@WW0DBDE8R M$2+B?(CXCV4@#^^9O'W7S8#Z:#&+RUJSWP$&;_FXO@,,WG(O7?ARXIU"'Y6MQ MAZBKZ.'__4C^^"\F%0TQ7KW-[W[L=1\3>""'KH1W,_2" $N^@XI>2X)%\3PG M)PY']9Q?W3@>COHZ3P3+ ^;>%,W)PR4[T,2=8[E>Z)B[[-?)!.#Q^[I#!D@$0MO$8=#FZ=GX?(#0^7\'#YQK2_.SKHCQX=%!-E7K5V;QT<[8;78'XF 2"6 M3_;&;+XTRNDH??FM_P[*V_!;,JJ5IED$KF]X/IR_ZNOZNCA/11.7W_F94!Z] M;W=_A'T"&(0*7JC@?0?N^ X]8-JY?5?=7RG\+$K@9R.%NU<-Z[O[D9]%)_QDM)'#WFF+7=TGNH%WU/O>@4]D.-*#P SZ01?>+D G3#.-2.+]D=?6+B^--? M]NJO4>ZI.[T1M0K"\M4[M5?R0@$[>L [!"BFYP_?Q2[E>TIV^6QWJU+5\G;?6NMOPM"?OU>A=?<3Z@GN^GU#(_M-2G[3]+HU]OR6_6[R=Z$\KL2UL8GW'+GR_@M.N#CCJ9POFKN@8V7E.3 MW&[A.SC$OVQ8*6 K_O[,;MP3WAF"&] M2)@?7D_+O!29.I#DM<)Q$9SR NK0 VU0R^,[:6\;(C:#$:#&;BC7H MR4T$V)PM3:N;=*K#U3=CNE)(%V-L'PDP]I("[.[#G%\VJGD9 7:+.. 0O"C#< MZI/^^SO$$L3]IZ#?;]+NW<>L#NX\'1;=QXL;78#8, <82QN_N<6RU)MP]6XA;CFYFW0I_O]2="'+<'K<M%;T(I\UT]OUF.J;/70(!CO9'L,":F^"G]XM_#6AN-XD Q9=%)X!]&-T/1HCW M?5F]<+!E>&]U9Z.<'5G2CL!>R<2(>:+)U!]^8+CO\P#CBU[!YD$ %E4VA(W4BR&@\9(E[P 24352(B#M 1*@WW0DBDE8R M$2+B?(CXCV4@#^^9O'W7S8#Z:#&+RUJSWP$&;_FXO@,,WG(O7?ARXIU"'Y6MQ MAZBKZ.'__4C^^"\F%0TQ7KW-[W[L=1\3>""'KH1W,_2" $N^@XI>2X)%\3PG M)PY']9Q?W3@>COHZ3P3+ ^;>%,W)PR4[T,2=8[E>Z)B[[-?)!.#Q^[I#!D@$0MO$8=#FZ=GX?(#0^7\'#YQK2_.SKHCQX=%!-E7K5V;QT<[8;78'XF 2"6 M3_;&;+XTRNDH??FM_P[*V_!;,JJ5IED$KF]X/IR_ZNOZNCA/11.7W_F94!Z] M;W=_A'T"&(0*7JC@?0?N^ X]8-JY?5?=7RG\+$K@9R.%NU<-Z[O[D9]%)_QDM)'#WFF+7=TGNH%WU/O>@4]D.-*#P SZ01?>+D G3#.-2.+]D=?6+B^--? M]NJO4>ZI.[T1M0K"\M4[M5?R0@$[>L [!"BFYP_?Q2[E>TIV^6QWJU+5\G;?6NMOPM"?OU>A=?<3Z@GN^GU#(

*W;$1*'[MP1)-MD.B]_HM3OW#S]_ERH)Q;=G2.?O%KN:R^[< @;;@5)4UFS!4<.W8M:X.-QGYP1H5)E MH*-R^K3142@JL?\=:!JGO=>Z8OM=>F8SW)VDTF8X-U1|/,_WB6-?>!SP4)CF3 !$>?B+FIU*LKL MI9BW- 8;\R2JJTWX?M^+9]]R4(4%'}P.*BBX7SLLHN]?.,"L$\,TU0TB-^+ M.#&8/2[^5R"@F((ZR+\Z]>S+Q:9?DW<=IUKSE,CJN *%N>,!P<\'ISG 7ZTB M1C28;E4Q+\2,?!B"9CHZ00%WXX@! \S4HK,879(T@S'+"L M++56\F:.1W=^Z:.1A309F272U02WF=)E:V/W1_W1"HZ.'X_4TZ4.M4PO3:70 MR#U.-<;>*!.4L4|>C^0C\Z4$RDWYWM&2QMQV>)ZT.DNYOQ6G2"QX-L?A<:D*K;RL6[6 M?*2I? >,Z0+J/188FE"ZUJ0Z2MKS/4(%.54=%95UO1[!RCIK$!/(4J2;(\MQV(>'NAO!ME=BU;;\3G>]}6Y=$ $_ MB'0, (L]KX^]E#FG21)6D):],I%,-"]FK-Z@'U1:G0+)54\'\:?E%,E"=O% = MS9M 5 1ZVM&2.F6,P7[7T98N)]+,'&0D3##):.K58^K"+O/+@BCDD#ODD.0ON<& %^J.\0+'1!'W3'+3D.UCE-6#MJIX[,&+(!^<7Y),* .PR:NW7)0^: MC,9OFZ+XN^3A1>1=ZJ#VU,$+UC49\@9C/V5V!\| AH8RV>Y M!^M(QUOO] ;YN7>O[{/DY3D>DCN_-?&YLNZXV5S5-P"TD.5U$,9X.=>XF>BU MBG-.;"OM{DK)CB,LDWAL.I77}/A#+'6B->_9SJ];$W+(P+_K1OB._,OK>L8P MZ]: ($0#@9'.IM"-4,==\NBX#@UERF*Z7UC%E,YZ5R#P3IU8YE%[!0@9,/:28 M$]W,/I5IYND3,F[=;I[CYOFMW0]?PX*!9)6?M^(G80;^&Z*DZ'*+FZ7SLOS@ M>WTFW^T IKMIS5$QN[V*NW*0*PN)-N>N5(M*2IX>R]T)(1_B7=#I]-5_DU1N<2RW*O8R=JD)V@^\F.I+%T'UVI@ I+\H$A MSZ^PW$0[L83U&361K\Z6WV*3H5?B-S4*E[>*FJC/0 B7)<4\G>X.E\;$Y@=I<IV>6V:)<<{Z"D@+[2I(G>LQ]KN0, MI^V)\$O7_T.;Y1<$WZW+%%XL]?/6& JNYG+I,"R=7/'G52DY48WE97,7LIWB_ MP#:,W&)>ZS>ZO7Q)R;]] !CF(OP M@NO5EKHL ND):)+NY\;3H.036H4I;6N#;IF,F*G41JL4LQ"4\== "2%F[]Y# M+/&+#LIH(2W[D\)#4(T-4L\&MM"=;TZQMPK-B+\H"%?']$&AZVZ0V*FXCW;+] MU)7(V:#&558__H&GZJL0E, 8P%E1LAF$H V(/VNZ!8CX7U'"8? KC^KC,P]69 M_M=.C@MS?7)"]5J;323!15K]QQ))19B4DD:%\.Z*Z\\/LPNP/4O&1Y514UUQ M!5F2([%'JY<<-7_\PT:INV3]RQ'BA_D^OUQ/9I&&ID)"N_\\6A7Y87<()2<= M/6&*O,+WT:O50B0^0%I<1 /Z;8OGPI472V;;89LM_*Q M*A,9U";=B4.Y,D2JE+9>&<>C8=3%*XCN&C1YQL5K=[340)M^FHU0IV\Z/>? ML@6M(S%8SN+=YM G_TS8EG<]/PW2G8=KFXB2P? @2+4!_5IL<_UN^V) M7[H5;_E?$&^'._-2_UN"!2#T+""Y^Q F^Z:R$=HGY<9BR:37=EU2["8HK]+C MQ]C A-H-@D% S/WA<>@O(YKP085P0$U@Z! 2U(RPP8,.EP_/?Y^$1$7CY $A ML>;]Z.D%BV\E0P56["V1,]:V:?Z7E2G" U M.1X,2EZ0D-CS5R!^?X$-IP1S8%,?J.%S#7VAJ!%I>P)U(@+1^ .NAYR%JK2@ M;0C9-)$)QS'0= M"F.:)*,GJB%X2J?E M,)Q\Y#!\-L$,,/!#SQ3%N XRR=,,%<,- DCD2 M9Z%)_ D$<0H)@4 RB";_+GI_PI^IOS&-6/H$8,\$>M/Q0-,=^= <#.0+6"@#M M0)"@[WX>C[2B1$32%]&'5'+X>9JZ*-/#X1@$A!\I@4 \:?O%1WGF3=_E.CX MYC6 ".0E%%&H1]_78EB;4G,E M.YF-X@E]V>CI'V>%AHN&O*'/BB:B.Q'4QVA]'7=])YE"KYK953RYY+LSQEAE M>_7Q=+'"%3,&DJ->88@S?@DG-%)R>+&](NI=8!/?0@5N6;!'W@1P#]PN7]I]] M$3*:6RNF]30LC+ILEK03I!IYU.-G.S/!:P+5'$5RI4W,U#G0+VG\BT)L7+BI!O3>SAUN3D,7)QQ:,G.A[ZU5I_3'9N M %R+%^F_/C\8XL8#V7P>? D4'V5S8X"^+NKD[+/"? X1F154U<0GB@1,T9!' M)5_4_55E" N;1E\P.UU)36_9&L_J ^5? ,J!+*$'UU&OK$[M]S]*?J1LM;Q MFSI+DT"8;JOE?'K$;GTL7,E Q7' G<7D(2?(5JQ9; ! M@A&%!($0! %BP@E,)^@&UG!1..@VVA!3797@7U^GO>M%0NY5%'=>M-3@(248 M-^2VU&]*ZDNJEWHL+PUX]BG/+52S-5EL,X^1V>IVW+8:,$Q%>*H^=7N\]#=7N\]#S+ MRN!)T9HON3H??IW=7B&3%93_COC&\WT\3G9_:-;R7)%MZ"K#S=H,R:3DI#A0 M5H=XE2!^<)=A2=@@6 'M=>16W8,N![_GPV]MX@+[8225A:-3"Z9L*NKQ1HJ MOBYZ'EQ'\F%H] &RF@I,$V+*4&648>YL!S63,Y NY9WX42(4=%/D98*6!Q1< M^Y/#D6%CMV? T"Q0NFV<7<=_,A1/[L&CTO3F[0V(+@9+:,24;2GS(AM<7B@F\U MR07?Z7*MIT5!1:E2B5B499,G;IR84\%P_"M958"1OHFWIHD+\:=]C M9R!BYZ4@/=NFA5:%C#MH5"YE"7(>(B;9\3CN/))_$7/(G;$?\)Q$]+X3%FP5#^@ 52N!#1:;>D&)Q7Q*J8,(=TN(8 L("Z M>8O@E6RA._43TN>550V$J=.R M;E#O-=>M>*Q,+N2)W)S/I4K'0O%J)LJ<2.Q$$@6C[9Q&S*O"= M#SZW%8(#E?C;/'UFP,D%E! Z/FBH:2;K4*+6WRK)2'(SD2FX/6 M8VGR;D4#2C -I-R=XXZC(NRH9HSTP+20SSYSX=,_0C/OWUNA=U2,]L?0Y M_HC7$%&C6Y;/\?R&DC^QHS.HKPM'EY/=[O9(0GSXS_^/_S6@H\N)&)A!M?Z MVI7$P"W#?_\KQ292?Q_?=3RZBAC(&?OHDGU9=!KB(O4@B\Y]],,?R2E]C.0E M(G\DH0BH]1H6]FM 28CCAVYLW#F@CT;!3V@$E'=%UFH%/$GOH:/>,.!]CVE# MS?IXBK\>"-D1_/ PMI '1%!P?W"G9)T]Y9/9!<:\"],47DPDO#,-WROT< M+Q1+\8&\B#7(;"R? Y"+SP;@K_YK4-PT\HX6UBC:4S0(\X'Q"WP5MTX%L=H?! M-$*@AR"&0G,=2?-/>8Z(TPQGRFHL0\XZE61VHW&T=;X C._=G2E4&%%THV,(MB-YSPL8\>61,M@7Q>9[+<\JFV9S'Z]7YT[R*8NFG2O+69=PW""DLI#++LUEV3T1^ACNM 7?MY/E M=C&?9!4YMYSTTWV!'211VM@= <9R/0ZY;WIZ[LX_W]\]@^BT21(XBF63[H: M<=7N\]#S+ MRN!)T9HON3H??IW=7B&3%93_COC&\WT\3G9_:-;R7)%MZ"K#S=H,R:3DI#A0 M5H=XE2!^<)=A2=@@6 'M=>16W8,N![

M_7Q#ON7'B';+R;$Z#E6Z\$CEX4%XQ-Z.M93GUWG5E-V2U(+EA:LN6 M>T;72)TFP2PSH!5>L)9]],[5OK)$H:(SOZI-+UV>T"

*<1S1<$5J:C%^EU[*2OHC43CV7@1 8PHLD@"/4QQ7)D"C-B;T&SKF?"NB MRLF*ZE !",>*SQ1U>$B;XXKCF7\LKJB*EL7E0=A-*

*@#A@T;HT'@&,B&EQC@&? ML("$Y;:QQB&V@,?]>@.((L'903\U1%.TB3KG:,D8H(*BN2N4&&H (U(YVQ0U*

MBPDT"Y[@\L[0L6R8(I[C_L'<1\)_I\@.M&/XQ_\C<_#XC7'%_"*9/24/-O^M(JN)<>W=@Q1D=WHC8/;@P[**;$]P__#*1NL&/E0% MM-')T=;16@((EA|*

<0%KV<[G%$Z-O>(6E@J39K(\32?5\<-EH2L9);Y_?[:L MW*1>ZX9R'4T7HDR %5?A&"UT#UM(^&6A&>7Z>IQ!:]QZ'$**Z&@#$!8_!)EB$0I'N0N"|*

M"CCM!7?$OGP;@21VSRH7E6[TL1S5RJ?IN]M4P48@\=NH* BCQ1S,&4HYGP5L MU_^36=R$$-

*N+7LL*X]:@NF+^M$S9=JO(9>,I'*\/#Z'(408*^RXH<5RIQ!%Z MV!05L Q-TVW.,)_U]9)RS-Y WHR2Z^V#U M?.YZ)L2.<9\FM(]6F5CAE1\3GQ&7S4I8)*

%#OI@K1' V^]=*/>WE]=*NU-. M=^+-8;;N3.KE]W?1I')$E](OTE>PM4*+.LOHLOE8)M4@)M:QEQR"6W-)>U8/C8-MZ6O0P?;[![A")7]9BTO1 M=+7|<-*

=X.--FL_GH#(1K/!G)"4(DD]S P!EL:+6WJS,6F<[80@H&_8Z8H(U2 MON%HL!Q34BS\'95(\F@HYAQ1Z@R^|VRM'Z;MOY+ -BNR="_9EPN$!LN4I/!F|

G:5#\,MX$=9J%@H!N]=*UD$(1;US3M1O@?+ MB(GC(=&(";<=A88AZIHLKEUD-])6"14Q>7NYZM]DT071D"HGGV<:13;#+!I*

*MI>OZJ/GX6.3%?IM-%L;O2[[A['2L.3]FK=V"?C+.G:\,)R2KGA^_% ML1*P@RGU0,*)473:B$VEM#Q(K)=]%9[4KSO91+O;/;^[PMM=8ALN:*

AB4P#L M$L!)5)8 O@%85.Y^%:D;CZ7X):F;WK'434WJC6(R7\ET:E6S6LE=DT$Y,_QT MJ2M\|M<\[*4*2MJ2KP0V]W[1F+V$:G+_?*

4\0P"&X>&#H1N!C'F;X]!*4QM MMF!['&P9G;$PU0N3VB/1]O@8D#U-7E45LI6=G+H^I>U<3M:ILN_*.E#TT6?H M.@C-A8-PU:X/=0DTD[*

#N83JUX+_PUF!]NU(##9;O(;P/R\^V\3Z&A_$%C$ M%*9@&()_PJK'8!LR@>$SM&M9)'B1#9\GR6SR^0C@X#S71'E3D-)X0/5)# M@O7I+^YMQ^WN#*

[#$/V_+ 8)>VL2KEW@H^_<5L8)/I3JO)XJ7MI/X>*2C2:;Z M.L5P4Q%(4;&YBBC1[>R)9[#@'>*Y,I@OQ?$']-^6_7AMY!2-5K[WL:E.<%!L

*M':,$71R#A0(IG#&22O=4U;@+<8ZH*T2>,W.N\8-10=&O Y0"2D"T5REZ,$2Z$! MT#89^8G (0C2,!NK2Y 'S&!3.E<0-3!$+V/Y6(1Q!0R/ /^@JAF\B"]A(R-**

*M*4 0 E[SN9T PEY?,;+($0X&N^UD9FRMV%83B6VS<2DNR"%BG_FK8)O41I& M_/"!*WKQ96 $[%NFS3\SCL5YT0/*-6#G?*

*^$JZ&F!DKVTVG,VG+=>X&E:H)<3 MZ^.4.%#V!]VBOSYWB-6S'BBF!0_!,+=V!75'HHF|[+6K>&W6 M*LU2A7%=+)N]NCRX4%KY-*

SN>_6P4H/[Z8&6!XB.6+!7 H-5GN'R7>C8ZG;LG MX[O346IRQ2MW>=1 M'\^T!UF4V\/#0:E]?IJ8G)3.[LOU:,%RDWK4$JD*0BFU#4H1IG/(KLI$$\OG

*MG QR@3V"Q@-\DZ,&YRXU M_)=DXLYS)3XJEX,):+\AS'%,^N>*W08F3N@S6- =73"L.B(+)+:,)Y*: M>]Z=MF8322F+EX7>8R==[03PY?(S:>)-*

*=$[\,0;383X];SX6V@SKLFOX0WM MZ%(\N$P\IRJ0=ZHMIS_8">3O)NF!7)OD1N-N[D14[L\T%F?!V*JJBYH%7%,F3"]D M%<,S>)\Q8=_T70-*

*<1%^,154V78*CP5'_4OY>RW;+3:]'F^Y83MP8ZWN MV!82$GS=T=#J+X)TA!-010=+%WS,D3MIK6841\5.=*_GS@;Y?/NT!IB3BP-P MYM9JDB :|*

[KI>867=*R/8-_14A3-S%+M6:LU(!>%S#R+VWX AP!%QRQ'/O M2"C9$4WIZBGZ1#9.XI6XJPH8=S(NB8"^#I8.1N5=MX3ORD;Q)%.)OP]7Q 9**

]3<+;7[L M=,5I49%NQ7$=V]+E5I]L7O7OS\Z&\6D\?YA.FHUR1\LEL'W4VIBUVD7NHCP8 M2672N[#N!_69=://X,FU,

*<_5^BC_6"27Y2+I7HQM\Z$BMX8J87W,D?R4-&K" M6;IS(@I*N>F)UQVIB?#^MY^;SQA!U 8OQ<C+5*

*M!8'T<^.B+)YV"JDI*6HX>SR^^F@U731KZ3&?+A=33Q=V]_[NNG%QM:DOO7E] M^E2Z!FY83CPZU4KI].Y,K^.3:UN23V:=NV&V?NAT7HS&\7D\IR0?*

>]9V1I\>S(E^KXYCK M6T]G+TZ.G#['2NW2]??%(G._*;&N@7;_J2)67S3^.YTU0?A8Y2;C_D-S70 M'^5/ZYVL6.WQ1?'Q3D_?*

*F5*NE=_40%^JE)H7K?.+)MRVF7B_-A1:YF[QO771QS[9B,\?UMM))I/)2=1'?2*K1L0QO@F&O' M=)<6KJ]=^/QZW(U>W72Z]L7H+(MC^L?*

*T]O[]PIOZ]R?W(14]U6,M,/*2+I*W M-RMP*G.F1[B^9WD&6PAM,?^IO=_'#KRXMQ@T?A%]+(0I:*A0_B7^S>6]B!]6 MI7&NQLW50:O0D%5R_HW07!/?*

Z.7+\$2E5G)0KDW-'>"Z;;-M 8MYEVC]H#U\C!ORZ8DKMBNSQG^ZQX.?S[?LST\;ZY%DT%#PK!L>9@\>'F@PT? M;^D#7P.8PLM]V!VX>-

NY&'2)I:/I2!:0($&:&UR M70NN?9&(%4T$K,'_J;8'3N=W-BIUH>.T^([SA S%F.9]=29?R,6'QX[F'?H M>V*',YGVKN^29Q?E>DZ?D-;U;51OY@^&'1?*

-1K]2 OM?/+F(VF]V2]TKG[] M$6(;VI7\^V_J^>@SQ\<(-HY\$+TDL+MD=D&@T<,)C29S*O MM\493E]5K!&\TI_3(;SGF@2DPY30R"1.@?+C5C?'$<;C=*

*T6(*H#_&I)_T9O M151YC#*K_'(?C_'_]G5] M^E^$^ROQMUO2@9$_U2VRI'P;SUM@W*6HI0,ZZ M=$41: /;!KV #*

:8Y;460@Z5@IUA5]X_0/SB%;)N!A>]:7X%98MA>)^MW"/IPL)NU^6X^/T M)%Q4@9\2R>MTY26%,X69"SS.<5AL"R(?LB

M5I^X09%5"^J54>6%VO[FW+1'RK!<]WM@=;ZY=F@G]V>$N-]L[2Y7 M5,\Q0+F_0-1^Z.]TEDH45V\NT^6NFBT:>=-($/GJ-;'DBDFK&Z4Y?%/)@K-*

M4JT0XM:!!DCD]"3%%UMM^VE,\G+RI-4?/%IG0")@O9NP5'6^%BF2_&Y :%X M>7AF>01"N% [#DE?CZQY^;I\1T6@L$EU"D6@Z[80$ZWIO%"-

*E^N=IV2. M2*K]H0K+'4/UII8]*=,F9/'BU>BL]SOC+#FC4$TF-FDVK@"316#+;J-=M#%9 M*@>K>/9F?Z4/D$5?*

F2VVB/2Z"0:+Q%1KD8VPR^2K[R2L%D?&LE3U/HPILNKS M5X$"]11/^P"@8HV[+6IN60WV/WDF@F\ >'1-5#&="W[''!&6U8.SB& I$7G(

MZO.PAPI+_L<,=59L3RM\8"I%5D APJ)2HLJZC0#A>+CWQOK&R6@3!FP#=D6 :C*L]>$/;RICZOP7W%I50C0+GB&*

*SEUY5A6"C"H9UHF41VUJA.);12EN;8QD2K:X*DL[&E0?7B^:#)9E* MGP4]MI-*R&?7%]7Q^2A2C_5LLK]_B,LE)&[B_,JG]F6C5$O;9&H[+&=@"!IU*

MF\9AZ'-MW? MK_H-7MEW^EJW; M'@'^#4=Y2=)-&1ZI$)I0N3&]4S.*B?1UH3SA)W:O9TZ;5MZZ1?_$]LH&9"_ M55"]II#^63&U!6RN3$)[>>',\?

*SA9='4,"Q>(*A!>%WOV^)C"'>^HD!0J/_*; MG&=MI>F?FZ4;;\Q%,U<;53L3YV$8G_>[)-T->1.WT7!\8K*

M$VG?",*V>TPLNQ94D5V!LBBJDJ.Z4/5!F7XZC3]>Y94A7SN[B9YDRJG)O#_[M]<>F%_2QJ-2:\R2XI$7(JERHMDOYU9R&[9+I;U;B:\&RK('+!-

*#&\A6=12?J MH#X/>R2*00.401%%@QU$H8J.!B+9*RW435^RR!M>\')_W<=#E6.S;=%IT0: M!C7/VJ"I8M<-3:1=[-*

*;ZK*QJE,V%1AE4OM^(4LM]*!6+*CB*R4PCO &7)5B_MM=QJ'S['M]8&[8?!G:O5&6GA9U0[1(Y,C1X;%4 M?I RM\GRN#603A^ZK4MR>7DXN.*

*(1*Y,M<+U)%Q2C5IZ3";_H MU!+1GVIHM*178]EAUW5!+!=CO+KBF><#'SQJ.&+G>IP7@\IX$&^I9@;XHE.F4*

*M5=K>J>K"=W.+N61K5K4>2;3<=:;W&65X-Q[/ 4.36]D.6',>?WY9!_@:LO][M(%HGP0"2X4U;9/NU%YG+B8ZC#"J=15]>S9D#RU&0F""L/7412^*

*R*LZQ3D]K3 M(%XM1XLG[_'3:37U<#K\'LA '6* $"]7EK\=&S;#_I)V:JP/*E1QN&)ZP^;> MDXGR5"##YC!3=@;%Q\95^L8IU*Y^_1GHCKD,_65-*

*9*6IGT)!']YR;#!CL22* M%_BU@HGOK#:+A<(L:W_1C.'EM='* ;#*JZ.6PQ"9F-D0QJ?1S.M6KM65O+G M\\>V/1&J&=]S:6LSH WQST" %H-A(WT&"&*

*31"5E4;P&W$2CW?=%F<2X/$62 M1>\R@8^L]R_C9J+;-7MBJ IM0D];P&&6P\+U]IK,BZ_?3FAS?T7_:ENWQ+OZ M3]_5\DCCX!*GA_ZA32.@'H*

$X'E6#9Y2#X+>467>/8^ M')B" N?K>"HC! M>G%,-$GV=@=(,A!N2;O\XU#AELIYU+RKV(4Y?Z.[D=Z)Q67SS"/]S+&? Z*

M$.O$U"VKZIYGB8)OQ6$1I/]LVDF2O)Z<\6+<&J6R%]%^-3[#S.L-C[_+]V&V"R[!KO1I?%==N(1-CB5\0RIRCV'<7,?9 3M(&YE_?Q

*M,G];#H2,1'GI4F\W_^VY"[Y#!>75Q1T#@DC*ZM$8]H(>LA%/C;A^>U82NKFR M(S[8Q7;?>#@MS-_5$?]2(O)E'Z=/2W/XU=Y\^:V:F=F[^]'*

*M]Q90=*M%L+!CL22* M%_BU@HGOK#:+A<(L:W_1C.-'EM='* ;#*JZ.6PQ"9F-D0QJ?1S.M6KM65O+G M\\>V/1&J&=]S:6LSH WQST" %H-A(WT&"&J]AI>_DO-*

>=5O?L(5WX#3')$C';+ M92LU?JA=U.J-HC%/9K%4_@68/&.@O8HAA)>K89QVD0?/KIA&A0A@C#:9CLGY M?H@/+W+0+&1:DC[4J-*RVWII&U*

*M+/AOFC_M1#M%TBFG1N59,;^D!7M1MS+;+!T8SZ4-*RM@Y_E?7G.?TJ684*YO MG42G.ZQ>"M/QH*T6KGYQ!+#;@.$ [\D>VJ6L$YW>*

*<'\XFQ61Q>UFAXW.)-9) M;;G-W'JKLD7K?:\OF6UZLP:N2/\5O(E[6TO 9":6$?X=W/[*O=V!-FJ!\5%+ M'P!:>T?B_4U[%/]F3?G0+_IB,[S 9>C^HV+?*

TE7'7FW_]CD76'MW=K^V\62P MH^'R!>C/:NSMZK'LMD0$$]NQP %X$LA((X!$)E8.A,"X@@_$8^EDRS@C@(0B50(B", 1"Z6 M'"GB&

*1CV5#BM@A((YCF^B%_0!$7G3"?MY!9-]P$'MU=Q[UEB5=Q0__WZ_4 MK_>Z5)*QU%8]_/#^L\:6*WK<2?I+DRQ?8-P>F81PM-NPQ97I_:[__4]_%Z#_*

M>;B^W3HZZBW[J)Y\+ZK'<['T5]_5P5']$M//]H'I+XG:(XE=AF(L%&,?$F-N MO-M5[>+&(T>K%CCO KRJQ08TU6!XO280LE\?O M?

*[MX,SE6LS@;*BQVIJ,>>I/OAND',Q /O>]_[6 G+(7O #L)L"|:TQ'LXR#$ M4FXW!S;E;YOM[+C(_]VUAE)1Z0Z'E]W.9# BV8I>&]CV4C/PJ/"&NK8-)4+E*

M1[YG!]TFQF:HE)LMQ--UOZ@-P9_5+^$,PAE[PC M9\6V+H[3T]M>;J:/)UIM!LPAC_& #XT01R$$1S!OG?!"%S3](=.:%^$4R=2'IS>LA;

(+@.CS9$/(%Z0B]WAAM9QZA0@%)SN)/G5OD:_]CR M*P0OCT2_VY_L[A@V^5*.YS?BY.?L#0]2+;8^QK9GV)<)Z74#]YY<"[7>,>>B*

MWIGG^J/^P_VL\DB&>,$:Z';9]4Y'7R&2?:1:7,@#OB$/.$JGSQMY0/EF5)MF MKH1,)YWE:YF]\8"#YCG\B"J&3\Q$^!'T?LR^G3?2^TWB<90N

*M)YWT>$[XRTEBQD\;&93YN5]_4LGUMK-?(4WC2&7^]F+J:\$#7BI4_GX\Y"@] M.&_D 4]%*YWK6F?3<92O\?%9M#IN=E#FH]7A0-)4$0TG;+E,JULC&>*

MMN9W1]T[Q$M@P!P4PHR@D-^$_.88^P&\&T6$U.:A>W/!U6Y7L<65\ M*;6O@-^D?_W9BEMZ=!T=7!=YIDDJ$.?RS'QFZ-RL;V) MWSRTR5GWS.D\W-

*4TH_@H=JS[// ;F@RU)X839D+M=V_MC?<.A(=-SX_Q,KLBE M*V0(:58:NY>L]N^?,,2IO\MW(/Y-/5E^*O$?H_H;<0_M.[ZH\>FUN9/YYL7PW$_)T@P2B:*

*(HX$[@N(W_+B*02T41T&?TC*Y:ABO/?]*3=D3W^DLC$ MA!3.!Q^YEY'06[:7]PD)C+LT6%0BJOK/-N_;;F\;>;;Y6'*Y8$LN:TIDUF\3*

MP9__LW17BN\$Q;ND=?.WQV0#Q^<>2X(2TY!$V54LX@"F_RVJ,W%N>1I=+N9K MJK]]/BW@DN(\'/._N<#O>"AK0,-[J@/GMG15M?O:\FW5WHJ

*M4NP[!K"W2'8B_@D >C,%N/NGYQB%,UNLUCW'Q8?+ %@[5_8E(+OT%S[!_1^7 MH&_^O7+B*Z!;,&(?<(;]#/ >6%9HW;NW?*

52T:B#P6@+?:E:2%T+T]G+8&?;P MT>2O32SB4UID3/] M>/P7 [3H2=>[T_I\7!A.SCMU47^XU=/IWN7-#)6&U2?'=CZ;O'LC#;KU78G.M)EG]?

*E]YZP/J;CU$9BK7I_UYD/ MIO/:_=C6;B=#>#*U^N3556.6+2GQ_+#0]\>*Z37Z5HXYMKLPX>]VBM6NMGO MQ+RYTX9"B42?*

9O#D^H%FI[9M7^0:W')]\^;3I5:+ M9J_'2O&A?;>>BMU]"\=[JZ2M M88N?]\FGH2QDLIT\SKZ^^%$R3LPKYCA:?K)TT1A4R"AW.Q:OST?*

*#QJ#7BN:OF)6Y_&2^ MEG(*I>)MLQR]N,\.A]=%;>#,>MGU=9JW[8M,U>C$R\[LGEP\%:KF4W<(2O?: MDZ=&2QG-LZ5N)]W4A?*

*O;I^&)18"2^/5'U61A>)M(]H6O**A#?I2(#\Z4&3ZZ M!OJ&/$D7)\7N3:>5>++N.M63S, 8XJ-KL)\V)FU5C-O7G7D\W:B<=Y.GB1LZ*

MZAKP.]K#_8WF7)9Y)Y6J9,3Q[454IH_ZT%_2"=_BETC&'PRAI\X3G41Q4F_E M[@=7PFBV:B64%$M2=0M,D?J@J$_05"#-*

I'7$&QG&@ULCT20%T2R0YQ/4*]U M80T%59?&OSQNGVAF]^6!8B;Y6O)R\# WGLC9(Q@O!"P._^;S38?L2;'?UJL5 M!'97GABJ/B>$:]FP8]Y-

*#)0;*ZABIJUN.'G6*7/#E5218-97,UY.1 \(AP" M7]3FW$BT.(N LBRJG(6 C_81\H!Y"^3@#'IVH(\2DP,C3QK!(O%L=0,_MB(< M&IZ KX!!{C?B#*

*SL35^@*6YQ8(!S.BWR",J)7N+@ TZ;3^ZZ0 .C%D.V1 M20AW 5^,+*ZLR43F=G<;Z"?T(SU6P.=B6U61@\/]4M&V@CUD=2&K>P^K^\)W MY+:*

(8=.L=I84+/ 1+SLXY(>[X8??'CE"KGF$7',MZ7\KH)^ 4KS_# 6\^UKQ M;"S]M3GF3N^.W^Z[^;Y8D(X);Z7]7PT+=G>W_)YEY-%B02Z67*N_&I8$/"*

MCV)!)I;[\A)!V(5=.@66]T7$D)_[TSQ.?1.CU ?Y_3$_8EO#^V@Z+)6N$Y MO5*A&2PFH/QM(&X*]4.CR^>V^#M,- MN*I)^H3*

*Z#9!I#]W*TB7FGYY%)+7Y-*'/MP.76X,I%%CV"S6AC'I'FI]DM:Q$WESJZLZ]H3/815/]=/5"]ML¥J4T?K/+CY=UIWKM!/9*)*

*MK[<*Y+Z"OS(D]+W5C7PI2G^FK]^N*#VJV-W3J.9/^(>[KN/,[R[OLI=#]Y[T2"JY?E?5;BC]L#D<(:6_OPSC^U#Z]HZ^*

MNZ+T>VUVDVQ4'YN=B:G7$KF+V]+4F'T^I0^ZE;G05;4Y/Y>,N[H\-+MC;>;> MD!D)I/E0IO\P2G^AJN';$?J>1?

KCM'_QV+0&T8Y3OPCAY;62>MWJ?.^$FY79U=.R>%^(5[;7@ZDH[O MRSHZNL#'#^(LP5;F7S[>?6B.\0&5ZVT<0XM'S19_ELUVNFJ[F#:OJVG;?A%

*M"N_F&/59^5YX*LQ2Y:+4TUOEDYD\2LS8Q=_IB)!>OW-M=_Z40U-.R#&^;J3_*

*MF"Y4^30EHZ&KHVG!2@_'W42G_=@:J8_%#]S"]&Z6D;@1QL+5_;#>>7@2S_-: M6HK'Y1F[SSN>BZ02>[J8*50R?M*^CR!]XN"'LY=.T$967C%.G4B^-*

*)S4A6LDY ME=.GWONO>WTW:Q&>3]J]\OYTQG>U;*W03G5OSS-#]^IN(1E)9(4MO.6+I: L MT520#@R3T)XK+$W%-AW)=DSL7\U]H>K+8^*

A+N\\7%G-,1P"\P,=^ S>Q%7Q M".)72BH/RB:<&@([]60_JG8&S+1+XV]S%3[2LA[MO';;DL)?!/-IZ!MI0GDB-L\J<[4S?]B9G<4[5>5F*

M77=4HV&;)S/W&MYW73#EW16D:)+J8$-T@R!*@,WF M?FN%$?S0!19&\#\8P7^T>LUA?EYN\DJ!!V'3%.WH^ N\+-F7)1/U,N1FNG.+

*[(2,H*TKS^92(Y/AV'SD_'\C/CZYX;7 MG[M#\[,9P/V#,;HL-)K5L3*I5*IRXZ)YT?44_U57D$/EA7LKMM5R^I8B*Z*I^:5Q\^+PMGFG*

*M)YKEM'PW;V>SZH-]NDQ3J?UEA*49+5V*IMG+9TZGIRFA?-&9YX9J)2UU'XJ) M(8C93&R]\^*K8<,0$W!01<#H@YC]K2^NA#.)BB?#V3K%MRFQ:*

(V;")Q?)0SBM'DM0-56:9$CKE=W; L1 M"!]=8*]EZ]*8TPU\R:)O-5L=*Q /A,?B,5IFG/G'PA7&N3)@BCWGJAK>;*1, M"==01Z=PE!_E#T,]$:H^E

*M3O)BR+>,VGV]1B[*IG'UZT\'MO4]^==]#,3+4!C"744F3)518,_-U\&Y1,4 M?A[BUH=:3#T-*

G/M>CI^X.=YP4GFLS/K]G\0++M.9/H9H5:+\Y>NGYWHZ/NW4 MBCW$LG0LL4\LLUYN\|^U7"T<0)PT*-Z+.8T'[9/>:SVLWM]-5K"E[L>4[UC?H M? $M_[L(F7T8IAO.@)Y<42U)URS%)&R8H **-786YWTN31-:]7=XE^$D[P3OE MDW;IH9-G!*MH#I'S]I;G>OA8_!=' "T-F-HV';(GRW?;;>W 3SDWNQNV"Y/X M5[=_WH64\01\^TJ3?._Z.#4(<47L6SDX18R5\X"JU@9 M@)4/TLW1' LG@X\5;6"2!P<>4^><+]'Y0+< [!JX$3 O4/& F8F@>#%+)-\J M6V82R#'3_;=B@UTN+8H+&/1)2_^#^ D.I$E.703 M-4M@ 7]BW.VF76(<'(C46NZO=26P;8@"X)E(P0C M'+!O?- ;3=V4R(-2@PL=$%+1PLB:ABH,Y96,/"%6E<.6FHNJXNC!(J1D>6NPP M>%QBF(A;L4(%>M%7'-B4-1 MT2R;Y7?YW8-0PJ$U@ -.Q'O=Q'$ =7& 9:4#!!VBMN2Z9TQBH' "*2^"-% 2B MDFB-?-QW0%=5Z1B;9N-&(@.<8>18NT 27MZML4VB?2] M6>+Z!RH1TX,?-LIPU; =.!?UH\!\L0%'IZ;Z?"BJ8VW >B",PN7_ 9[(3B/"42L!MVSHZ$.8NGR7 M#%WC=*H N"2*X6PZ5TF2]"ELU\5R3Z3S<<=^P]AN;J$?@?69EZ/^&'-YJD M@I* ((:O1/[)B&:HX_TW#$BY:>=&H1"8FI!#9X*,1LXDH\KG!.Y[_-VK_@7&7 M'!HM* .1_MB63>B/L^2KW1#+039H122++CBMP//3G_P1WLSCS]*2KNOG;"\D% MCL\]E@2-S@U)M ^X-8Z* YC^MZC.Q+GE91;F8G[&^6_JB=0XN4QL8@+_(Z'-ML@:TB?@8#9R;&PR,JF1@_W9? \SZC@3S_0YVVN'Y3_1Q0GCFSU93LA)64SUSUP7!2ET]@Y20&&3ZL]4F ME7E-;C(S.8]J$$"86-L\:*)=O!.<2_V)?RB0V:U@%6]%,*+V[1-;<_%L=9 E M8EQ7-|<@\$'<-8GL2($P57#WG^8Y\P21HJE@!T7[>*9+2A3OLSG!O5^ <8RJ MQN5!JU WVD>P,50%0"^8^=MEOBE3?Z0N*=*(7FD"& #N'E^S3_IVHY'@)XISWPJ))H(QL/-&I9]I%J1.G61(O_%T$DT-T%1;-]3^[5D"-MH\496&Y<&)1%"Y,'5,J\T]"7]DLV:FX#QP0<, &O3*(-X5?F%G/U75T#M14> M5B0%5#U?F]/-H:CYZB@JY M\,3U@T*B'Y?0QV&LK(IH.J&"KA+K0%B:]!0HC MT)&[8IP"P<2&73/=#Q1- VS'R24\UQ[B[.DEUZ/3FZ=1RFZ<.^^W_9=6U_*# M[1C6@^-33/RCX9F&UD9S]W9:SUT_&4V>GW0+YFR0J:CITZM??X0-J0I<(/G M7+J1Q(M7N;$LW] <<<0/R(C-I7--]86'!0(UV>&#>!NA!Y@#V1E ML/]WA#E\ '-J9STIF]%J!.]K<[LX42=C@&7_US[ZXC0M0/RT>)C/3(SY MS)3[W6A8GC],$.))L2_WY+20ZR5S0K^7R_:3/3+(9>1<=I#LQ_M+'K0]R(;$ MA:B)0ZKQ4A^58Z&:"TB9![-W;BF6/JBX+WUN3M8S.4:X9BX1XUB"UC-N9#>G M9H,;:[%;/XUZL6M*B]Z^D7(KH,9I$FAMZ'.6%3^9&_B1H]KTD;KG)+!VK_-2 MXG&##\>DB[\^K:[*PH/1UO>0%!$,=#U2U=. 1;S:/L+\]Q@ZZ\@:*ZVR)8K'D.7>:5KD8 MH:L@?1,.9.ZN).W9:NYC..NVI:\F%Q.WAPH+G'T K5!%Q!P SHW;1U67, .G M2F/QBC;5U2E92HX$U6;.]@@HQ>QFW'6,R\.G+DHB1D[0LAB DJ6;H-]8#C]] M+!=Q.-4#W:XCMZH%Z2[!_W.)4(2M#F%)N15MN%GW5L1^D+\GQ<1BT.WB<@$A+JLW".<:' M6A=8]2DV[B*S4#K!M%U"S1J1&XI@\^B8)HS5;:)*.=4)4-*(B*H]DCSC!PD? M>*@B>25QHCQ%MNUY*D LV5X)W$D5&1,1/5>Y262PB#0_(N):O-1)A^,/Z)0< MX+?"T-==W4 'YH;^<\U-LEG4*N&PU/MGHN1P8S4T0J1I^I1E\."0IHYF+$A2 MI$0TO)&78Y (>%2BOB8X:D2.<2@VZ(:X9*58F$Y!9-DN]1LO0M!6W M5$H2#98-Y X=V/TNG;5?$\ .]Y=WY5;KOY9CK-M^&>KK7=X8_^]_,)%WUY) M/8*/F(V',,/]Q>|*TJJ;BLR^3OB;D >4GC CV"V(,+/0#$MVT<)&O6= MLNH$*O UJII0>60!P]9E"MV2Z0RY8*V7*_.I?E IY5F] ">IHF6YN#}!,H%- M81Z=BDK%T `J03<)\WQ02"7N0%:!" <,=!S68D17C 8_<9/ZX61=FAO0. (* M8J ^O5,Q\L!R4'(BJ$&(H)&@=O-I^&GK,P)*U5R335?7-W"5"5J;X+@]?*;!U42[:X &(4U%1Z7XHTWEQ_W1#]EJ*H@EV/JZ M&((PPEV01T72V:Y;J*!R>7Y/5/@.N+RX M=XH^'*)/X!2*8.'+[LF]95*TEMQ@4-DQP;H245UV-!MK0;] [0&V3Z*GYF[9&3&ND&!8[;Q6,3)H:.Q+!II>(0U' 50049BX"[*EZ^VK1'&-G0 MG2$8M>S]F6ZJ'IW1",2R.4+KUK=XHV(SP5>-26\2500&UR#0H.>AS5A>OF73B__#):SG)@S(X'T%Y&S"=5(=>K6 JYH.*8T0MLG ME_VWGV@9Z)6CHW]0-.>LX0^U11:).6XO#RY_XFOOSV3MP)I\-^_&=5D/#B%/ M)(JJ!S#]{3S'=.?63 $33A5G5+?$,=%!HJ*:;B(R[X6[- !09F]9&_^.AT&6ACN?Z%1W-Z]/!_2O) PH&H^7 @P;LO^:$XF'1])\HLBQ-#Y"2PK?&.3PHP:OCUM0/RT>)1506=PBV'MLYKK.?/^7;("'"H3JHUT;H M<0'-N'7Z]6PP&$0&Q5M8E#M%^P851_B<<-[$MK\4549$^_|:((Y!,X;^!N: MVB;.N.JJ\]U,0<79&N%6-IG^@1<'8#4Z)J&SM,!$JE8^J63_B/7&UT1>JHBS M4Y^YQ"DR4&6"N(0N DZ"2@Y4M.@/!FC,BK_]M'0)!0[?=(IUCM-D$W!]_*+_MARCPZ"/+S(,+]+CRLKXB"^, WXBPB,_0%#6D$.R0H7G+"# (Y;*8&"&2AU]1; M+:TX99VB(I"',$ D(/Q'\:HKSAL@'R,HET8NLJ@.F) M=MZ83!R:WR8K]HE!"A9IQP+!"$#^4M.9E9'LZ<0_3!_R7@GZ(V!")E'IY& MH4BE >]%((CV4(OAY#N3ZQ9U@:3==0V)8, U6#C'=@_FC:$G21LT&J -:BE, M2E!' WRD]T'Q=D/9@;9Z_AKW$+#ZFES(B\M0"]:7,-5N5!!X']DFZ"5>4(:A MHUZK+%ND PXV)M'2;$-D&0/,< V$;FE_&) *]%UI3G^SN/]P?1543D!5^](G M1YC#N/B?0J/%P-X]'GQLFPHHHRL%SRN]C[#W+#M*S_V$;"Z[U>#H4'85!"!(MTU'8#KS=^>0&' 6)9(;D8"<7++#,"Q=%7/W8);/$R,72K\Z+9!')Q FQ-*F M/T0S=>]:]UV/GHK((@78W2;> $,"C-TY6 FXRY%9T@ H3=A*'"%4&>(DYKE'X MPQO$L+RH%:P9^. D<]R,SW5OVMC/[XC0O]TC] AEBBYV>&$/<2D)WXV>NY67 M7O>)-4'U:D?D4C>#E='6&B2Z\S._H1='DM!^P<5;,50?WY7(/PL4A& [\K=; M 79M$6+II6QBOQ,4?AF/)9_KS? &NI0A;EQ)//DR^U;4L%U'"RGB4S)M6EF>B M^9C&(FT@D&4)&?B^.VH%$FQ-TZ2\2;Q8\.YL6*##1#).9?!N1S 4@36!RJ MO[@-0."@AJ 9H(I$F+]DQA%IS)M2>1_&=D=%4S!05@*H2IN-#%1]]B-#"3-F M4@'&&+K?F'P$(GZ&T-#1+ZTM\J%2$2Z>RV61V"X4R=0QSL:^H4[^NEN]RS[* M(% [P66;!T\0KF8*&!K6V&-7!$;M>K2>U^W0-L1N-/18@!;5)P\8>%AGZ>:,) M?T8.G S-.Q,-.N9NW;A' MDW9'KZAO4B(Y8+LVF"Z]KJP&B"",$F/C'T8G!U M!Y4<]@GE6(N6?HO2 C<\YG(B7UW"'C6FB92PR)+T='=?:5_2L)^59:\1CM\1 M[5].VEU5-YX!EIN>1SA+5)F[TD]:",0?NYXXI4-1_Z'G_$3I">+,KP!VQ='K MQE61;05R71;%IAIU0=FL;Q(+M+N]L5@UNM^KW!#G;E:HSE(Z<&(WY"I:*U:B MWTAN*SZZ1T65*NSX">P8^&P,P+/8*HS@[A2]=V#%>#VHV'ZI#@;6>A3-?[#] M'!DINB<5=!*>NZ@/6O:.V1J3T=M/LDH$9;9HN!O M-!T)?Z'Q?& (OHQN3!3#GEZ;U,")"Y919(MZ'S+T=G,?=N^4FN[GGI%C+;COY MQ^FM+\GK@,P,.EG=OHI,CKWZ9^%DWE-LT@]V? MT),$2[65P=_>HU[XRNNWL21S ">PD)1]QUZA MN4EEV^[+*$,)?BV5P*@0IS*<)Y6(OG<;/E]E^_1B1;6(_T&=2KTN*- "_EZ2MGX[@JHP@=6?,3']EN*#AZL ^" M1@V87#06X'8Y?ND*HX-A*WU41H.?GE44W5F_Z:[PMW]6OV;LEJ:P',WM(^]M M:5D^?V##O_X$BAG<+ <:H>VQ3#8_K!(DL6R^@*2Y*((*^@(V1^-72$%I 8/GU M+*S(X'55+>N5B^\%:%:]*89&M[EK#:_GQ;@U)H+R$EB%IM!LCOK7?0H>O MZ:;M,LQ*9;9>?,S. =DY? M-O #6>)N#1>+O!NZ@6+:;[""\&/2@T6O<=HT?Q'5UQDF*+3J055L$;WT"I1OZ.7^X.* M#+?LTYLMW0GHD@\-TQ,+ [4_%&M% ?= Z7O+.&:B],#<556)545OIM(H@?<-MH.2@*<&N\VQ ;&9CTRZM(NO1&@#G.K>F])!WA@[H"2Q';S/>H<-Q2CLZ42R@ M$L G:X|\%L8^6PFE'QHCQD UO35B$1&P1T"8 !%<7A?R\!?U>7",.P7)5V90T MWTUQNQ?V!4?,RA5-FB='-2;L.$"=M(SF93*;RX&L+>:G6# 77SURJ"^\AHVSF'@J<%]5':GE^(6@V-VC3?=8I9X M=FD29G'XWZ;7OEQ-$UCO^K@.0P}>U'^,:3Y16:3A,U_JOZ%.U2TTQ!Q'VD_! M&WQ1.DQ=3QJ,#XN\^HO \(K/>UC4>!{0]Z@VZTX<&/8-/LP)<1G&V>1J17L'R) MG<*XSQTBN]UL$_O= A4W2<]F^!P@Z1B77PBQ!3$OCI.E-E$[@4V"&X'EL=_ MM6+"Q.+/TJ;SBS1TBGXLL=M7K*N+WC2+=!M1TW2'-E#UTUF\U%>O.0E55*E/ M0)GJ*)]]=8);=F)$N%8[WVQYZ7&$7$G#SB*L"052SL6 M#-,]?%IKX-4ET$X#*]CDRI1GCA6K5S8=R8_P&ATG^8LGT],2=YFM3H>!U@EYF7LL8": M=46.FF1@TNY*\|_5"%Q$8 ^%.3'$ %A HB, @3C'&7V(!,JF =%[M&9ZU.ME9N#A1-R ;W#97K8B*/:+(Z WH:YK MTB%M? AIM>G4.'C4&:\|M>*/YAXHD^Y#HZL5R$C?=LO)E"GLEP\|PSF MOZ-*AF4_'W.I#/=\E=P@ES$!Z)@,I'F8@A1E(GY>!%*"@.+O. MZ&ASDM[2PIS53-&:I%F:YZU0KW[*2T#1#686&8IJ.G@VP)OJIFD#[+0P-H]M'L',4C9[L+)&_T!B*=/:/%'!TD-!V!$E9>$:6$T1]9J'KV1L9>W$501F-J M+M&^H8M,5':4P3PN&6_QR6P;B-88^+>B[B\T^>CU)2H^$ M+4 &0TJRV2GZ,O% ;H25 O-7RD@7B5V>3QETE*8W&1;Y[?T27!4NPB5F9 D2 MXSG+#'F=A/DUQFJ;WJP>;V!;LF5?RF\1GFE@+8E_!T_#G<\[F0!["8R/L7RL M3/6.Q/N;1GU_,_&%5^>]*#9<'6&),8EJ4"4=^Q.2)3]^=,R5R7'CD:.Y M0YR7&7'$V.T'C-GY"'S$.ZB0E87X\5K\"'G@#Z&$Q'LI 0A!^-*$@+DT7X4I M?E <_F@@"R&0OS^00TK^ 4 6=J&C++*=?_^O)!$R&'RN# JV? MK9I=1_Q?]F M-U+OC 0.?4RO(HN/.-P/O<%_[6 GU&-]@(T$Z)@F?0:SW@5$WT)PJM:\"0C M0ES8M6I^: B'*/R34#@5B2? X$(5#%/CZ!*P7(IETB,,A#G]E'$Y'A.PZ#G\! M?V:@B\T.#8/$K@V#PSD\/\6K^CU(VSK?8Y N9+D=*V@D>2#OQ?1SX3[;.'R. MYR+)>"K$YQ"? OP<^I]*19#;$YQ"?OPD^"\E(-K>.SU\S[. W_OHF5OVA*/7G M[?O;N :$2#(1_V[>K9 .0CIX(QTD(_%$-J2#D Y^.!W$^8C IT-"" GAIQ-" M(A+GDU\Q9N+VC]YAO$0(XR6A_^)(^" 2\5SHC N1^7L@'*+S=T%GO.5M/7O[:\9)7K@;8G>&1O*[56P/A@&5.S^6?[M'? M<.C=[MX?$>%S._S"LGC:! F)(\/QC&%U+JW+B2/D#Q"\J#20_A^12PA>83D ML2-'6H1/9+YBK*=-KV!_|=:ET)_R)OI>0F\!T%O6';PGZ"#4O+M*MD-O;_?% M+ [E(=@/=AC@>XOBWP7A38_=:J.-<= M^_ = >21R\'"\2YX98PPBC?C^]=5W9#O S1$X-FS[.'[!IT(9HRJ2Y0CM!1/((M:ME?.,[6]YNK]'IW&%A=]'_C% WON87_9-@OO>]PAFZX:CL#VKC#F $]X.8 M3U)KY!1BRX>P)7&LV/*O>#R6Y& J%>"/-W\ =\>QY_^@,/.O8-O!E]Q;G4W. M$.K<[O9X:L- 7"6[!A(/SSFMXM75!T+B\]. IC?8C*^*4%@\$"'AS1Q-?A%>S;B-_"YQJ^"<_2RZ+QZ2FQ;!Q9 ME"2B$I-M!#=@$=M6"?7KP!" 3Y:-UT/#HY:M2V-.- Q8$TFQUK) R]D49PM%2 M1CK&^SCN&-&!"8\C@E.L"2+U>S!3A%%D.A)(9_R@6.\TN2*B"X"+(6I^:!** MHR'V!0O|DD>+?PI9L@"PUX8"JJ%FICG 8+D$UG",J:0O&! MBK!%]ZX(O J"$1"! HS"759LQR1T?*>/PLQ66#!#=TR8.<;EM3DW$!45G^K/ M.<="7-+[MJAH$0XF%>%[&4 \1[Q@G\.TDZQ[T T 7"5DYRCR'9&,XF=D93)_>Z+3A-HBHA! M@(-%R_SZKZJZL7&49(@Y)(@V7EP1!)+=^U:5^%O+-8<>\0%@O@UX2F(.DHF@L$R: M/!+4_)*R42+HA.%"5OB OPE8ZF.@E(348,IM .['C$#6(XM1\)CRZWW(QI&@ ?X0 M> \@:Y!38UPBH(VO04(D&J8(2,B3>;($?P7 ?.4Q/GI<)?L?IM:X -F(*RF'],1ZXN9]^K["Y@J: M-56$Y!."I81TGZDQ&SU$!^ D&>2>^^A2(J4#+R=<*#6;12,.-!W2"SCUY8OX# MQ1LZX0 6$")F@IH7J"P<2<<-Y4)&!1V8S=.I=M0$CCJ%<[W$6[!D0*_@SV MS3U/D524BID$'3B9@CX PU@"SK*%=-M^9D6(YX!ED/5!UR",02P4V"_//3)Z''@3S;4B@9 H'+IQR@RX4!OE M9Q0CR=P_TYLXL&;"8LG'P.>3 -Y&EAN+(BYE.;".)W1W!%ZC!"AMUPY=LL#@ M:O@]0$&!81L$67Y5A!#';!/- (&19C0_P5%H^)30C;Y&N4&OW@^D;;ZBD/1#?,>G)\UH+ MC,,.8C+"/6OWE41@Z 5$Q&$^.^_]#O=_OL=!")HR6M&(I EG$1&HDA@@D.(M=F:,+E\$JO=9>V!@R17\3=3S-H@Y89F(N%;\/ $9CY%DCS^AO8 LXH, \N+G M-.([PU$O=QY1D- ^_@P%D@J2HPSHSQ6*4U8:H*>RMB1)$M/(AI1[*78:QY[M_=ZX:6B?/EP(NQ$XA(5$ V#<^#8:^J!0T.F"K1K.63%&,D$ADR\4^P)1PN&A8,%,/)&1 ;/+)7>&_!:RM.T@(E\!#2X ,I"_M'R7C\C.4;%"BX;A%PP=P1&3$!(WY,!B#OO0SMBKQ6)&-8G)=HYA/TDA=B0,C MH;/!K9;!6GH2N$'DW9!7 - +$3Z3&#$'K ((D$QI%HUB^%KR8.8L5KDQQ95X4 M4/ A2B*;3V)7QAU2D47.R20$>2(=>, A.'PV19(H)JT+(QE7-2%O.YX72UHB M&HJ%+X7B& ("L8IJ!X ,(&WG=,-4^Q@=AM6NUSD^2\L*BG!+ SFWO>-+V6 M1]K+)>U1>;E4>@FBV"N))$+=EBO*I GCHW_]:JT2I #X)%I-X[)Z? #4+.OIY1 MCO^<+>8_L.4KG1/8;5BXOTJ59N"2C"6#^3BO\G=_>7VR^4\N;.&54&* M ICU,L"X11QE',%^+"!Z/@<4E=-9N?9-P#'_LHR !<5N0.SV& !Q"^ZMFTIUO MIR ^A;["K@T+ZG=%+9W2^DKK'X'6+_G;PB&(*/K$ES8,*::(BU9"%,-W:4BZ M[+KK!=|=@.@.X3>*T6- 4D.P&SQV*%,*L9TX/1%WNN$.X$;,4H,DG:"O8L;+-.M%9<>/Y.;C%&)KF6W$FA M%C,-)D-M>0* (LI0QOP|%JZ8\LLRTO,20CZ6.I2*FB:RZ#AZCZ]4W*>X[]BY M3P-.$V(.6Q09X0D"D>#F]L@/O.^M4K32',A_IL&IF1!4$&IB=B5S^_) T3^ M'$^P!C5951E_M$RU[3]Y-'SE^K3Y@1?87TN;;&;!D7178G6SQ4MHK(9$E& M,8FP/($-_]PKR_V6^9? S"9K@']{K?X*0@?X<^S7X+@*WZ^ MB4$ $YW0]<9[$0%U(^V?HN@9*.:;8Z4'ID3@[K%F-,_^*6I/2B_Z#2[7KG3M M"IZG&1?TM0'/NW:CK]HGL\GH&5F7_*/K/0J+[AR."P)K$=1 M3C? C]5%IKLB8QEG%%E4RB\XQ&K5%"[H1^9UG[.MEC6E45VJT.&A#>K4_4_A+ WS^.)W-K0//=14TSI(4UBE%08#64 NRI9%?=A67%>CJF\IJC* MVLJ#J.KY0]3&"\S).C3)LW.+QAC5. ._3=?0+V\(1/56),,"O)83EPM6)5HE MPI3)%5Y>2]'H<5H@BHO<^ZP V/H1(+^B*%V%2?G).? #'H:NQ]>OO>"M>1E:6N2)8",5O>Y1TFC5UA$+/U^=#0.,:M9F!)TS(-M2\IN 2"JK^K*^.5.YL.Z;^II;IS4AEN#)K$@D/G6I:*7_EGO\EDY741)04= M@N6*+E@:$4?LY =$I8.7(F#(^:PR@.4YODA+CS51A:=>4T.2UOKRIL$CY2RPJHT#VQT+% MP<=G;<0>4/]CR3:(&3<;X8L]HD;2'=)");ZD&:E=BN#V%N0(4WW/.H,O-G M,H&$!+EPP))PJ6P7 ?Q1H+N!-*AE-]P7;F#E&|)3>5C+XJ(1,PE=6)/K/6?^ MD3QAK6L#>,S0+;E$\F1U?ORN!'4FX" [A$3XOE:CEE^O;$!0,2$E@"[*=/11_M**.%N,H)6<\C%]740FY%Z&3E4>H 73/:-/Z:^*DV$,93 CC*3IVA=+6E,OB2 M%?BD-;!?)<(E0?;CY^70C^%&K@7*

M0I%)>'Z$5C=J#_$ZZ5#.@00"-N0Q >=:;*I](IV'+,GG1")02Λ0NP@QQ;0 MY(,KCMN1DI]O^N:;TK#'7ZX^_]_'FYORD83\Z?·TY&-FXR" HO4),LI.612-MG66FS,E7B=-I!D&Z%X/!O]SY*/J)/30WT;T$/;#Z7,BO0:T]$GC@0)\(+5P#-·2LC)I)%1[SG=]A(,[MC/*T5H MTD^DV!'?EZC A#V27;_"Z,C;I(,WS^C#VYZH]"&!9M8'%SR*61-D7SNNWA$ M/8AYBE4\)TH+P2* &(-DHBL $,STXV?6A@):,HR=5SI;IG M%:5D_24.CDH0'5?YZ;K'Y/20HB4KBF<('/IFA(^2!EHY8+3)4-7F>YSP# B'536/!,6QJ!%HR,,M5ZV-U:4; ?R,\A\ ]@'>]2 DOL!V^H.3_U!'',5D<(]3B=,2 N:&&)Q')E$#,.MUL"MA-\>2=7'64%N&E6EX#Q_0O.5 O4382ZX(<6)+D#6>!04;X!P&'*-)/N MZ*]2'1^]7']>MZXA$A(A+9EA# ^UP9PUX^^SG0ER%Z@@Z,A$FMU[8Z8^5I4/M%\]'+54^K,J'5?EP7?3+MYD19·K8^LTD\PZT>>XR* MI6TBK'01BY>Z8_B>3O+#H_/0"+;·'"'TE]W\6I^NI^R &]F4G# P!DS[AU,T(MW5Z\D=*BH"N>@>B!T<\]?HEV4^FSZ93 M^L·0]#1 R]S&E VY<*#J*C5_·O:B]V($EQ?B"Z4Y159%Y^6 '/6.V6L955-M,!LS'JFB=9G5"F0MFU(^5X0#P/G M)!]/Y# M$!+?X=-"EZ]\1)$"5FBX 8!65G)·@Q"5R(!]+G\0YC8UB&)1X(NZ9[&:C·J$ MOX%V.OTB2BM0C@+6N$1-<9UD2=4[&=+&5X/WV%L-9("F @8.>V8W6K7W>B@_*YY_O<+>5S*Y]; M^=P;N O7N67Q);·C=^89''I1]RW5 WA>\$C.=>Y*@/;7_R#[$7_ES5L:-M"A&6RT2>,+7\A·7DBLSZPJS*&O!+GV0#X[>QZ4D3 2[;,'(K#=&&%]2ZOUAV&V6XWNL:R&4P%_BP\'X_S M8B/*E.K2SY1,..!?2_A'@M%+*%D[69)>R > DB7<=32M('""5TE· Y M*;@K";,DS,E O=DP%-&K!#LU]2@W9OFF<%DM2T&V:\'5>LMVX.&7/[QJOU]+ MO_H-5TFT:CVZLUGC1CM<$2 M-"NYI0AZ1F[)S)14TL;D2:/DEI8FZ&M,[UDMC6A18#5U\8<2;B\5;D=/#'47 M@5EMC6'.$L0+N[/5G MZTTP@\#;[[WSZ-E?1]Z*·]1KM_D%3/!8/'HJHVQ^2M^YU#1[*ED'S\2%;"Q;#;(M5>@J-A98 LI?,=LG%JR#0U·MLO1K'ZUZX_I"@,2C((ΓP]^C;0Y&·--4)S_:·5*_'\.CE6; 5HVYR76P%N'^/7 M\!#;>64$N^\=I2HF5T@1GM2616'C26U9$?8I;%F4MIS*EI405[1^4EM6A'T2 M6Q;50T>RYT.+C5RN;'5[!'[QCM1PT]IK^' 6"*\KV)9T'O:\K4(<@(Z<%BG:M;K1+_0)*J%_45[)OZ.V^>3P1/D7BWT+B_1IIJW(2-PQ+[U[]1>.*QH^6QLU. M4^]UVHK&%8WGGL2Q$;EEMG6C·VNL'&;^XC:(J16=R&(<9_QKEUP\N^]],\'> MX;(PW;%ON!R(Ω$,X]384LW=-6A!SWC=+E[574]Q4&Y)1K'38+IEBI=]0S+]A MLC!AM&_·U-SSVRE=7&9C1M-&I-45K!T[@:_H8G$4FUS5;6_K'+DGU"KZ/8Y- MKFJK=!2;5.1Z+)O<#;DJ<:OH=ZM&_V'L\@ 3,]·U8=<\XBRTQ01ZJSEG9RM.LQR#KA6P/CLM4^_W5$16$?BQ M$GBOHS>MIB)P1>!K9@H.C*;>JLYFY^N>R)@V]VXX9X'K]/3H;=B_*PS=GTWMBL4A%.7VU];MK]AW.#@FM#JZ85@J/'5"=+KGJ.F+Z;39ZB@Z571:;SHUC*;> MF5/>H CU6EU1V\'+5!J7^^T9F.$QQ'IC\$CL5X>>4\'TCS7^$%H?'Y97. M3*=':#:?+!<<23&V!3;.2!8H13IX13+UMJJ2"8@25?3"Z>]<_:QP=6O;APOYWMXH;.="M8B)'WMMA^V=%]KW= MRGF_T];I;95&4@RBV@/-9Y"NI7=5GE4QB&*01=9COZ^;ENKJJ#A$M<5:Z&!9 MS9YN-HV#RTC!,Z]\.QAS[8T71-%;;1@&8RV8<#S[$OC5N50GP=N'R:@'>OC% M;.L=2QTJ."4Z/*3D^'3O=_]F5=TGS3[UEZ MT^B_/9($QI=XQ$/-E8:W3%^\/=(!ZJJF\\3.NNR)!3AG]*^:SA^6M&YHO/C MH7.EX.M! *=*^'4O_)B'/(K3;BJJK K(41FZ/O-M/(U/-5Y8B346:-21-LZ4;9E/1YNG0Y@%% M^PU+-YN=HPCV+[2RT;IV_0?X$P]WRUR U6U4EW?Y[%S\SUM<#7'+CO M@097J$#]X38_J-J1.+83-ZK+AR)TU$+Q1%Z.U=1;5O7E6(HI:D,ENT[#['N_6Y@"U9Z3AZQ[EN;]='^E 1\&(4^= MII@]J31-C:LO]W6@^^'XT^CJ5F'CFN%4'7 MEZ!,A@YP4 2M"/] 3X;TNSV]91Y-'ZBKS M(3UTKU__(7?\;M8C:-UPJ.BK6 M-2T5.%/Q3V;**VCXBDJGG+H*1Q+[[34. U%S\<2\#8L MO=^N_.3RD>-:$72M;"0PD;IS&B$I&QV5GY&CZ@I(VA-\V^WC·:QY*V^85'T;F& M3@ :_OJ+X]=)#$;>%R+ \T/P#7PXS#P/.R9Z\J67VH[\N8H0J·Q.S8Z'*E;J M#8]#%[>JT@4C7KGR[H<(W+V]I8@&Q.T&"<-Z+&'B]I4YL>]B7RALIM&M\BC<_VICH&&C?;NF4:BL@5D1\$D:O\DJ+KEWL> ^]Y813FG)DV>6.!JO".C·M??L$*2[$O_=&/9DBUL?.6X,,,(Y[]>DV1JL]-6/MZ.0B\F0ONMS;0Q7C"*-M^PYWM!L^B?EXP$/-:NJ:V31;&CA+$Q;";^ V(.?]X@/=S$R·M7OUXS1^XGV"["+?&8!'.L'R"%"5VX'EL$O'S](-B&CKP]$@LC%[.L/,*?23 M99UY?!B?LR0.TB](HAOI/.1UQ2DD;P&0FF<%DNTQ%6 ,[W%P+.9C] M1]>]3+DY[L.Y1__:IM97I!3"].+V6#*/"2F$]M=':>48:Q/&>]@+]F_WZ2HS(9E*D34 !%&H[6TTE4A M8D>(Z#?,GD)$#1 !HFEI599"A!)·IX6(;L·4RKH.B%"BJ2:(4**I)HCHKD@B M*T0HCE"(4(A0#MWI(D)9335!A!)--4&$#BE"_USX#>Z#V59INMUM^:2G5=[.&E1?!S27YMND&E7I2AY.","·]R,57=*#!XAL>]+#"ZWM0];#"K#5QF^:PG\/9f)_.5:%D!5= MBVF$5E-/QQ(JM9#1A[F(/L;P%(lGV1KCL&GAUX1YNNE'95D4))AKY*AM?="T,$\R*.OH1*RCA32^QE"";NN@Z1[/KREY5P4M]!J=WJ&3@J5(H0I2.'@[M^;4RD95Z4.I!J0>E'K;C'@[;67H|UT^;*CEI+@!M"89&/P·B:9/OE/=U,MY7M[Z5\9%DKJL?WSBAO7%^$E.)1D$3,=W"$EK*L]=O>_==2_3+[MMM%N?HD+ MTN8LY5)KUI\!"[O?(8KUM·M&)G·A\OT#;W=-ZM6CHJ.:TS&TM[M*C(V#$OO6GU%QR=%QQ2%JRT=KTNJ;TQ3-UK=2B&72!6^;3MDN_!C·LTL^JWTX,(\"@^.14^69@6W/=.#R."I!CE M=!AE05'8OG=:XQ!53;FC#I5A^Z8:97#5*I954U91BD197/4*IBE&.1U&65 V MM>^=:CU:]XXFW=?T0'&%I6FN#V^)SZW.S"K=\A+Q[W,W!IC:,P5;%\6"+7E6 MMO'],_='K;37(AT-Z3\,,XZXYG [Y"SBFNOC(>D5I6!:,-1>2W'"89L-8XR4 M(,\-?&T8A%H,+XQI:L XH';9G·IE9UT1·:N\!@ !8RGK 0?HN#M>^RM$<6 M:9/0!6 "5C2:)2(>P?)5&PUS@U47P1.DH1:-8%4((!9_'*I@Z)PAF$PIE5& MS*,??[GZ_'\?;V[P)OSZ]\9-0]> &>P1+=$) ;Z^·GC.'N_(Y[DXU[ZXONTE MR+:%9;<;S=6+UM)5 ^ 2&X>DX-X+6*6?!")A&0P^1(D7XXIM:D88X8IY% ,_$ M8_@W^..$/M Q@_P!_,=C7E>\,A\&S]&46"[!.1'-QYI]SC@Q4>*81Y=:P/'" M0F;'"86S!_C4M[H&F(U=>,PSO&$8P<8!$K!I@H2$)DB+R [=22R0 #SE-+2=M]V$1XK/R82X.]B4RML5LG5;#>@&S^]@:?U->7^.FM5@=UMP^0%9O68K7Z8&N M#\N/@_'95NQS3QMZ"3X?+XSV+ YF-?,+1D$5)ES9'FS,YI[W?EG^L]HI6@LK\,U6H1!= M0-=JST[*PG__JS0'+&.%,R#U(#Q/;=X"^"183#)_[_F9&#/&AO#Z<^8]LNXZ98B;Q L?O\W1J)*(6)GXUM-Q1%U0$1GM1>\ZA0@EFAO0+$4;#6CIK4B%B=T/O%4?4 1%*--4$$$:%4TT0H41331#1 M:W24U50A(C8\7+\R0fJ[77M_53F>&[Q\Y]WZH0LD,WMHH6>U=337GK*.EX]D7L,3_%X*5MSP+1P24>&*ALDK$S!@Z:&[4N&PS48-Y8, MO>Y!T](R:"LH_UKO^[TCM=JC;N:>E=']/J']K>KP2/*AF#C[0G*OT3YLJ85' MR!62URDQ.F DOSX4>W4IABO&JM%LM·H'C=9J!?1V+Z].":#3;UC]6N?FWKB^MD"#Q*$@BYCO1VT.Q;>J·>N#VWO:5PU91_S+YMML^HIM.5,O[FG#9U^2\;FE7MTT;J.VW.;>Z<$.H(!]$;0<%!\46Q,X""@SB8K^"@^$+IB]GZ3@4'10*#G/R M!2^L(!=WV] M9W85F6^UN>;.R5RD4"HD]E5=*P^#V"U3[_9XDL2^YG^LG-N6Y#R6S_=MO(+P7TKJ;RS=;/1[';UI·;OVXT^/\'>]f_+· M^*M;N!T(X3?U5K.O"%\1?GV:%NR$\-MZQS0['E#MLU!LPYC5#?<\6(RNW7.?MAW(J(7/&KN]&L9ASJ:H"CB'[^3+O_[KQG83#^CHAF$I)CF&DK)],\D^RL=V MQ23-5DX+SK:5S>SI_4Y[-IMY=$5H<9C8<1+"DC15 MIE#OU&T=-WT<-6E&Y=&&$R.#K=>CU7'3QU&BU@(O256H*=%_.H5J0/&=OBI4 M4YL^T7HU4V^;JERMYE4[==ST<52M&5V]TZ_6X%?T?Q*;WG?QVHLM'J.M&]U. M5=&L ZI8N[#_G;@A=S37/YN$@%.<=0-5;'2E*<=XW5OPISE.U M3M76.BG.6Z^*\-@YS]";_;;>:E5^5ECQGN*!;ZQ-K"_OO3S;%MV]6ZGJ8HG%6]\;_RQOKQ1 M4>/21%T7SWL4,=KA3FEZ?H]M9%('5]>$M\;G5F5FE6UXB_GWNQH &^_W4MH(T/>;FG]E%$#K]_YZYX0K3ZD@9>HMV.N.9P.^0LXIKK+ZPTS8*66C#47EL·.M4P.P>&[@:\,@U&)X2CP*,=?&*91I"8N*/=\$G,QP,>:E93U\RFV=+L8#QA M6·T:!VO?96F/+·(FH0L@!%S &CT6BTT'I·NP=J;UN·CIS;\6] 8Q8##_HVH#[?.BFMP6PV5#C MXXD7/-^EFXAA6IC=Y17Y(\:<002HNMO2HCM BI20O1=?W,Z7..FY61HMAO= M;"G%C:R@P]:"V]Z\F#)" 0LTGCV]N&Q?8_? ?P371S<>:9=??K_&7[*K$3:7MGW\[,YH ,V)5&] #8GSK T2YY['N@9PC%WF 42"X3#BL39X!O8R&E;V;L!4 M-)HGPW@D4YI: ^FB:#>:[[+"$GE:8 3? MP.W_3F E !AX';'+'8^YX\(38&ELB+_ &Q<4#3§;..@*OPX['X';L//[F!1H7W MD1O+E\,C??P·/A%H\,(''L5X+[-M[O%0[>%"1Q%,,.\+TCO#E^UQ)IV['3L/G#M-X_Y1!Z= @H!#(0I MP_A:?GN"WA.$;A@5PR>ZM"3)4SHZ9< <0;&B=CD14HG&7&U&KUL9E!D/&B\ 2=8<@9X .V#A(X'\[,#$:FJ*EXKH6F/8;MX3:UC0BWK_L%2;9U5:T7]+23<+SUM=$I6(H;J*3F9BKIT)7./'7.T·(RY]HI MDS 8\BB"K]$PX.$#2.U(%CN\@0N]A!;XNEN 8TU7"@%EHNVATL\0'S8'R M/[>6=,W%S_"F]^Z\S120U6A5;3DU-&VO7#,,=.%V2'IF[QO2"C@+"1TB·X#XL%W0'UDQWY]P3> M) ^^>RX;S>197$"[=WMK>1;IJHTXGKGO8'@M.R)\Y9_])H\(+XH9(?@;VA_D7"3[H_W#H!8\IGM+/)$+. M!V·!?#T#0>F\GP2"T,Y)P8.\FWJF#+;3B]·+V2·*@ [YU$9W%Z(V-DBZP%ZR·M?[\Q =·96LN@$+S1#0MA8@:(*+=Q4>%·?:HAH+NTA!"A1--I(4*) MIH@HKFBH:M"Q(X0T5IQZ$XA8F<=4T0T56(§B.HV6XH@Z(§)9335! MA!)--4&$$DW5(F+#+C8K,Z2U/#JS72%JEVV^O2 %6?=P+Z_YX. 600>DECX*U!X'GO.9CI/'11U7(Z8?\\KH@5E',YVC#DH:E"R8INRHMLX M;$TR3U8H"VK_5#_3)DHP[>R_&]+S:M>@TS]H@L9SFHNKFAI/·)X%@)YR/"\>NY'L·4@49S@35> J'1SV!8MVN0[Y8?4@4%VXGWW7LI&IMEH]FJ=NGOC^D* Q*,@B9CO1&\/Q:ZI.>K;U"/_MD%' ,OFVVWE^FI;K%DU$7-E$1#9W>7M>M<130PU%_P8%!W%&6<%!\46Q>8"" M@^(+Q1>SY9*#J($5,%!N *#J(>4,%!U 0J."A]H?A"\87B"\47)\47M;;V&J9>N8?92IBUU&X&L5?*OP7 MN*K[7VVG ?;UEC%G$]"B[']; <"K*W@ME]RQ%V?4_'+U'RM[Z >>=3#MNF&D3"X)'KXUA(&I8KBKM49/D8*KHV%0AI,?PA5ZGLQ(4Q=*·M*AXYMANHNQ2-;XY%NJZ=XY!@JO?;·(_NHZMJ6P=GN5^E{3]O_>7M]\T5^\C1[T1S M6'JG7V&(6&D.Q2·'QR-&5^]VNXI)%), <)9.\/)[7TIN];E7QO+H&[WYFK]\% MON; 4Q]HX($]];HD/+??G@TUB$/4IFG%=M0FTHUA'F>+AIW'Z12S*&91S+)F MP.YTF45&[Q2SJ,]V==VOTV46Z8LI9E&:13&+8A8*]?45GR@^.68^>7FT;\YQ MF<.KW%M-$+=!S#QYQ'.Z^YJN^3Q6B8"=U>N5V<@"-G*"9.#Q.@J2RD_5U1 > MVY K/=WLS$DB**;;5H''?OHE(,=4NF*K9-Q13[;XB<-]$M-=3LC6$QU8LX*X] M)]QA0%$%XGE)+ 7P2+"81SCT_&X2V7.4 MSHCJYT.BSC."LW!)1A/_)U6^!N!,H.T,7LZ*\!-TNF9QX?QN;PM_8Z(+/LRMB-S8#8#TN$>UHU-(DSB/@\FY")9)U!K]5BTY"@U70*$P;A7SXPZN_W'ZYG,L- M^#=P>CAFGGBL',TBOWKUXRW2FQ8,M4OX%7"?5\>R'PN(GL\!#QVT++M"!:4X-5 MR+NN#V^1{j:\+G<./;@Q\+K]OM#9X&.A/::87/,I:X]YB>TQ&]^_M=?-1DN#37@>FT8A%H.Q.FU.;QX%&D"O+%H/47%]+Z\-+D@G]5=Y 1+$H M"FR7Q?"61S<>T0IH6< /)("1/3X',8]T#12*/=(>X0G:,/"@U2&?,-?1Z-%C M%BK06^F"86O#H)\;6@UWA(;P[Y0^]4!=9^,&-M2&S"?!:.$HGUP4)CER&U MB(ZSG.[[%[=!,/WD!MJ%_>_$%?*J2#J6(ITU91?*K*N\!*\L5)7VGY-77&(1^P)%IZ9NQ#?F:,Y&!EI?XN> M]&E]4@&L/Z(*L=&U<80^BL))+%B.PY9(+O'3(WU!Z8 MEY!2"Q)0]6"]:"/NW'/MD84A/#FS98 ?P$,EZP>HXXF'MHOT3P8-:#TW1&49 MXNL#9A%X]03XE6&T;EPM<&HG.&@F75=J*1,PM>]*(DI9>+*WQU1U($QK"^U-HAD\AJ=#,AB$]^W3)S-:DC-4Y(WG#ON;&]:"'6>@OI M-9KEA;2-W,*?7L@'8> A\3-!'O@QB>'/_W#!$SS6@@D/&;&2%T3H"^ MPV$$ M/PTY\!SSD·TIC\YR9#&HM.*3_=[<)EHVE_<4%]>@@FA"MEVR";*5=\PC@CVHUFU&[;9"MI9-22-5$Q6Z\ M_HL(N6&!&!HQ8.A>KV$6W: ,YA$LL@"K881JH;V!3AD^EMD2"]Q@*_&0&OP M><0}1["GSY^!)\.OR-A AL"EOS=N&MHMZLT$5%S$;73=70P'X/N"\1@U(5##·MA $/-K0_N#2\Q%M=5(Y(K0E%RYV,(,@A6$_*Q7(W&;)1IY/)1: 'YNF"_M30(0XL^]O;0YU%CS>/KQ9%UN) AGK_0.T3N[8!05(+4@:03H"8:P·?HB;Q MT9Q#!2*)=0C>023,1:E2I\0P]!OD#0QYJAQ2/.P\ SM0GJF%_CWXA,]+!AX M[KUX0$JXX.D S0P]\5HT6'%M 6X*R03^HMIYLC'3U48C>)OD8Z$]"U;OT'U" M\LK21*]P^" N?XFK(\,7^=45A*Z3IR87YOL)L2"S9!!\BAO9H$S%0C&JI_5U M;;F·]0%>C%·63F^D>[JK[OD%UQ6)NXJ6B9Y:)7+X$"R/[(9Q48 Y&OC;1_)BP$+ _+?2-)$;,H%8"U-=:,YMD_D4'J(N;_$#*+B"UVQV2&T?\C MSK_BAY#'(*$0+ [G0) A!E&E4"&Q!=]@R"RUG8(D!A#Y&.(7·-#&99#3/+B57&Z0,X .(_3Z(1?0W!L[H?V0":@PV%U M#F(2H/G 0,; %N5BD7]<(6= GX%:·O40Q+R2A_DH#NL$N7HMX(?'&=+A@S&PHG>8:$S#WW M.=E(4H>6UME88MEF_X2'(.^H2L·I]=FLUGT9^_O0WXO-^NCBO?KNX+X#&{A#$>P$LQ'ND3:DU]?@ M_"BGE-_B)3@F*9XF;*)DD.9H&K_%.ZP@4UM ·G'%]@YE:IW@18<9BQ)].8 MLMHBO)Q16,$R:LS49ZCRE4+Y2E>5KZCR%56^4C_+8MKC?8&-EHSA<11VO43%M_0D=W[TM^<66$>K'0DZ/*#RBK<$2(F&3S/KT_KTN0S[T)RK%?,0M^C4/(L(U M?%&V@"Y$;7\NG$VY*BDN18THB$J/32)^GOY1!!SN4(I,Y"9;L&M9ELWR0W-& M)L5A^M;43!:@6^\(>ZNW8N9A@5<+SP_@F0CQE!_2S^0#GPO)_PA6"EQI7HM M<3D;@.&0Q+OF\L*%<=]7F·Q4@OKN M:5U)>5A3@3JS89A*;!7[8·.SZN@)?ML#? !KO>;F"]UENV P^__.%5^]5:M+K+9V&Z/VZD3 .7LW!HUNK<4I/Y5Q*8_4FPZ*\L]FO:^VT=SJ['3D?,;H_DS M9B'68%F)+26V9L16?9HT;TSO67Y-M*^VFGK(QUK)MA?)MJ.GA;I+P*53^8IU M%LVC$8@SW9H$WB3V9O@A?<,E+'\0NO#$OW'O@>.6\.G,C\[D*\[/*G6X+W\U MCVO,55RS4&BKW78G(1U"A5)4$4\F\&KWV@?.NE8AZ)\EY+.=@5$[[#-K@H% MO/%BV6CL?P),M:PL,:>I0.$B0Z0$1L/*X%C;YSMED=50J=,)+:E[9.V-ZPOY M$8^"!P()WI[***Q3FBN>V1M)9I?)L9VVT"XOR:.^^[(O[N?T[+,\2T1'W]\D MXMCOV_.)5I=NRE7+=<+%:0GM>7^HE$\Q[OEDR1L+%P\J2V+JL%3V?)AML3?M%JWO7(GO78ACL=I)>5D1\DEL6=1(';Q=5V=3W^)(U[=B&%+K\D%-·*735*:&: M4JAEZ[UVOV[#__A)=-5G2FI*HKV>;ED52E%%HO4ET96'$FI*HT:KMJ[?[5D4F=[TS %=I(Y0M6N&UK&A V:)B?WK[WE@#88/CAXK'754Z]/EW*KUUR M8"?[WEN&H K*_TV]8[:/>SKU#@VUT]OWWG(&EA.$ MOV$MFO%\RF&3W.:.JKP;=T3#/MR6@Z!6\VN;K2K]U'*.'+]R$'LR_\X!"+N MMO1^KU>YQ77D^-U#"'A?;L0A$''?U)L]2Q&Q(N*CR7I89D]O=EHO\/B8')(M*8^/PR&W:6!,.GR*!QMIRQZ.5 M=8#+PES*ON%2B2>CQ]7Y5D@;NZ952I'D^$L·LSO=R.@;"E^[3O?55!V)VV M;K2[*DS_(B-

OWP2PI2,S>]!7)1;9WF^I]).BZY+SL>^-5>*EMSIZ]SLG.DP. MQSN:IKOC\<0', ^4Y'^TLYA_G)^XOYA;$54@%O*6Y[<>",7T!-#<"
M9RUT'\0ES/DS$8>6?'B"Z]O!F&MOO""*WM+49C_PS^BY0&1CX<.ER3WP]_HO MB"(N?3S/981C>)FN 77:(W#[AAXF"F-WC!<[!G#
(0^[;\)0!CQ\Y]VD\=,AM M[L*6\"D3]CR&?6-ND=X/+PALEZ'G^.C&(RT.F1_AM@)?O/9Q))X")>PKI4<&]
M#Y#$]FORX5'BP1+A@7+9<&=#VS.Z7%],U7[9A.PX)*%GU[W&WT-5NW!INCN MU[U>PTJ_T7'S$XXTP+UG,.?
[$1"0$<(D=&&ML&E!W31+&V0@P0C &2+"Q^3$ MA_R!^PE"TR-44^[DAT5\{'S%GGXTY#V< M4W'_S4K"
[#;,LOCLFPUCOO2<(N6YZW&2$+|_)E!0.HX&%_=07E8@0&(K!\MI MONGR0IY9_$+|<7O.'P'O]UV&W"%C[1.SR91LE, /LCT(S_\R')*=#G;PVM M
M[&9MJ;%@,\+>*)@PK\UFL[Y=G\?\GNLE(+;8"$3YJ7;I$=?!CXY+NAR? YB M6%PR$;^[H0;,#BL%T0,;^7OBBUMT,)C@!N;1
H9@C*%U]HHO186@E8>:+XP M>(2]PF-A<^%R\$H]VVSTLN<0TT4Q$#;84J1#^1,/;8"#,,7X>.(%ST /XII4 M;D95RI,-C*UUW*5-
F6^5N,YXKELD:I$"$9;%C @N$[F4$$85D/X]]]&*GK4>\05 U$E(%CY1?VN:##?;GD\DBP\J09/4<,H^ M&?3 ID_ 6S26LC!MT_8X"S$L,'J?"FYRC"4YI2$
D)P6)KO ?3F3O?R)Z,KS M. O/+3WLS.:>]WYY0{TJ)WHN;-YMM@H]^@5S6+W9J9WX[W^59I)FR=@S*5]E M'*0 /@D6DT(B]Z#X;.0I&\+KSYGWR)ZC-
"C>;V0AEO,LE&(T^S8N!S-]IA;I) M/4XC;S@M0P$8,5E WI9^^XH!K?++%;-7)<[C8')N&HU9_&[%CK!R7'S(/ M-! NPQ]>_>7VR^5BP\@/PC'S2H:1 .K5C[=
(;\@9H$)BY(;,!UB1#^9S@-P_ MP?$,8):O5L(Q_[*,@!FXBA^!V.TW>(7V5Q I>.?;*8A/H2X/IV6(F\0+'[_; M,;@K;-)/P!PHNJ[1&0B%-UF]#4HF93IUN)(X\-
:U;.SV#ZX-P-SQT5P:HZ$ M0/P/ FM>Q("B.T$23GGI:-Z PM&UB\@7R[7TWN&<"G<\.\$?@<]I1O-@TS M]?
TUH89BT$TBU@%V9M'/FP1A+%4)OC+U_J4>:H%=X%P4^*.RA:PZ^W4?-#'J+2B6<['6Y*@7C(DCN1[,Q!WP! ML"@/"S L:G;\7:I\^ &T#VA%)!:*P(%$L
%?KI^0@1M(QS0%H0/+|)R8$6 MKX EEH("L9L+XC!O@#@3D)V[R7R0I8TL#^T3&;9YP#)^ (#Y2I"^.+S)YEX2< ?D2ASE!:?2ESB! H($-\7: 9
M,XCB*+7/Z$?.[!&QEXP2Y,%2LA['H/9CI=/HQ/ .D& D9:2!VT00GWAS0[L M\8T;Q&MTY$ *Z@(SA,$5\X05BMPEMSX@1@!X9-LL$!K%4&"U(*YC]"
['UPG>DF]#^*?PDY(D&KF3S"#.)8]@98 M3RAL+O9 :'X$&Q+_+] SO;DELD&?W0SW:25)68C-E5NX@4!S BT*4LJ+@1V&
M(4,N@0WP)XP9$.R9!Q+HH1)3P\^1[R@B_"_L;"%E"9 VP'E@(W E5(+8.\& M#GV")V<@%UDSQ%,.2A @|
6FS%+4,@=E<4P<%25$.$(69.FM(IWBZ\C7]I[Q M8RJA!/NR/(^&$6N,)Z-BN6=A=J]0'$(29HPL.0K$Q(!D%]R2@(T>A,\B-/T
M"X<|ZYMP:4'6X6Y*"\R75#+5+J(8[F!">OR=(2Y))T5QR/X/Q)O-Z)?+$;O3 M>Y/#Y&\|_/,/_ >4'P%5^2\X#@89 / M 2)1Z$9?!<@37\1^P?
1(*"""^$X%T2EK:0>(YV@,#N")N0A'HHP@PQA$I8IMQ M9,0+-MF2U0"\F'R#B,#Z"ZQ9C3/_BGA MA2^5[_D-KM:N=.T*]<9%_BM8;Z_!N!B_
B76W@!HI6"6Q>^C_"=?<,_2.B. MV$-FFR -9CR! 3"0=^.)H$="Z)@]4^B-. +X\C$$BLH]$$(=Z >A1Q"W#\SU M2 ';,.+&)=Z.@L G@
()E]P7J69/7HI^$("E%("XB0 (V8!)\W6#*SK[$@- M.>7,D#F+')XA\PD-*4D8<#7'^#=&<^$EPFB.1/&"0#&8JQY[%JO.52Z9/6 P M@T$8
2L#!43(XY5)UI*KE@FV1=X:.=7D#H!,@WM19H*@2945X.$K%\:/ [:O MU#"38((+R_0'W#3.OL G"&7VF%LR] 9T*!
(74"/DW5"&3\)"^$0H.HYT@F'>RL6$.CVG/'KDC;Z]+J]CR*.[_7FFTH1RR%6D7I&3F+DXB?IW^\ MKR"XE4:S"]H@).8CN+40*%
I^=#]XD[Q2!;&JP56RR?52FF,M\5?_BF!4_W M14"90,T1%E;N]69J\?[[+_U.M_]^NB1PJF!O)M+WTB6O&:$M^& ^%P _XX7-C
M/I=?/M_U"'7LA@Q$,Z4"+!-J_)B$*1LRQF"RTF<* M'7;?1]H@B4"92 M3GFR!.P+BQ^S';RNF$,QQ^$RQVR MDN-
B4X]!DD9/2SK)'4JE!AA5<0K%7,?/7%/.$19^L- >"5816%M\"#:>LJP4 M?1\8?8-#$-ZGI?UX $9H@H "H>LX'HTXNR\[_M:5X*WBFUZT@KS+$$CT>(0A=
[C^;Q<=@(?!_X&+7(3R!D#TO/C&I.PO%;^"PJ MXZG"D(KPV7W(50Q<,=D!,EG$XUCX8]J8QZ/-$2?(_J521XI*CYQ*6-[RAU@0ROX,:(PUA"$7%
[9$/_NA]>MZ2#K^,8?>B M DF4 <58IG3OVJ4&93.I6&9<4 N,&J0QT\;PH[G<[?1\K)'YF32*Z M<'VOB6FN\|.KNQ|0<-]@@[M.RW+N6NV.PN'77&K3A&\Z&=G?
X2F0'Q!UX M:-,"\@*JB$GA ^+AHR<_?0"6]@+0./*FW8K>!:WBZ*"IU="H4\#FUF1QMT3G MA?UJV8;1Q1B ^Z?]2J4V&IYG/9UV0DMZ^2W3E%>8?
<3>"]=X5$2 K%+UN$'3 MP3_$45'\^_ DBT4)6%$W18=5B>^%".VTW77\{O7-0ILIF$EG?![B*X3EPE\?/ M(B61BC'71P-
5ZK:L+Q[(;$Q5A&GO[R@1A\VRHRSW =BF?E;^B^U6&&;WT\[, MD%4>8S,.ZJF-!]C"B'H6IDUQ\SBI,,E!A>5 M(UK\8>#E3<:S]AVRDV#:U"3B_*O
X1.8T__A:?TK/!*X2ZJH4/6I8/B=.:.^ MH(1_7QI@_F%JLE=,@N(+M&7F2)._\J!4.XQP@@\'>.X3ONYQ6,E*QL+Y23 M,-
5.-7H:1X6.R%LRW0M6Y7:"7@EU$?(9DG$9Z#(A $2C4 !"V=(K%/$YS: M;FB%$^%Y)\K";6!5AS;1315X'ZNA(:, R4O39;8(,L-VJE(/LJY<\6K0&*
MK3_H4(%L=Q\6&E3(!@49[N) >'_%^G0X\G$J(G@VX)N!GX=BO[#9C+=+>Y9F MUSPH[XGNT30-I#LL3J!GXI1J8*<'U1&N!GD68>#P(:-F&;
]+Y,L("6HQ5KA MA/ORY\O%H/#!D_W\"^T!9YH*#4KAD#& MID& 9/ G#6 A#M"=!>8MDAY#>W*S\(INLBMR8XGI0;IQ0X'BS:*#8M\RJN-
M@Y!/Z2KLI97WT)#<+F!!BHT[*$0\[)>'@LH1J_N!WW^F1GK$[@&FU],'BJD3 M<[1B^J.YH"U#-&U6E;(5Z%G\#>=A"-(6[54<3E4B^VIH_$6X-
5G"!B2T2[,Z M8AJHP<*<)Q&T&J40M*R%#;JG'#L1"4H'%52TRNIA(5&R7MM%#RB\M6%K*
[MAG8RQMP6ME01>VFHNKPE=7FMIJK+4W5Y!UV75R\/+RJZ>$,/$P+W=+K9-7]++]_5:T7!<3>(.P-(V7B9!B]LZT\'>`MXE-T,@!6^V[A0RA/.IF
^T645=H >@.OK7RR1*4SE5X8"?@HDD"_A:Z]T# M4F4M X[R@BCMKU\HW"!#)2H;2EG35.GSV)F_<.F!0;-= -^/P?_6;FC^_J69
MLN<'A0D2LK$3K450D6SWFIIUN>Z6AX&)GD&/BS%BZ%_1/!GI+JQ$$#,'BS.I;# #LQ(9FG?1,O>?YA"Z3\Y*-2YNQQ?/$ M0 MI'>W)^KL-
A,F&88AR"4)N#SNN)X[C95F(PO)IEDB1(@I40.8:60L4!9=^ MM8W9 33PO:ET(QT7E&-C4B?<;+1!DBS$*%;:F4VSLR_HC?ALL9/,%H?N VD6
M8;X*GR7Q!=X9(?N0"0&,/AB,A_]54F8#WP0ZYA?R62HC743Z\OCALD\9?XMBQ6R!Z5A9FH[#\%1LDNXJ+0CFW402HL,)}(D)9D0FF
MEDGA"\FDL>5C4GS*0/9S3)#D>BP$(D4ARRI#3<&JN6N=8W= M,_3^A0 K;& X%2DK03F=(NF&I6W,Y4)TE1%HG@03[*"P0M'\D!0\25EWXW2D
M2*K*8%'6"'3$'5F8LIP>1:19^S1]T0BTG(A(@F_NH_H+BJ$K863D.E'LH6!-_M/]_D Q&9Q-B"7@QYIGK*3X_%;GD<9_7)+9GE[
^9877[SIW3,8R[5H>QN[[# M>W?]7]JO7Y]V^Q5KMF2QGZU+D&B)0-;^%@+T9KI-
M4JG91E,H;ORXK<[Q>T$U8$UKA'[!V&@J+'WM(X7M,4X]HZGSL5)U]=.*R.X-.MCLLM@2OLS42Q[?
0,5U;)2Y+*R7+R.;Y0@'&2@5&7Y8+DL&63AU.'S7]>?)^/ M08,8=? H>\194;$64 EYIV",HFO7AJT#GP/NS.Q*!"-B/,@-B9JI!$(\K2< M!I\6"F4C,IV4!T
;=RK0GUY\3_[ZCUKXP3]_W2PLVP.+K9, 68Y@T1468KQ M&2%F$M+::6JNT!]@/T1DRR]: M:C&P+'0['>D[A6;:ZXN0CQ+
PB','U%V)#OJ"L#ELN.B0+8#\&(23[J&AL7. MC/;,P5OQ41JP-WDIQL?49KH0OKO1MUHT:.7X@^@ E[-)L2)#](9+OQ_R)SJ0-MBKE'G/>!1MRG-C?
UWBX-J["Q8B2-^:SE M<6;/FE9+!:%3Z(N>I^I7BZ&&]E,>#_.1DN]!7PM"2Z"#KY3E@-GLE37DH@_= M%44[E'$+"QO7A'2<+
!Q%OO3*.LQX"DE'65YLJ2(4I21 YXN1R CR0HPA#>4 MGXX4A0SDK(&94)C94")"_O\EI8L-X80'':>['2E(J^Q$- O'ALE5482*0)(](M0Z_):IY)?G-
Q\NLM5H(!'()RDB;Q6,)QV]PRDBIGE77>)G)HR^*=.E-/-(M)#>_#:0I-!?#D-EV0@WP);PP])XV"]?O./;. 'HI-[-(]-]"B^18&(8-\ D] M%,6R922Y.$9%
[CZG;*462_Y,'O^Y2@B'#< MI8'Z#(;65RZFU,_3%]MEY593?]N 6@^]:78W7>]",*VF:1^*IZ;_R>EI,[7H
M.8KY6!:;;9(W^BDI37#%]F%8>]N54[0WK:HM'P*.1,CQF\TBFIMQ(U*/DN1!Z M8)0=407]QNFO-I%@B!D+]/SP>?0.=
OBF=5E8[N0IB,LM#S7SQA1FO";$/W>#;%ZT/Y:2\W<^=SVRYS'+3KW?I[I_58!NTBL/O*M
MR57MBZ_]/0'[T^S3N4A+E#JG+2.T.6TNL]fG\M#+.J.117'(DX1;_H3L%$S9 MCMY@_;<(5GHRY4H?&3E7YX(1TG;JF:2=,V2E4S!V8TK)I@-
NA=2@0'1D!Q,QU3F9D"0 F.-P8@ID MB'"6G%)4 '<^49*R[XX<*AE0_0V8'NEQ*9IL+0[2KDD1T'GHUW7!NG,&-5U
MLABR1B"#3*&52)%BLM&6).CQE% X"2CEG)-$UI=$EA\68+@)962]BH;P?#D(M6I/M]CX)L5A8$,WP8?0->L SEG2[P3DWEG2KO]*"]4UF?,F1FVS";
MYMVP;UIWK8[=N>LU!\,fGM$;F+W6L-T=ED_AXPCE]ZLOZ'->Y9'Q.A6E_'9Q M?;M=78'3\^7V;Q^OM:O/G[Y<_W!Q>_7E,\5:ET5P=Q>-?
6F50UXE9%SL!>JR MZL>X:+RPZD>.VWYQF0_]*VALI0.J867I@/=T?2=/[*<'A0M MMU/)WHM-D+$^$NS&W'##]+IP,42]<$Z-G[>GX,$SVACH:-
OKDHL\X:,H$D A@^=>"Z7@!17(DO6;?@.6W;AD[%N=^Y3IYL$(=FF,(W;&FD/*T^+;4AMT%V M@^,. 0'IVZ#N_Z=U10? MG]*[Z_N+YX_73?
>G9G@VN&;QV=>+5Y]_0^OW"=$2P!&H#]D7L1?:3X;PRZY M[9QCYM)H@@]X",,+[&G%G4\>NW]%Y/>9A>'=[[?1__OUR\W_\[^:7Q[=NX^/
MW0]/OSZ^^G&V9=7W[TI;^%'?TYX^!_[];?G^1#?Y_3+RVP M4?Q@>AL@64,.LI&.8'T2=_H-&9WBD[,IX,WRZH 'F;QL(OQ3D?T0(-8RFA)I+$HC D
M535[!,D4 AQ"3 M$/*NG:FFA/W++<--9[1M?//\F_3T+J ?SNP1@4Z=6Z-9V/3R.X(X[NVNU>LU>_\PZ=%Y]WD#NKTP&'^A==33=N MO^%
<2E("IJ@*N@(!^Y1U2 JPDHVBXV#D%]&UCOR6"60K)QS)ZW5;S;M@US+O6H _;G'(GCO>ZO2;K&I;)NM4' MD.8QWCHG0?[W;U<_7=U**?SYP\?_W<;)
{"6+>X%0W6!LAU@'\I3$/M*0+8BT MS,&S.&_-&)Y_L9RR=HP.]\5MUH:?O%NW>>8C685C^EU&YWNTN?0A(B-]R>!
M+]65,7G2Z)2SE@KJ12_B__YT$\?N5[Q>7O7\E5?\HCB?1^;MWCX^/#7A#XSYX>'<1VB,\//J.
M._PF+TS6JU.K]5!\Z@WF]UNJ].'V=@T^YW..V8;_6ZKU_H/?SJS[HS& M*!Y7,.1GI>EA-8P98V-3EGZ)?,TI9(5P512R9PKYB&?M_'BD78Q%7!ES4M><
M>F\XE">C9)HHY;K*O2BPNL'#H]9="..<-93,(YTZ[;_3A[[8! MLMGH@YMMM>Y,_F0YYNZTM[DU[5US*CX8-E7$NX!XITR':QZ[(:6TUK,;-.RC
MNLQDT,K6 EHO5%3\.6AH!GZ("D!Z9Q>+]/_2&1@8X;-FD>[O*!VOA$I=A(K2 M_?
MTS#+Y:5F&:4CYV6OU[RP4H#OTW2WENRL2V4#'YDH0/FS;L===6^?1E!2WZ MV\;3!9H]K_E=Y)_RP--2CDKY5P?>:24\QY]FZ5!TQTZYBWEF->
<317Q+B#> M3^YPD57PT[/"]/_ OO+O?2:!/8+W-HX9(E<) Y*_CK8IY"LMC.\%>N0^;I5 MJ;4362RF!0D"MP<8!W+C<_:/F&X,@#(-';#7X!_>\2/L$<
FTGYC_5=<^IQ,^ M+](HL%W9T@;;=SHXV@<[98MNL?>TJ'SXRU9//9 U5*M2G55@]A M=S*J;>MNAAL^.F?(W,V^U7SB3Y;QPPBTT3#^1SFZ->>U8Z;
/$PM^Q16=U:J_K#NO'3,%+M";^82&0]";%9T#.WT^6>N VLG+?W.'?I,IXYWM M]TH+*"VP-
SJLQGO*1[>EVF!ZF%MI\!.&4HT>=:>^I/[4,36A%L]K;_^(C=(:M2FM4R:V[\QK,AJFTAM(:^Z;#:GP'I36.DK\.46L83:-QJ?GF?Y0HK:$H_=^?
MKG_1KOPHIM$D'P(IH1(%RHL;[VD^TNRO3@ K\(,8AWQBE9@<34IC*9D8+_N! MQ0QD%D@E;P0V+N4Q_T&W0$QRP3,XKK%==OSO67%[\HKC\D
MKK]DGITV3/[%[:\.6,25#*@%81RJ#/(CEXB)@%J# M_P"9I*48I(X,@B%WFO-. T;2X=\KA]V+04NQ'$F4![&GU><[:E!?FB_P\LT4
MQR'(+MR%;W!H!"TLS#=H&'T^7CFL8)TY&^D3)_-F']"K&QV>46ZI'T1':;@NSV[H3CT9;6O%@R+)BQ)(]!:_@?AIL=S)M3]EL6#T1B^NB MZ1%
M\]]/0S7%*=-D @\-^;\3'A7*?=7D'H'U>9-[6FIR3_[<3 BKR3T'-S]. ^CU MC)YMW#F=H7'7LKK]NQZ#?X9]AW69:;!N.YTT*^ZXN?KY\\7M[]A
M2WT02H5;\+/1M2]B9X/H*;3+A]O3^P9X[B'GR8X@!KK,!QA38;"AH17#C@- M[<;1H#X5;0SXB'E#[*R #Z+QHO(^:L&0X-QA283],@A'TZM9IKM\
<13.E; M"\;IJ[5A3D3.'AZ"<,O> QA4?ZF>R=[K^[M]O(!4@JU![/9NJ/U XOYN?891!DU1>JF0^8WB+ ^M4A1; M6/5/S^<;+5$*_'U/GBOMX5WT3KO]VY=?
+VZT7R\OO_Q^?7LX5+/-<.X>R&F; MVUEI:VQA/[:JEW]]O#X!Y]6C),<-H^V85M!XD?X^B$ M&:>L3H14*KG<#4G0A?#C8;%=39:A"NL6%-
:UJR^L*Q9HR9JV4GU6^3O,:UM" M"DW7XST$KC._'"_/? \"YQG^-XK'WH__'U!+ P04_" #&BF=9)2VX;#P) M !-0 & &ER=V0M,C R-#
Y,S!X97@&S,60Q+FAT;>U;\5/;N!.+^5_32 MN2O.Q'"H+0.98:&],A,@5X:YMW[4;'E6(-[^20Y(>^O?[N2G3B!NT++]<]4 M=*;
I96T6NG[M+NV3O[E>8,LH5G((G(QOOQ$(AD6*-9!:03L<_]@_:!X>D_38X M. X.WY+/EV3O9MS?M]+GU_WQ?SX/W+"?;S\)&O9)P_/]?W?
{OG\^/G<5AZUV MAXP5S30W7&94^/[@JD$;B3%YX/OS^;PU[|:DFOKCD9^85!SZ0DK-6I&)&]6Y PW AV>N)7OYWL1$;+TY.(SX@V"\'>-M-
U*JICSSC,R#;CLW/6CI0_6&S)TWYY%)@DZ[_5.OIU'$LZDG6&R@I-4]6I4I M/DU6A=)-+E!,4,-G#'NO)1L*1E4PD2;I,0[Q4,N\;A?+S'@Q3;E8!*_'/&6:
M7+$Y&%3P*8R& MI3UGD]"TQF1MU+EK.)$B@LK!;Q?##\/QSZ\Z;]]+O1VXD_ ?OF/T#6$SL1 MZ1Q%]9*J_/!:*NG+XA)]
FVVD"&3@0C$ZDBIMXWV@U078B2&0?/.J=A]5QV[UIXH12" MYIH%U1^]OV)^'O"MD:F=9HW\|=']]PFZD/4)8G[*MEZ-DYV6E7F,@O]1-8-2
M[&UY@)BH7OE=LYCAZH=4E,"S& 1]>_.$& ^:A,5F0R;FB>:.^F1>4ME.:U.E M]?]UM?XN;=TC=@1*J92*7IT+RB+8Y22A,T84FW$V!
[?")%R37PNJ@%3$@HQ8 M+I4!9X-\A!:.X3IM[UJ2,+ F81 #J@/",T6Y B,ZI@H"EX^39*.*11DL*3XE20F(90 MI(A,N2%&.KE[AD+F=94+5 DI;>,(Z7?
6HHBT 9&%*@UC@&"H1<06@"8A"L M:- $]@*!10@3H@O\L6H_9XJ5G> $4J[!@49SNV!&,9VST"J(_>:@&O!$*&&E MP2B31=T,.Q+8D< SD4#WQ9 (S'/

&(V!6LFL_(_[5]E;/LQC[PR 4_@Y% M$4&? -T:AIH >X[G=0[(0]) ,A%BQ0HE(/7&T$ \D8UNFRA1"! *[" 5SN< MMQJ$5"2$8[']3&[1LUN"N*V7N:;M#_ [QSX3XPVU#_'@-'KB3 M.L<]76*ZC!_QF)1QS.'1 F=(J&(6H@ YCAL-H$28QD7C.D%Q%$O!14 W 9\C MKD,A=0'MT'E04CBLYDJ&+()B3?8 FA$#K#O\#> ["A&931L[@7!X5@NG2F\>$ MQM$>*],7V(G-:ONV38X(AVOX[N)44!("_WX)NB.3Q@@M!S) M.?BR4- !G-FXH]$3 "F6V7XPS[7R(>I^B$N& ^1+#W\%UF;IHV E!W\"=-%2 M\,B^M-#%1/.(4\5Q MS%(=8SRK"G0F-L8+E2VT#"^@U2,U#(@)^"C7**BU\(MBNX.3,LJL8HQH(6+6.]!%OPU82@('@FTASV\(Y(=D3P/D4RVFT@>?7C?XY/'-M'_N/IA6@HAF/D"VHEIG=T%0#TV"^ 2F$]JB",Q ,IPX6&'4\- "R2FT6^!;7C MI3716K[".E1WY83R0N5 *MI&26$(6\]J8#,74Y9!\", 6Z"&Y4A:*%)DQO$' MD!O/P9/9,=[S"_ MP_SS8#[:-LR?.SC=AR6^DRC#>%OS(/:? X"M@2'"'#L% (OIK__D"OJ=0&RO$+ M!^A+@\G)[^[-I'NO^$"3&%_4)YO2I>(A8-N^3L$W+5FQU&O?:950O0QV\/RW MK,,BZQA9>Y1.RX((? LM$^6YE0[YW2;,.,1O3?%N&U'ZE$%4D MU5R=T^@VU(EB=60CU)\0_MS+9"Q5HT7$C51Z&7'8 N@R3;DQC/V)4S21$--@ M?<1!/]O)'M) ^" :? 1SXC3F5B@/9[P4'}2W?%5EH7\'L[Y*>+XX+MM7KV+]D MYYF *!VFPP'JF.C'EPE_Y),27 M>4+WZN6!HYU&T%"SY"; MW=VIOT/Z/SDK>09A1*S@X&P" I[@]ZP&Y]MNA$N)-YX7S;";%C*$KGM%I^0F4 M*MT#EN9"+AC4SA/I? *Z1B -^&>)4UHO#XIXF\'NF/<-O [1],#Y*,0YQ=[MX*5,> L"C03F7[]ET5[MM? **Q3T.RXA42IUL*%D1?MKM\[+HK5+YYL7VG.(9SWG_=(8 M& SB2O$@['UK=Y8'C MBMHVL^#NR=N+]Z?__U!+ P04 " #&BF=9U'QLC5@) "D0 & &ER M=V0M,C R-# Y,S!X97@S,60R+FAT;>U;;5/;.A;^*]IT[BW,Q%"H-"$,I.& ML,UL"[TA[-[[4;'E6(-L^4IR0O;7[SF2G3B!;]&EW; WG2E@Z4@Z>GF>\V+K M]&^>-TACF@8L)!_&GSZ24 9YPE)# L6H@=(Y-S$9RRRC*2G$E.)"D/>*AU-& M2*O9>-- H'1PUFIYW=@I]]8M&,NV05LL_]@^:!X>D>=(Y..XS;B_ M;Z7/K_KC/SX/W+"?;]Y_'/9)S?/]?[7[OG\^/G<5AXUFBXP5334W7*94^/[@ MLD9JL3%9Q_? G\WECWFY(-?7'(S\VB3CTA92:-4(3ULY.L01^,AJ>G2;,4!+$ M5&EFWM5NQA?>"4@8;@0[._7+WTYV(L/%V6G(9T2;A6#O:@E54YYZ1F:==C,S M76CI0_6&S)TWYZ&).ZUF\Y=N1L.0IU-/L,A 2:-]M"I3?!JO"]6;7$R]TF\@&%6=B31Q=W.(AUIF9;M(IL:+:,+%HO-ZS!.FR26;D%%.:/JZ[DK@ MMV:*1Z^[5EKS?S/H&B8H>,J\F#D]&ZVW77<+!"%W?]"["VZSQ^{J,;CX.KDFK3;W6X1[==RM]-2*MH[!:ZICX(_3Z]AG5PK.@-._D>##*"_19T$3!D>+8B) MJ>EL]0H9.A&,3*0*F7!7;I9 =2$*:EP^ZXP&Y7/1O6OA!5((FFG6*?_H_HCY M>4"X1B9VFA7VQT>KOR?H0N:F$_$[%G8KI.RT+)?'*/@? EC,HQ$X*"V+":N5W MS6*&NQ]042#/@A#T[4VW==)(LR"UH+Q@X]'6'+^50 M%4H8.)40"4 'E*<$C S)4Z-R!IJ"FV_#!$;)0D*4X%B6@ 18K(A!MBI).[M)Y"R@&E-U0)%$GK+."),PV:>&LA"4@2$%;HUCH$# %<0F(.;1B@9-X"P0V(0@ M)CK"ZOV""3L"S*9%%=AAT) M[$C@F4B@_6)(@)&(IP S1.P*5G5@ !'":E6IYVF$_6$4"G\'(@^A3X!N!4-U M@#U'>YT!\I TDR6+%" 4B],3003VC#VSI*Y ($@ HDX-4.IZT^ =4QB82< MZY(G5I:<4"QT>H.6]0K<=:G,/6UWB-\A_ID0?[AMB!^OP0-/4NNX]PM,%_$C MFDD911P>+7"&A"IF(0J0XWC0 $]$:=PTKF,41[$$7 1T$_ YY#H04N?0#IT' M)87#:J9DP$(HUF0/H!DRP+K#W^ NB&DZ9:0'=GF4"Z8+;QX5&D=[K,A?8"^23(@@6%*9T<<+XTX MC@ZWDSCHMA'',=,P&0",=;6_CN\Z1@$!S? 7CFZ_[/F& T&(DY^#+7$$'8+/Q M1*,G %(LM?U@GFOE0U3]$)<-!\@7'OX*K/7"1\%*#OX$Z**EX*%]:Z'SB>8A MIXKC!+B+0ZQGE&)/N<;8P'*EMH&$]1ND9J"0 3\%&V44-S\7%-T=F)958A5C M0 L7L50#+?AKPE 0/!)H#V=X1R0[(GD>(IEL-Y$\VGC? XY/'F_U'TPI0T8R'MR!94R]0>:*J!:3#?@!1"55C"&0B&4P<+C#H>&A;)S2+?@MKQTIHH)5]A':J[M8D)9KC(@%6VCI"" HV<5L)F+*4LA^!' +5##,B0M%,E3X_@#R(UGX,GL&&3' M(_$(,&V,)?IZ,I),RHR-Y4#F5@+TZ6+G.\SO,/\|F ^W#?/G M#D]W88GO)(HPWM8\B/TG^ H84L@@R!6"K^*_/]!K(K6!53T)\D2=TKUX>,.TT MA(::+2W[%]FAR%) $X XG(VZBT$T!" Z3^!HP:K8R10>U8-O=G=6?X?T_^>L M9_"B$B!X;P#[IBU]8! <^^U0 ?&Z\|)Y.I-BQM 53^FT^ 1*%>X!2S(A%PQJ MY[%T/@%=(Q_+/$*8V7!T6\SF!/S+L:WH>HE>.!\%.*<8F]@\$(GO :!BP3+ MOW[- HKDZ;\4=BWLXHKF151A9{)1ZE',N,+4\GYNG7l:G^ZC9:+WYl;H^&T>Y MPA<#H3H/Q;;PYK\M6[(5 MEL@:CSLE[DI-\7.=(;ZX X=O&R? MW0[\J!VP[+)N7+X=##]C#CWC]IE_;BTJ?>Y1^[[=Q>9&[<,?OK;=6&X]!^/K_PI\R>K_L"-@[B M!G0- *)KS%E$KEQZ(IV2]TI*T]5=+$./HN[4YW\Y^BTC*^<3;:V^%;\M7A[; M"0UNITKF:8BAE52=T@I4KI2O5Q1*'6PH6=J-M_(91,F>\Z9I M!.%MA\XD+],8QV\;[:7%&5X,S)D,2YH=&WM67E3VS@4 M_RK:=+:%F?A*,.V0F1#"-#.%4&)FVS]E6XXUE2U7EC'93[]//H*==KK=9:%T M"P,ANM_U>XPU[1>Q!,;699Q: S,P1XRC^S!H;UWA*XN MT,Z-,]TM9Y\MIN[']UEU[-7-Z;OY%/4TP_AC.#6,,_>L&MC330NY B<9E90G MF!G& [+*>]&4]6T815'HQ5#G8F6XUT8D8[9G,,X5H@ZX=P0Q))2/CD='\K^9Z/%B/1P&]19E<,W+2B[%8T423/+6' M9BH=6&G \-: <.ZV@@8QLRS1_=U(9P$,SCZ\G9_.W=>OK /3&0YT:V1X(+_TT6CMDJ9F-^?*?C AZGV,!*F%K=$U2+B3B(9H+GA2)N8#I3'D,<79Q1R49Z6 B^P+P$R [0D MJ22Q1P0:FGU4QE2"]E'TXB2$ Z U7,08LPI#X0 M!]NIW6HF^PCZ) WA2Y]++,>@?\E1RR-4$FYY!,45#GBJ4HCVFLY.9=OU24LL M/)R03%O<,;)&$[]4BK+MOEH6K]&GA!<@)1"#C+"TG[6Y2^PQ@CPN B).>F8/ MY,=8G3!LVEF*_:9=;U^MT'S.&$XS8C=?G,.? @3X,T1/*X9+.5$ZEF2;_&\)KG MT@[!'0F<5]I24=F(1PKX"QH.JFG#@S]ODD%[\$%"]%0^4Z#8 ML.WJV^@KNQ|G>"IA5NNY*- M&ZG!91T/]RJNE3WW>$3-7V-A M;7W51ESN5%K,"UA_:K .GB-8:1*]9IE00&XA,>@K@-X2;0V2,57)12I(ID#; M5\,8BFU8!L=C!I#.4D QC*A5(4V@;%?]L&%05H%EW(=9.:LPSR&)*,_,MD*S M_N2 ?7!P5.5P:18G/0757H/ [X)519BRV)HF548K/8"@N[[$O#>HND;_ BPX ME[R-E1(@#1T- SS5P-C;X;=]\,>%]V*$EG"U;;5T"M';FL%O(>-$(K&EK"A]V M)PC^I!4@D+^]6-B,8R_C+)?$:=Q#E[\G-XK6RN]WR=5]3/W9=0$OXO\!XB_] M2C=V? %/-8;KF&6E=PBD0@/TRBQ_OJ&GIQ"0D1E03R\N)DMT,9TN;J[=BNQ_ MQ-">J]?]5WK\L6QVB]47'3U+-FG7TY0Y%)5 J*\N.K]^O3 RZ/A%G?\7-I^" MKDN(S.6MV6%U:?9+64^3T%">LO+R(C"#4>@?FIX\=4W=5*WJZTRI*L4&^FGK]J0L_MV&E[3IB+A&;1_0;?WGTY3O");E2;C$&L;&[]RVEP_M'! [KPTTJ6'69Y3U#]2);/O&._P)02P,$% @ QHIG61E+"CUC!@ AB M_!@ !I&5X,S)D,BYH=&WM6?M3VS8<_U>T]-;"7?Q(MPM,.N4M#N.96$DK,UOXHVW*L]VQYLH+)_OI])=O!"5O7CD)A@X,0O;^OS_T?HXASM7'FC73W[M=#;R/EV,RV,OKMZ^GXQ0R["LWWHCRSKU3LN!/=/N($_@-*>2\A0SRQI/6Z@5 M2YDYEE44A5GT3"X6EG=IQ3)A>Q;C/"=F*,/6H*]ZX)/@<- !/B,0HB+'(B3QI M77EGQA',D%0R,NA;]?]RKL_#U: ?TFN4RQ4C)ZT$BP5-#QNWW$7ZW,ZG413Z41X82RE?/&HPG)T904Z)(G.'W3+GO@?TX$C=ZX M>G9._R"P-3#(:$],F)1TFIUC5Y(;:6!&%W";ZG5+D3B5-/R-4XMRH<]9"(/C MC^\F;R?>ZU>=]OM=\V4,+\SY$ M=X]0E3DW1R:;CT>*|- (&.KU]N_V4Z1[.T?!T=N&-3Y^+I#?D>VP?H-D9\MZ- MT7QX^78X'<^-VV_]\@I"D<"QT]!IP7F(+B"L)#@@2TD#S/)VJ89)&IAH1RU6 MW'5M=\03B*,KW>]XNQ GT1D7204*V_B (B[T;1GP OL2(#-$\2^XP@GXN0B).6W0+Y,59E M#.MVGN&@;E?;ERN,@#.&LYPX]1?W(?@S(^1/-%L-I(BU=3T&PRO^%(Z$;TA MH=O(54HJ;_%(7]AS4$YK7=0)58R; [>BXMK98(RY)9-M1%0!1Z%N4U77W6U!A[8?N6% MHB4#EQ0 Y)B"_MH="/+]D@JBG5#!]SB$=5_M84U]549 ML=Y)6\P+6)\U6+M/$:PTC5139Q207$@,^@JA5Z.M1C*F*KO(!,D5;-MJ&$.U M# BS,) !BF%$K8K6X1- %+;"Z;2AH.+X@^+-1@$#^ M\69A/8[IG+.E)&[M'C;Y>PRC "82K>GR7J7ZW$3RBQ2_"5J-E5\?V.Z(7[N' MS1#P13U44*Q"3R>[02 5&])7MO[Y@IX>0T!6;J'YY?#7X507-.?#Z:>2[>]B M:4_5>_XK1?Y8-K>JSA)6_6S3IR%>H)W%9)=CNEJ#KO'SC MN;KJVGBMWGX)S_""&&6UA"-)A(.O.:TODPZ/S=ZZ(BBJ;'UK5#ZPZO?[P9]0 M2P$'"% ,4 " #&BF=9 TRDLF0: \3-0$ $0 @_$ M;7)W9"TR,#(T,#DS,"YX&U14$L! A0# M% @ QHIG68#MUL_E1@ !"H% !4 (!%3 &ER=V0M M,C R-# Y,S!?9&5F+GAM;%!+ 0(4 Q0 (_.:*9UE-9C-MLX, $+B" 5 M " 2UW !I&UL4$L! A0#% @ QHIG678)++@>MP(\3X@ !4 M (!G6 ! &ER=V0M,C R-# Y,S!X,3!Q+FAT;5!+ 0(4 Q0 M (_.:*9UDE+;AL/ D $U 8 " >X7! !I&5X,S%D,2YH=&U02P$'"% ,4 " #&BF=9U'QLC5@) "D0 M& @ %@(00 .:7)W9"TR,#(T,#DS,'AE>#,Q9#(N:'1M4$L! M A0#% @ QHIG674M1:!]"!@ MQX !@ (!]BH$ &ER M=V0M,C R-# Y,S!X97@S,F0Q+FAT;5!+ 0(4 Q0 (_.:*9UD92PH]8P8 M (8@ 8 " 68Q! !I&5X,S)D,BYH 8=&U02P4& H "@"F @_S<$ end XML 97 irwd-20240930x10q_htm.xml IDEA: XBRL DOCUMENT 0001446847 us-gaap:CommonStockMember 2024-07-01 2024-09-30 0001446847 us-gaap:CommonStockMember 2024-04-01 2024-06-30 0001446847 us-gaap:CommonStockMember 2024-01-01 2024-03-31 0001446847 us-gaap:CommonStockMember 2023-07-01 2023-09-30 0001446847 us-gaap:CommonStockMember 2023-04-01 2023-06-30 0001446847 us-gaap:CommonStockMember 2023-01-01 2023-03-31 0001446847 us-gaap:RetainedEarningsMember 2024-09-30 0001446847 us-gaap:ParentMember 2024-09-30 0001446847 us-gaap:AdditionalPaidInCapitalMember 2024-09-30 0001446847 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-09-30 0001446847 us-gaap:RetainedEarningsMember 2024-06-30 0001446847 us-gaap:ParentMember 2024-06-30 0001446847 us-gaap:AdditionalPaidInCapitalMember 2024-06-30 0001446847 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-06-30 0001446847 2024-06-30 0001446847 us-gaap:RetainedEarningsMember 2024-03-31 0001446847 us-gaap:ParentMember 2024-03-31 0001446847 us-gaap:AdditionalPaidInCapitalMember 2024-03-31 0001446847 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-03-31 0001446847 2024-03-31 0001446847 us-gaap:RetainedEarningsMember 2023-12-31 0001446847 us-gaap:ParentMember 2023-12-31 0001446847 us-gaap:AdditionalPaidInCapitalMember 2023-12-31 0001446847 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-12-31 0001446847 us-gaap:RetainedEarningsMember 2023-09-30 0001446847 us-gaap:ParentMember 2023-09-30 0001446847 us-gaap:NoncontrollingInterestMember 2023-09-30 0001446847 us-gaap:AdditionalPaidInCapitalMember 2023-09-30 0001446847 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-09-30 0001446847 us-gaap:RetainedEarningsMember 2023-06-30 0001446847 us-gaap:ParentMember 2023-06-30 0001446847 us-gaap:NoncontrollingInterestMember 2023-06-30 0001446847 us-gaap:AdditionalPaidInCapitalMember 2023-06-30 0001446847 2023-06-30 0001446847 us-gaap:RetainedEarningsMember 2023-03-31 0001446847 us-gaap:ParentMember 2023-03-31 0001446847 us-gaap:AdditionalPaidInCapitalMember 2023-03-31 0001446847 2023-03-31 0001446847 us-gaap:RetainedEarningsMember 2022-12-31 0001446847 us-gaap:ParentMember 2022-12-31 0001446847 us-gaap:AdditionalPaidInCapitalMember 2022-12-31 0001446847 irwd:VectivbioHoldingAgAndItsSubsidiariesMember 2023-06-28 0001446847 irwd:VectivbioHoldingAgAndItsSubsidiariesMember 2023-06-29 0001446847 irwd:AbbviePlcMember irwd:CollaborativeArrangementsLinzessMember country:US 2024-07-01 2024-09-30 0001446847 irwd:AbbviePlcMember irwd:CollaborativeArrangementsLinzessMember country:US 2024-01-01 2024-09-30 0001446847 irwd:AbbviePlcMember irwd:CollaborativeArrangementsLinzessMember country:US 2023-07-01 2023-09-30 0001446847 irwd:AbbviePlcMember irwd:CollaborativeArrangementsLinzessMember country:US 2023-01-01 2023-09-30 0001446847 irwd:AbbviePlcMember us-gaap:RoyaltyMember srt:NorthAmericaMember 2024-07-01 2024-09-30 0001446847 irwd:AbbviePlcMember us-gaap:RoyaltyMember irwd:CanadaAndMexicoMember 2024-07-01 2024-09-30 0001446847 irwd:AbbviePlcMember irwd:CollaborativeArrangementsMember srt:NorthAmericaMember 2024-07-01 2024-09-30 0001446847 irwd:AbbviePlcMember irwd:CollaborativeArrangementCollaborationAndLicenseAgreementsMember srt:NorthAmericaMember 2024-07-01 2024-09-30 0001446847 irwd:AbbviePlcMember irwd:CollaborativeArrangementCollaborationAndLicenseAgreementsMember irwd:EuropeAndOtherMember 2024-07-01 2024-09-30 0001446847 irwd:AstraZenecaMember irwd:CollaborativeArrangementCollaborationAndLicenseAgreementsMember 2024-07-01 2024-09-30 0001446847 irwd:AstellasPharmaIncMember irwd:CollaborativeArrangementCollaborationAndLicenseAgreementsMember 2024-07-01 2024-09-30 0001446847 irwd:AstellasPharmaInc2009LicenseAgreementAmended2019Member us-gaap:RoyaltyMember 2024-07-01 2024-09-30 0001446847 irwd:AsahiKaseiPharmaCorporationMember irwd:CollaborativeArrangementDevelopmentAndCommercializationAgreementsMember 2024-07-01 2024-09-30 0001446847 irwd:AbbviePlcMember us-gaap:RoyaltyMember 2024-07-01 2024-09-30 0001446847 irwd:CollaborativeArrangementOtherAgreementsMember 2024-07-01 2024-09-30 0001446847 irwd:AbbviePlcMember us-gaap:RoyaltyMember srt:NorthAmericaMember 2024-01-01 2024-09-30 0001446847 irwd:AbbviePlcMember us-gaap:RoyaltyMember irwd:CanadaAndMexicoMember 2024-01-01 2024-09-30 0001446847 irwd:AbbviePlcMember irwd:CollaborativeArrangementsMember srt:NorthAmericaMember 2024-01-01 2024-09-30 0001446847 irwd:AbbviePlcMember irwd:CollaborativeArrangementCollaborationAndLicenseAgreementsMember srt:NorthAmericaMember 2024-01-01 2024-09-30 0001446847 irwd:AbbviePlcMember irwd:CollaborativeArrangementCollaborationAndLicenseAgreementsMember

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800000 800000 -0.05 P5Y 0.005 10-Q true 2024-09-30 false 001-34620 IRONWOOD PHARMACEUTICALS, INC. DE 04-3404176 100 Summer Street Suite 2300 Boston MA 02110 617 621-7722 Class A common stock, $0.001 par value 0.001 IRWD NASDAQ Yes Yes Large Accelerated Filer false false false 160028388 --12-31 2024 88211000 92154000

76202000 129122000 14191000 12012000 178604000 233288000 4795000 5585000 11430000 12586000 3067000 3682000 185338000 212324000 6285000 3608000 389519000 471073000 3236000 7830000 9408000 21331000 33566000 44254000 3173000 3126000 199560000 49383000 276101000 12882000 14543000 198817000 198309000 400000000 300000000 39771000 28415000 0.001 0.001 75000000 75000000 0 0 0 0 0.001 0.001 500000000 160015888 160015888 500000000 156354238 156354238 160000 156000 1390549000 1355195000 -1699991000 -1698615000 -2052000 -3031000 -311334000 -346295000 389519000 471073000 91592000 113739000 260865000 325182000 91592000 113739000 260865000 325182000 29827000 32985000 86030000 80409000 36113000 36046000 110682000 119647000 16000 4685000 2520000 17696000 1090449000 65956000 73716000 199232000 1308201000 25636000 40023000 61633000 -983019000 9419000 9839000 24120000 13206000 1152000 1748000 3690000 17777000 19000 -8267000 -8091000 -20430000 4590000 17369000 31932000 41203000 -978429000 13723000 17982000 42579000 51385000 3646000 13950000 -1376000 -1029814000 -1371000 -28662000 3646000 15321000 -1376000 -1001152000 0.02 0.10 -0.01 -6.45 0.02 0.09 -0.01 -6.45 159706000 155886000 158810000 155240000 160232000 186891000 158810000 155240000 3646000 15321000 -1376000 -1001152000 -1021000 -307000 917000 -307000 561000 464000 -62000 464000 -1582000 -771000 979000 -771000 -19000 -19000 2064000 14569000 -397000 -1001904000 156354238 156000 1355195000 -1698615000 -3031000 -346295000 -346295000 2602885 3000 10058000 10061000 10061000 8385000 8385000 8385000 616000 616000 616000 -4162000 -4162000 -4162000 2109000 2109000 2109000 158957123 159000 1373022000 -1702777000 -922000 -330518000 -330518000 781878 1000 749000 750000 750000 8570000 8570000 8570000 121000 121000 121000 -860000 -860000 -860000 452000 452000 452000 159739001 160000 1382220000 -1703637000 -470000 -321727000 -321727000 276887 8329000 8329000 8329000 3646000 3646000 3646000 -1582000 -1582000 -1582000 160015888 160000 1390549000 -1699991000 -2052000 -311334000 -311334000 154026949 154000 1348600000 -696376000 652378000 652378000 1319154 1000 1628000 1629000 1629000 7131000 7131000 7131000 45714000 45714000 45714000 155346103 155000 1357359000 -650662000 706852000 706852000 681545 1000 1365000 1366000 1366000 8265000 8265000 8265000 26218000 26218000 -1062187000 -1062187000 -27291000 -1089478000 156027648 156000 1366989000 -1712849000 -345704000 -1073000 -346777000 98028 13000 13000 13000 7906000 7906000 7906000 15321000 15321000 -1371000 13950000 -752000 -752000 -19000 -771000 156125676 156000 1374908000 -1697528000 -752000 -323216000 -2463000 -325679000 -1376000 -1029814000 1526000 1063000 -75000 25284000 23301000 -19000 1489000 1473000 1090449000 26986000 41316000 -52920000 -5501000 2179000 1881000 -1156000 -1067000 971000 354000 -14456000 24927000 -11923000 -11470000 -1614000 -1479000 11418000 3513000 88335000 147593000 142000 62000 1022068000 -142000 -1022130000 10810000 5359000 737000 200000000 150000000 400000000 2156000 2295000 50000000 75000000 -92083000 328064000 -53000 -3000 -3943000 -546476000 92154000 657938000 88211000 111462000 88211000 110164000 1298000 88211000 111462000 1. Nature of Business Ironwood Pharmaceuticals, Inc. (“Ironwood” or the “Company”) is a gastrointestinal (“GI”) healthcare company on a mission to advance the treatment of GI diseases and redefine the standard of care for GI patients. The Company is focused on the development and commercialization of innovative GI product opportunities in areas of significant unmet need, leveraging its demonstrated expertise and capabilities in GI diseases. LINZESS® (linaclotide), the Company’s commercial product, is the first product approved by the United States Food and Drug Administration (the “U.S. FDA”) in a class of GI medicines called guanylate cyclase type C agonists (“GC-C agonists”) and is indicated for adult men and women suffering from irritable bowel syndrome with constipation (“IBS-C”) or chronic idiopathic constipation (“CIC”) and for pediatric patients ages 6-17 years-old suffering from functional constipation (“FC”). LINZESS is available to adult men and women suffering from IBS-C or CIC in the United States (the “U.S.”), Mexico and Saudi Arabia, adult men and women suffering from IBS-C or chronic constipation in Japan, and IBS-C in China, and pediatric patients ages 6-17 years old with FC in the U.S. Linaclotide is available under the trademarked name CONSTELLA® to adult men and women suffering from IBS-C or CIC and pediatric patients ages 6-17 years old with FC in Canada, and to adult men and women suffering from IBS-C in certain European countries. The Company has strategic partnerships with leading pharmaceutical companies to support the development and commercialization of linaclotide throughout the world. The Company and its partner, AbbVie Inc. (together with its affiliates, “AbbVie”), began commercializing LINZESS in the U.S. in December 2012. Under the Company’s collaboration for North America with AbbVie, total net sales of LINZESS in the U.S., as recorded by AbbVie, are reduced by commercial costs incurred by each party, and the resulting amount is shared equally between the Company and AbbVie. Additionally, development costs are shared equally between the Company and AbbVie. Outside of the U.S., the Company earns royalties as a percentage of net sales of products containing linaclotide as an active ingredient by the Company’s collaboration partners. AbbVie has an exclusive license from the Company to develop and commercialize linaclotide in all countries other than China (including Hong Kong and Macau), Japan and the countries and territories of North America (the “AbbVie License Territory”). In addition, AbbVie has exclusive rights to commercialize linaclotide in Canada as CONSTELLA and in Mexico as LINZESS. Astellas Pharma Inc. (“Astellas”), the Company’s partner in Japan, has an exclusive license to develop, manufacture, and commercialize linaclotide in Japan. AstraZeneca AB (together with its affiliates) (“AstraZeneca”), the Company’s partner in China, has the exclusive right to develop, manufacture, and commercialize products containing linaclotide in China (including Hong Kong and Macau) (the “AstraZeneca License Territory”). In June 2023, the Company completed a tender offer to purchase 98% of the outstanding ordinary shares of VectivBio Holding AG (“VectivBio”), a clinical-stage biotechnology company focused on the discovery and development of treatments for severe, rare GI conditions for which there is a significant unmet medical need, at a price per share of $17.00, net to the shareholders of VectivBio in cash, without interest and subject to any applicable withholding taxes (the “VectivBio Acquisition”). In December 2023, the Company completed a squeeze-out merger under Swiss law to acquire all remaining outstanding ordinary shares in cash at a price per share of $17.00, and VectivBio Holding AG was merged with and into Ironwood Pharmaceuticals GmbH, a wholly-owned subsidiary of Ironwood organized under the laws of Switzerland (the “Squeeze-out Merger”). Through the acquisition, the Company is advancing apraglutide, a next-generation, synthetic peptide analog of glucagon-like peptide-2, for rare GI diseases, including short bowel syndrome with intestinal failure (“SBS-IF”), a severe malabsorptive condition. In February 2024, the Company announced positive topline results from its pivotal Phase III clinical trial, STARS, which evaluated the efficacy and safety of once-weekly subcutaneous apraglutide in reducing parenteral support dependency in adult patients with SBS-IF, and plans to submit a new drug application and other regulatory filings for apraglutide for use in adult patients with SBS who are dependent on parenteral support. The Company had a collaboration and license option agreement (the “COUR Collaboration Agreement”) with COUR Pharmaceutical Development Company, Inc. (“COUR”), a biotechnology company developing novel immune-modifying nanoparticles to treat autoimmune diseases. The COUR Collaboration Agreement granted the Company an option (the “Option”) to acquire an exclusive license to research, develop, manufacture and commercialize, in the U.S., products containing CNP-104, a potential treatment for primary biliary cholangitis (“PBC”), a rare autoimmune disease targeting the liver. In the third quarter of 2024, the Company received from COUR the topline data from COUR’s Phase II clinical study for the treatment of PBC. In September 2024, the Company notified COUR of the decision not to exercise the option to acquire an exclusive license to CNP-104. As a result, the collaboration and license option agreement between the Company and COUR has terminated, and the Company retains no rights and has no obligations related to CNP-104. These and other agreements are more fully described in Note 5, Collaboration, License and Other Agreements, to these condensed consolidated financial statements. The Company is advancing IW-3300, a GC-C agonist, for the potential treatment of visceral pain conditions, such as interstitial cystitis / bladder pain syndrome (“IC/BPS”) and endometriosis. The Company has decided to end further recruitment for the Phase II proof of concept study in IC/BPS and analyze the data once all currently enrolled patients complete the full 12-week study assessment, which will inform the next steps on the program. The Company was incorporated in Delaware on January 5, 1998 as Microbia, Inc. On April 7, 2008, the Company changed its name to Ironwood Pharmaceuticals, Inc. To date, the Company has dedicated a majority of its activities to the research, development and commercialization of linaclotide, as well as to the research and development of its other product candidates. 0.98 17.00 17.00 2. Summary of Significant Accounting Policies Basis of Presentation <p style="font-family:'Times New Roman','Times','serif';font-

size:10pt;margin:0pt;"> The accompanying condensed consolidated financial statements and the related disclosures are unaudited and have been prepared in accordance with accounting principles generally accepted in the U.S. Additionally, certain information and footnote disclosures normally included in the Company's annual financial statements have been condensed or omitted. Accordingly, these interim condensed consolidated financial statements should be read in conjunction with the consolidated financial statements and notes thereto contained in the Company's Annual Report on Form 10-K for the year ended December 31, 2023, which was filed with the Securities and Exchange Commission ("SEC") on February 16, 2024 (the "2023 Annual Report on Form 10-K"). The unaudited interim condensed consolidated financial statements have been prepared on the same basis as the audited consolidated financial statements and, in the opinion of management, reflect all normal recurring adjustments considered necessary for a fair statement of the Company's financial position as of September 30, 2024, and the results of its operations for the three and nine months ended September 30, 2024 and 2023, its statements of stockholders' equity (deficit) for the three and nine months ended September 30, 2024 and 2023, and its cash flows for the nine months ended September 30, 2024 and 2023. The results of operations for the three and nine months ended September 30, 2024 and 2023 are not necessarily indicative of the results that may be expected for the full year or any other subsequent interim period. Principles of Consolidation The accompanying condensed consolidated financial statements as of September 30, 2024 include the accounts of Ironwood and its wholly-owned subsidiaries, Ironwood Pharmaceuticals Securities Corporation, Ironwood Pharmaceuticals GmbH, VectivBio AG, GlyPharma Therapeutic Inc. ("GlyPharma"), and VectivBio US, Inc. All intercompany transactions and balances are eliminated in consolidation. For consolidated entities in which the Company owns less than 100% of the outstanding shares, the Company records net income (loss) and comprehensive income (loss) attributable to noncontrolling interests in its consolidated statements of income (loss) and comprehensive income (loss), respectively, equal to the percentage of the common stock ownership interest retained in such entities by the noncontrolling parties. The Company reports noncontrolling interests in consolidated entities as a component of equity separate from the Company's equity. Use of Estimates The preparation of condensed consolidated financial statements in accordance with U.S. generally accepted accounting principles requires the Company's management to make estimates and judgments that may affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements, and the amounts of revenues and expenses during the reported periods. On an ongoing basis, the Company's management evaluates its estimates, judgments and methodologies. Estimates and assumptions in the condensed consolidated financial statements include those related to fair value of assets acquired and liabilities assumed in acquisitions; revenue recognition; accounts receivable; useful lives of long-lived assets; impairment of long-lived assets, including goodwill; valuation procedures for right-of-use assets and operating lease liabilities; income taxes, including uncertain tax positions and the valuation allowance for deferred tax assets; research and development expenses; contingencies; defined benefit pension liabilities; and share-based compensation. The Company bases its estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities. Actual results may differ materially from these estimates under different assumptions or conditions. Changes in estimates are reflected in reported results in the period in which they become known. Summary of Significant Accounting Policies The Company's significant accounting policies are described in Note 2, Summary of Significant Accounting Policies, in the 2023 Annual Report on Form 10-K. During the three and nine months ended September 30, 2024, the Company did not adopt any additional significant accounting policies. New Accounting Pronouncements From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board (the "FASB") or other standard setting bodies that are adopted by the Company as of the specified effective date. The Company did not adopt any new accounting pronouncements during the three and nine months ended September 30, 2024 that had a material effect on its condensed consolidated financial statements. In October 2023, the FASB issued Accounting Standards Update ("ASU") No. 2023-06, Disclosure Improvements: Codification Amendment in Response to the SEC's Disclosure Update and Simplification Initiative ("ASU 2023-06"). The guidance in ASU 2023-06 aligns the disclosure and presentation requirements in the FASB Accounting Standards Codification with the SEC's regulations. The effective date for each amendment will be the date on which the SEC's removal of the related disclosure requirement from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. Any amendments not removed by the SEC by June 30, 2027 will not become effective. The amendments adopted in ASU 2023-06 will be applied prospectively. The Company is currently evaluating the impact that the adoption of ASU 2023-06 may have on its disclosures in its condensed consolidated financial statements. In November 2023, the FASB issued ASU No. 2023-07, Segment Reporting (Topic 280) ("ASU 2023-07"). The guidance in ASU 2023-07 expands prior reportable segment disclosure requirements by requiring entities to disclose significant segment expenses that are regularly provided to the Chief Operating Decision Maker ("CODM") and details of how the CODM uses financial reporting to assess their segment's performance. The guidance is effective for fiscal years beginning after December 15, 2023 and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. The ASU is required to be applied retrospectively upon adoption. The Company is currently evaluating the impact that the adoption of ASU 2023-07 may have on its condensed consolidated financial statements. In December 2023, the FASB issued ASU No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures ("ASU 2023-09"). The guidance in ASU 2023-09 improves the transparency of annual income tax disclosures by requiring greater disaggregation of information in the rate reconciliation and income taxes paid disaggregated by jurisdiction. The standard is effective for fiscal years beginning after December 15, 2024, with early adoption permitted. Upon adoption, ASU 2023-09 may be applied prospectively or retrospectively. The Company is currently evaluating the impact that the adoption of ASU 2023-09 may have on its disclosures in its annual consolidated financial statements. In November 2024, the FASB issued ASU No. 2024-03, Disaggregation of Income Statement Expenses ("ASU 2024-03"). The guidance in ASU 2024-03 requires new financial statement disclosures in tabular format, disaggregating information about prescribed categories underlying any relevant income statement expense captions. The standard is effective for fiscal years beginning after December 15, 2026 and interim periods within fiscal years beginning after December 15, 2027, with early adoption permitted. Upon adoption, ASU 2024-03 may be applied prospectively or retrospectively. The Company is currently evaluating the impact that the adoption of ASU 2024-03 may have on its disclosures in its condensed consolidated financial statements. Other recent accounting pronouncements issued, but not yet effective, are not expected to be applicable to the Company or have a material effect on the condensed consolidated financial statements upon future adoption.   Basis of Presentation The accompanying condensed consolidated financial statements and the related disclosures are unaudited and have been prepared in accordance with accounting principles generally accepted in the U.S. Additionally, certain information and footnote disclosures normally included in the Company's annual financial statements have been condensed or omitted. Accordingly, these interim condensed consolidated financial statements should be read in conjunction with the consolidated financial statements and notes thereto contained in the Company's Annual Report on Form 10-K for the year ended December 31, 2023, which was filed with the Securities and Exchange Commission ("SEC") on February 16, 2024 (the "2023 Annual

Report on Form 10-K”). The unaudited interim condensed consolidated financial statements have been prepared on the same basis as the audited consolidated financial statements and, in the opinion of management, reflect all normal recurring adjustments considered necessary for a fair statement of the Company’s financial position as of September 30, 2024, and the results of its operations for the three and nine months ended September 30, 2024 and 2023, its statements of stockholders’ equity (deficit) for the three and nine months ended September 30, 2024 and 2023, and its cash flows for the nine months ended September 30, 2024 and 2023. The results of operations for the three and nine months ended September 30, 2024 and 2023 are not necessarily indicative of the results that may be expected for the full year or any other subsequent interim period. Principles of Consolidation The accompanying condensed consolidated financial statements as of September 30, 2024 include the accounts of Ironwood and its wholly-owned subsidiaries, Ironwood Pharmaceuticals Securities Corporation, Ironwood Pharmaceuticals GmbH, VectivBio AG, GlyPharma Therapeutic Inc. (“GlyPharma”), and VectivBio US, Inc. All intercompany transactions and balances are eliminated in consolidation. For consolidated entities in which the Company owns less than 100% of the outstanding shares, the Company records net income (loss) and comprehensive income (loss) attributable to noncontrolling interests in its consolidated statements of income (loss) and comprehensive income (loss), respectively, equal to the percentage of the common stock ownership interest retained in such entities by the noncontrolling parties. The Company reports noncontrolling interests in consolidated entities as a component of equity separate from the Company’s equity. Use of Estimates The preparation of condensed consolidated financial statements in accordance with U.S. generally accepted accounting principles requires the Company’s management to make estimates and judgments that may affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements, and the amounts of revenues and expenses during the reported periods. On an ongoing basis, the Company’s management evaluates its estimates, judgments and methodologies. Estimates and assumptions in the condensed consolidated financial statements include those related to fair value of assets acquired and liabilities assumed in acquisitions; revenue recognition; accounts receivable; useful lives of long-lived assets; impairment of long-lived assets, including goodwill; valuation procedures for right-of-use assets and operating lease liabilities; income taxes, including uncertain tax positions and the valuation allowance for deferred tax assets; research and development expenses; contingencies; defined benefit pension liabilities; and share-based compensation. The Company bases its estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities. Actual results may differ materially from these estimates under different assumptions or conditions. Changes in estimates are reflected in reported results in the period in which they become known. New Accounting Pronouncements From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board (the “FASB”) or other standard setting bodies that are adopted by the Company as of the specified effective date. The Company did not adopt any new accounting pronouncements during the three and nine months ended September 30, 2024 that had a material effect on its condensed consolidated financial statements. In October 2023, the FASB issued Accounting Standards Update (“ASU”) No. 2023-06, Disclosure Improvements: Codification Amendment in Response to the SEC’s Disclosure Update and Simplification Initiative (“ASU 2023-06”). The guidance in ASU 2023-06 aligns the disclosure and presentation requirements in the FASB Accounting Standards Codification with the SEC’s regulations. The effective date for each amendment will be the date on which the SEC's removal of the related disclosure requirement from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. Any amendments not removed by the SEC by June 30, 2027 will not become effective. The amendments adopted in ASU 2023-06 will be applied prospectively. The Company is currently evaluating the impact that the adoption of ASU 2023-06 may have on its disclosures in its condensed consolidated financial statements. In November 2023, the FASB issued ASU No. 2023-07, Segment Reporting (Topic 280) (“ASU 2023-07”). The guidance in ASU 2023-07 expands prior reportable segment disclosure requirements by requiring entities to disclose significant segment expenses that are regularly provided to the Chief Operating Decision Maker (“CODM”) and details of how the CODM uses financial reporting to assess their segment’s performance. The guidance is effective for fiscal years beginning after December 15, 2023 and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. The ASU is required to be applied retrospectively upon adoption. The Company is currently evaluating the impact that the adoption of ASU 2023-07 may have on its condensed consolidated financial statements. In December 2023, the FASB issued ASU No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures (“ASU 2023-09”). The guidance in ASU 2023-09 improves the transparency of annual income tax disclosures by requiring greater disaggregation of information in the rate reconciliation and income taxes paid disaggregated by jurisdiction. The standard is effective for fiscal years beginning after December 15, 2024, with early adoption permitted. Upon adoption, ASU 2023-09 may be applied prospectively or retrospectively. The Company is currently evaluating the impact that the adoption of ASU 2023-09 may have on its disclosures in its annual consolidated financial statements. In November 2024, the FASB issued ASU No. 2024-03, Disaggregation of Income Statement Expenses (“ASU 2024-03”). The guidance in ASU 2024-03 requires new financial statement disclosures in tabular format, disaggregating information about prescribed categories underlying any relevant income statement expense captions. The standard is effective for fiscal years beginning after December 15, 2026 and interim periods within fiscal years beginning after December 15, 2027, with early adoption permitted. Upon adoption, ASU 2024-03 may be applied prospectively or retrospectively. The Company is currently evaluating the impact that the adoption of ASU 2024-03 may have on its disclosures in its condensed consolidated financial statements. Other recent accounting pronouncements issued, but not yet effective, are not expected to be applicable to the Company or have a material effect on the condensed consolidated financial statements upon future adoption. false false false 3. Acquisitions As described in Note 1, Nature of Business, on June 29, 2023, the Company completed the VectivBio Acquisition. The aggregate consideration paid by the Company to acquire the shares accepted for payment was approximately $1.2 billion. The Company financed the acquisition through proceeds from the borrowings under the Revolving Credit Agreement (as defined elsewhere below) and cash on hand.</p><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-indent:36pt;margin:0pt;">The total purchase consideration for VectivBio is as follows (in thousands):</p><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-indent:36pt;margin:0pt;"></p><table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:middle;white-space:nowrap;width:86.52%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="position:absolute;top:50%;transform:translate(0,-50%);width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.97%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:11.49%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="bottom:0pt;position:absolute;width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></div></div></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:86.52%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Cash consideration paid to selling shareholders⁽¹⁾</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.97%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-

space:nowrap;width:11.49%;background:#ccceff;margin:0pt;padding:0pt;"> 1,041,391 </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:86.52%;margin:0pt;padding:0pt;"> Cash consideration paid to settle VectivBio restricted stock units ("RSUs") and stock options ⁽²⁾ </td><td style="vertical-align:bottom;white-space:nowrap;width:1.97%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.49%;margin:0pt;padding:0pt;"> 78,003 </td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:86.52%;background:#ccceff;margin:0pt;padding:0pt;"> Cash consideration paid to settle VectivBio warrants⁽³⁾ </td><td style="vertical-align:bottom;white-space:nowrap;width:1.97%;background:#ccceff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.49%;background:#ccceff;margin:0pt;padding:0pt;"> 3,720 </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:86.52%;margin:0pt;padding:0pt;"> Transaction costs </td><td style="vertical-align:bottom;white-space:nowrap;width:1.97%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.49%;margin:0pt;padding:0pt;"> 26,270 </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:86.52%;background:#ccceff;margin:0pt;padding:0pt;"> Fair value of noncontrolling interest⁽⁴⁾ </td><td style="vertical-align:bottom;white-space:nowrap;width:1.97%;background:#ccceff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.49%;background:#ccceff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 26,218 </td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:86.52%;margin:0pt;padding:0pt;"> Total purchase consideration </td><td style="vertical-align:bottom;white-space:nowrap;width:1.97%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.49%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 1,175,602 </td></tr></table> <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">(1)</td><td style="padding:0pt;">The cash consideration paid to selling shareholders was determined based on the total number of the outstanding ordinary shares of VectivBio (the "VectivBio Shares") tendered at closing of 61,258,315 at a per share price of $17.00. </td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">(2)</td><td style="padding:0pt;">The cash consideration paid to settle VectivBio RSUs and stock options issued under VectivBio's equity incentive plans was determined based on the total number of underlying VectivBio Shares of 8,904,171 at a per share price of $17.00, less the exercise price for stock options.</td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">(3)</td><td style="padding:0pt;">The cash consideration paid to settle VectivBio warrants was determined based on the total number of VectivBio warrant shares outstanding at close of 324,190 at a per share price of $11.4757 calculated as the per share price of $17.00, less the exercise price of $5.5243 per share.</td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">(4)</td><td style="padding:0pt;">The fair value of the noncontrolling interest was determined based on the total number of VectivBio Shares outstanding at closing of 1,547,723 at the closing date of the tender offer, using the VectivBio closing share price on June 28, 2023 of $16.94.</td></tr></table> On December 12, 2023, the Company completed the Squeeze-out Merger and paid $26.3 million to acquire all remaining outstanding VectivBio Shares in cash. As of December 31, 2023, there was no remaining noncontrolling interest in VectivBio. . The VectivBio Acquisition was accounted for as an asset acquisition under Accounting Standards Codification ("ASC") Topic 805, Business Combinations, because substantially all of the fair value of the gross assets acquired was concentrated in a single identifiable in-process research and development ("IPR&D") asset, apraglutide, VectivBio's lead investigational asset. Apraglutide is a next-generation, long-acting synthetic GLP-2 analog being developed for a range of rare GI diseases for the potential treatment of SBS-IF. The Company recognized the acquired assets and assumed liabilities based on the consideration paid, inclusive of transaction costs, on a relative fair value basis. In accordance with the accounting for asset acquisitions, an entity that acquires IPR&D assets in an asset acquisition follows the guidance in ASC Topic 730 Research and Development, which requires that both tangible and intangible identifiable research and development assets with no alternative future use be allocated a portion of the consideration transferred and recorded as research and development expense at the acquisition date. As a result, the Company recorded approximately $1.1 billion in acquired IPR&D expense related to the apraglutide IPR&D asset during the second quarter of 2023. The following is the allocation of the purchase consideration based on the relative fair value of assets acquired and liabilities assumed by the Company (in thousands): . <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;margin:0pt;padding:0pt;"> <p style="font-family:'Times New

Roman','Times','serif';font-size:10pt;margin:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"> Assets acquired </td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;background:#cceeff;margin:0pt;padding:0pt;"> Cash and cash equivalents </td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 123,340</p></td></tr></table><table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr><td style="vertical-align:bottom;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Prepaid expenses and other current assets</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 10,867</p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Property and equipment</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 126</p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Intangible assets</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 4,100</p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Acquired in-process research and development</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 1,090,449</p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Total assets acquired</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 1,228,882 </td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;background:#cceeff;margin:0pt;padding:0pt;"> Liabilities assumed </td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"> Current liabilities </td><td 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#000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 53,280</p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"><b style="font-weight:bold;">Net assets acquired</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 1,175,602 </td></tr></table>

 Acquisition-related expenses include direct and incremental costs incurred in connection with the transaction, including integration-related professional services and employee retention-related benefits. Acquisition-related expenses exclude transaction costs included in the computation of total consideration paid. The Company tracked and disclosed acquisition-related expenses incurred through the end of the second quarter of 2024. For the six months ended June 30, 2024, the Company incurred acquisition-related expenses of $3.6 million, of which $1.1 million were included in selling, general and administrative expenses and $2.5 million were included in restructuring expense within the Company's condensed consolidated statement of income (loss). The Company incurred acquisition-related expenses of $8.5 million and $53.8 million, respectively, for the three and nine months ended September 30, 2023, of which $3.7 million and $24.5 million, respectively, were included in selling, general and administrative expenses, $0.2 million and $15.0 million, respectively, were included in research and development expenses, and $4.7 million and $14.2 million, respectively, were included in restructuring expenses within the Company's condensed consolidated statement of income (loss). <p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-indent:36pt;margin:0pt 0pt 6pt

0pt;">Intangible assets are comprised of the assembled workforce and are amortized on a straight-line basis over an estimated useful life of five years. The Company recognized $0.2 million and $0.6 million of amortization expense during the three and nine months ended September 30, 2024, respectively. The Company recognized $0.2 million of amortization expense during each of the three and nine months ended September 30, 2023. The net carrying value of the assembled workforce was $3.1 million and $3.7 million as of September 30, 2024 and December 31, 2023, respectively. Future annual amortization expense will be $0.8 million for each of the years ending December 31, 2024 through December 31, 2027 and $0.4 million for the year ended December 31, 2028.</p> 2023-06-29 12000000000 <p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-indent:36pt;margin:0pt;">.</p><table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:middle;white-space:nowrap;width:86.52%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div style="position:absolute;top:50%;transform:translate(0,-50%);width:100%;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></div></div></td><td style="vertical-align:bottom;white-space:nowrap;width:1.97%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"><div 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$11.4757 calculated as the per share price of $17.00, less the exercise price of $5.5243 per share.</td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">(4)</td><td style="padding:0pt;">The fair value of the noncontrolling interest was determined based on the total number of VectivBio Shares outstanding at closing of 1,547,723 at the closing date of the tender offer, using the VectivBio closing share price on June 28, 2023 of $16.94.

</td></tr></table> <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"> Assets acquired </td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;background:#cceeff;margin:0pt;padding:0pt;"> Cash and cash equivalents </td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 123,340</p></td></tr></table><table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr><td style="vertical-align:bottom;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Prepaid expenses and other current assets</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 10,867</p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Property and equipment</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 126</p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Intangible assets</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 4,100</p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Acquired in-process research and development</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 1,090,449</p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Total assets acquired</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 1,228,882 </td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;background:#cceeff;margin:0pt;padding:0pt;"> Liabilities assumed </td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"> Current liabilities </td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;margin:0pt;padding:0pt;"> 37,377 </td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;background:#cceeff;margin:0pt;padding:0pt;"> Other liabilities </td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 15,903 </td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"> Total liabilities assumed </td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 53,280</p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td></tr><tr><td style="vertical-align:middle;white-space:nowrap;width:76.26%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"><b style="font-weight:bold;">Net assets acquired</p></td><td style="vertical-align:bottom;white-space:nowrap;width:3.48%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:20.25%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 1,175,602 </td></tr></table>

 1041391000 78003000 3720000 26270000 26218000 1175602000 61258315 17.00 8904171 17.00 324190 11.4757 17.00 5.5243 1547723 16.94 26300000 0 1100000000 123340000 10867000 126000 4100000 1090449000 1228882000 37377000 15903000 53280000 1175602000 3600000 1100000 2500000 8500000 53800000 3700000 24500000 200000 15000000.0 4700000 14200000 P5Y 200000 600000 200000 200000 3100000 3700000 800000 800000 400000 4. Net Income (Loss) Per Share The following table sets forth the computation of basic and diluted net income (loss) per common share (in thousands, except per share amounts): <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"><div style="height:1pt;overflow:hidden;overflow-wrap:break-

word;position:relative;"> </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;">   </td><td colspan="5" style="vertical-align:bottom;width:19.49%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;">   </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:20.61%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;">   </td><td colspan="5" style="vertical-align:bottom;width:19.49%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;">   </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:20.61%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.1%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.06%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.21%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024⁽¹⁾ </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.31%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023⁽¹⁾ </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Numerator: </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-

align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Net income (loss) </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt 2.5pt 0pt 0pt;"> 3,646</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 13,950 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt;"> (1,376)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> (1,029,814) </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Less: Net loss attributable to noncontrolling interests </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (1,371) </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (28,662) </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Net income (loss) attributable to Ironwood Pharmaceuticals, Inc. </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> 3,646 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 15,321 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> (1,376) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> (1,001,152) </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-

align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Add back interest expense, net of tax benefit, on assumed conversion of 2024 Convertible Notes </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 448 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Add back interest expense, net of tax benefit, on assumed conversion of 2026 Convertible Notes </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 669 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Numerator used in computing net income (loss) per share — diluted </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt 2.5pt 0pt 0pt;"> 3,646</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 16,438 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt;"> (1,376)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> (1,001,152) </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New

Roman','Times','serif';font-size:10pt;margin:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Denominator: </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td 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159,706 </td><td style="vertical-align:middle;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> 155,886 </td><td style="vertical-align:middle;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> 158,810 </td><td style="vertical-align:middle;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"> 155,240 </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Effect of dilutive securities: </td><td style="vertical-align:middle;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td 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style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> 88 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-

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style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Performance-based restricted stock units </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;margin:0pt;padding:0pt;"> 439 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> 573 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td 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space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> 2024 Convertible Notes assumed conversion </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 14,934 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td 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</td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 14,934 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td 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style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:middle;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Weighted average number of common shares outstanding used in computing net income (loss) per share — diluted </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 160,232 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 186,891 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td

style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 158,810 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 155,240 </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Net income (loss) per share — basic </td><td style="vertical-align:middle;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt 2.5pt 0pt 0pt;"> 0.02</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 0.10 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt;"> (0.01)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> (6.45) </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Net income (loss) per share — diluted </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt 2.5pt 0pt 0pt;"> 0.02</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 0.09 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt;"> (0.01)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> (6.45) </td></tr></table> <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="font-family:'Times New Roman','Times','serif';font-size:8pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">(1)</td><td style="padding:0pt;">During each of the nine months ended September 30, 2024 and 2023, the Company was in a net loss position and therefore did not differentiate basic and diluted earnings per share.</td></tr></table> The outstanding securities set forth in the following table have been excluded from the computation of diluted weighted average shares outstanding, as applicable, as their effect would be anti-dilutive (in thousands): <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-

space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td colspan="3" style="vertical-align:bottom;width:15.51%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td colspan="3" style="vertical-align:bottom;width:15.47%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td colspan="3" style="vertical-align:bottom;width:15.51%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td colspan="3" style="vertical-align:bottom;width:15.47%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:bottom;width:65.01%;background:#cceeff;margin:0pt;padding:0pt;"> Stock options </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> 4,678 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> 4,744 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> 4,906 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;background:#cceeff;margin:0pt;padding:0pt;"> 4,896 </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> Time-based restricted stock units </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> 5,327 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> 1,626 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> 1,994 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;margin:0pt;padding:0pt;"> 1,042 </td></tr><tr><td style="vertical-align:bottom;width:65.01%;background:#cceeff;margin:0pt;padding:0pt;"> Performance-based restricted stock units </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> 216 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> 66 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;background:#cceeff;margin:0pt;padding:0pt;"> 164 </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> Note Hedge Warrants </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> <span

style="font-size:9pt;visibility:hidden;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;margin:0pt;padding:0pt;"> 3,364 </td></tr><tr><td style="vertical-align:bottom;width:65.01%;background:#cceeff;margin:0pt;padding:0pt;"> 2026 Convertible Notes </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 14,934 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 14,934 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> Total </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 24,939 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 6,586 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 21,900 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 9,466 </td></tr></table> There was no dilutive impact of the 2024 Convertible Notes (as defined below) for the three and nine months ended September 30, 2024 because the Company had elected prior to the beginning of the period to settle the conversion of 2024 Convertible Notes, if any, with a combination settlement of a cash payment equal to the principal value of converted notes and shares of Class A Common Stock equal to the conversion value in excess of the principal value, if any (Note 9). Accordingly, interest expense was not removed from the numerator and there was no calculated spread added to the denominator because the average market price of the Company's Class A Common Stock during the period was not in excess of the conversion price. <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:19.49%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:20.61%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:19.49%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times';font-size:8pt;text-

align:center;margin:0pt;">September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;">   </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:20.61%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.1%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.06%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.21%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024⁽¹⁾ </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.31%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023⁽¹⁾ </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Numerator: </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;">   </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Net income (loss) </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt 2.5pt 0pt 0pt;"> 3,646</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 13,950 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt;"> (1,376)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> (1,029,814) </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Less: Net loss attributable to noncontrolling interests </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (1,371) </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (28,662) </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt 0pt 0pt

12pt;">Net income (loss) attributable to Ironwood Pharmaceuticals, Inc. </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> 3,646 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 15,321 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> (1,376) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> (1,001,152) </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Add back interest expense, net of tax benefit, on assumed conversion of 2024 Convertible Notes </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 448 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Add back interest expense, net of tax benefit, on assumed conversion of 2026 Convertible Notes </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 669 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p

style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt 2.5pt 0pt 0pt;">— </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Numerator used in computing net income (loss) per share — diluted </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt 2.5pt 0pt 0pt;">3,646</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 16,438 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt;">(1,376)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> (1,001,152) </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Denominator: </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Weighted average number of common shares outstanding used in computing net income (loss) per share — basic </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:7.99%;background:#cceeff;margin:0pt;padding:0pt;"> 159,706 </td><td style="vertical-align:middle;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> 155,886 </td><td style="vertical-align:middle;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> 158,810 </td><td style="vertical-align:middle;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:middle;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-

align:right;margin:0pt 2.5pt 0pt 0pt;">155,240 </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Effect of dilutive securities: </td><td style="vertical-align:middle;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Stock options </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> 88 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Time-based restricted stock units </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> 49 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 445 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Performance-based restricted stock units </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;margin:0pt;padding:0pt;"> 439 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> 573 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-

align:right;margin:0pt 2.5pt 0pt 0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Restricted stock </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> 21 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 24 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Shares subject to issuance under Employee Stock Purchase Plan </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;margin:0pt;padding:0pt;"> 17 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;margin:0pt;padding:0pt;"> 7 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> 2024 Convertible Notes assumed conversion </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 14,934 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> 2026 Convertible Notes assumed conversion </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 14,934 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;border-bottom:1px solid

#000000;margin:0pt;padding:0pt;"> — </td></tr></table><table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Dilutive potential common shares </td><td style="vertical-align:bottom;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:middle;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Weighted average number of common shares outstanding used in computing net income (loss) per share — diluted </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 160,232 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 186,891 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 158,810 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 155,240 </td></tr><tr><td style="vertical-align:bottom;width:56.21%;margin:0pt;padding:0pt;"> Net income (loss) per share — basic </td><td style="vertical-align:middle;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt 2.5pt 0pt 0pt;"> 0.02</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;margin:0pt;padding:0pt;"> 0.10 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt;"> (0.01)</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;margin:0pt;padding:0pt;"> (6.45) </td></tr><tr><td style="vertical-align:bottom;width:56.21%;background:#cceeff;margin:0pt;padding:0pt;"> Net income (loss) per share — diluted </td><td style="vertical-align:bottom;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.99%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;text-align:right;margin:0pt 2.5pt 0pt 0pt;"> 0.02</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.19%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.87%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 0.09 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.84%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:8%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> (0.01) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.09%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.2%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New

Roman','Times','serif';font-size:8pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.1%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> (6.45) </td></tr></table> <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="font-family:'Times New Roman','Times','serif';font-size:8pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">(1)</td><td style="padding:0pt;">During each of the nine months ended September 30, 2024 and 2023, the Company was in a net loss position and therefore did not differentiate basic and diluted earnings per share.</td></tr></table> 3646000 13950000 -1376000 -1029814000 -1371000 -28662000 3646000 15321000 -1376000 -1001152000 448000 669000 3646000 16438000 -1376000 -1001152000 159706000 155886000 158810000 155240000 88000 49000 445000 439000 573000 21000 24000 17000 7000 14934000 14934000 160232000 186891000 158810000 155240000 0.02 0.10 -0.01 -6.45 0.02 0.09 -0.01 -6.45 <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> . </td><td colspan="3" style="vertical-align:bottom;width:15.51%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> . </td><td colspan="3" style="vertical-align:bottom;width:15.47%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> . </td><td colspan="3" style="vertical-align:bottom;width:15.51%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> . </td><td colspan="3" style="vertical-align:bottom;width:15.47%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:bottom;width:65.01%;background:#cceeff;margin:0pt;padding:0pt;"> Stock options </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> 4,678 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> 4,744 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> 4,906 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;background:#cceeff;margin:0pt;padding:0pt;"> 4,896 </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> Time-based restricted stock units </td><td style="vertical-align:bottom;white-

space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> 5,327 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> 1,626 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> 1,994 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;margin:0pt;padding:0pt;"> 1,042 </td></tr><tr><td style="vertical-align:bottom;width:65.01%;background:#cceeff;margin:0pt;padding:0pt;"> Performance-based restricted stock units </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> 216 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;margin:0pt;padding:0pt;"> 66 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;background:#cceeff;margin:0pt;padding:0pt;"> 164 </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> Note Hedge Warrants </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;margin:0pt;padding:0pt;"> 3,364 </td></tr><tr><td style="vertical-align:bottom;width:65.01%;background:#cceeff;margin:0pt;padding:0pt;"> 2026 Convertible Notes </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 14,934 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 14,934 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:65.01%;margin:0pt;padding:0pt;"> Total </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 24,939 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 6,586 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.75%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 21,900 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.99%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.71%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 9,466 </td></tr></table> 4678000 4744000 4906000 4896000 5327000 1626000 1994000 1042000 216000 66000 164000 3364000 14934000 14934000 24939000 6586000 21900000 9466000 5. Collaboration, License and Other Agreements The Company has linaclotide collaboration agreements with AbbVie for North America and AstraZeneca for China (including Hong Kong and Macau), as well as linaclotide license agreements with Astellas for Japan and with AbbVie for the AbbVie License Territory. The following table provides amounts included in the Company's condensed consolidated statements of income (loss) as collaborative arrangements revenue attributable to transactions from these and other agreements (in thousands): <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> <p

style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:22.95%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;width:2.61%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:22.93%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:22.95%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;width:2.61%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:22.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> Collaborative Arrangements Revenue </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.17%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;background:#cceeff;margin:0pt;padding:0pt;"> Linaclotide Collaboration and License Agreements: </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> AbbVie (North America) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> 89,426 </td><td style="vertical-align:bottom;white-

space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">110,730</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">-</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> 254,035 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> 318,548 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;background:#cceeff;margin:0pt;padding:0pt;"> AbbVie (Europe and other) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 807 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"> 714 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 2,346 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 2,071 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> AstraZeneca (China, including Hong Kong and Macau) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> 91 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> 174 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> 286 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> 386 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;background:#cceeff;margin:0pt;padding:0pt;"> Astellas (Japan) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 413 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"> 432 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 1,200 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 1,305 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> Other Agreements: </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> -

</td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> - </td></tr><tr><td style="vertical-align:bottom;width:48.86%;background:#cceeff;margin:0pt;padding:0pt;"> Asahi Kasei Pharma Corporation (apraglutide) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 633 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"> 934 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 1,902 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 997 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> Other </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 222 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 755 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 1,096 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 1,875 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;background:#cceeff;margin:0pt;padding:0pt;"> Total collaborative arrangements revenue </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">91,592</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">-</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 113,739 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">260,865</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">-</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 325,182 </td></tr></table>   Accounts receivable, net, included $76.2 million and $129.1 million primarily related to collaborative arrangements revenue as of September 30, 2024 and December 31, 2023, respectively. Accounts receivable, net, included $75.1 million and $112.6 million due from the Company's partner, AbbVie, net of $3.6 million and $4.3 million of accounts payable, as of September 30, 2024 and December 31, 2023, respectively. - The Company routinely assesses the creditworthiness of its license and collaboration partners. The Company did not experience any material losses related to receivables from its license or collaboration partners during the three and nine months ended September 30, 2024 and 2023. - Linaclotide Agreements - Collaboration Agreement for North America with AbbVie <p style="font-family:'Times

New Roman','Times','serif';font-size:10pt;margin:0pt;"> In September 2007, the Company entered into a collaboration agreement with AbbVie to develop and commercialize linaclotide for the treatment of IBS-C, CIC, and other GI conditions in North America. Under the terms of this collaboration agreement, the Company received an upfront licensing fee, equity investment, and development and regulatory milestones, and shares equally with AbbVie all development costs as well as net profits or losses from the development and sale of linaclotide in the U.S. In addition, the Company receives royalties in the mid-teens percent based on net sales in Canada and Mexico. AbbVie is solely responsible for the further development, regulatory approval and commercialization of linaclotide in those countries and funding any costs. During the three and nine months ended September 30, 2024, the Company incurred $1.7 million and $5.2 million, respectively, in total research and development expenses under the linaclotide collaboration for North America. During the three and nine months ended September 30, 2023, the Company incurred $1.7 million and $5.1 million, respectively, in total research and development expenses under the linaclotide collaboration for North America. As a result of the research and development cost-sharing provisions of the linaclotide collaboration for North America, the Company incurred $2.0 million and $7.2 million in incremental research and development costs during the three and nine months ended September 30, 2024, respectively, and incurred $2.9 million and $9.0 million in incremental research and development costs during the three and nine months ended September 30, 2023, respectively, to reflect the obligations of each party under the collaboration to bear 50% of the development costs incurred. The Company and AbbVie began commercializing LINZESS in the U.S. in December 2012. The Company receives 50% of the net profits and bears 50% of the net losses from the commercial sale of LINZESS in the U.S. Net profits or net losses consist of net sales of LINZESS to third-party customers and sublicense income in the U.S. less the cost of goods sold as well as selling, general and administrative expenses. LINZESS net sales are calculated and recorded by AbbVie and may include gross sales net of discounts, rebates, allowances, sales taxes, freight and insurance charges, and other applicable deductions. The Company evaluated its linaclotide collaboration arrangement for North America and concluded that all development-period performance obligations had been satisfied as of September 2012. The Company has determined that there are three remaining commercial-period performance obligations, which include the sales detailing of LINZESS, participation in the joint commercialization committee, and approved additional trials. The consideration remaining includes cost reimbursements in the U.S. and net profit and loss sharing payments based on net sales in the U.S. Additionally, the Company receives royalties in the mid-teens percent based on net sales in Canada and Mexico. Royalties and net profit and loss sharing payments will be recorded as collaborative arrangements revenue or expense in the period earned, as these payments relate predominately to the license granted to AbbVie. The Company records royalty revenue in the period earned based on royalty reports from its partner, if available, or based on the projected sales and historical trends. The cost reimbursements received from AbbVie during the commercialization period will be recognized as earned in accordance with the right-to-invoice practical expedient, as the Company's right to consideration corresponds directly with the value of the services transferred during the commercialization period. Under the Company's linaclotide collaboration agreement for North America, LINZESS net sales are calculated and recorded by AbbVie and include gross sales net of discounts, rebates, allowances, sales taxes, freight and insurance charges, and other applicable deductions, as noted above. These amounts include the use of estimates and judgments, which could be adjusted based on actual results in the future. The Company records its share of the net profits or net losses from the sales of LINZESS in the U.S. less commercial expenses on a net basis, and presents the settlement payments to and from AbbVie as collaboration expense or collaborative arrangements revenue, as applicable. This treatment is in accordance with the Company's revenue recognition policy, given that the Company is not the primary obligor and does not have the inventory risks in the collaboration agreement with AbbVie for North America. The Company relies on AbbVie to provide accurate and complete information related to net sales of LINZESS in accordance with U.S. generally accepted accounting principles in order to calculate its settlement payments to and from AbbVie and record collaboration expense or collaborative arrangements revenue, as applicable. During the three and nine months ended September 30, 2024, the Company recognized a $5.0 million and $43.0 million reduction to collaboration revenue, respectively, as a result of changes in estimates of sales reserves and allowances associated with governmental and contractual rebates. Excluding the changes in estimates, net loss per share – basic and net loss per share – diluted each would have been $0.05 for the three months ended September 30, 2024, and would have been $0.19 and $0.17, respectively, for the nine months ended September 30, 2024. The following table summarizes collaborative arrangements revenue from the linaclotide collaboration agreement for North America (in thousands): <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:top;width:53.36%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:2.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:7.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:1.55%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:7.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:1.55%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:8.15%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:1.55%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:7.54%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:53.36%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:21.1%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"><p

style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:21.15%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;width:53.36%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:21.1%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:21.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:53.36%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.62%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.09%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:top;width:53.36%;background:#cceeff;margin:0pt;padding:0pt;"> Collaborative arrangements revenue related to sales of LINZESS in the U.S. </td><td style="vertical-align:top;white-space:nowrap;width:2.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:2.03%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:top;white-space:nowrap;width:7.58%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 88,886</p></td><td style="vertical-align:top;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:top;white-space:nowrap;width:1.55%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:top;white-space:nowrap;width:7.58%;background:#cceeff;margin:0pt;padding:0pt;"> 110,089 </td><td style="vertical-align:top;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:1.55%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:top;white-space:nowrap;width:8.15%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 252,016</p></td><td style="vertical-align:top;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:top;white-space:nowrap;width:1.55%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:top;white-space:nowrap;width:7.54%;background:#cceeff;margin:0pt;padding:0pt;"> 316,476 </td></tr><tr><td style="vertical-align:bottom;width:53.36%;margin:0pt;padding:0pt;"> Royalty revenue </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.58%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 540 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.55%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.58%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 641 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.55%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,019 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.55%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.54%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,072 </td></tr><tr><td style="vertical-align:bottom;width:53.36%;background:#cceeff;margin:0pt;padding:0pt;"> Total collaborative arrangements revenue </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.58%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 89,426</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.55%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:7.58%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 110,730 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.55%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.15%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 254,035 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-

space:nowrap;width:1.55%;background:#ceceff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:7.54%;background:#ceceff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 318,548 </td></tr></table> The Company incurred $9.7 million and $29.3 million in total selling, general and administrative costs related to the sale of LINZESS in the U.S. in accordance with the cost-sharing arrangement with AbbVie for the three and nine months ended September 30, 2024, respectively. The Company incurred $9.5 million and $28.8 million in total selling, general and administrative costs related to the sale of LINZESS in the U.S. in accordance with the cost-sharing arrangement with AbbVie for the three and nine months ended September 30, 2023, respectively. In May 2014, CONSTELLA® became commercially available in Canada and, in June 2014, LINZESS became commercially available in Mexico. The Company records royalties on sales of CONSTELLA in Canada and LINZESS in Mexico in the period earned. The Company recognized $0.5 million and $2.0 million of combined royalty revenues from Canada and Mexico during the three and nine months ended September 30, 2024, respectively. The Company recognized $0.6 million and $2.1 million of combined royalty revenues from Canada and Mexico during the three and nine months ended September 30, 2023, respectively. License Agreement with AbbVie (All countries other than the countries and territories of North America, China (including Hong Kong and Macau), and Japan) The Company has a license agreement with AbbVie to develop, manufacture and commercialize linaclotide in (i) Europe, and (ii) all other countries other than China (including Hong Kong and Macau), Japan, and the countries and territories of North America, or collectively the "Expanded Territory", for the treatment of IBS-C, CIC and other GI conditions. Under the license agreement, as amended, AbbVie is obligated to pay the Company, (i) royalties based on sales volume in Europe in the upper-teens percent, and (ii) on a country-by-country and product-by-product basis in the Expanded Territory, a royalty as a percentage of net sales of products containing linaclotide as an active ingredient in the upper-single digits for five years following the first commercial sale of a linaclotide product in a country, and in the low-double digits thereafter. The royalty rate for products in Europe and the Expanded Territory will decrease, on a country-by-country basis, to the lower-single digits, or cease entirely, following the occurrence of certain events. The license agreement also contains certain sales-based milestones and commercial launch milestones, which could total up to $42.5 million. The Company recognized <span style="font-size:10pt;">$0.8 million and $2.3 million of royalty revenue during the three and nine months ended September 30, 2024, respectively. The Company recognized $0.7 million and $2.1 million of royalty revenue during the three and nine months ended September 30, 2023, respectively. License Agreement for Japan with Astellas The Company has a license agreement with Astellas to develop, manufacture, and commercialize linaclotide for the treatment of IBS-C, CIC and other GI conditions in Japan. Under the license agreement, as amended, Astellas is required to pay royalties to the Company at rates beginning in the mid-single digit percent and escalating to low-double-digit percent, based on aggregate annual net sales in Japan of products containing linaclotide as an active ingredient. These royalty payments are subject to reduction following the expiration of certain licensed patents and the occurrence of generic competition in Japan. The Company recognized $0.4 million and $1.2 million of royalty revenue during the three and nine months ended September 30, 2024, respectively. The Company recognized $0.4 million and $1.3 million of royalty revenue during the three and nine months ended September 30, 2023, respectively. Collaboration Agreement for China (including Hong Kong and Macau) with AstraZeneca The Company has a collaboration agreement with AstraZeneca under which AstraZeneca has the exclusive right to develop, manufacture and commercialize products containing linaclotide in the AstraZeneca License Territory. Under the collaboration agreement, AstraZeneca is required to pay tiered royalties to the Company at rates beginning in the mid-single-digit percent and increasing up to twenty percent based on the aggregate annual net sales of products containing linaclotide in the AstraZeneca License Territory. In addition, AstraZeneca may be required to make milestone payments totaling up to $90.0 million contingent on the achievement of certain sales targets. The Company recognized an insignificant amount and $0.3 million of royalty revenue during the three and nine months ended September 30, 2024. The Company recognized $0.2 million and $0.4 million of royalty revenue during the three and nine months ended September 30, 2023, respectively. At December 31, 2023, the Company had accounts receivable in the amount of $15.0 million related to the third and final installment of a non-contingent receivable due from AstraZeneca in connection with an amendment to the collaboration agreement executed during 2019. The non-contingent receivable was collected in full during the first quarter of 2024. Apraglutide Agreements Development and Commercialization Agreement with AKP In March 2022, VectivBio entered into a development and commercialization agreement with Asahi Kasei Pharma Corporation ("AKP") in which VectivBio granted an exclusive license to AKP, with the right to sublicense in multiple tiers, to develop, commercialize and exploit products derived from apraglutide in Japan. Pursuant to the terms of the development and commercialization agreement with AKP, VectivBio received an upfront payment of JPY 3,000 million ($24.6 million at date of agreement) and development-related payments of JPY 1,600 million in the aggregate ($13.1 million at date of agreement) and is eligible to receive development milestones of JPY 1,000 million ($8.2 million at date of agreement) and up to JPY 19,000 million ($155.8 million at date of agreement) of commercial and sales-based milestone payments. VectivBio is also eligible to receive payments in the commercial period for manufacturing supply equal to cost-plus manufacturing mark-up and tiered royalties of up to a mid-double-digit percentage on product sales continuing until the later of (i) expiration of regulatory exclusivity in Japan, or (ii) expiration of the last valid patent claim that provides exclusivity to apraglutide in Japan (the "Royalty Term"). The development and commercialization agreement will terminate upon the expiration of the Royalty Term. The Company identified two performance obligations consisting of the (i) exclusive license for the development and commercialization of apraglutide in Japan and (ii) development activities for conducting global trials and sharing of associated development data necessary for obtaining and maintaining regulatory approval in Japan. Each performance obligation was capable of being distinct and distinct in the context of the contract. The initial transaction price was allocated to each performance obligation on a relative standalone selling price basis. The Company assessed that it provided a right to use the license as the license exists (in terms of form and functionality) at the point in time at which it is granted and therefore, was satisfied at the inception of the arrangement. The development activities are being recognized over time as the Company performs development activities related to the global trials. The Company recognizes revenue associated with the development activities using an input method, according to the costs incurred, which in management's judgment, is the best measure of progress towards satisfying the performance obligation. Under the sales-or-usage-based royalty exception, revenue related to sales-based milestone payments and royalty payments will be recognized as the underlying sales occur. Prior to the VectivBio Acquisition, VectivBio had received the upfront payment of JPY 3,000 million ($24.6 million at date of agreement), development-related payments of JPY 1,100 million ($9.0 million at date of agreement), and development milestones of JPY 500 million ($4.1 million at date of agreement). Upon the acquisition of VectivBio on June 29, 2023, the Company assumed a contract liability for deferred revenue related to the development-

related payments at its fair value of $4.3 million. In April 2024, VectivBio received the final development-related payment of JPY 500 million ($4.1 million at date of agreement). The Company recognized $0.6 million and $1.9 million of revenue related to development activities during the three and nine months ended September 30, 2024, respectively, and $0.9 million and $1.0 million during the three and nine months ended September 30, 2023. As of September 30, 2024, deferred revenue of $1.9 million is reported within accrued expenses and other current liabilities and $2.4 million is reported within other liabilities (Note 8) on the condensed consolidated balance sheets. Deferred revenue and future payments received related to development activities are expected to be recognized over the course of the development activities, which are expected to occur through 2028. License Agreement with Ferring In August 2012, as subsequently amended and restated in December 2016, GlyPharma entered into an exclusive licensing agreement with Ferring International Center, S.A. (“Ferring”), pursuant to which Ferring granted GlyPharma an exclusive, worldwide, sublicensable license under certain patent rights and know-how controlled by Ferring relating to apraglutide and certain know-how controlled by Ferring relating to specified alternate drug compounds, to research, develop, manufacture, make, have made, import, export, use, sell, distribute, promote, advertise, dispose of or offer to sell (i) products containing apraglutide whose manufacture, use or sale is covered by a valid claim of the licensed patents, or licensed products and (ii) products, containing a specified alternate drug compound, or alternate drug products. In April 2021, the license agreement was transferred and assigned to VectivBio AG, a subsidiary of VectivBio. Under the license agreement, as partial consideration for the rights Ferring granted to it, VectivBio AG is required to pay Ferring a high single-digit percentage royalty on worldwide annual net sales of licensed products and alternate drug products until, on a country-by-country basis and licensed product-by-licensed product or alternate drug product-by-alternate drug product basis, as applicable, the date on which the manufacture, use or sale of such licensed product or alternate drug product, as applicable, ceases to be covered by a valid claim of a patent within the licensed patents in such a country. GlyPharma was also required to issue Ferring a certain number of warrants and Class A preferred shares pursuant to a shareholders’ agreement. The equity obligations under the license agreement have been fully performed by GlyPharma. The Company is also obligated to pay Ferring a specified percentage of the annual consideration VectivBio AG or its affiliates, including the Company, received in connection with sales of licensed product or alternate drug product by any third parties to which VectivBio AG or its affiliates, including the Company, grant a sublicense of any of the rights licensed to VectivBio AG by Ferring under this license agreement. Such percentage is in the high single digits for sales of both licensed products and alternate drug products, and such payments are owed for the duration of the royalty term for licensed products or alternate drug products, as applicable. Other Collaboration and License Agreements Collaboration and License Option Agreement with COUR In November 2021, the Company entered into the COUR Collaboration Agreement, pursuant to which the Company was granted the Option to acquire an exclusive license to research, develop, manufacture and commercialize, in the U.S., products containing CNP-104 for the treatment of PBC. COUR has initiated a Phase II clinical study to evaluate the safety, tolerability, and pharmacodynamic effects and efficacy of CNP-104 in PBC patients. After reviewing the data from the clinical study for CNP-104, the Company had the right to exercise the Option and pay COUR $35.0 million in exchange for the license, subject to the Company’s right to apply a credit against such payment as described below. In April 2023, the Company and COUR executed an amendment to the COUR Collaboration Agreement, in which the Company agreed to pay a one-time, non-refundable, upfront payment of $6.0 million to COUR in exchange for the right to apply a credit of $6.6 million against future amounts due to COUR in connection with the exercise of the Option, commercial milestones, or royalties. In connection with such payment, COUR also granted the Company a right of first negotiation over certain additional potential research and development programs. The $6.0 million payment was recognized as research and development expense in the second quarter of 2023. In the third quarter of 2024, the Company received from COUR the topline data from COUR’s Phase II clinical study for the treatment of PBC. On September 27, 2024, the Company notified COUR of its decision not to exercise the option to acquire an exclusive license to CNP-104. As a result, the collaboration and license option agreement between the Company and COUR has terminated, and the Company retains no rights and has no obligations related to CNP-104. <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:22.95%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-

align:bottom;width:2.61%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;width:22.93%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;width:22.95%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;width:2.61%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;width:22.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> Collaborative Arrangements Revenue </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.17%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;background:#cceeff;margin:0pt;padding:0pt;"> Linaclotide Collaboration and License Agreements: </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> AbbVie (North America) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">89,426</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> 110,730 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">254,035</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> 318,548 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;background:#cceeff;margin:0pt;padding:0pt;"> AbbVie (Europe and other) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 807 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"> 714 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 2,346 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-

space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 2,071 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> AstraZeneca (China, including Hong Kong and Macau) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> 91 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> 174 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> 286 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> 386 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;background:#cceeff;margin:0pt;padding:0pt;"> Astellas (Japan) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 413 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"> 432 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 1,200 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 1,305 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"> Other Agreements: </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:48.86%;background:#cceeff;margin:0pt;padding:0pt;"> Asahi Kasei Pharma Corporation (apraglutide) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 633 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"> 934 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 1,902 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;margin:0pt;padding:0pt;"> 997 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0pt

12pt;">Other </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 222 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 755 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 1,096 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 1,875 </td></tr><tr><td style="vertical-align:bottom;width:48.86%;background:#cceeff;margin:0pt;padding:0pt;"> Total collaborative arrangements revenue </td><td style="vertical-align:bottom;white-space:nowrap;width:2.62%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">91,592</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 113,739 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">260,865</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.61%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.52%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 325,182 </td></tr></table> 89426000 110730000 254035000 318548000 807000 714000 2346000 2071000 91000 174000 286000 386000 413000 432000 1200000 1305000 633000 934000 1902000 997000 222000 755000 1096000 1875000 91592000 113739000 260865000 325182000 76200000 129100000 75100000 112600000 3600000 4300000 1700000 5200000 1700000 5100000 2000000.0 7200000 2900000 9000000.0 0.50 0.50 0.50 3 5000000.0 43000000.0 -0.05 -0.19 -0.17 <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:top;width:53.36%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:2.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:2.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:7.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:1.55%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:7.58%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:1.55%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:8.15%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:1.55%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:7.54%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:53.36%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:21.1%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"><p

style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:21.15%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;width:53.36%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:21.1%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:21.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:53.36%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.62%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.09%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:top;width:53.36%;background:#cceeff;margin:0pt;padding:0pt;"> Collaborative arrangements revenue related to sales of LINZESS in the U.S. </td><td style="vertical-align:top;white-space:nowrap;width:2.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:2.03%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:top;white-space:nowrap;width:7.58%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 88,886</p></td><td style="vertical-align:top;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:top;white-space:nowrap;width:1.55%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:top;white-space:nowrap;width:7.58%;background:#cceeff;margin:0pt;padding:0pt;"> 110,089 </td><td style="vertical-align:top;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:top;white-space:nowrap;width:1.55%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:top;white-space:nowrap;width:8.15%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 252,016</p></td><td style="vertical-align:top;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:top;white-space:nowrap;width:1.55%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:top;white-space:nowrap;width:7.54%;background:#cceeff;margin:0pt;padding:0pt;"> 316,476 </td></tr><tr><td style="vertical-align:bottom;width:53.36%;margin:0pt;padding:0pt;"> Royalty revenue </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.58%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 540 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.55%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.58%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 641 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.55%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,019 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.55%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.54%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,072 </td></tr><tr><td style="vertical-align:bottom;width:53.36%;background:#cceeff;margin:0pt;padding:0pt;"> Total collaborative arrangements revenue </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.03%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.58%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 89,426</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.55%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:7.58%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 110,730 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.55%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.15%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 254,035 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.33%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-

space:nowrap;width:1.55%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:7.54%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 318,548 </td></tr></table> 88886000 110089000 252016000 316476000 540000 641000 2019000 2072000 89426000 110730000 254035000 318548000 9700000 29300000 9500000 28800000 500000 2000000.0 600000 2100000 P5¥ 42500000 800000 2300000 700000 2100000 400000 1200000 400000 1300000 0.20 90000000.0 300000 200000 400000 15000000.0 3000000000 24600000 1600000000 13100000 1000000000 8200000 19000000000 155800000 2 3000000000 24600000 1100000000 9000000.0 500000000 4100000 4300000 500000000 4100000 600000 1900000 900000 1000000.0 1900000 2400000 35000000.0 6000000.0 6600000 6000000.0 6. Fair Value of Financial Instruments The tables below present information about the Company's assets and liabilities that are measured at fair value on a recurring basis as of September 30, 2024 and December 31, 2023 and indicate the fair value hierarchy of the valuation techniques the Company utilized to determine such fair value. In general, fair values determined by Level 1 inputs utilize observable inputs such as quoted prices in active markets for identical assets or liabilities. Fair values determined by Level 2 inputs utilize data points that are either directly or indirectly observable, such as quoted prices for similar instruments in active markets, interest rates and yield curves. Fair values determined by Level 3 inputs utilize unobservable data points in which there is little or no market data, which require the Company to develop its own assumptions for the asset or liability. The Company's investment portfolio may include fixed income securities that do not always trade on a daily basis. As a result, the pricing services used by the Company apply other available information as applicable through processes such as benchmark yields, benchmarking of like securities, sector groupings and matrix pricing to prepare valuations. In addition, model processes are used to assess interest rate impact and develop prepayment scenarios. These models take into consideration relevant credit information, perceived market movements, sector news and economic events. The inputs into these models may include benchmark yields, reported trades, broker-dealer quotes, issuer spreads and other relevant data. The Company validates the prices provided by its third-party pricing services by obtaining market values from other pricing sources and analyzing pricing data in certain instances. The Company periodically invests in certain reverse repurchase agreements, which are collateralized by Government Securities and Obligations for an amount not less than 102% of their principal amount. The Company does not record an asset or liability for the collateral as the Company is not permitted to sell or re-pledge the collateral. The collateral has at least the prevailing credit rating of U.S. Government Treasuries and Agencies. The Company utilizes a third-party custodian to manage the exchange of funds and ensure the collateral received is maintained at 102% of the reverse repurchase agreements principal amount on a daily basis. The following tables present the assets and liabilities the Company has measured at fair value on a recurring basis (in thousands): <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td colspan="8" style="vertical-align:bottom;white-space:nowrap;width:39.96%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Fair Value Measurements at Reporting Date Using </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;margin:0pt;padding:0pt;"> Quoted Prices in </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-

space:nowrap;width:12.22%;margin:0pt;padding:0pt;"> Significant Other </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> Significant </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;margin:0pt;padding:0pt;"> Active Markets for </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;margin:0pt;padding:0pt;"> Observable </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> Unobservable </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.48%;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;margin:0pt;padding:0pt;"> Identical Assets </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;margin:0pt;padding:0pt;"> Inputs </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> Inputs </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.48%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 1) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 2) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 3) </td></tr><tr><td style="vertical-align:bottom;width:47.89%;background:#cceeff;margin:0pt;padding:0pt;"> Assets: </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> Cash and cash equivalents: </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-

space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:47.89%;background:#cceeff;margin:0pt;padding:0pt;"> Money market funds </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 30,636</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;margin:0pt;padding:0pt;"> 30,636 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;">—</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> U.S. Treasury securities </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> 7,295 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;margin:0pt;padding:0pt;"> 7,295 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:47.89%;background:#cceeff;margin:0pt;padding:0pt;"> Commercial paper </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 10,916 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 10,916 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> Total assets measured at fair value </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 48,847 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-

size:10pt;margin:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 30,636</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 18,211 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> — </td></tr></table> <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;">   </td><td colspan="8" style="vertical-align:bottom;white-space:nowrap;width:39.96%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Fair Value Measurements at Reporting Date Using </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;margin:0pt;padding:0pt;"> Quoted Prices in </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;margin:0pt;padding:0pt;"> Significant Other </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> Significant </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;">   </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;">   </td><td colspan="2" style="vertical-

align:bottom;white-space:nowrap;width:13.37%;margin:0pt;padding:0pt;"> Active Markets for </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;margin:0pt;padding:0pt;"> Observable </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> Unobservable </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"> December 31, </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;margin:0pt;padding:0pt;"> Identical Assets </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;margin:0pt;padding:0pt;"> Inputs </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> Inputs </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.02%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 1) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 2) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 3) </td></tr><tr><td style="vertical-align:bottom;width:48.36%;background:#cceeff;margin:0pt;padding:0pt;"> Assets: </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;"> Cash and cash equivalents: </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;margin:0pt;padding:0pt;"> . </td><td 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align:bottom;width:48.36%;background:#cceeff;margin:0pt;padding:0pt;"> Money market funds </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;">45,939</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;margin:0pt;padding:0pt;"> 45,939 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;">—</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;"> U.S. Treasury securities </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> 10,507 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;margin:0pt;padding:0pt;"> 10,507 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:48.36%;background:#cceeff;margin:0pt;padding:0pt;"> Commercial paper </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,240 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,240 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;"> Total assets measured at fair value </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;">58,686</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 45,939 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;">12,747</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> — </td></tr></table><p style="font-

family:'Times New Roman','Times','serif';font-size:1pt;margin:0pt;"> . Cash equivalents, accounts receivable, prepaid expenses and other current assets, accounts payable, accrued research and development costs, accrued expenses and other current liabilities and current portion of operating lease obligations at September 30, 2024 and December 31, 2023 are carried at amounts that approximate fair value due to their short-term maturities. . Convertible Senior Notes . In August 2019, the Company issued $200.0 million aggregate principal amount of its 0.75% convertible senior notes due 2024 (the "2024 Convertible Notes") and $200.0 million aggregate principal amount of its 1.50% convertible senior notes due 2026 (the "2026 Convertible Notes") (Note 9). The fair value of the respective convertible senior notes, which differs from their carrying value, is influenced by interest rates, the price of the Company's Class A Common Stock and the volatility thereof, and the prices for the respective convertible senior notes observed in market trading, which are Level 2 inputs. . In June 2024, the Company repaid the aggregate principal amount of the 2024 Convertible Notes upon maturity (Note 9). The estimated fair value of the 2024 Convertible Notes was $209.6 million as of December 31, 2023. The estimated fair value of the 2026 Convertible Notes was $176.6 million and $217.1 million as of September 30, 2024 and December 31, 2023, respectively. . Revolving Credit Agreement . Outstanding borrowings under the revolving credit facility (Note 9) are carried at amounts that approximate fair value based on their nature, terms, credit spreads, and variable interest rates, which are Level 3 inputs. . Non-recurring Fair Value Measurements . Acquired IPR&D . The fair value of the acquired IPR&D asset, apraglutide, was determined using the multi-period excess earnings method using Level 3 fair value measurements and inputs including estimated cash flows and probabilities of success. . Assembled Workforce . The fair value of the assembled workforce was determined using the replacement cost method using Level 3 fair value measurements and inputs including estimated costs and productivity metrics. . . 1.02 1.02 . <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="8" style="vertical-align:bottom;white-space:nowrap;width:39.96%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> Fair Value Measurements at Reporting Date Using </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> .

</td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;margin:0pt;padding:0pt;"> Quoted Prices in </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;margin:0pt;padding:0pt;"> Significant Other </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> Significant </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;margin:0pt;padding:0pt;"> Active Markets for </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;margin:0pt;padding:0pt;"> Observable </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> Unobservable </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.48%;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;margin:0pt;padding:0pt;"> Identical Assets </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;margin:0pt;padding:0pt;"> Inputs </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> Inputs </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.48%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 1) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 2) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 3) </td></tr><tr><td style="vertical-align:bottom;width:47.89%;background:#cceeff;margin:0pt;padding:0pt;"> Assets: </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> Cash and cash equivalents: </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-

space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:47.89%;background:#cceeff;margin:0pt;padding:0pt;"> Money market funds </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 30,636</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;margin:0pt;padding:0pt;"> 30,636 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;">—</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> U.S. Treasury securities </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;margin:0pt;padding:0pt;"> 7,295 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;margin:0pt;padding:0pt;"> 7,295 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:47.89%;background:#cceeff;margin:0pt;padding:0pt;"> Commercial paper </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 10,916 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 10,916 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:47.89%;margin:0pt;padding:0pt;"> Total assets measured at fair value </td><td style="vertical-align:bottom;white-

space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.54%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.94%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 48,847</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 30,636 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 18,211</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> — </td></tr></table> <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;">

space:nowrap;width:1.48%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> - </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;margin:0pt;padding:0pt;"> Active Markets for </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> - </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;margin:0pt;padding:0pt;"> Observable </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> - </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> Unobservable </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> - </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.02%;margin:0pt;padding:0pt;"> December 31, </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> - </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;margin:0pt;padding:0pt;"> Identical Assets </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> - </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;margin:0pt;padding:0pt;"> Inputs </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> - </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;margin:0pt;padding:0pt;"> Inputs </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> - </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.02%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> - </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.37%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 1) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> - </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:12.22%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 2) </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> - </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.71%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (Level 3) </td></tr><tr><td style="vertical-align:bottom;width:48.36%;background:#cceeff;margin:0pt;padding:0pt;"> Assets: </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;margin:0pt;padding:0pt;"> - </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;"> Cash and cash equivalents: </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-

space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:48.36%;background:#cceeff;margin:0pt;padding:0pt;"> Money market funds </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> 45,939</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;margin:0pt;padding:0pt;"> 45,939 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;"> —</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;"> U.S. Treasury securities </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;margin:0pt;padding:0pt;"> 10,507 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;margin:0pt;padding:0pt;"> 10,507 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:48.36%;background:#cceeff;margin:0pt;padding:0pt;"> Commercial paper </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,240 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,240 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td></tr><tr><td style="vertical-align:bottom;width:48.36%;margin:0pt;padding:0pt;"> Total assets measured at fair value </td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.48%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.54%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;">58,686</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.82%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:9pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.73%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 45,939 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.69%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:10.52%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New

Roman','Times','serif';font-size:9pt;text-align:right;margin:0pt 3pt 0pt 0pt;">12,747 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.31%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.63%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.07%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> — </td></tr></table> 30636000 30636000 7295000 7295000 10916000 10916000 48847000 30636000 18211000 45939000 45939000 10507000 10507000 2240000 2240000 58686000 45939000 12747000 200000000.0 0.0075 200000000.0 0.0150 209600000 176600000 217100000 7. Leases The Company's lease portfolio for the three and nine months ended September 30, 2024 includes office leases for its current headquarters location and other locations, vehicle leases for its salesforce representatives, and leases for computer and office equipment. The Company's headquarters office lease and vehicle leases require letters of credit totaling $1.2 million to secure the Company's obligations under the lease agreements. The letters of credit are maintained under a subfacility of the revolving credit agreement (Note 9). Lease cost is recognized on a straight-line basis over the lease term. The components of lease cost for the three and nine months ended September 30, 2024 and 2023 are as follows (in thousands): <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:-0.0978775%;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:63.29%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.41%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:63.29%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.33%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.97%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;width:1.41%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.97%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;width:63.29%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.33%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.97%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;width:1.41%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.97%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:63.29%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.04%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.59%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;width:1.41%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.04%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.59%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:bottom;width:63.29%;background:#ccceff;margin:0pt;padding:0pt;"><p style="font-family:'Times New

Roman','Times','serif';font-size:10pt;margin:0pt;">Operating lease cost </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 627</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;background:#cceeff;margin:0pt;padding:0pt;"> 627 </td><td style="vertical-align:bottom;width:1.41%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 1,880</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;background:#cceeff;margin:0pt;padding:0pt;"> 1,880 </td></tr><tr><td style="vertical-align:bottom;width:63.29%;margin:0pt;padding:0pt;"> Short-term lease cost </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 335 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 314 </td><td style="vertical-align:bottom;width:1.41%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 1,080 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 854 </td></tr><tr><td style="vertical-align:bottom;width:63.29%;background:#cceeff;margin:0pt;padding:0pt;"> Total lease cost </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 962</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 941 </td><td style="vertical-align:bottom;width:1.41%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 2,960</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 2,734 </td></tr></table> . Supplemental information related to leases for the periods reported is as follows: <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:64.6%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;width:2.06%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-

space:nowrap;width:2.35%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:64.6%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:2.06%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:30.97%;margin:0pt;padding:0pt;"> Nine Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:64.6%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:2.06%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:30.97%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:64.6%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:2.06%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:14.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:14.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:64.6%;background:#cceeff;margin:0pt;padding:0pt;"> Cash paid for amounts included in the measurement of lease liabilities (in thousands) </td><td style="vertical-align:bottom;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 2,338</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;background:#cceeff;margin:0pt;padding:0pt;"> 2,292 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:64.6%;margin:0pt;padding:0pt;"> Weighted-average remaining lease term of operating leases (in years) </td><td style="vertical-align:bottom;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;margin:0pt;padding:0pt;"> 5.7 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;margin:0pt;padding:0pt;"> 6.7 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:64.6%;background:#cceeff;margin:0pt;padding:0pt;"> Weighted-average discount rate of operating leases </td><td style="vertical-align:bottom;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;background:#cceeff;margin:0pt;padding:0pt;"> 5.8 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"> % </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;background:#cceeff;margin:0pt;padding:0pt;"> 5.8 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;background:#cceeff;margin:0pt;padding:0pt;"> % </td></tr></table> Summer Street Lease In June 2019, the Company entered into a non-cancelable operating lease (the “Summer Street Lease”) for approximately 39,000 square feet of office space on the 23rd floor of 100 Summer Street, Boston, Massachusetts, which has been the Company’s headquarters since October 2019. The Summer Street Lease terminates on June 11, 2030 and includes a 2% annual rent escalation, free rent periods, a tenant improvement allowance, and an option to extend the term of the lease for an additional five years at a market base rental rate. The extension option is not included in the lease term used for the measurement of the lease, as it is not reasonably certain to be exercised. The lease expense, inclusive of the escalating rent payments and lease incentives, is recognized on a straight-line basis over the lease term. At lease commencement, the Company recorded a right-of-use asset and a lease liability using an incremental borrowing rate of 5.8%. At September 30, 2024, the balances of the right-of-use asset and operating lease liability were $11.4 million and $16.1 million, respectively. At December 31, 2023, the balances of the right-of-use asset and operating lease liability were $12.6 million and $17.7 million, respectively. Lease costs recorded during the three and nine months ended September 30, 2024 were $0.6 million and $1.9 million, respectively. Future minimum lease payments under the Summer Street Lease as of September 30, 2024 are as follows (in thousands): <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:76.8%;margin:0pt;padding:0pt;"> <div

style="bottom:0pt;position:absolute;width:100%;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"> 2024 ⁽¹⁾ </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 788</p></td></tr><tr><td style="vertical-align:bottom;width:76.8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">2025</p></td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 3,189</p></td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">2026</p></td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 3,252</p></td></tr><tr><td style="vertical-align:bottom;width:76.8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">2027</p></td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 3,317</p></td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">2028</p></td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 3,384</p></td></tr><tr><td style="vertical-align:bottom;width:76.8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">2029 and thereafter</p></td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 4,902</p></td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Total future minimum lease payments</p></td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 18,832</p></td></tr><tr><td style="vertical-align:bottom;width:76.8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0pt 12pt;">Less: present value adjustment</p></td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"> (2,777)</p></td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Operating lease liabilities</p></td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 16,055</p></td></tr><tr><td style="vertical-align:bottom;width:76.8%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0pt 12pt;">Less: current portion of operating lease liabilities</p></td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"> (3,173)</p></td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Operating lease liabilities, net of current portion</p></td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 12,882 </td></tr></table> <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="font-family:'Times New Roman','Times','serif';font-size:8pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">(1)</td><td style="padding:0pt;"><span style="font-family:'Times New Roman','Times','serif';font-

size:8pt;font-style:normal;font-weight:normal;">For the three months ending December 31, 2024.</td></tr></table>   1200000 Lease cost is recognized on a straight-line basis over the lease term. The components of lease cost for the three and nine months ended September 30, 2024 and 2023 are as follows (in thousands): <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:-0.0978775%;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:63.29%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:63.29%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.33%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.97%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;width:1.41%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.97%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;width:63.29%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:1.33%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.97%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;width:1.41%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.97%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:63.29%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.04%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.59%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;width:1.41%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.04%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.59%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:bottom;width:63.29%;background:#cceeff;margin:0pt;padding:0pt;"> Operating lease cost </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 627</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;background:#cceeff;margin:0pt;padding:0pt;"> 627 </td><td style="vertical-align:bottom;width:1.41%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-

space:nowrap;width:2.13%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 1,880</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;background:#cceeff;margin:0pt;padding:0pt;"> 1,880 </td></tr><tr><td style="vertical-align:bottom;width:63.29%;margin:0pt;padding:0pt;"> Short-term lease cost </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 335 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 314 </td><td style="vertical-align:bottom;width:1.41%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 1,080 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 854 </td></tr><tr><td style="vertical-align:bottom;width:63.29%;background:#cceeff;margin:0pt;padding:0pt;"> Total lease cost </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 962</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 941 </td><td style="vertical-align:bottom;width:1.41%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.13%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:5.9%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 2,960</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.26%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 2,734 </td></tr></table> Supplemental information related to leases for the periods reported is as follows: <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:64.6%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;width:2.06%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;margin:0pt;padding:0pt;"> - </td></tr><tr><td style="vertical-align:bottom;width:64.6%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;width:2.06%;margin:0pt;padding:0pt;"> - </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:30.97%;margin:0pt;padding:0pt;"> Nine Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;margin:0pt;padding:0pt;"> - </td></tr><tr><td style="vertical-align:bottom;width:64.6%;margin:0pt;padding:0pt;"> - </td><td style="vertical-align:bottom;width:2.06%;margin:0pt;padding:0pt;"> - </td><td colspan="5" style="vertical-align:bottom;white-

space:nowrap;width:30.97%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:64.6%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;width:2.06%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:14.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:14.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:64.6%;background:#cceeff;margin:0pt;padding:0pt;"> Cash paid for amounts included in the measurement of lease liabilities (in thousands) </td><td style="vertical-align:bottom;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 2,338</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;background:#cceeff;margin:0pt;padding:0pt;"> 2,292 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:64.6%;margin:0pt;padding:0pt;"> Weighted-average remaining lease term of operating leases (in years) </td><td style="vertical-align:bottom;width:2.06%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;margin:0pt;padding:0pt;"> 5.7 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;margin:0pt;padding:0pt;"> 6.7 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:64.6%;background:#cceeff;margin:0pt;padding:0pt;"> Weighted-average discount rate of operating leases </td><td style="vertical-align:bottom;width:2.06%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;background:#cceeff;margin:0pt;padding:0pt;"> 5.8 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"> % </td><td style="vertical-align:bottom;white-space:nowrap;width:2.76%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.39%;background:#cceeff;margin:0pt;padding:0pt;"> 5.8 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.35%;background:#cceeff;margin:0pt;padding:0pt;"> % </td></tr></table> 627000 627000 1880000 1880000 335000 314000 1080000 854000 962000 941000 2960000 2734000 2338000 2292000 P5Y8M12D P6Y8M12D 0.058 0.058 39000 0.02 true P5Y 0.058 11400000 16100000 12600000 17700000 600000 1900000 <table style="border-collapse:collapse;font-size:16pt;height:max-content;margin-left:auto;margin-right:auto;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:76.8%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"> 2024 ⁽¹⁾ </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;margin:0pt;padding:0pt;"> 788 </td></tr><tr><td style="vertical-align:bottom;width:76.8%;padding:0pt;"> 2025 </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;margin:0pt;padding:0pt;"> 3,189 </td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"> 2026 </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-

size:10pt;margin:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;margin:0pt;padding:0pt;"> 3,252 </td></tr><tr><td style="vertical-align:bottom;width:76.8%;margin:0pt;padding:0pt;"> 2027 </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;margin:0pt;padding:0pt;"> 3,317 </td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"> 2028 </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;margin:0pt;padding:0pt;"> 3,384 </td></tr><tr><td style="vertical-align:bottom;width:76.8%;margin:0pt;padding:0pt;"> 2029 and thereafter </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 4,902 </td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"> Total future minimum lease payments </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;margin:0pt;padding:0pt;"> 18,832 </td></tr><tr><td style="vertical-align:bottom;width:76.8%;margin:0pt;padding:0pt;"> Less: present value adjustment </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (2,777) </td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"> Operating lease liabilities </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;margin:0pt;padding:0pt;"> 16,055 </td></tr><tr><td style="vertical-align:bottom;width:76.8%;margin:0pt;padding:0pt;"> Less: current portion of operating lease liabilities </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (3,173) </td></tr><tr><td style="vertical-align:bottom;width:76.8%;background:#cceeff;margin:0pt;padding:0pt;"> Operating lease liabilities, net of current portion </td><td style="vertical-align:bottom;white-space:nowrap;width:4.97%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.93%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:15.27%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 12,882 </td></tr></table> <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="font-family:'Times New Roman','Times','serif';font-size:8pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">(1)</td><td style="padding:0pt;">For the three months ending December 31, 2024.</td></tr></table> 788000 3189000 3252000 3317000 3384000 4902000 18832000 2777000 16055000 3173000 12882000 8. Accrued Expenses and Other Current Liabilities Accrued expenses and other current liabilities consisted of the following (in thousands): <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:59.08%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.75%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:18.6%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:59.08%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-

space:nowrap;width:1.96%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:38.94%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:59.08%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:16.72%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:20.57%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> December 31, 2023 </td></tr><tr><td style="vertical-align:bottom;width:59.08%;background:#cceeff;margin:0pt;padding:0pt;"> Accrued compensation and benefits </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:14.75%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">15,490 </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:18.6%;background:#cceeff;margin:0pt;padding:0pt;"> 19,937 </td></tr><tr><td style="vertical-align:bottom;width:59.08%;margin:0pt;padding:0pt;"> Accrued interest </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.75%;margin:0pt;padding:0pt;"> 6,158 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:18.6%;margin:0pt;padding:0pt;"> 5,953 </td></tr><tr><td style="vertical-align:bottom;width:59.08%;background:#cceeff;margin:0pt;padding:0pt;"> Accrued restructuring liabilities </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.75%;background:#cceeff;margin:0pt;padding:0pt;"> 3,112 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:18.6%;background:#cceeff;margin:0pt;padding:0pt;"> 8,303 </td></tr><tr><td style="vertical-align:bottom;width:59.08%;margin:0pt;padding:0pt;"> Accrued taxes </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.75%;margin:0pt;padding:0pt;"> 986 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:18.6%;margin:0pt;padding:0pt;"> 1,244 </td></tr><tr><td style="vertical-align:bottom;width:59.08%;background:#cceeff;margin:0pt;padding:0pt;"> Other </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.96%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:14.75%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 7,820 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td 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As of December 31, 2023, other accrued expenses of $8.8 million were comprised primarily of $6.1 million of uninvoiced vendor liabilities and $2.6 million of deferred revenue. <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:59.08%;margin:0pt;padding:0pt;"> <p

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Debt 0.75% Convertible Senior Notes due 2024 and 1.50% Convertible Senior Notes due 2026 . In August 2019, the Company issued $200.0 million aggregate principal amount of the 2024 Convertible Notes and $200.0 million aggregate principal amount of the 2026 Convertible Notes, pursuant to separate indentures (each an “Indenture” and together the “Indentures”), between the Company and U.S. Bank National Association, as trustee (the “Trustee”). The Company received net proceeds of $391.0 million from the sale of the 2024 Convertible Notes and 2026 Convertible Notes, after deducting fees and expenses of $9.0 million. The Company used $25.2 million of the net proceeds from the sale of the 2024 Convertible Notes and 2026 Convertible Notes to pay the cost of the Capped Calls, as described below. . In June 2024, the Company repaid the $200.0 million aggregate principal amount of the 2024 Convertible Notes upon maturity. The 2024 Convertible Notes bore cash interest at the annual rate of 0.75% payable on June 15 and December 15 of each year. No conversions were exercised by holders of the 2024 Convertible Notes. . The 2026 Convertible Notes bear cash interest at the annual rate of 1.50%, payable on June 15 and December 15 of each year. The 2026 Convertible Notes will mature on June 15, 2026, unless earlier converted or repurchased. . The initial conversion rate for the 2026 Convertible Notes is 74.6687 shares of Class A Common Stock (subject to adjustment as provided for in the Indenture) per $1,000 principal amount of the 2026 Convertible Notes, which is equal to an initial conversion price of approximately $13.39 per share. . The Company will settle conversions of the 2026 Convertible Notes through payment or delivery, as the case may be, of cash, shares of the Company’s Class A Common Stock or a combination of cash and shares of Class A Common Stock, at the Company’s option (subject to, and in accordance with, the settlement provisions of the Indenture). . Holders of the 2026 Convertible Notes may convert their notes at their option at any time prior to the close of business on the business day immediately preceding December 15, 2025 in multiples of $1,000 principal amount, only under the following circumstances: . <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">during any calendar quarter commencing after the calendar quarter ending on December 31, 2019 (and only during such calendar quarter), if the last reported sale price of Class A Common Stock for at least 20 trading days (whether or not consecutive) during a period of 30 consecutive trading days ending on the last trading day of the immediately preceding calendar quarter is greater than or equal to 130% of the conversion price for the 2026 Convertible Notes on each applicable trading day;</td></tr></table> . <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">during the five-business day period after any five consecutive trading day period (the “measurement period”) in which the “trading price” (as defined in each Indenture) per $1,000 principal amount of the </td></tr></table><table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;"></td><td style="padding:0pt;">2026 Convertible Notes for each trading day of the measurement period was less than 98% of the product of the last reported sale price of Class A Common Stock and the conversion rate for the 2026 Convertible Notes on each such trading day; or</td></tr></table> . <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="width:36pt;"></td><td style="font-family:'Times New Roman','Times','serif';font-size:10pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">●</td><td style="padding:0pt;">upon the occurrence of specified corporate events described in the Indenture.</td></tr></table> . On or after December 15, 2025 until the close of business on the second scheduled trading day immediately preceding June 15, 2026, the holders of the 2026 Convertible Notes may convert their 2026 Convertible Notes, in multiples of $1,000 principal amount, regardless of the foregoing conditions. . Upon the occurrence of fundamental changes, as described in the Indenture, prior to the maturity date of the 2026 Convertible Notes, holders of such notes may require the Company to repurchase for cash all or a portion of their notes at a repurchase price equal to 100% of the principal amount of the notes to be repurchased, plus accrued and unpaid interest. If a make-whole fundamental change, as described in the Indenture, occurs and a holder elects to convert its notes in connection with such make-whole fundamental change, such holder may be entitled to an increase in the conversion rate as described in the Indenture. . The Indenture does not contain any financial covenants or restrict the Company’s ability to repurchase the Company’s securities, pay dividends or make restricted payments in the event of a transaction that substantially increases the Company’s level of indebtedness. The Indenture provides for customary events of default. In the case of an event of default arising from specified events of bankruptcy or insolvency, all outstanding notes will become due and payable immediately without further action or notice. If any other event of default under the Indenture occurs or is

continuing, the Trustee or holders of at least 25% in aggregate principal amount of the then outstanding notes may declare the principal amount of such notes to be immediately due and payable. The Company accounts for convertible debt instruments as a single liability measured at amortized cost. The Company's outstanding balances for the convertible senior notes consisted of the following (in thousands): <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:71.36%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:71.36%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.78%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.32%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> December 31, 2023 </td></tr><tr><td style="vertical-align:bottom;width:71.36%;background:#cceeff;margin:0pt;padding:0pt;"> Principal: </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:71.36%;margin:0pt;padding:0pt;"> 2024 Convertible Notes </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> —</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;margin:0pt;padding:0pt;"> 200,000 </td></tr><tr><td style="vertical-align:bottom;width:71.36%;background:#cceeff;margin:0pt;padding:0pt;"> 2026 Convertible Notes </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;background:#cceeff;margin:0pt;padding:0pt;"> 200,000 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;background:#cceeff;margin:0pt;padding:0pt;"> 200,000 </td></tr><tr><td style="vertical-align:bottom;width:71.36%;margin:0pt;padding:0pt;"> Less: unamortized debt issuance costs </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (1,183) </td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (2,131) </td></tr><tr><td style="vertical-align:bottom;width:71.36%;background:#cceeff;margin:0pt;padding:0pt;"> Net carrying amount </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 198,817 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-

size:10pt;text-align:right;margin:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 397,869 </td></tr></table> In connection with the issuance of the 2024 Convertible Notes and the 2026 Convertible Notes, the Company incurred $9.0 million of debt issuance costs, which primarily consisted of initial purchaser's discounts and legal and other professional fees. The debt issuance costs are reflected as a reduction in the carrying value of the convertible senior notes and recorded as interest expense over the life of the 2024 Convertible Notes and the 2026 Convertible Notes. The Company determined the expected life of the 2024 Convertible Notes and the 2026 Convertible Notes was equal to their approximately five and seven-year terms, respectively. The effective annual interest rate of the 2024 Convertible Notes for the period from the date of issuance through maturity was 1.2%. The effective annual interest rate of the 2026 Convertible Notes for the period from the date of issuance through September 30, 2024 was 1.9%. The effective annual interest rate is computed using the contractual interest and the amortization of debt issuance costs. The following table sets forth total interest expense recognized related to convertible senior notes (in thousands): <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:60.93%;margin:0pt;padding:0pt;">
</td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.97%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.88%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:60.93%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:18.65%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.75%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:60.93%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:18.65%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.75%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:60.93%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.4%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.41%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.09%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-

align:bottom;width:60.93%;background:#cceeff;margin:0pt;padding:0pt;"> Contractual interest expense </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">750</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;background:#cceeff;margin:0pt;padding:0pt;"> 1,125 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:6.97%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">2,938</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:5.88%;background:#cceeff;margin:0pt;padding:0pt;"> 3,375 </td></tr><tr><td style="vertical-align:bottom;width:60.93%;margin:0pt;padding:0pt;"> Amortization of debt issuance costs </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 170 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 405 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.97%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 948 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.88%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 1,212 </td></tr><tr><td style="vertical-align:bottom;width:60.93%;background:#cceeff;margin:0pt;padding:0pt;"> Total interest expense </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">920</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 1,530 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:6.97%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">3,886</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:5.88%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 4,587 </td></tr></table> . . Future minimum payments under the convertible senior notes as of September 30, 2024, are as follows (in thousands): . <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:85.48%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:85.48%;background:#cceeff;margin:0pt;padding:0pt;"> 2024 ⁽¹⁾ </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;background:#cceeff;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-

space:nowrap;width:10.19%;background:#cceeff;margin:0pt;padding:0pt;"> 1,500 </td></tr><tr><td style="vertical-align:bottom;width:85.48%;margin:0pt;padding:0pt;"> 2025 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;margin:0pt;padding:0pt;"> 3,000 </td></tr><tr><td style="vertical-align:bottom;width:85.48%;background:#cceeff;margin:0pt;padding:0pt;"> 2026 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 201,500 </td></tr><tr><td style="vertical-align:bottom;width:85.48%;margin:0pt;padding:0pt;"> Total future minimum payments under the convertible senior notes </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 206,000 </td></tr><tr><td style="vertical-align:bottom;width:85.48%;background:#cceeff;margin:0pt;padding:0pt;"> Less: amounts representing interest </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;background:#cceeff;margin:0pt;padding:0pt;"> (6,000) </td></tr><tr><td style="vertical-align:bottom;width:85.48%;margin:0pt;padding:0pt;"> Less: unamortized debt issuance costs </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (1,183) </td></tr><tr><td style="vertical-align:middle;width:85.48%;background:#cceeff;margin:0pt;padding:0pt;"> Convertible senior notes balance </td><td style="vertical-align:middle;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:middle;white-space:nowrap;width:1.65%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:middle;white-space:nowrap;width:10.19%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 198,817 </td></tr></table> <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="font-family:'Times New Roman','Times','serif';font-size:8pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">(1)</td><td style="padding:0pt;">For the three months ending December 31, 2024.</td></tr></table> Capped Calls with Respect to 2024 Convertible Notes and 2026 Convertible Notes . To minimize the impact of potential dilution to the Company's Class A common stockholders upon conversion of the 2024 Convertible Notes and the 2026 Convertible Notes, the Company separately entered into the capped call transactions in August 2019 (the "Capped Calls") in connection with the issuance of the 2024 Convertible Notes and the 2026 Convertible Notes. The Company paid the counterparties $25.2 million to enter into the Capped Calls, of which $25.0 million related to the premium payments and $0.2 million related to transaction costs. These instruments meet the conditions outlined in ASC 815 to be classified in stockholders' equity and are not subsequently remeasured as long as the conditions for equity classification continue to be met. . The Capped Calls in connection with the issuance of the 2024 Convertible Notes, which covered 14,933,740 shares of Class A Common Stock, terminated unexercised upon expiry in June 2024. . The Capped Calls in connection with the 2026 Convertible Notes have an initial strike price of approximately $13.39 per share, which corresponds to the initial conversion price of the 2026 Convertible Notes and is subject to anti-dilution adjustments generally similar to those applicable to the 2026 Convertible Notes. The Capped Calls have a cap price of approximately $17.05 per share, subject to certain adjustments. The Capped Calls cover 14,933,740 shares of Class A Common Stock (subject to anti-dilution and certain other adjustments), which is the same number of shares of Class A Common Stock that initially underlie the 2026 Convertible Notes. Holders of the 2026 Convertible Notes do not have any rights with respect to the Capped Calls. . The Capped Calls are expected generally to reduce the potential dilution to the Class A Common Stock upon conversion of the 2026 Convertible Notes in the event that the market price per share of Class A Common Stock is greater than the strike price of the Capped Calls as adjusted pursuant to the anti-dilution adjustments. If, however, the market price per share of Class A Common Stock exceeds the cap price of the Capped Calls, there would nevertheless be dilution upon conversion of the 2026 Convertible Notes to the extent that such market price exceeds the cap price of the Capped Calls. . Revolving Credit Facility .In May 2023, in connection with the VectivBio Acquisition, the Company entered into a credit agreement with Wells Fargo Bank, N.A., as administrative agent (in such capacity, the "Agent"), collateral agent, a letter of credit issuer and a lender, and the other agents, lenders and letter of credit issuers parties thereto (collectively, the "Lenders"). In September 2024, the Company, the Agent and the Lenders entered into a first amendment to the revolving credit agreement (as amended from time to time, the "Revolving Credit Agreement") to, among other things, increase the quantum of the Revolving Credit Facility from $500.0 million to $550.0 million, extend the maturity date, and increase the Company's permitted maximum consolidated secured net leverage ratio. The Revolving Credit Agreement provides for a $550.0 million secured revolving credit facility (the "Revolving Credit Facility"), which includes a $10.0 million letter of credit subfacility, and loans made thereunder will mature on the earliest to occur of (i) December 31, 2028 or (ii) the date that is 91 days prior to the stated maturity date of the Company's existing convertible notes then outstanding, unless, in the case of clause (ii), the Company's minimum liquidity equals or exceeds certain agreed levels. . At the Company's election, borrowings under the Revolving Credit Agreement will bear interest at a rate equal to (a) Adjusted Term Secured Overnight Financing Rate ("Adjusted Term SOFR") (as defined in Revolving Credit Agreement) plus the applicable rate (ranging from 1.75% to 3.00%) or (b) the highest of (1) the weighted

average overnight Federal funds rate, as published by the Federal Reserve Bank of New York, plus one half of 1.0%, (2) the prime lending rate or (3) the one-month Adjusted Term SOFR plus 1.0% in effect from time to time plus the applicable rate (ranging from 0.75% to 2.00%). The applicable rates are based on the Company's consolidated secured net leverage ratio (as defined under the Revolving Credit Facility) at the time of the applicable borrowing. The Company pays a quarterly commitment fee of 0.30% to 0.425% on the daily amount by which the commitments under the Revolving Credit Agreement exceed the outstanding loans and letters of credit. The loans and other obligations under the Revolving Credit Agreement are secured by substantially all of the Company's personal property, including a pledge of all the capital stock of subsidiaries held directly by the Company or any subsidiary that guarantees the Revolving Credit Agreement following the closing date (which pledge, in the case of any foreign subsidiary, is limited to 65% of the voting stock), subject to certain customary exceptions and limitations. The Revolving Credit Agreement generally prohibits any other liens on the assets of the Company and its restricted subsidiaries, subject to certain exceptions as described in the Revolving Credit Agreement. Under the terms of the Revolving Credit Agreement, the Company will be able to request an increase in the commitments or the addition of a term loan secured by a pari passu lien on the collateral of up to an additional amount equal to the greater of $200.0 million and 100% of the trailing twelve-month Consolidated Adjusted EBITDA (as defined in the Revolving Credit Agreement) upon satisfaction of customary conditions, including receipt of commitments from either new lenders or increased commitments from existing lenders. The Revolving Credit Agreement contains certain customary covenants applicable to the Company and its Restricted Subsidiaries (as defined in the Revolving Credit Agreement). The Company is required to maintain a maximum consolidated secured net leverage ratio of 3.50 to 1.00 until the end of the final quarter of 2025 (the "Initial Period"), (ii) 3.25 to 1.00 until the end of the first quarter of 2026 (the "Interim Period") and (iii) 3.00 to 1.00 thereafter, and a minimum interest coverage ratio of 3.00 to 1.00, in each case at the end of each fiscal quarter. The Revolving Credit Agreement allows the Company to elect to increase the permitted maximum consolidated secured net leverage ratio to (i) 4.00 to 1.00 during the Initial Period, (ii) 3.75 to 1.00 during the Interim Period and (iii) 3.50 to 1.00 thereafter, in each case for up to four fiscal quarters in the event it consummates an acquisition for consideration in excess of $50.0 million, subject to certain limitations on how often this election can be made. As of September 30, 2024, the Company was in compliance with all covenants under the Revolving Credit Agreement. In connection with the initial execution of the Revolving Credit Agreement during the second quarter of 2023 and the amendment executed in the third quarter of 2024, the Company incurred $2.9 million and $2.2 million of debt issuance costs, respectively, which consisted primarily of lender fees. The debt issuance costs are classified as other assets and are amortized on a straight-line basis over the term of the Revolving Credit Agreement. The Company had unamortized capitalized debt issuance costs of $4.1 million and $2.4 million at September 30, 2024 and December 31, 2023, respectively. The outstanding principal balance on the revolving credit facility was $400.0 million and $300.0 million as of September 30, 2024 and December 31, 2023, respectively. . The following table sets forth total interest expense recognized related to the Revolving Credit Agreement (in thousands): . <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:47.73%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.25%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:9.24%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:47.73%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:24.55%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> . </td><td colspan="4" style="vertical-align:bottom;white-space:nowrap;width:19.62%;margin:0pt;padding:0pt;"> Nine Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;white-

space:nowrap;width:47.73%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:24.55%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td colspan="4" style="vertical-align:bottom;white-space:nowrap;width:19.62%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:47.73%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.01%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.01%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.49%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:47.73%;background:#cceeff;margin:0pt;padding:0pt;"> Contractual interest expense </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 8,308</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;background:#cceeff;margin:0pt;padding:0pt;"> 8,054 </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 19,905</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.25%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.24%;background:#cceeff;margin:0pt;padding:0pt;"> 8,269 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:47.73%;margin:0pt;padding:0pt;"> Amortization of debt issuance costs </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;margin:0pt;padding:0pt;"> 180 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;margin:0pt;padding:0pt;"> 180 </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;margin:0pt;padding:0pt;"> 541 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.25%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.24%;margin:0pt;padding:0pt;"> 262 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:47.73%;background:#cceeff;margin:0pt;padding:0pt;"> Other financing costs </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 13 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-

space:nowrap;width:9.68%;background:#ceeeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 75 </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;background:#ceeeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#ceeeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;background:#ceeeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 38 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#ceeeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.25%;background:#ceeeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:9.24%;background:#ceeeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 88 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;background:#ceeeff;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:47.73%;margin:0pt;padding:0pt;"> Total interest expense </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 8,501</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 8,309 </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 20,484</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.25%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.24%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 8,619 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> . </td></tr></table>   0.0075 0.0150 200000000.0 200000000.0 391000000.0 9000000.0 25200000 200000000.0 0.0075 0.0150 2026-06-15 74.6687 1000 13.39 1000 20 30 1.30 5 5 1000 0.98 1000 1 0.25 <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:71.36%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:71.36%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.78%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;margin:0pt;padding:0pt;"> . </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:13.32%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> December 31, 2023 </td></tr><tr><td style="vertical-align:bottom;width:71.36%;background:#cceeff;margin:0pt;padding:0pt;"> Principal: </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;background:#cceeff;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:71.36%;margin:0pt;padding:0pt;"> 2024 Convertible Notes </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">—</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$

</td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;margin:0pt;padding:0pt;"> 200,000 </td></tr><tr><td style="vertical-align:bottom;width:71.36%;background:#cceeff;margin:0pt;padding:0pt;"> 2026 Convertible Notes </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;background:#cceeff;margin:0pt;padding:0pt;"> 200,000 </td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;background:#cceeff;margin:0pt;padding:0pt;"> 200,000 </td></tr><tr><td style="vertical-align:bottom;width:71.36%;margin:0pt;padding:0pt;"> Less: unamortized debt issuance costs </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (1,183) </td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> (2,131) </td></tr><tr><td style="vertical-align:bottom;width:71.36%;background:#cceeff;margin:0pt;padding:0pt;"> Net carrying amount </td><td style="vertical-align:bottom;white-space:nowrap;width:1.62%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:12.15%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 198,817</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.81%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:0.71%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.51%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:11.8%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 397,869 </td></tr></table> 200000000 200000000 200000000 1183000 2131000 198817000 397869000 9000000.0 P7Y 0.012 0.019 . <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:60.93%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.97%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.88%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:60.93%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:18.65%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.75%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:60.93%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:18.65%;border-

bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:16.75%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:60.93%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.4%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.41%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.09%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:bottom;width:60.93%;background:#cceeff;margin:0pt;padding:0pt;"> Contractual interest expense </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 750</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;background:#cceeff;margin:0pt;padding:0pt;"> 1,125 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:6.97%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 2,938</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:5.88%;background:#cceeff;margin:0pt;padding:0pt;"> 3,375 </td></tr><tr><td style="vertical-align:bottom;width:60.93%;margin:0pt;padding:0pt;"> Amortization of debt issuance costs </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 170 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 405 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.97%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 948 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.88%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 1,212 </td></tr><tr><td style="vertical-align:bottom;width:60.93%;background:#cceeff;margin:0pt;padding:0pt;"> Total interest expense </td><td style="vertical-align:bottom;white-space:nowrap;width:1.82%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.11%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 920</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:7.29%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 1,530 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.83%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:6.97%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 3,886</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.12%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:5.88%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 4,587 </td></tr></table> 750000 1125000 2938000 3375000 170000 405000 948000 1212000 920000 1530000

3886000 4587000 <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:85.48%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:85.48%;background:#cceeff;margin:0pt;padding:0pt;"> 2024 ⁽¹⁾ </td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 1,500</p></td></tr><tr><td style="vertical-align:bottom;width:85.48%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">2025</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 3,000</p></td></tr><tr><td style="vertical-align:bottom;width:85.48%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">2026</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 201,500</p></td></tr><tr><td style="vertical-align:bottom;width:85.48%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Total future minimum payments under the convertible senior notes</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"> </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 206,000</p></td></tr><tr><td style="vertical-align:bottom;width:85.48%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0pt 12pt;">Less: amounts representing interest</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"> (6,000)</p></td></tr><tr><td style="vertical-align:bottom;width:85.48%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt 0pt 0pt 12pt;">Less: unamortized debt issuance costs</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.65%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.65%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:10.19%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"> (1,183)</p></td></tr><tr><td style="vertical-align:middle;width:85.48%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">Convertible senior notes balance</p></td><td style="vertical-align:middle;white-space:nowrap;width:2.65%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:middle;white-space:nowrap;width:1.65%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:middle;white-space:nowrap;width:10.19%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 198,817 </td></tr></table> <table style="border-collapse:collapse;font-family:'Times New Roman','Times','serif';font-size:10pt;margin-bottom:0pt;margin-top:0pt;table-layout:fixed;width:100%;border:0pt;"><tr><td style="font-family:'Times New Roman','Times','serif';font-size:8pt;vertical-align:text-top;white-space:nowrap;width:18pt;padding:0pt;">(1)</td><td style="padding:0pt;">For the three months ending December 31, 2024.</td></tr></table> 1500000 3000000 201500000 206000000 6000000 1183000 198817000 25200000 25000000.0 200000 14933740 13.39 17.05 14933740 500000000.0 550000000.0 550000000.0 10000000.0 P91D 0.0175 0.0300 0.0100 0.0075 0.0200 quarterly 0.0030 0.00425 0.65 200000000.0 1 P12M 3.50 3.25 3.00 3.00 4.00 3.75 3.50 4 50000000.0 2900000 2200000 4100000 2400000 400000000.0 300000000.0 . <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:47.73%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;margin:0pt;padding:0pt;">

</td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.25%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.24%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:47.73%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:24.55%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td colspan="4" style="vertical-align:bottom;white-space:nowrap;width:19.62%;margin:0pt;padding:0pt;"> Nine Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:47.73%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;white-space:nowrap;width:24.55%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td colspan="4" style="vertical-align:bottom;white-space:nowrap;width:19.62%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;white-space:nowrap;width:47.73%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.01%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:11.01%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:10.49%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:47.73%;background:#cceeff;margin:0pt;padding:0pt;"> Contractual interest expense </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 8,308</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;background:#cceeff;margin:0pt;padding:0pt;"> 8,054 </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 19,905</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.25%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.24%;background:#cceeff;margin:0pt;padding:0pt;"> 8,269 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:47.73%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-

size:10pt;margin:0pt;">Amortization of debt issuance costs </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;margin:0pt;padding:0pt;"> 180 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;margin:0pt;padding:0pt;"> 180 </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;margin:0pt;padding:0pt;"> 541 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.25%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.24%;margin:0pt;padding:0pt;"> 262 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:47.73%;background:#cceeff;margin:0pt;padding:0pt;"> Other financing costs </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 13 </td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 75 </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 38 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.25%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:9.24%;background:#cceeff;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 88 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:47.73%;margin:0pt;padding:0pt;"> Total interest expense </td><td style="vertical-align:bottom;white-space:nowrap;width:1.88%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 8,501</p></td><td style="vertical-align:bottom;white-space:nowrap;width:2.52%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.32%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.68%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 8,309 </td><td style="vertical-align:bottom;white-space:nowrap;width:3%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.33%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.47%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 20,484</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.64%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.25%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:9.24%;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 8,619 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.85%;margin:0pt;padding:0pt;"> </td></tr></table> 8308000 8054000 19905000 8269000 180000 180000 541000 262000 13000 75000 38000 88000 8501000 8309000 20484000 8619000 10. Employee Stock Benefit Plans The Company has several share-based compensation plans under which stock options, restricted stock awards, restricted stock units and other share-based awards are available for grant to employees, officers, directors and consultants of the Company. The following table summarizes share-based compensation expense (in thousands): <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"><div

style="height:1pt;overflow:hidden;overflow-wrap:break-word;position:relative;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:16.73%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:19.1%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:16.73%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:19.1%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.63%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:6.38%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.45%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;background:#cceeff;margin:0pt;padding:0pt;"> Share-based compensation expense: </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;background:#cceeff;margin:0pt;padding:0pt;"> </td></tr><tr><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> Research and development </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;margin:0pt;padding:0pt;"> 1,714 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"><p

style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$</p></td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">1,545 </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;margin:0pt;padding:0pt;"> 5,760 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> $ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;margin:0pt;padding:0pt;"> 15,655 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;background:#cceeff;margin:0pt;padding:0pt;"> Selling, general and administrative </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;background:#cceeff;margin:0pt;padding:0pt;"> 6,615 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;background:#cceeff;margin:0pt;padding:0pt;"> 6,361 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;background:#cceeff;margin:0pt;padding:0pt;"> 19,524 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;background:#cceeff;margin:0pt;padding:0pt;"> 34,283 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> Restructuring </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 911 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;background:#cceeff;margin:0pt;padding:0pt;"> Total share-based compensation expense included in operating expenses </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;background:#cceeff;margin:0pt;padding:0pt;"> 8,329 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;background:#cceeff;margin:0pt;padding:0pt;"> 7,906 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;background:#cceeff;margin:0pt;padding:0pt;"> 25,284 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;background:#cceeff;margin:0pt;padding:0pt;"> 50,849 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> Income tax benefit </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 840 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;border-bottom:1px solid

#000000;margin:0pt;padding:0pt;"> 850 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,853 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,069 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;background:#cceeff;margin:0pt;padding:0pt;"> Total share-based compensation expense, net of tax </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">7,489 </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 7,056 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 22,431</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 48,780 </td></tr></table> . In connection with the VectivBio Acquisition, the Company incurred $27.5 million of share-based compensation expense during the nine months ended September 30, 2023 related to the vesting acceleration and settlement of outstanding VectivBio stock options and RSUs under VectivBio's 2021 Equity Incentive Plan, of which $11.3 million was recorded within research and development expense and $16.2 million was recorded within selling, general and administrative expenses, respectively. .   . <table style="border-collapse:collapse;font-size:16pt;height:max-content;padding-left:0pt;padding-right:0pt;width:100%;"><tr style="height:1pt;"><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;margin:0pt;padding:0pt;"> . </td></tr><tr><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;width:16.73%;margin:0pt;padding:0pt;"> Three Months Ended </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> . </td><td colspan="5" style="vertical-align:bottom;width:19.1%;margin:0pt;padding:0pt;"> Nine Months Ended </td></tr><tr><td style="vertical-

align:bottom;width:60.79%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:16.73%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> </td><td colspan="5" style="vertical-align:bottom;width:19.1%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> September 30, </td></tr><tr><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:8.63%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:6.38%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:9.45%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2024 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> </td><td colspan="2" style="vertical-align:bottom;white-space:nowrap;width:7.93%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2023 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;background:#cceeff;margin:0pt;padding:0pt;"> Share-based compensation expense: </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td 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style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;margin:0pt;padding:0pt;"> 1,545 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">5,760 </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;"></p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;margin:0pt;padding:0pt;"> 15,655 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;background:#cceeff;margin:0pt;padding:0pt;"> Selling, general and administrative </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;background:#cceeff;margin:0pt;padding:0pt;"> 6,615 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;background:#cceeff;margin:0pt;padding:0pt;"> 6,361 </td><td 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size:10pt;margin:0pt;">. </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;background:#cceeff;margin:0pt;padding:0pt;"> 34,283 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> Restructuring </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;background:#cceeff;margin:0pt;padding:0pt;"> — </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;background:#cceeff;margin:0pt;padding:0pt;"> 911 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;background:#cceeff;margin:0pt;padding:0pt;"> Total share-based compensation expense included in operating expenses </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;background:#cceeff;margin:0pt;padding:0pt;"> 8,329 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;background:#cceeff;margin:0pt;padding:0pt;"> 7,906 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;background:#cceeff;margin:0pt;padding:0pt;"> 25,284 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;background:#cceeff;margin:0pt;padding:0pt;"> 50,849 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;margin:0pt;padding:0pt;"> Income tax benefit </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 840 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 850 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,853 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:6.9%;border-bottom:1px solid #000000;margin:0pt;padding:0pt;"> 2,069 </td></tr><tr><td style="vertical-align:bottom;width:60.79%;background:#cceeff;margin:0pt;padding:0pt;"> Total share-based compensation expense, net of tax </td><td style="vertical-align:bottom;white-space:nowrap;width:1.68%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:7.6%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;">7,489 </p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-space:nowrap;width:5.35%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 7,056 </td><td style="vertical-align:bottom;white-space:nowrap;width:1.67%;background:#cceeff;margin:0pt;padding:0pt;"> . </td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> $</p></td><td style="vertical-align:bottom;white-space:nowrap;width:8.42%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;text-align:right;margin:0pt 3.5pt 0pt 0pt;"> 22,431</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.71%;background:#cceeff;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">.</p></td><td style="vertical-align:bottom;white-space:nowrap;width:1.03%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"><p style="font-family:'Times New Roman','Times','serif';font-size:10pt;margin:0pt;">$ </td><td style="vertical-align:bottom;white-

space:nowrap;width:6.9%;background:#cceeff;border-bottom:3px double #000000;margin:0pt;padding:0pt;"> 48,780 </td></tr></table> 1714000 1545000 5760000 15655000 6615000 6361000 19524000 34283000 911000 8329000 7906000 25284000 50849000 840000 850000 2853000 2069000 7489000 7056000 22431000 48780000 27500000 11300000 16200000 11. Income Taxes The income tax provision during interim periods is computed by applying an estimated annual U.S. effective income tax rate to U.S. year-to-date pre-tax income, plus adjustments for significant unusual or infrequently occurring items, in accordance with ASC Subtopic 740-270, Income Taxes – Interim Reporting. Year-to-date pre-tax net loss generated in Switzerland is not included in the interim period income tax provision, as the related deferred tax assets are reserved in full by a valuation allowance. During the three and nine months ended September 30, 2024 the Company recorded income tax expense of $13.7 million and $42.6 million, respectively. During the three and nine months ended September 30, 2023, the Company recorded income tax expense of $18.0 million and $51.4 million, respectively. Due to the Company's ability to offset its pre-tax income against net operating losses, the majority of its tax provision is expected to represent a non-cash expense until its net operating losses have been fully utilized. The Company continues to record a valuation allowance against certain deferred tax assets comprised primarily of net operating loss carryforwards in Switzerland, as well as U.S. federal and state tax credits that are expected to expire prior to utilization. On a periodic basis, the Company reassesses the valuation allowance on its deferred income tax assets, weighing positive and negative evidence to assess the recoverability of the deferred tax assets. 13700000 42600000 18000000.0 51400000 12. Workforce Reductions and Restructuring In April 2023, the Company reduced its workforce by approximately 10% of its headquarters-based personnel in an effort to further strengthen the operational efficiency of the organization. The workforce reduction was substantially completed during the second quarter of 2023. The Company recorded $3.5 million of restructuring expenses and adjustments, which are primarily comprised of employee severance, benefits and related costs, during the nine months ended September 30, 2023. No restructuring expenses or adjustments were recorded during the three months ended September 30, 2023. In June 2023, the Company commenced the elimination of certain positions in connection with the VectivBio Acquisition. The majority of the eliminations were substantially completed during the year ended December 31, 2023. During the three and nine months ended September 30, 2024, the Company incurred an insignificant amount and $2.5 million of restructuring expenses, respectively. During the three and nine months ended September 30, 2023, the Company incurred $4.7 million and $14.3 million of restructuring expenses, respectively. The restructuring expenses are comprised primarily of employee severance, benefits, and related costs.   0.10 3500000 0 2500000 4700000 14300000 false false false false

6%54/=I*6>SX*C'#'ANT6X#?UPKSJ!DX!VW7'G\#4$L#!!0 (,:* M9UGSM\-8800)47 9 >&PO=V]R:W-H965TQ].6FWVVL\.. $M8&J;9._?UP9"@#AH M]^KJOB38GGEFYAE[_+(X8O)"$X08>,VS@BZUA+'R3M=IE* --LM=I21",:Z4\TRW#\/09GA[PB!#$UQ16,1TH3/NO'!!CUI"QI'K2N.VN K+EA" M05C$*);H!]/Z\PE]G9/6,6>=F'NP)@$WJ+P%MG$#+,-R)/ZLWZYNR\+Y;],;# M'[8^(,/NII%=X]D_,(UDN6[0'#F:*(YWM(016F]\^E%$#DA;_?J+Z1F_R8A6 M"1:H! L5@0U2XG0I<:,05\^8P0S0W@*.^@L8M0LX+:*LXBM"+$^^_1 ^6NQ/ MH]+<-69GM5FQ#QU6OFW-%_JAGY-+H=G<\ (9"P:60Y5J^,Y0*+Z5Z\K+B&F<3\S&)#T;?JOAD=Z/_A<)9PI45#N8WXX3RD3+!S0 MJ:,(S[F3\.^=PDK1 J5HH2JT8:)Z5QM3:6EIX50E1B5:H!0M5(4V3(QU3HSU M=J?R5FI73[(-W)T8E6J 4 M+52%-DS,^2IG3M_E_K]R,FGWW1E4B18H10M;M'ZQFYOFJ(;IO6? &'/%Z)-YW M*2>[*ECS5-3U=F_(]_7+Z:C_P;Q;FY+^0+PYU\^:9_CFP?HK+W]I04&&=MR4 M<3OC_I+F#;AI,%S6CYQ;S!C.Z\\$P1@1(<#'=QBS4T,8Z% [B5_\"4$L#!!0 M (,:*9UF6 DF;BP0 -D> 9 >&PO=V]R:W-H965TM.#,_.R9,7\8>7+DXDEN*57H.4TR.,6V2NUN;5NNMC0E M\H;O:*9_67.1$J5OQ<:6.T%)G#NEB>TZ3F"GA&76;)*/W8O9A.]5PC)Z+Y#< MIRD1O^8TX<>IA:W3P /;;)49L&>3'=G0)54_=O="W]D5)68IS23C&1)T/;7N M\&V$Q\8AM_C)Z%$VKI$)Y9'S)W/S+9Y:CED13>A*&031_PYT09/$D/0Z_BVA M5C6G<6Q>G^B? \^!U,(]$T@5/_F&QVDZMD85BNB;[1#WPXU=:!N0;WHHG,O^+ MCJ6M8Z'57BJ>ELYZ!2G+BO_DN4Q$PT%SNAW#/.Q=O=O:YP? F_VZ.K96\GPJJWDY3SOBJW45>N"-NBF&8&\E3NRHE-+*Z"D MXD"MV9]_X,#YJRO1D+ 0$A8!P5HE&50E&?319\W'=]5\?&GO^':5I2 . (@A@T'ED\Q&?/]:+#R!_X9Q+QTL@?!LZ90G21 M_O M5HA1%?>H/V[];C%+!N+\-?+-HH?_0-9U3 M__075PB2%H+2(BA:NY!U5XM]6%T# [6E!:2$H+8*BM0M3]{6XMT>[3M= NUM0 M6@A*BTI:JX/#WJNZ5K>NN+]WO437?K??ZU_*Q=6"I(6@M B*UBYJW9?C$:S& M@7;BH+00E!9!T=J%J;MQW-M97]=QH#TY*"T$I44EK=67!NX+C:,;1W4I%9O\ MC%3J?.XS51RU5*/5.>Q=?OIX-C[*MPO<,1Z: <]O\:+#&%X>^WXG8L$RBA*[U M5,[-4+\R17&.6MPHOLL"A^Y4CS-+[>4Q%08 _W[FG-UNC$35*?9L_\!4$L# M!!0 (,:*9UF;0/)G@@(+('_9 >&PO=V]R:W-H965TQFMB9;5[V M[V<[(8,V16CC2V*?G^4;%V$JE+(:V+>(4]>8A&5N.OA!D$$NM@-5O"U/(,BVDKO&KTK1JEYIXO#ZHWYO8 M52Q++&#*LI\DD>G8ZELH@17>9/*)[;Y#%4]7Z\4L$^:+=B4V4.!X(R3+*[*Z M04YH^6$'Q \"N"?ZF'H"($EWKH5@03NEW&;A(788G# M$6<[Q#5;J>F%R;YAJWP1JM_)0G)U2A1/A@\T9CF@9[P'@5H12$PRT49?T!PY\],BH3 6;T022!GYTGC\X MP[=5L'7$WB'BB7=6< %%!_G.%^0Y7M!PG^GE=+\IG/_S/OMG[R?)\.OR^T;/ MOZ#\3;4MV4$S6_>PH2AP#&-+-2D!? M6^/F3>^M\;TKL-<6B:XK-KB1V4H*@ M+D%P3OU0 HGWJ+4$"BLBVPCV:A (:"I)J=8S:GH*;$/7[^G'L#W.=0.J-^A[MIZCH/2KPNKW!*6KV'M5U_7ZW1I5AVT=-* >^-MU?H)AMJ"P?9&VM!\R=Z:MO M[!- W.'4;I)$;2.7\^"M?3K-'S->$"I3!2KER.CW5(WDY(:H,Y7C,G#1CNHQW3X!U!+ P04 " #&BF=9KKKPG"X$ ";%@ M&0 'AL+W=O"T]0"HDT>Y)*U7E=O>S(0/X-HE3VX'VW^\X"2ET0Q9:?R&Q\?.,/<]X[,QP MR\5/N090Y#F.$CFRUDJE= [8M%VN(J;SA*23XSY*+F"ILBI4M4PTS%Q9+<< MIV?'E"76>)CW/8CQD&SQ,Z0IF MH+ZE#P);=L42LA@2R7A"!"Q'UKU[% [@Y(!_QG<%6[KT3O90YYS]UXTLXLAP] M(XA@H30%Q<<&IA!%F@GG\5226I5-#=Q_W[$^>)Q,7,J8[OO"6;FG/:KH>"CXE@@]&MGT M2RY7CD8'LT1'UDP)_)DY;3:=>MIAL\@K>"= M&KAW.KS.NO\QZ\&[K1_XLEV%93OGZQSA>PU&#++/F#&?,BH4B&N=14)21>T5 M0:^SZ-BB)XU6=- :^DRE=P,C"M"Q!:,_:_V7VW/^J=//))EGDLPW2188(CO0 MO5/IWLG9VZ>GHSI9.R9E-4GFF23S39(%AL@.9.U6LG;_L)WW3Q-]O@B(J,*= MO.!279$DB^<@"%^2E$NF59<$(H;GG1YT15(0C(?ZL8!$D0LJ"=VU+NL"I)C. M()^.OEQMQLZ-.[0W^[HW3OE_#$FKO M"CV3.]HDF6>2S#=)%A@B.U"V7RG;/V-'0ZELOK5I^#_>6_'K0TG+IXP5*?EZITG-(8U* M_YLEUFCN7+5,DGDFR7R39($ALH, &%0!,#"4N 9MF94J_MV5% SRNVTCR51 M=Z^VXI[AZ>F:BA5@IIPI3*/Z?-0GX9<$#T8@7)"I/B!AK:MV&RC[:U5I-]JV M*FV]VED,*)"N? 6]/NZ\IK7ZE[IB[+M5XP'AE\Z$2S1E'/3QZNZ*"JA14/Q-*_6QEUNVC 4?94H7:=6FIJ$M(&L@+0A59JT397: M'_M7&>*);;QS"1WT9[8^5#%1B^^2<>^Q[G0^U7ZHEIW*]YY63&9$75&@DS65&E.[*J5<6DI*D!%+&O8[O1UY& MF""'?3'/;C)5.I-\+M3 #8)FS#&'3XD>C2Y=Q^B-\H0.W(>SM]_GN;I^XYCC MR;N3$__"]_V"\^M=[*P!SUW/*GYU@#@JC(E&ASG>9QB3[FY+5Z>?:B%#/,5H MO8,<[3&$" <<)F=_=C#YKF^9;N7S+[ZZ@=W7[U](8AM@;V:[':N?C0Q !R.' M=O(V&Z=?(G1_BVZL>_7>&O;37*RW6.B: :U/,NH\$CYP1X2SL63 2DG&^-(M=V!@DO-<.DKO;1TP@)'RIX$#TX-M7^MD3.2RBFTBF-]Q??H.L.J!0<9Y8[#C MFH%AOR!*42EN=*@$KEF6XDC$QS02H/*T;=T+ (3ROD=7!._I5O:BW0C,XLE^RGC@:E,M$#5+K.(Y6*339'?DA2W-,% M6I73(L4]=UKH^=^N\Y0**@G?-*UK_YA7^<6.ZV>(U_|<759V'5M-AMWC]U@_ M+QV[R:@-)EN1[EX;3,8M,-E]M:OF.\O =H>47&G&[KZ_,3FI(Y M5_<-.'#7[2\T8?,L;LZZA86HSUJW/\/T@JAYR].QF$CH@B:CNBNGXZKIZ(:. M6G^ L(O<5!\[@G$,9D< P^)@#C".86%Q_J?Y]-#Y& SSUK,B/9330SF&94-& MU1>+8^?$^F.?:1R'811A*SH:61V,L'6+(OBSJV'>@('%@4C/6VL\VWB%[*\# M+*?[*@2,*5Z)V$SQM0;$OF[B&-[MK$XP,"R@-4.Q+?'@9JR<\(0LHIYPW8P MCL0QAD MVFLTBI#5B>!KSP^V2\(PCNT(8'8'88@AL!MQ!', 'C D#*O[X, [] MR%O=I[SUOR&&?P!02P,$% @ QHIG69>*NQS $P(L !?3T\$MP>:4#M.*2VBZD8_1!2:5K5N %(MB6/:(7->=I3W;+T]!;X"O.DQQ0FE(2S,.\,W2?S+W M\PPU1>5*(Y5;&GC3Y?YVX$G1H2)8%H!%R=.B'+5_'O,% !L,@ M#P 'AL+W=O(G6_=C2N(9SM!O[ZS[OK3VN_C1 M-L8?3!8A=$?3J;_6JI7^+]LI UM6UK4RP**[F?K.*5G[M5*A;;;)P4$Q;.4V MDW=OM^>ZZD:'^^/)\+U1$]%JHUO] M4]7'DX.)\&M[I[=U^JN?_3C':UTI4ZLU7? *A,V[>A4$P&-7^O.3X21K3J>;'<1TM3B@PG0 M2&)N-J>"?>.OA4O/Z\VO#H"+VM =;=C@YO4 S@=Y:DVMC%>U@&_>-KH&CEJ\ MEXTTE1((,B$@DQU"?DL09$I ICN!7$0<.!1!9@1DMD/(44OF!&2^2\@4018$ M9+%+R Q!E@1DN4O('$&^(2#?\$)>R-_])>Q*O.^]- LI[Q'5('BP[K,1,I%6:K7.!YYZ:R MK1)[Y];[5^)*.;%82Z$$^:@/&T[*!UO7!]2W&I+0R8_;*N9)>C1X_RA\S9H'_*^IZ MZ.<^_.CB3? 7;FPK/X&GO',.D##)C5LB96@;,0HEBQFR*#VW7V'NEP VV^B[> M*Z-6.H@KB+!&MY7RQ(Q9% \]RK7\,7[4*$?,F"7Q#XR&X$ (E;^HNA^&2\/3 M]D7%] [/"\3,EB819$E?R7MSZV L/A\?0_DS[JK&^'W7)"66-A-D:T*?I&M[1 M:R=K&+2)$^>DN8G!<\#W.R%'(LS:((."40"=4-I(F+6!@P*Q!X/C1OE7&(Z2 M1<(L"R(ZB*P8D](PCX,(2*$\:VF+)(P6X2,$,:8E& 29L%L(H1GGT7**0FS M4\A08=QZE&829LW$4.&YMDLIJ:3,4J%B!H#%F)164N[!R&_C2[%WIH+4S;@I M*:VD.]4*3GFD9(KK);6R+S[!'7=#5[,Y&\:D!),R"^8)YK4- !DS(#&\&&-2 M@DG9ARD$YCBM20DF91:,$\P+"^HV(>;K8Y VQYB48%)FP3S!'!8=],QSL]\Y MBR/QE!).RBZ<.;;W*OA? M!B3$D[*+)PGF(]Z?.@Y<3:,4E#V@LDOP(3H1P>U MW^C;X<;C-5VC%)0Q*^@I9C\8Z:2U+NB?HPXIHRR4,5N("LSWQ2G&I"R4,5N(MQKS"F&2IA;W60HT?L-,SRD+93H.W0O*006S@QXQ+[N8,8J)C@WAY;+1-[A$45 .*MCS<53V M>C13BG)0P9Z/HS!QYUY0#BJ8'30DV7_/:L:2[I->LR GGKW M ' G!OHV17I MF ^M^DQ]J <5# [Z 'SU)K;,,D7+BX6RFCKQ(4-HP)^03FH8'80B3E*PA:4 MA8J7* #]$1,_Z25EH9+90C3F:%8D9:&2V4);3- EU<6ZD;!HO[G18QVD;G<*Y MXI*R4,EL(;+ MH]SQ25EH9+90B3FZ!4J*0N5S!,"TX>>#3-+2CXELWS(B43C M1J3D4P[RF0X[^W=O:[@31M47< D/ZRO95%=.Q(]AYE22Y7'VU*IO&G@)JDMS M;F6]_:/$]H\>[_X#4$L#!!0 (,:*9UES?'@L40(/!L : >&PO M7W)E;',O=V]R:V)O;VLN>&UL+G)E;'/- VDMNHT 4A>&M6"P@N.ZKDE:<44\R MC;(!Y)0?BFT0T$JR^[:<@7U0#WH2<4:H0%S^"9\0\/A2#LVX;T_#;M\-B_C MX32LJMTX=K_J>ECORK$9[MJNG,Y'-FU_:,;SLM_67;>-;[:EEN4RZOYV1O7T M>#MS\?K5E?^9V&XV^W7YW:[_',MI_,?@^J/MWX==*6.U>&WZ;1E75? UYN.X> MZLLFW9TG5XOGMU75/[^EJIX[2"!(Y@]2"-+Y@PR";/X@AR"?/R@@*.8/RA"4 MYP^ZAZ#[^8,>(.AA_]"T1!F7!$D3K FT3LAU(O Z(=B)0.R$9" <"LQ.BG0C4 M3LAV(G](=R)0.Z$="<"NQ/BG0CT%M1;"/06U%L(}:)PS:!WH)Z"X'>@GH+ M@=Z">@N!WH)Z"X'>@GH+@=Z">@N!WH)Z"X'>BGHK@=Z*>BN!WHIZ*X'>.GE9 M0]"WHMY*H+>BWDJ@MZ+>2]"WHMY*H+>BWDJ@MZ+>2]"WH=Y&H+>AWD:@MZ'> M1]"WH=Y&H+=-7G83Z&VHMQ'H;:BW$>AMJ+

<1Z&VHMQ'H;:BW$>CMJ+<3Z.VH MMQ/H[:BW$^CMJ+<3Z.VHMQ/H[9./E01Z.^KM!'H[ZNT$>COJ[01Z.^KM!'H' MZAT$>@?
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H965T7!E&UL4$L%!@ !4 %0 Q< !VL 0 $! end XML 89 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show={};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var ref=((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0); e.removeAttribute('id');a.parentNode.appendChild(e)}} if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p_;if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'} e.style.display=d;if(a.textContent) {a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 90 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 92 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html 311 331 1 false 70 0 false 9 false false R1.htm 995200090 - Document - Document and Entity Information Sheet http://www.ironwoodpharma.com/role/DocumentDocumentAndEntityInformation Document and Entity Information Cover 1 false false R2.htm 995200100 - Statement - Condensed Consolidated Balance Sheets Sheet
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http://www.ironwoodpharma.com/role/DisclosureDebtInterestExpenseDetails Debt - Interest Expense (Details) Details 67 false false R68.htm 99940903 - Disclosure - Debt - Convertible Senior Notes - Balances (Details) Notes
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Disclosure - Fair Value of Financial Instruments - Convertible Senior Notes (Details)", "shortName": "Fair Value of Financial Instruments - Convertible Senior Notes (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "57", "firstAnchor": { "contextRef": "As_Of_12_31_2023_us-gaap_DebtInstrumentAxis_irwd_ConvertibleSeniorNotes0.75PercentDue2024Member_us-gaap_LongtermDebtTypeAxis_us-gaap_ConvertibleNotesPayableMember_AxbSYnpu1EaPPgCSqpmYcA", "name": "us-gaap:DebtInstrumentFaceAmount", "unitRef": "Unit_Standard_USD_Khqx3bIaP02J3vSOY_VFTw", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["p", "td", "tr", "table", "us-gaap:ScheduleOfDebtTableTextBlock", "ix:continuation", "div", "div", "div", "body", "html"], "reportCount": 1, "baseRef": "irwd-20240930x10q.htm", "first": true }, "uniqueAnchor": { "contextRef": "As_Of_12_31_2023_us-gaap_DebtInstrumentAxis_irwd_ConvertibleSeniorNotes0.75PercentDue2024Member_us-gaap_FairValueByFairValueHierarchyLevelAxis_us-gaap_FairValueInputsLevel2Member_us-gaap_LongtermDebtTypeAxis_us-gaap_ConvertibleNotesPayableMember_Wl-qGVNFdUuJdnvRif14EA", "name": "us-gaap:LongTermDebtFairValue", "unitRef": "Unit_Standard_USD_Khqx3bIaP02J3vSOY_VFTw", "xsiNil": "false", "lang": null, "decimals": "-5", "ancestors": ["p", "ix:continuation", "div", "div", "div", "body", "html"], "reportCount": 1, "baseRef": "irwd-20240930x10q.htm", "unique": true } }, "R58": { "role": "http://www.ironwoodpharma.com/role/DisclosureLeasesLettersOfCreditDetails", "longName": "99940701 - 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Disclosure - Leases - Supplemental Information (Details)", "shortName": "Leases - Supplemental Information (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "60", "firstAnchor": { "contextRef": "Duration_1_1_2024_To_9_30_2024_41qp3_ly2U2CmOS9jfQ3hw", "name": "us-gaap:OperatingLeasePayments", "unitRef": "Unit_Standard_USD_Khqx3bIaP02J3vSOY_VFTw", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["p", "td", "tr", "table", "us-gaap:LeaseCostTableTextBlock", "ix:continuation", "div", "div", "div", "body", "html"], "reportCount": 1, "baseRef": "irwd-20240930x10q.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "Duration_1_1_2024_To_9_30_2024_41qp3_ly2U2CmOS9jfQ3hw", "name": "us-gaap:OperatingLeasePayments", "unitRef": "Unit_Standard_USD_Khqx3bIaP02J3vSOY_VFTw", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["p", "td", "tr", "table", "us-gaap:LeaseCostTableTextBlock", "ix:continuation", "div", "div", "div", "body", "html"], "reportCount": 1, "baseRef": "irwd-20240930x10q.htm", "first": true, "unique": true } }, "R61": { "role": "http://www.ironwoodpharma.com/role/DisclosureLeasesSummerStreetLeaseDetails", "longName": "99940704 - 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Disclosure - Debt - Convertible Senior Notes Due 2024 and Convertible Senior Notes Due 2026 (Details)", "shortName": "Debt - Convertible Senior Notes Due 2024 and Convertible Senior Notes Due 2026 (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "70", "firstAnchor": { "contextRef": "Duration_8_1_2019_To_8_31_2019_us-gaap_DebtInstrumentAxis_irwd_ConvertibleSeniorNotes0.75PercentDue2024AndConvertibleSeniorNotes1.50PercentDue2026Member_us-gaap_LongtermDebtTypeAxis_us-gaap_ConvertibleNotesPayableMember_x-gGfnh1pkCgmb571vPWoQ", "name": "us-gaap:ProceedsFromIssuanceOfLongTermDebt", "unitRef": "Unit_Standard_USD_Khqx3bIaP02J3vSOY_VFTw", "xsiNil": "false", "lang": null, "decimals": "-5", "ancestors": ["p", "us-gaap:DebtDisclosureTextBlock", "div", "div", "div", "body", "html"], "reportCount": 1, "baseRef": "irwd-20240930x10q.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "Duration_8_1_2019_To_8_31_2019_us-gaap_DebtInstrumentAxis_irwd_ConvertibleSeniorNotes0.75PercentDue2024AndConvertibleSeniorNotes1.50PercentDue2026Member_us-gaap_LongtermDebtTypeAxis_us-gaap_ConvertibleNotesPayableMember_x-gGfnh1pkCgmb571vPWoQ", "name": "us-gaap:ProceedsFromIssuanceOfLongTermDebt", "unitRef": "Unit_Standard_USD_Khqx3bIaP02J3vSOY_VFTw", "xsiNil": "false", "lang": null, "decimals": "-5", "ancestors": ["p", "us-gaap:DebtDisclosureTextBlock", "div", "div", "div", "body", "html"], "reportCount": 1, "baseRef": "irwd-20240930x10q.htm", "first": true, "unique": true } }, "R71": { "role": "http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesDue2022ConvertibleSeniorNotesDue2024AndConvertibleSeniorNotesD "longName": "99940906 - Disclosure - Debt - Convertible Senior Notes Due 2022, Convertible Senior Notes Due 2024 and Convertible Senior Notes Due 2026 (Details)", "shortName": "Debt - Convertible Senior Notes Due 2022, Convertible Senior Notes Due 2024 and Convertible Senior Notes Due 2026 (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "71", "firstAnchor": { "contextRef": "Duration_8_1_2019_To_8_31_2019_us-gaap_DebtInstrumentAxis_irwd_ConvertibleSeniorNotes0.75PercentDue2024AndConvertibleSeniorNotes1.50PercentDue2026Member_us-gaap_LongtermDebtTypeAxis_us-gaap_ConvertibleNotesPayableMember_x-gGfnh1pkCgmb571vPWoQ", "name": "irwd:DebtInstrumentDebtIssuanceCostsIncurred", "unitRef": "Unit_Standard_USD_Khqx3bIaP02J3vSOY_VFTw", "xsiNil": "false", "lang": null, "decimals": "-5", "ancestors": ["p", "ix:continuation", "div", "div", "div", "body", "html"], "reportCount": 1, "baseRef": "irwd-20240930x10q.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "Duration_8_1_2019_To_8_31_2019_us-gaap_DebtInstrumentAxis_irwd_ConvertibleSeniorNotes0.75PercentDue2024AndConvertibleSeniorNotes1.50PercentDue2026Member_us-gaap_LongtermDebtTypeAxis_us-gaap_ConvertibleNotesPayableMember_x-gGfnh1pkCgmb571vPWoQ", "name": "irwd:DebtInstrumentDebtIssuanceCostsIncurred", "unitRef": "Unit_Standard_USD_Khqx3bIaP02J3vSOY_VFTw", "xsiNil": "false", "lang": null, "decimals": "-5", "ancestors": ["p", "ix:continuation", "div", "div", "div", "body", "html"], "reportCount": 1, "baseRef": "irwd-20240930x10q.htm", "first": true, "unique": true } }, "R72": { "role": "http://www.ironwoodpharma.com/role/DisclosureDebtCappedCallsWithRespectTo2024ConvertibleNotesAnd2026ConvertibleNotesDetails", "longName": "99940907 - 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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": ["r56", "r735"] }, "us-gaap_AccountsPayableCurrentAndNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsPayableCurrentAndNoncurrent", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsAccountsReceivableDetails"], "lang": { "en-us": { "role": { "label": "Accounts Payable", "terseLabel": "Accounts payable", "documentation": "Carrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business." } } }, "auth_ref": ["r111", "r931"] }, "us-gaap_AccountsReceivableNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNet", 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As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": ["r8", "r248", "r255", "r704"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureNetIncomeLossPerSharePotentiallyDilutiveSecuritiesDetails"], "lang": { "en-us": { "role": { "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount", "terseLabel": "Total potentially dilutive securities excluded from the computation of diluted weighted average shares outstanding (in shares)", "documentation": "Securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented." } } }, "auth_ref": ["r213"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureNetIncomeLossPerSharePotentiallyDilutiveSecuritiesDetails"], "lang": { "en-us": { "role": { "label": "Antidilutive Securities [Axis]", "documentation": "Information by type of antidilutive security." } } }, "auth_ref": ["r27"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureNetIncomeLossPerSharePotentiallyDilutiveSecuritiesDetails"], "lang": { "en-us": { "role": { "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due
to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or
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shares permitted to be issued by an entity's charter and bylaws." } } }, "auth_ref": ["r67", "r623"] }, "us-gaap_CommonStockSharesIssued": {
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(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
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160,015,888 shares issued and outstanding at September 30, 2024 and 500,000,000 shares authorized and 156,354,238 shares issued and outstanding at December 31, 2023", "documentation": "Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r67", "r562", "r735"] }, "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": { "label": "Compensation Actually Paid vs. Company Selected Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Company Selected Measure" } } }, "auth_ref": ["r814"] }, "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": { "label": "Compensation Actually Paid vs. Net Income [Text Block]", "terseLabel": "Compensation Actually Paid vs. Net Income" } } }, "auth_ref": ["r813"] }, "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": { "label": "Compensation Actually Paid vs. Other Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Other Measure" } } }, "auth_ref": ["r815"] }, "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": { "label": "Compensation Actually Paid vs. Total Shareholder Return [Text Block]", "terseLabel": "Compensation Actually Paid vs. Total Shareholder Return" } } }, "auth_ref": ["r812"] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfComprehensiveIncomeLoss"], "lang": { "en-us": { "role": { "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "totalLabel": "Comprehensive income (loss) attributable to Ironwood Pharmaceuticals, Inc.", "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": ["r21", "r153", "r155", "r161", "r555", "r573", "r575"] }, "us-gaap_ComprehensiveIncomeNetOfTaxAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTaxAbstract", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfComprehensiveIncomeLoss"], "lang": { "en-us": { "role": { "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent [Abstract]", "terseLabel": "Other comprehensive income (loss), net of tax:" } } }, "auth_ref": [] }, "us-gaap_ComprehensiveIncomeNetOfTaxAttributableToNoncontrollingInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTaxAttributableToNoncontrollingInterest", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfComprehensiveIncomeLoss"], "lang": { "en-us": { "role": { "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling Interest", "terseLabel": "Less: Other comprehensive loss attributable to noncontrolling interest", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income (loss) and other comprehensive income (loss), attributable to noncontrolling interests. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r6", "r46", "r51", "r153", "r155", "r160", "r554", "r573", "r574"] }, "us-gaap_ConsolidationPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConsolidationPolicyTextBlock", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureSummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Consolidation, Policy [Policy Text Block]", "terseLabel": "Principles of Consolidation", "documentation": "Disclosure of accounting policy regarding (1) the principles it follows in consolidating or combining the separate financial statements, including the principles followed in determining the inclusion or exclusion of subsidiaries or other entities in the consolidated or combined financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary." } } }, "auth_ref": ["r47", "r697"] }, "us-gaap_ContractWithCustomerLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiability", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsOtherCollaborationAndLicenseAgreementsDetails"], "lang": { "en-us": { "role": { "label": "Contract with Customer, Liability", "terseLabel": "Deferred revenue", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable." } } }, "auth_ref": ["r330", "r331", "r334"] }, "us-gaap_ContractWithCustomerLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCurrent", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAccruedExpensesAndOtherCurrentLiabilitiesAdditionalInformationDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsOtherCollaborationAndLicenseAgreementsDetails"], "lang": { "en-us": { "role": { "label": "Contract with Customer, Liability, Current", "terseLabel": "Deferred revenue, current", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current." } } }, "auth_ref": ["r330", "r331", "r334"] }, "us-gaap_ContractWithCustomerLiabilityNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityNoncurrent", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsOtherCollaborationAndLicenseAgreementsDetails"], "lang": { "en-us": { "role": { "label": "Contract with Customer, Liability, Noncurrent", "terseLabel": "Deferred revenue, noncurrent", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as noncurrent." } } }, "auth_ref": ["r330", "r331", "r334"] }, "us-gaap_ConvertibleDebtCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtCurrent", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Convertible Debt, Current", "terseLabel": "Current portion of convertible senior notes", "documentation": "The portion of the carrying value of long-term convertible debt as of the balance sheet date that is scheduled to be repaid within one year or in the normal operating cycle if longer. Convertible debt is a financial 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." } } }, "auth_ref": ["r58"] }, "us-gaap_ConvertibleDebtNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtNoncurrent", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Convertible Debt, Noncurrent", "terseLabel": "Convertible senior notes, net of current portion", "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": ["r18"] }, "us-gaap_ConvertibleDebtSecuritiesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtSecuritiesMember", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureNetIncomeLossPerSharePotentiallyDilutiveSecuritiesDetails"], "lang": { "en-us": { "role": { "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": ["r896"] }, "us-gaap_ConvertibleNotesPayableMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleNotesPayableMember", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesBalancesDetails", "http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesDue2022ConvertibleSeniorNotesDue2024AndConvertibleSeniorNotesD "http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesDue2024AndConvertibleSeniorNotesDue2026Details", "http://www.ironwoodpharma.com/role/DisclosureDebtGeneralInformationDetails", "http://www.ironwoodpharma.com/role/DisclosureDebtInterestExpenseDetails", "http://www.ironwoodpharma.com/role/DisclosureDebtTables", "http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsConvertibleSeniorNotesDetails"], "lang": { "en-us": { "role": { "label": "Convertible Senior Notes", "terseLabel": "Convertible Senior Notes", "documentation": "Written promise to pay a note which can be exchanged for a specified quantity of securities (typically common stock), at the option of the issuer or the holder." } } }, "auth_ref": ["r58", "r109"] }, "irwd_ConvertibleSeniorNotes0.75PercentDue2024AndConvertibleSeniorNotes1.50PercentDue2026Member": { "xbrltype": "domainItemType", "nsuri": "http://www.ironwoodpharma.com/20240930", "localname": "ConvertibleSeniorNotes0.75PercentDue2024AndConvertibleSeniorNotes1.50PercentDue2026Member", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtCappedCallsWithRespectTo2024ConvertibleNotesAnd2026ConvertibleNotesDetails", "http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesDue2022ConvertibleSeniorNotesDue2024AndConvertibleSeniorNotesD "http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesDue2024AndConvertibleSeniorNotesDue2026Details", "http://www.ironwoodpharma.com/role/DisclosureNetIncomeLossPerShareComputationDetails"], "lang": { "en-us": { "role": { "documentation": "0.75% Convertible Senior Notes due 2024 and 1.50% Convertible Senior Notes due 2026", "label": "0.75% Convertible Senior Notes due 2024 and 1.50% Convertible Senior Notes due 2026" } } }, "auth_ref": [] }, "irwd_ConvertibleSeniorNotes0.75PercentDue2024Member": { "xbrltype": "domainItemType", "nsuri": "http://www.ironwoodpharma.com/20240930", "localname": "ConvertibleSeniorNotes0.75PercentDue2024Member", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtCappedCallsWithRespectTo2024ConvertibleNotesAnd2026ConvertibleNotesDetails", "http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesBalancesDetails",

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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
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Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://www.ironwoodpharma.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "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_EntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityDomain", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsNoncontrollingInterestDetails"], "lang": { "en-us": { "role": { "label": "Entity [Domain]", "documentation": "All the names of the entities being reported upon in a document. Any legal structure used to conduct activities or to hold assets. Some examples of such structures are corporations, partnerships, limited liability companies, grantor trusts, and other trusts. This item does not include business and geographical segments which are included in the geographical or business segments domains." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://www.ironwoodpharma.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r762"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://www.ironwoodpharma.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": ["http://www.ironwoodpharma.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "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": ["r762"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://www.ironwoodpharma.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": ["http://www.ironwoodpharma.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "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": ["r846"] }, "dei_EntityListingParValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingParValuePerShare", "presentation": ["http://www.ironwoodpharma.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Entity Listing, Par Value Per Share", "documentation": "The par value per share of security quoted in same currency as Trading currency. Example: '0.01'." } } }, "auth_ref": [] }, "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityRegistrantName", "presentation": ["http://www.ironwoodpharma.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "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": ["r762"] }, "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityShellCompany", "presentation": ["http://www.ironwoodpharma.com/role/DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "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": ["r762"] }, 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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": ["r450", "r451", "r464", "r727"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsMeasuredOnRecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Fair Value Measurements, Recurring and Nonrecurring [Table]", "documentation": "Disclosure of information about asset and liability measured at fair value on recurring and nonrecurring basis." } } }, "auth_ref": ["r450", "r451", "r464", "r727"] }, "us-gaap_FairValueByFairValueHierarchyLevelAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByFairValueHierarchyLevelAxis", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsConvertibleSeniorNotesDetails", "http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsMeasuredOnRecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Fair Value, Hierarchy [Axis]", "documentation": "Information by level within fair value hierarchy and fair value measured at net asset value per share as practical expedient." } } }, "auth_ref": ["r310", "r336", "r337", "r338", "r339", "r340", "r341", "r449", "r451", "r452", "r453", "r454", "r463", "r464", "r466", "r509", "r510", "r511", "r706", "r707", "r718", "r719", "r720", "r727", "r729"] }, "us-gaap_FairValueByMeasurementFrequencyAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByMeasurementFrequencyAxis", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsMeasuredOnRecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Measurement Frequency [Axis]", "documentation": "Information by measurement frequency." } } }, "auth_ref": ["r450", "r451", "r452", "r454", "r727", "r907", "r910"] }, "us-gaap_FairValueDisclosuresAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresAbstract", "lang": { "en-us": { "role": { "label": "Fair Value Disclosures [Abstract]" } } }, "auth_ref": [] }, "us-gaap_FairValueDisclosuresTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresTextBlock", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstruments"], "lang": { "en-us": { "role": { "label": "Fair Value Disclosures [Text Block]", "terseLabel": "Fair Value of Financial Instruments", "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": ["r459", "r461", "r462", "r463", "r466", "r467", "r468", "r469", "r470", "r552", "r727", "r730"] }, "us-gaap_FairValueInputsLevel12And3Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel12And3Member", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsMeasuredOnRecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Fair Value, Inputs, Level 1, 2 and 3 [Member]", "documentation": "Fair value measurement input including quoted price in active market for identical asset or liability reporting entity can access at measurement date (level 1), input other than quoted price included within level 1 either directly or indirectly observable for asset or liability (level 2) and unobservable input reflecting entity's own assumption (level 3)." } } }, "auth_ref": ["r727", "r897", "r905", "r909"] }, "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsMeasuredOnRecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Quoted Prices in Active Markets for Identical Assets (Level 1)", "documentation": "Quoted prices in active markets for identical assets or liabilities that the reporting entity can access at the measurement date." } } }, "auth_ref": ["r310", "r336", "r341", "r451", "r464", "r509", "r718", "r719", "r720", "r727"] }, "us-gaap_FairValueInputsLevel2Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel2Member", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsConvertibleSeniorNotesDetails", "http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsMeasuredOnRecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Significant Other Observable Inputs (Level 2)", "documentation": "Inputs other than quoted prices included within level 1 that are observable for an asset or liability, either directly or indirectly, including, but not limited to, quoted prices for similar assets or liabilities in active markets, or quoted prices for identical or similar assets or liabilities in inactive markets." } } }, "auth_ref": ["r310", "r336", "r341", "r451", "r452", "r464", "r510", "r706", "r707", "r718", "r719", "r720", "r727"] }, "us-gaap_FairValueInputsQuantitativeInformationAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsQuantitativeInformationAbstract", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsGeneralInformationDetails"], "lang": { "en-us": { "role": { "label": "Fair Value Inputs, Quantitative Information [Abstract]", "terseLabel": "Fair Value of Financial Instruments" } } }, "auth_ref": [] }, "us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationLineItems", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsConvertibleSeniorNotesDetails"], "lang": { "en-us": { "role": { "label": "Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [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": ["r455", "r456", "r457", "r458", "r459", "r460"] }, "us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationTable", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsConvertibleSeniorNotesDetails"], "lang": { "en-us": { "role": { "label": "Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Table]", "documentation": "Disclosure of information about financial instrument liability measured at fair value on recurring basis using unobservable input." } } }, "auth_ref": ["r455", "r456", "r457", "r458", "r459", "r460", "r465"] }, "us-gaap_FairValueMeasurementFrequencyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementFrequencyDomain", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsMeasuredOnRecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Fair Value, Measurement Frequency [Domain]", "documentation": "Measurement frequency." } } }, "auth_ref": ["r450", "r451", "r452", "r454", "r727", "r907", "r910"] }, "us-gaap_FairValueMeasurementsFairValueHierarchyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsFairValueHierarchyDomain", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsConvertibleSeniorNotesDetails", "http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsMeasuredOnRecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Fair Value Hierarchy [Domain]", "documentation": "Categories used to prioritize the inputs to valuation techniques to measure fair value." } } }, "auth_ref": ["r310", "r336", "r337", "r338", "r339", "r340", "r341", "r449", "r451", "r452", "r453", "r454", "r463", "r464", "r466", "r509", "r510", "r511", "r706", "r707", "r718", "r719", "r720", "r727", "r729"] }, "us-gaap_FairValueMeasurementsRecurringMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsRecurringMember", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsMeasuredOnRecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Recurring basis", "documentation": "Frequent fair value measurement. Includes, but is not limited to, fair value adjustment for impairment of asset, liability or equity, frequently measured at fair value." } } }, "auth_ref": ["r727", "r904", "r905", "r906", "r907", "r908", "r910"] }, "us-gaap_FederalFundsEffectiveSwapRateMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":

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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": ["r256", "r690", "r704"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsFutureAmortizationExpenseDetails"], "lang": { "en-us": { "role": { "label": "Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year", "terseLabel": "2024", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year." } } }, "auth_ref": ["r973"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearFour", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsFutureAmortizationExpenseDetails"], "lang": { "en-us": { "role": { "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Four", "terseLabel": "2028", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r256", "r690", "r704"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearThree", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsFutureAmortizationExpenseDetails"], "lang": { "en-us": { "role": { "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Three", "terseLabel": "2027", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r256", "r690", "r704"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsFutureAmortizationExpenseDetails"], "lang": { "en-us": { "role": { "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Two", "terseLabel": "2026", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r256", "r690", "r704"] }, "us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsByMajorClassAxis", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsFiniteLivedIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "label": "Finite-Lived Intangible Assets by Major Class [Axis]", "documentation": "Information by major type or class of finite-lived intangible assets." } } }, "auth_ref": ["r247", "r249", "r250", "r251", "r253", "r254", "r257", "r258", "r517", "r521", "r690"] }, "us-gaap_FiniteLivedIntangibleAssetsFutureAmortizationExpenseAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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"http://www.ironwoodpharma.com/role/DisclosureEmployeeStockBenefitPlansShareBasedCompensationExpenseAdditionalInformationDetails",
"http://www.ironwoodpharma.com/role/DisclosureEmployeeStockBenefitPlansShareBasedCompensationExpenseTabularDisclosureDetails"], "lang":
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"http://www.ironwoodpharma.com/role/DisclosureEmployeeStockBenefitPlansShareBasedCompensationExpenseTabularDisclosureDetails"], "lang":
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"http://www.ironwoodpharma.com/role/DisclosureIncomeTaxesDetails"], "lang": { "en-us": { "role": { "label": "Income Tax Expense (Benefit), Continuing Operations, by Jurisdiction [Abstract]", "terseLabel": "Income Taxes" } } }, "auth_ref": [] }, "us-gaap_IncreaseDecreaseInAccountsPayableAndAccruedLiabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInAccountsPayableAndAccruedLiabilities", "crdr": "debit", "presentation": [
"http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Increase (Decrease) in Accounts Payable and Accrued Liabilities", "terseLabel": "Accounts payable and accrued expenses", "documentation": "The increase (decrease) during the reporting period in the amounts payable to vendors for goods and services received and the amount of obligations and expenses incurred but not paid." } } }, "auth_ref": ["r7"] }, "us-gaap_IncreaseDecreaseInAccountsReceivable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInAccountsReceivable", "crdr": "credit", "presentation": [
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of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r59"] }, "us-
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lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease
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Excludes lease obligation." } } }, "auth_ref": ["r18", "r112", "r309", "r324", "r706", "r707", "r733", "r932"] }, "us-gaap_LongTermDebtAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtAbstract", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesBalancesDetails"], "lang": { "en-us": { "role": { "label": "Long-term Debt, Unclassified [Abstract]", "terseLabel": "Principal:" } } }, "auth_ref": [] }, "us-gaap_LongTermDebtFairValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtFairValue", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsConvertibleSeniorNotesDetails"], "lang": { "en-us": { "role": { "label": "Long-term Debt, Fair Value", "terseLabel": "Estimated 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": ["r904", "r906", "r907", "r908"] }, "irwd_LongTermDebtMaturitiesInterestPayments": { "xbrltype": "monetaryItemType", "nsuri": "http://www.ironwoodpharma.com/20240930", "localname": "LongTermDebtMaturitiesInterestPayments", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesFutureMinimumPaymentsDetails"], "lang": { "en-us": { "role": { "documentation": "Represents the amount of interest to be paid on long-term debt.", "label": "Long-term Debt, Maturities, Interest Payments", "negatedLabel": "Less: amounts representing interest" } } }, "auth_ref": [] }, "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtMaturitiesRepaymentsOfPrincipalInNextTwelveMonths", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesFutureMinimumPaymentsDetails"], "lang": { "en-us": { "role": { "label": "Long-term Debt, Maturities, Repayments of Principal in Next Twelve Months", "terseLabel": "2025", "documentation": "Amount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing 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": ["r10", "r174", "r314"] }, "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtMaturitiesRepaymentsOfPrincipalInYearTwo", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesFutureMinimumPaymentsDetails"], "lang": { "en-us": { "role": { "label": "Long-term Debt, Maturities, Repayments of Principal in Year Two", "terseLabel": "2026", "documentation": "Amount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing 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": ["r10", "r174", "r314"] }, "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtMaturitiesRepaymentsOfPrincipalRemainderOfFiscalYear", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesFutureMinimumPaymentsDetails"], "lang": { "en-us": { "role": { "label": "Long-term Debt, Maturities, Repayments of Principal, Remainder of Fiscal Year", "terseLabel": "2024", "documentation": "Amount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in remainder of current fiscal year." } } }, "auth_ref": ["r865"] }, "us-gaap_LongTermDebtTerm": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtTerm", "presentation": [
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"http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesDue2024AndConvertibleSeniorNotesDue2026Details"], "lang": { "en-us": { "role": { "label": "Long-term Debt, Term", "terseLabel": "Debt instrument term", "documentation": "Period between issuance and maturity of long-term debt, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r906", "r907", "r908"] }, "us-gaap_LongTermLineOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermLineOfCredit", "crdr": "credit", "presentation": [
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"http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesDue2024AndConvertibleSeniorNotesDue2026Details",
"http://www.ironwoodpharma.com/role/DisclosureDebtGeneralInformationDetails",
"http://www.ironwoodpharma.com/role/DisclosureDebtInterestExpenseDetails", "http://www.ironwoodpharma.com/role/DisclosureDebtTables",
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"http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesDue2024AndConvertibleSeniorNotesDue2026Details",
"http://www.ironwoodpharma.com/role/DisclosureDebtGeneralInformationDetails",
"http://www.ironwoodpharma.com/role/DisclosureDebtInterestExpenseDetails", "http://www.ironwoodpharma.com/role/DisclosureDebtTables",
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Excludes temporary equity." } } }, "auth_ref": ["r72", "r114", "r170", "r235", "r287", "r289", "r290", "r291", "r294", "r295", "r473", "r565", "r625"] }, "us-gaap_MinorityInterestAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MinorityInterestAbstract", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsNoncontrollingInterestDetails"], "lang": { "en-us": { "role": { "label": "Equity, Attributable to Noncontrolling Interest [Abstract]", "terseLabel": "Noncontrolling interests" } } }, "auth_ref": [] }, "us-gaap_MinorityInterestLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MinorityInterestLineItems", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsNoncontrollingInterestDetails"], "lang": { "en-us": { "role": { "label": "Noncontrolling Interest [Line Items]", "terseLabel": "Noncontrolling interests", "documentation": "Line items represent financial concepts included in a table. 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For an entity that has not commenced principal operations, disclosures about the risks and uncertainties related to the activities in which the entity is currently engaged and an understanding of what those activities are being directed toward." } } }, "auth_ref": ["r124", "r134"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivities", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Net Cash Provided by (Used in) Financing Activities", "totalLabel": "Net cash provided by (used in) financing activities", "documentation": "Amount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit." } } }, "auth_ref": ["r166"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Net Cash Provided by (Used in) Financing Activities [Abstract]", "terseLabel": "Cash flows from financing activities:" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInInvestingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivities", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Net Cash Provided by (Used in) Investing Activities", "totalLabel": "Net cash used in investing activities", "documentation": "Amount of cash inflow (outflow) from investing activities, including discontinued operations. 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third parties in connection with debt origination, which will be amortized over the remaining maturity period of the associated long-term debt." } } }, "auth_ref": ["r24"] }, "us-gaap_PaymentsRelatedToTaxWithholdingForShareBasedCompensation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsRelatedToTaxWithholdingForShareBasedCompensation", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Payment, Tax Withholding, Share-Based Payment Arrangement", "negatedLabel": "Taxes paid related to net share settlement of share-based awards", "documentation": "Amount of cash outflow to satisfy grantee's tax withholding obligation for award under share-based payment arrangement." } } }, "auth_ref": ["r164"] }, "us-gaap_PaymentsToAcquireProductiveAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsToAcquireProductiveAssets", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsGeneralInformationDetails"], "lang": { "en-us": { "role": { "label": "Payments to Acquire Productive Assets", "terseLabel": "Aggregate consideration paid", "documentation": "The cash outflow for purchases of and capital improvements on property, plant and equipment (capital expenditures), software, and other intangible assets." } } }, "auth_ref": ["r122", "r899", "r900", "r901"] }, "irwd_PaymentsToAcquireProductiveAssetsNetOfCashAcquired": { "xbrltype": "monetaryItemType", "nsuri": "http://www.ironwoodpharma.com/20240930", "localname": "PaymentsToAcquireProductiveAssetsNetOfCashAcquired", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "documentation": "Payments to Acquire Productive Assets, Net of Cash Acquired", "label": "Payments to Acquire Productive Assets, Net of Cash Acquired", "negatedLabel": "Acquisition of VectivBio Holding AG, net of cash acquired" } } }, "auth_ref": [] }, "us-gaap_PaymentsToAcquirePropertyPlantAndEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsToAcquirePropertyPlantAndEquipment", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Payments to Acquire Property, Plant, and Equipment", "negatedLabel": "Purchases of property and equipment", "documentation": "The cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets." } } }, "auth_ref": ["r87"] }, "us-gaap_PaymentsToMinorityShareholders": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsToMinorityShareholders", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsNoncontrollingInterestDetails", "http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Payments to Noncontrolling Interests", "negatedLabel": "Purchase of subsidiary shares from noncontrolling interests", "terseLabel": "Squeeze-out merger, cash paid", "documentation": "Amount of cash outflow to a noncontrolling interest. Includes, but not limited to, reduction of noncontrolling interest ownership. 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Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt." } } }, "auth_ref": ["r66", "r327"] }, "us-gaap_PreferredStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesOutstanding", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedBalanceSheetsParenthetical"], "lang": { "en-us": { "role": { "label": "Preferred Stock, Shares Outstanding", "terseLabel": "Preferred stock, shares outstanding", "documentation": "Aggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased." } } }, "auth_ref": ["r66", "r623", "r642", "r967", "r968"] }, "us-gaap_PrepaidExpenseAndOtherAssetsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PrepaidExpenseAndOtherAssetsCurrent", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label":

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Includes, but is not limited to, option exercised." } } }, "auth_ref": ["r5", "r15"] }, "us-gaap_ProceedsFromLongTermLinesOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromLongTermLinesOfCredit", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtGeneralInformationDetails", "http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Proceeds from Long-Term Lines of Credit", "terseLabel": "Proceeds from revolving credit facility", "documentation": "The cash inflow from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer." } } }, "auth_ref": ["r22"] }, 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"http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaCollaborativeArrangementsRevenueDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaCommercialEffortsDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaGeneralInformationDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaRoyaltyRevenueDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsOtherCollaborationAndLicenseAgreementsDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsSummaryDetails"], "lang": { "en-us": { "role": { "label": "Products and Services [Axis]" } } } }, "auth_ref": ["r227", "r516", "r578", "r579", "r580", "r581", "r582", "r583", "r584", "r691", "r711", "r744", "r745", "r746", "r748", "r749", "r888", "r889", "r894", "r936", "r938", 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"http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaGeneralInformationDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaRoyaltyRevenueDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsOtherCollaborationAndLicenseAgreementsDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsSummaryDetails"], "lang": { "en-us": { "role": { "label": "Products and Services [Domain]" } } }, "auth_ref": ["r227", "r516", "r578", "r579", "r580", "r581", "r582", "r583", "r584", "r691", "r711", "r744", "r745", "r746", "r748", "r749", "r888", "r889", "r894", "r936", "r938", "r939", "r940", "r941", "r942", "r943", "r944", "r945", "r946", "r947", "r948", "r949", "r950", "r951", "r952", "r953", "r954", "r955", "r956", "r957", "r958", "r959", "r960", "r961", "r962", "r963", "r964", "r965"] }, "us-gaap_ProfitLoss": { "xbrltype": 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Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": ["r9", "r500", "r558", "r567", "r735"] }, "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": { "label": "Pay vs Performance Disclosure [Table]", "terseLabel": "Pay vs Performance Disclosure" } } }, "auth_ref": ["r798"] }, "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": { "label": "Pay vs Performance [Table Text Block]", "terseLabel": "Pay vs Performance Disclosure, Table" } } }, "auth_ref": ["r798"] }, "srt_RangeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeAxis", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesDue2024AndConvertibleSeniorNotesDue2026Details", "http://www.ironwoodpharma.com/role/DisclosureDebtGeneralInformationDetails"], "lang": { "en-us": { "role": { "label": "Statistical Measurement [Axis]" } } }, "auth_ref": ["r281", "r282", "r283", "r284", "r335", "r342", "r370", "r371", "r372", "r379", "r454", "r512", "r513", "r515", "r585", "r587", "r601", "r614", "r615", "r665", "r667", "r669", "r670", "r674", "r688", "r689", "r703", "r710", "r721", "r729", "r730", "r731", "r732", "r745", "r752", "r884", "r892", "r907", "r923", "r924", "r925", "r926", "r927"] }, "srt_RangeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeMember", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtConvertibleSeniorNotesDue2024AndConvertibleSeniorNotesDue2026Details", "http://www.ironwoodpharma.com/role/DisclosureDebtGeneralInformationDetails"], "lang": { "en-us": { "role": { "label": "Statistical Measurement [Domain]" } } } }, "auth_ref": ["r281", "r282", "r283", "r284", "r335", "r342", "r370", "r371", "r372", "r379", "r454", "r512", "r513", "r515", "r585", "r587", "r601", "r614", "r615", "r665", "r667", "r669", "r670", "r674", "r688", "r689", "r703", "r710", "r721", "r729", "r730", "r731", "r732", "r745", "r752", "r884", "r892", "r907", "r923", "r924", "r925", "r926", "r927"] }, "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]", "terseLabel": "Recovery of Erroneously Awarded Compensation Disclosure" } } }, "auth_ref": ["r766", "r776", "r786", "r818"] }, "irwd_ReductionInHeadquarterBasedWorkforceApril2023Member": { "xbrltype": "domainItemType", "nsuri": "http://www.ironwoodpharma.com/20240930", "localname": "ReductionInHeadquarterBasedWorkforceApril2023Member", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuringDetails"], "lang": { "en-us": { "role": { "documentation": "Reduction in Headquarter-based Workforce, April 2023 [Member]", "label": "Reduction in Headquarter-based Workforce, April 2023 [Member]", "terseLabel": "Reduction in Headquarter-based Workforce, April 2023" } } }, "auth_ref": [] }, "irwd_RemainingMilestonePaymentToBeReceivedByCompanyUponAmendmentToLicenseAgreement": { "xbrltype": "monetaryItemType", "nsuri": "http://www.ironwoodpharma.com/20240930", "localname": "RemainingMilestonePaymentToBeReceivedByCompanyUponAmendmentToLicenseAgreement", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsEuropeanAndOtherTerritoriesDetails"], "lang": { "en-us": { "role": { "documentation": "Represents the amount of milestone payment to be received by the company upon amendment to the license agreement.", "label": "Remaining Milestone Payment to be Received by Company upon Amendment to License Agreement", "verboseLabel":

"Remaining milestone payment due upon the amendment to the license agreement" } } }, "auth_ref": [] }, "us-gaap_RepaymentsOfConvertibleDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfConvertibleDebt", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Repayments of Convertible Debt", "negatedLabel": "Repayment of 2022 Convertible Notes", "documentation": "The cash outflow from the repayment 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." } } }, "auth_ref": ["r88"] }, "us-gaap_RepaymentsOfLongTermLinesOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfLongTermLinesOfCredit", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtGeneralInformationDetails", "http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Repayments of Long-Term Lines of Credit", "negatedLabel": "Repayments of revolving credit facility", "terseLabel": "Repayments of revolving credit facility", "documentation": "The cash outflow for the settlement of obligation drawn from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer." } } }, "auth_ref": ["r88"] }, "srt_RepurchaseAgreementCounterpartyNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RepurchaseAgreementCounterpartyNameDomain", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsAccountsReceivableDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsChinaHongKongAndMacauDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsEuropeanAndOtherTerritoriesDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsJapanDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaCollaborativeArrangementsRevenueDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaCommercialEffortsDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaGeneralInformationDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaRoyaltyRevenueDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsOtherCollaborationAndLicenseAgreementsDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsSummaryDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsTables", "http://www.ironwoodpharma.com/role/DisclosureLeasesLettersOfCreditDetails", "http://www.ironwoodpharma.com/role/DisclosureLeasesSummerStreetLeaseDetails"], "lang": { "en-us": { "role": { "label": "Counterparty Name [Domain]" } } }, "auth_ref": ["r172", "r173", "r300", "r328", "r508", "r514", "r559", "r695", "r696"] }, "us-gaap_ResearchAndDevelopmentExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpense", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaGeneralInformationDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsOtherCollaborationAndLicenseAgreementsDetails", "http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfIncomeLoss"], "lang": { "en-us": { "role": { "label": "Research and Development Expense", "terseLabel": "Research and development", "verboseLabel": "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": ["r381", "r690", "r701", "r928"] }, "us-gaap_ResearchAndDevelopmentExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpenseMember", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsExpensesDetails", "http://www.ironwoodpharma.com/role/DisclosureEmployeeStockBenefitPlansShareBasedCompensationExpenseAdditionalInformationDetails", "http://www.ironwoodpharma.com/role/DisclosureEmployeeStockBenefitPlansShareBasedCompensationExpenseTabularDisclosureDetails"], "lang": { "en-us": { "role": { "label": "Research and Development Expense [Member]", "terseLabel": "Research and Development Expense", "documentation": "Primary financial statement caption in which the reported facts about research and development expense have been included." } } }, "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": { "label": "Restatement Determination Date [Axis]", "terseLabel": "Restatement Determination Date:" } } }, "auth_ref": ["r767", "r777", "r787", "r819"] }, "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": { "label": "Restatement Determination Date", "terseLabel": "Restatement Determination Date" } } }, "auth_ref": ["r768", "r778", "r788", "r820"] }, "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": { "label": "Restatement Does Not Require Recovery [Text Block]", "terseLabel": "Restatement does not require Recovery" } } }, "auth_ref": ["r775", "r785", "r795", "r827"] }, "us-gaap_RestrictedCash": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedCash", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfCashFlowsParenthetical"], "lang": { "en-us": { "role": { "label": "Restricted Cash", "terseLabel": "Restricted cash", "documentation": "Amount of cash restricted as to withdrawal or usage. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits." } } }, "auth_ref": ["r853", "r862", "r929", "r933"] }, "us-gaap_RestrictedCashAndCashEquivalentsCashAndCashEquivalentsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedCashAndCashEquivalentsCashAndCashEquivalentsMember", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureFairValueOfFinancialInstrumentsMeasuredOnRecurringBasisDetails"], "lang": { "en-us": { "role": { "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": ["r145"] }, "us-gaap_RestrictedStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedStockMember", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureNetIncomeLossPerShareComputationDetails"], "lang": { "en-us": { "role": { "label": "Restricted Stock [Member]", "terseLabel": "Restricted Stock", "documentation": "Stock including a provision that prohibits sale or substantive sale of an equity instrument for a specified period of time or until specified performance conditions are met." } } }, "auth_ref": ["r27"] }, "us-gaap_RestrictedStockUnitsRSUMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedStockUnitsRSUMember", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureNetIncomeLossPerShareComputationDetails", "http://www.ironwoodpharma.com/role/DisclosureNetIncomeLossPerSharePotentiallyDilutiveSecuritiesDetails"], "lang": { "en-us": { "role": { "label": "Restricted Stock Units (RSUs) [Member]", "documentation": "Share instrument which is convertible to stock or an equivalent amount of cash, after a specified period of time or when specified performance conditions are met." } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedActivitiesAbstract", "lang": { "en-us": { "role": { "label": "Restructuring and Related Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedActivitiesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedActivitiesDisclosureTextBlock", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuring"], "lang": { "en-us": { "role": { "label": "Restructuring and Related Activities Disclosure [Text Block]", "terseLabel": "Workforce Reduction and Restructuring", "documentation": "The entire disclosure for restructuring and related activities. Description of restructuring activities such as exit and disposal activities, include facts and circumstances leading to the plan, the expected plan completion date, the major types of costs associated with the plan activities, total expected costs, the accrual balance at the end of the period, and the periods over which the remaining accrual will be settled." } } }, "auth_ref": ["r269", "r270", "r272", "r275", "r280"] }, "us-gaap_RestructuringAndRelatedCostNumberOfPositionsEliminatedPeriodPercent": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostNumberOfPositionsEliminatedPeriodPercent", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuringDetails"], "lang": { "en-us": { "role": { "label": "Restructuring and Related Cost, Number of Positions Eliminated, Period Percent", "terseLabel": "Restructuring and related cost, number of positions eliminated, period percent (as a percent)", "documentation": "The number of positions eliminated during the period as a percentage of total positions eliminated during the period in connection with the restructuring plan(s)." } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedCostPositionsEliminatedAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostPositionsEliminatedAbstract", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuringDetails"], "lang": { "en-us": { "role": { "label": "Restructuring and Related Cost, Positions Eliminated [Abstract]", "terseLabel": "Workforce Reduction" } } }, "auth_ref": [] }, "us-gaap_RestructuringCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCharges", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuringDetails"], "lang": { "en-

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Excludes expenses related to a discontinued operation or an asset retirement obligation." } } }, "auth_ref": ["r8", "r276", "r277", "r885"] }, "us-gaap_RestructuringChargesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringChargesAbstract", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuringDetails"], "lang": { "en-us": { "role": { "label": "Restructuring Charges [Abstract]", "terseLabel": "Restructuring Expenses" } } }, "auth_ref": [] }, "us-gaap_RestructuringChargesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringChargesMember", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAcquisitionsExpensesDetails", "http://www.ironwoodpharma.com/role/DisclosureEmployeeStockBenefitPlansShareBasedCompensationExpenseTabularDisclosureDetails"], "lang": { "en-us": { "role": { "label": "Restructuring Charges [Member]", "terseLabel": "Restructuring Charges", "documentation": "Primary financial statement caption in which the reported facts about restructuring charges have been included." } } }, "auth_ref": ["r94", "r95"] }, "us-gaap_RestructuringCostAndReserveLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCostAndReserveLineItems", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuringDetails"], "lang": { "en-us": { "role": { "label": "Restructuring Cost and Reserve [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": ["r271", "r272", "r273", "r274", "r277", "r278", "r279"] }, "irwd_RestructuringExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://www.ironwoodpharma.com/20240930", "localname": "RestructuringExpenseBenefit", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfIncomeLoss"], "lang": { "en-us": { "role": { "documentation": "Restructuring Expense (Benefit)", "label": "Restructuring Expense (Benefit)", "terseLabel": "Restructuring" } } }, "auth_ref": [] }, "us-gaap_RestructuringIncurredCostStatementOfIncomeOrComprehensiveIncomeExtensibleEnumeration": { "xbrltype": "enumerationSetItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringIncurredCostStatementOfIncomeOrComprehensiveIncomeExtensibleEnumeration", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuringDetails"], "lang": { "en-us": { "role": { "label": "Restructuring Charges, Statement of Income or Comprehensive Income [Extensible Enumeration]", "terseLabel": "Restructuring Charges, Statement of Income or Comprehensive Income", "documentation": "Indicates line item in statement of income or comprehensive income that includes restructuring charges." } } }, "auth_ref": ["r847", "r848"] }, "us-gaap_RestructuringPlanAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringPlanAxis", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuringDetails"], "lang": { "en-us": { "role": { "label": "Restructuring Plan [Axis]", "documentation": "Information by individual restructuring plan." } } }, "auth_ref": [] }, "us-gaap_RestructuringPlanDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringPlanDomain", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuringDetails"], "lang": { "en-us": { "role": { "label": "Restructuring Plan [Domain]", "documentation": "Identification of the individual restructuring plans." } } }, "auth_ref": [] }, "us-gaap_RestructuringReserveCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringReserveCurrent", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureAccruedExpensesAndOtherCurrentLiabilitiesTabularDisclosureDetails"], "lang": { "en-us": { "role": { "label": "Restructuring Reserve, Current", "verboseLabel": "Accrued restructuring liabilities", "documentation": "Carrying amount as of the balance sheet date of known and estimated obligations associated with exit from or disposal of business activities or restructurings pursuant to a duly authorized plan, which are expected to be paid in the next twelve months or in the normal operating cycle if longer. Costs of such activities include those for one-time termination benefits, termination of an operating lease or other contract, consolidating or closing facilities, relocating employees, and costs associated with an ongoing benefit arrangement, but excludes costs associated with the retirement of a long-lived asset." } } }, "auth_ref": ["r854", "r886", "r887"] }, "us-gaap_RestructuringSettlementAndImpairmentProvisions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringSettlementAndImpairmentProvisions", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuringDetails"], "lang": { "en-us": { "role": { "label": "Restructuring, Settlement and Impairment Provisions", "terseLabel": "Restructuring expenses and adjustments, primarily comprised of employee severance, benefits and related costs", "documentation": "Amount of restructuring charges, remediation cost, and asset impairment loss." } } }, "auth_ref": ["r80"] }, "us-gaap_RestructuringSettlementAndImpairmentProvisionsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringSettlementAndImpairmentProvisionsAbstract", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureWorkforceReductionAndRestructuringDetails"], "lang": { "en-us": { "role": { "label": "Restructuring, Settlement and Impairment Provisions [Abstract]" } } }, "auth_ref": [] }, "us-gaap_RetainedEarningsAccumulatedDeficit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsAccumulatedDeficit", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Retained Earnings (Accumulated Deficit)", "terseLabel": "Accumulated deficit", "documentation": "Amount of accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r70", "r102", "r564", "r595", "r600", "r605", "r624", "r735"] }, "us-gaap_RetainedEarningsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsMember", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfStockholdersEquityDeficit"], "lang": { "en-us": { "role": { "label": "Retained Earnings [Member]", "terseLabel": "Accumulated deficit", "documentation": "Accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r138", "r175", "r176", "r177", "r181", "r188", "r190", "r192", "r240", "r246", "r260", "r392", "r393", "r405", "r406", "r407", "r410", "r417", "r418", "r430", "r433", "r434", "r437", "r446", "r484", "r487", "r591", "r593", "r609", "r967"] }, "us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerExcludingAssessedTax", "crdr": "credit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsChinaHongKongAndMacauDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsEuropeanAndOtherTerritoriesDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsJapanDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaCollaborativeArrangementsRevenueDetails" "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaCommercialEffortsDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaRoyaltyRevenueDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsOtherCollaborationAndLicenseAgreementsDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsSummaryDetails", "http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfIncomeLoss"], "lang": { "en-us": { "role": { "label": "Revenue from Contract with Customer, Excluding Assessed Tax", "terseLabel": "Revenue", "verboseLabel": "Total revenues", "documentation": "Amount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise." } } }, "auth_ref": ["r118", "r119", "r217", "r220", "r221", "r224", "r226", "r227", "r228", "r230", "r332", "r333", "r516"] }, "irwd_RevenueFromContractWithCustomerExcludingAssessedTaxReduction": { "xbrltype": "monetaryItemType", "nsuri": "http://www.ironwoodpharma.com/20240930", "localname": "RevenueFromContractWithCustomerExcludingAssessedTaxReduction", "crdr": "debit", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaGeneralInformationDetails"], "lang": { "en-us": { "role": { "documentation": "Revenue from Contract with Customer, Excluding Assessed Tax, Reduction", "label": "Revenue from Contract with Customer, Excluding Assessed Tax, Reduction", "terseLabel": "Revenue, reduction" } } }, "auth_ref": [] }, "us-gaap_RevenueFromContractWithCustomerProductAndServiceExtensibleList": { "xbrltype": "enumerationSetItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerProductAndServiceExtensibleList", "presentation": ["http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfIncomeLoss"], "lang": { "en-us": { "role": { "label": "Revenue from Contract with Customer, Product and Service [Extensible Enumeration]", "terseLabel": "Revenue from Contract with Customer, Product and Service", "documentation": "Indicates product and service for revenue from satisfaction of performance obligation by transferring promised product and service to customer." } } }, "auth_ref": ["r711"] }, "us-gaap_RevenuesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenuesAbstract", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaCollaborativeArrangementsRevenueDetails" "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsNorthAmericaRoyaltyRevenueDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsSummaryDetails", "http://www.ironwoodpharma.com/role/StatementCondensedConsolidatedStatementsOfIncomeLoss"], "lang": { "en-us": { "role": { "label": "Revenues [Abstract]", "terseLabel": "Revenues:" } } }, "auth_ref": [] }, "irwd_RevolvingCreditAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://www.ironwoodpharma.com/20240930", "localname": "RevolvingCreditAgreementMember", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureDebtGeneralInformationDetails"], "lang": { "en-us": { "role": { "documentation": "Revolving Credit Agreement [Member]", "label": "Revolving Credit Agreement [Member]", "terseLabel": "Revolving Credit Agreement" } } }, "auth_ref": [] }, "us-gaap_RoyaltyMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RoyaltyMember", "presentation": ["http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsChinaHongKongAndMacauDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsEuropeanAndOtherTerritoriesDetails", "http://www.ironwoodpharma.com/role/DisclosureCollaborationLicenseAndOtherAgreementsJapanDetails",

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+PTKWL)+S@G9VJ0DBO;KE(A4MU2W3,RO=-2QJ6Z]|:],.^!?PA3\M> M3&&LERZ7.H2LUZ[<$*2U?L5=L:*^]/JT)GVZIR_(%2]=VZYBL'I-RN7,:*E) M43]ZL[0&-;H(&/4Q\N*2L7Q91%[6OHCO#*Y>D7*QNYJ*%'K1 MK\A'[=SR# 2];N0B?S5U0Z'K5:!#%3B;$P_]0KW9,_!_*+Y!-@I;J40E1+V*M'+=4$87^1TMVP)(]4/54'WJ]Z5!OPJ.HZ:HJ9VI8.ZG52I'JH=!JUG[N18V:MFA6=BTTWBC*WJG:9X]&]HK6_#UF<4J994L]J6#K=>9\/&YFE]"Q-5-,K2)U\MGD)@)M.V,^P075:/PKHZ 7_([SRDQ&:7F4PCN-75]8)L.3R:!]A7TMVM_, R\?4 MY/-D%>7O:^=[JPE7KQ2Y^*8N QQ@L-2;I](ST]5ZWRM2)XIT\!9:U@U2O0KF M J.&*GCP8Z^EKZ^ER/>QGV/&_E@-3W//39P)KZ'+TH6Z=E:)?.V2RM\S$L/?-+ MC3J)&>*_^FG+^L_24J7(UJR1UJK!KWV6S:[W07"\NLD4Y^#?>N>[$:>RC% MTLN4Z83T(2^D:/NRET/=^\WJ :'3!66"_#L=*C.YW:QKJXO:'N:/KZW>;0[?M)TKCZ)\FZ[*6&N]7-X:C/RW4).UZO]/=P5D3WW=55,1$_D9M],=.R@RW=`"7 MH'N9KB][:KV\5%T U6G%Q_QJI_:#H_T^2C=IRDL4H:"&;F=$D[/\>Q&-_(_< M ;S'4^M9?1%0Y_,)PLP=SO1MSG#T\\[A#TY [DGO0=.[C^!U-WGA1M7D> S M,'>7LMGP8&_O,!3I*G6F-^;#N/,[MUK KJD.=:E:$=T&$@5*4I>HK%YM($TNFM2E"9I@=RWD_#1\YLXGY/L$C+O\ M%'WP/!IJN_HF/P%=L%:P/+3 W$=VA)0#UE2'#P[32C78W]W?L;@]QPMT36WUM;=ELA=9\TUU &W6TH@=Q!SBV=V?T<8AM1T)[5XZXL+K\0\FH&58'DSI8X^KR MCWI8,UQS!!M*M9.P#@9[AX-#4WX7M%2_>;..@*H>AZKJX9G<]BONQFHSE[%, MJX&$.]@_&.R_-^[%/&) A;P@83%3>20;C1#R(]4P'4\ =-"+&K@$EA3R8U/M,TZH)O+7(&XG>7$H>7%80&]/"/F^L'A4K;T,WNY$G@A?4X@+)AP040@R?H'HX$?5R5098A@EUQ@I?.,Y%3'E,]9($+C" YB.UN@ /_P8O)ICMQ'PIM+5[I4$@=V/N!LN^?'+I Q#.F#T$I0[;(TIHN%3+U83+F^U:I"^&&EE@-[+62.&)V2$A&;M-L$4L$"L2"F7/COE6=B M@U,T-P70RGHO=7N*7%ZJW(DY=_"DV)KK&71#P*D4T,$1>I&?Q_04A_G_L'/Z M(D\Q(^_EBT^]I.*)/2= \"([M;6$L\[)K@5WSI"'''33-.!G8M/8RB]'1'%YMQU:__D#(S6'R=L1R.V4$EM8F/G)/%M)K/,<>71!/0;BD++P%P>''E2>HS'E% M/77@/9[WN@)6.%8O:I1UM,5]O1N6D@&&K\4BM':BW9H:\9_0+=F;X*Y(SJN Y(U-:X\W-3.FZ:'4'*5Y4[HJ,FFS6$NB/-7W M6#(>5,IX%CR!4B\:5>HHISC3,=PWF62US+NFWFR,V4(.Y1OYRI@2>?PJ241P M>LR;-MA,O^'IYQJ#YSJ!Y25T.=#NUD$@.,X^IJ7_>%M#;6)2:_IKZQ7D@P4J"0=EM:1*= M8H^LJOI6^5PYMJ17FO'*[,J[\]4;5MY,'2ZY5[8N&6RF]36!F[]+UPK+T-KQ M'_,!T,VIZZ3)4XMS(4](D7]C1YVF2@T3\R;K7[5K3628XS+V W+^4"Q!CI#ML7>>3./+_,&A^8;_JK,K,$26#FO:RC>&\-9>;6F.\/P26E=S P5;UF=M#-28 M>F-(6\6=$:,+&E&TDLZP!F<,H&P15YKR8?LIY]?$^S?F-4S"2H-MHA5T]<26 M'\.=,1L'ZJ;QE3>33B+4,.>",:@-Y$\^G+[BC)'97-Q-O_#PV;3*0+RFY69X M]GD6Y++XY21?6N/-!9ISR(NS2.WM?CB*'.THX51VX[1VJZW9535DT/[NT5Z& MU/6RN90S#8%M+?_.\10%;AQO3<<55G8$[ZJ9J&-T% M0J[!'94EH3ALU0;@%OQHO &.?B2LBM0%R[42]^I#'D)!,NL[AN%]1(_R)0C MN9,-9;,"?'VDIP[8RB/9Z\&2-1&&';R^M&X]18S;#)Y)'CDKI[5S'W>M8A)S[Z;>8I@GXL]@1>6W:!\9/+U;&FZ)++<*6D%8K_E=[ARL95,EC"2%F_#Y M3?*8P/YW<8$S2]+1^SK@V M^%<[7FKA'5CL@B3CZK$2\06V%&'FX#F M94@NVK0QJKJ](S"U$V'(D5HMMI409T:2MW12*EL MO88M1V.=..3JR*V]W>*'QT)4XAF&(\?OXEENJL;K]'"J-]F#J0%L#>'H0F7* MK;!*M*LNX[[X4T:]>'5NP)S5!FMF0)&*,.)HEB=% H2O6=.9M746MC:(U< MQ+K"ELXM56D&I?V7]N6Z:HZ);.722390A#K--F64:/B6G"^[\G[!R/DKC#4H M+R9)S7GB,^+*"^0Y\]JH]1;96+45!U;1]]V7\%&PDQF2K$\RB 7A?&N@/#5@ M;8GN,(E]NVY$T%^H*V.7)_(9T"O!'Z"#Q"%(ON.;4YDZC3904^+#N4G"N(E0 MF?O&^%F25 ^+@$,X85)I/L?2\ MSQ"?9\KD4=T'[+H@6/6&A#RHAUGZ(%CWH#=FBM)-QRU)%\+%12M+&#_J1^C# M=F^']_J2A$HV]1%KI MK\0OUHSG>^-V7'CE 3]LS'GQ!:QU", 8]7UG6__M&E-_B]=B'F[7="K\-10U0[^\M.>HO;P*-I6VV!AWO@D+]-8]?T6X++:!M95C; M&)'ZFX_E22AH%?Y:8TBJ&%V:^5Q]VZC%V!J(UBU8UX=R*Y:_ZXG&A4P)JW>N MZFWZ\&WI?V-.=#PHVO;C6QTI^3!JG',H==A^'<.C%N)O;TP8D1^>)\$L*GH# M >1ZT(^#-1BFVLB_;RF $?_S[<20QKZ10T**=/ A!U^"";3,A*U-3>0NNPM MP"BCV\LY$OA>G@*Z\)PHUPW\AXVI>MS=25>[>";J4ESJ^JZZ(#B>8R\U5K]X M+BSV8<3+U$R MIV7%Q1NH6M?$P_%@ MB,?YR)6Y-.^FEY1A,O/2)ZC.D$\$4,?HDU1OY0+-X&<^A.[,YO![%'*ARB>58P"5\:@)H4R*UNK!W MD3Y4T!L)/TQ(2UWB2$-RXOPKX/#O!6(RRQ<_Q5,J7V$+CV",T?,Y]AFV29P. M*OU JD8U7[M/,SXG/A)WM=44H7294!EJTW4WWG?1U]W QVALN/UJ?TNE?\FSBX9&84&>>EJ0]PB;F6O-,4) MN&O?A5HVW):M10-A1YO,$8D7+E&&0.9?5L36TQPML"TQ+ :D)JG=>4N>50+: M!N(\%BHJW$:;]J3:BP(#6!LBQ6LM31IQJ*B]MO.GE'ARQWA@Q!F;ZY6 M-$\SI_OG/^J',4NS.X0/5BVCL">S&<- # X?M I?D¥5NJ%J81?MG)FDC&@+> MQ!CPKX%+\(T]#V;SG"DM*-M 2WH/0]D+\"6CBS-YPQB:?"5B?A; H(89[N+9 M=@.5U0*<&/B?,T;/R4(R>T*E!9AM,1CQYLTH.CUTBCBQ$]I*7X6(F%/$M\X@MOL(!IP9;0ZODG1,WD)M@7;*L!Z'B@4Q;O)J&@'90#.E)>?.PS=@>.9ILNHSI0K*!G+%) -Y\AQ K1SG2:N-,IT*;+#4Z>9G!R-6F\-;U8?1 [B"2QRK-*GU*(!LBM7-3"('G[%YV MX-@'X%VO@60;N-\4SE>1U78PK KX-W".> M)# ^%2,_)R3IN5/9>!NH;V9+9/U@L8#J/"V[6&K A8OEQ;+XS;)U6;,Z/?C& MY);86\DAX8]^*;DD#=W;R*,=MWXIB123'C\CO EX39RHZ=Q>(<2]{=VT*3 MZZ$^FA4>KH?>\.3!@G.5;KO893-LM#&+J24C?AI* M/G"5RO_G_P=02P,$%@ QHIG6<0D\,I/%0 !ST! !4 !I=[,OL@Q-?D[C1/8M[=5*1]H=P!A:EG:.H;D FC;H\YX>]@^G$ZW7^Y71.-<=M4L=&&B,V/!R$7UP$Y&ST31L,CDZ.AOWA6#O]-CS]-NAK#W=AN3O"VASF%;0@ M^L\W^M\+:4\C$)'S[=V!/PY>77?U]>CH]>WM\&UT:.,%J=X?'/UQ=_MDO(*E MWH/(<75D@ .-E/_FL]O;4-WF7QBU=]?L!42&!U%;7%+T+]Z8;$>_:@W&/9& M@\-WQSP(6*1?"S02%J??PHSR,2Q^^1WZ@0P&T^GTB'U[\.O?-.T[MBWP".8: M^^B;^[$"/PXU8HW^M:9S6](KU]"6]NI%#BO!14E<&$O5QB\DC)P#>H7![^!N!K8'@)\(*D#'/<]ENBPI"R36"_ MUB^<EVY$8#:_AHC_E"W:LB"!f/EJ7.'=%K*G*%'8AD68H69.T)G9(B*=MJ M<$Y*Z)4P!A_U_83MN20GP2#6'[-ISR>]W$,&EMV0?/>@?3!V50!4@WQSVV8H-MVVC!_IR]6'#!NF8UT/,I-S,?&-@#YM7[BD[R#AF69V0*QQ>DOQ&MQ(;HZB?. MT@TW(:]+\$+&<1=@X+@![R4%D46Q*81D$;,&V(4O%G@""-KXWG:!$SB&9;N# M1 -JX4\,7A4-BT5;:T(R5Z2X_0'-DVL;_SD'",RA^T TYK"U#-N-H@L:8L%L M8N,N>J!HVHN9"7)A*5C(Y1H\&L$Q"%48A2&HZ.@Q!%9XRX93SU(O*>#7%V$ MU+9X(A2)@V40.(S6X)!M>_U]F[K/:SD+:$ M&#W/Z2UT?<5V1(^Y3KA)ZQW,(D"_SI>S8A44M_ =:/@^27?QZ/3H[DPGI M52>#R70T'O<##>V9RV!^S60V*$-X/CT^/NZ?]D]/3OO\\7!ZNN$Y9E=G.,D^ M,?>0?&#YQ3K&'-M+(3D&C=LR.&Q,?/0?!X,#$-T,+(?_:*-D^W+=X 7+RZ]O)O] MZH?NHY!5$/UQ17SDM6J1 ?_,O= Q_B#+1N8IVJ MM3A,]=1-UK^V1[@GOBT@2,CJ22HFWBS;L?=-WI$B!T-%K1I0PQ6:Z&^5545*W@3"L- M2[U>F]R8>:1J4QR72.5>8.+70_6!JWZ]RKXG_[(; MN;F#7)UM*!>MB\2?E_-KM1B]18 %NAWK$Y_O01S0"8+TS].>=;?\]3)K]!B M54[""M0X44>-L.)]#;L3IZBQ_;(I/MPKW:%N'2H7._M^\%185ZUC>0FP_Y@@;,KM5SG M)4"*N%X-ZCIV;,U.L3-UG%ZX([J5 "?BAZG7?_=M+QZRFJZS *Y&&J1*5F=M;IVK>F[Y)/C1>'C:Y/EQ12J70ZOX;'UKH\4SP,M;B,!L?H&!";DN;TK13BI8 M&*AZ&Z/;ZTBQ;;74"IU4K21@S0>]XW: +?079[:\(#6^[,;=B1Q1;$*AZ\0&/M-%(8 ?-*QXBL]9TSP_"65 ?TPMH<&MPU4W]%I 3&1 *C-JJZ(%#UXGIBC/NW M4=*O/=\#=S9_UM_Y)PHR5#IB!%6@%EY3?S_:"FRO/]B=FQT@H+,J/>A:-3[MIB7-GFM^6]HOM+5_J!H"G[C=RND66V7V'K$WAVX&=YL":O7'5,EN1>!E,:[>MTFD#YYH@)9;O0N21:2/832,]X1S,:0RBR!;@7+V[6"=((-+QQPV1%?/=2$TB M1L+:(KP_Q]%MC2VJ92PYMK!K//N6C'K6&.WAYHY?*275TOZ^E9FQ(9XC(O7, MX!&L ?) *#BL&^[OT'V]\!R7 ,%7[X;ET3Q>-&B+_#/YJ|\"E-0R(U$EIOD! MU4!7SSQH=@:Z.Q6>VG/W:)+%DN@FX]'PN)6*%<*5Z[GW&NC5&6$SW/Z;44_UIP6(9Q5NML4+@*M]"XX7WT5CU6#:O,(W7#2(NAT$F MX M&;H$&*[9<# Y6Z#B%9/2N-X/)PV>8NOK+I+H5;O/#2:P#*7Y3FE MU=)PP2UR,50*;H$DSH_.7!?#%\^E=\&>;:DS%&DZ:JD]]QBM&GSB!M#P"38_ MH;OHAO+8Q80GYM]",CV>L(T-EVWNRYQKEJ6" MWEC&1%;"-RM)-2F\D_%HU&3XB>1<7P?VW(T89;RXV$-4HG[;I*#?1IK29!^] MVGL"Y:W4P.PX%1H$39 Z./E!K.0#P-"FR=0PO?X';%/3.Q=V>2LOR [34D]G7^\=.A)Y918-$968&LV4T^OJJ M>EL'FV.J)S)$S>:)+,Y1"N?@DAB*\N]Q=-F?IT#B]Z,K5PQ_4M M 5J],*SHH<6-3SV;_ZYC3&R5-_MFUNFXLN6QJY=>^6Q)=TO^8K*+WM=$BS!4 MD3Z$Q3*#-&4%@$@2%,%?(*M=K$+SB%EI[ZDL.P;8@0^W364E@HX2Y1OSH#XBPW=IF6>4&I"(F.6D%EH@AU MKJ8=@:U2H=57^5TEPT)LCI^@$L>ATE94;;N^S4"Q$-1_9'P#+"/]O/^CO-!4HS MRQ-$US:6BCDK2J[KEE:E6!2<13?K@SN(V$-+#$_P/$'NRCJMTB>Q" GP"L:C M/H)5@(-FJDB\N,=1>D:-CFM<%GEN>&HO\:[9J,G53OPQ/B?GA<+<>AVW@V+X MU0MFV5K!>8F62O'PIG M3"T3;GYG1U&-M.75LBA;@\\SXQ6XT*!LQDTG)W7 I%SJ .V71-/J9GPK8U*<_MX:0DS3WG*?'YV>+BC,QA&'^0WI+Y4*U(W0X-;6DC57$9B&SE-?CJ=%(*W+59

MO%#'52T 5N3X>E>GM[_!!PH.W%L M7P]+ &-IV?RX?D[':]>Q[U!7FNLRVP;1_"P3,9^;"UM)/O7<#R4>6_ZRN;+"VM=34A5 #*[Y M\\-$ZVOHR\XD9:->]{8H]EB^5KI;6W(YL$6M_794AP J3\M2<@R*DHS,YD+) M/JLEWGX;V8,\A _']NBJ^7&183@DF7QC@R3YSEL"LX";=ISCIOFM:F&SFHY, M+=:P%K1@6O/P+F#I]W#K M:$*-$;=W-),8Z(&*>MM[X, ZG+)@4%VSK[M#-)NA ^XAODV@KMN>Q@C11CXLN%F1=W4+D8)I/Y-JHSK:/4W^&6U^Q5M4T^" M%T9&7# =+6!4N%8+W6[LRSKW)]:F=F"*"U(LN6.]SI,8#U]VW+BT*P^EKMN\ M)<\XJFBGBV9:ZR9 GNRJO[15^U9 7AZ6NIOKH@WFP:MM/T!,NJW;#V >8>QC M>FC@0ZW56/G-?AEM8U(6=OMK/@5*O&W\ /RKO?16K^QNU MRFP:KL$3(-,8F]&"BU* (B>%*QPBB131EL.F/H_PBI-I](QE#065B4"]QW>^L M8;(R6@.L+\"]MWP!>#8/A.$GJ9EYKN/JB%Z+X]B)-!4E0.!PE34A2M%0JP\4 MU'&\!Y1'K_B@R:ZBTKT\>O&%#0T,6O+-Z$WVG."F_1F-2UWX5QLY=E.>.<.>, MJ2:1%+M6I9:%^1E;'$B?%Z,Y'#8S3AGSXE/]G+8E*8^&WW_?>.2QL-4@4X1N MW2#'Q1[K%7= IZ7,&=T+\3 .QF-'>B?@>/>>'FU:8VW3*]Q1ZUJL>5(JY$"S MD1;QH#$FU-\A\+>*(AEOX&]UO8QR*MS*S@<@73_9*R;C4;_?P"B1JY_\&]>B MV(0WJ&ON\"SCOL/^IQ<9I#ORR6Y']DF&OVB4K/I=,Y(QY)CW^^W"R;?1LC@ M<+>@&IV**^%X9Q)D7O$E_M.KC5V6%RE'5[L%6Z0K0>:5S$'@CTW7GDM^OX,(M+CT?19C7K,#X-^&.?WXS6M!.,!R&+;5A2"33(>"\S1()C)N51;SZ?CNI$%^/ M8*E#FCF9KH,=8G[_!CIO"[,X0=4ZO9R^XV-"Q3)0?)P7E=0]&3F>WX"U!GJ;S=?$0EH//@NC2A6VCF>W7R2-A 0^7RFD@5<)&*] M+19"VBP[T=T/JF5<*&+Q(^WQ$ZN;:_4^B5&YG-:"1>Y2!1V<2/AQ!V*;5.[UXOB*>[9R+QJ+O-L[.!F/ADT> M^9;1NPQ Q=U.#I2+U$L&8I74TK.,KH0UG86TG5V9>[%$N-XG4'L.6"6/-LX, M WN EV4B=OND?);ET]U['$'K6M@\2]C%&- "#A+INQ]MLR[PY4NN!B[Z8.D M;.4]OW*R7%GV!P#!2WVY:(3KJ=']BVDN\;9'(:!R@_ZDD6SYGN%Z-"R*7B7' M:Y"M[XP:7=&T+$3%5W*!+/Q+!_Z>UZ/YI;OBG[E *J7PS=,"4J<$1H]FJW- M],))I*?$UVSNMFX954J@JSRY2_D5-\49P!>>;[,K=46O!5 6VU>O>9'-7CT, M;#20A/3J>;H;,DG)DA\AY7 5K?[6Z8XLN._EH0D:C\Y[D\FP\')L#\>'A/J M30V],.ZNWH,'VLZ6-G;A7\QJQ$&E5E>C&\N]@C\\%*K^>Y)G/_H]@-:9+T# MFU6E*RJ7QECOZIGCP[/Y)5-GO&)MUY,4+40[QZFT=C3X4\ $7NXMUW@G.L6 M?5%8_G1RVA]Q9M580YK?DL::(E^%K:D_T88O[F:,L,DB^QT\?R+=:'R?H8P"; MAZ$#,^8PG%U)K8Z9)O_X,%D 2^Y\V$N,E*-]Z]1?ZX:7[ZYU V0>$?.*)[%/ MC_LCE?4HA4+)N0K3H$H32S"\N/54[F.G/FF)CB1]JJ5NB=5*68Q"::D;' ;JWB 8]L?3Z: = MNBX!3RA1T Y=SC"4AB4[/<(S*[8.G(V:38HIE\"2K66 "P=!S:H+\;AQ:R MHC%>M(9C7%#OF8,]:@;;6IQEJ(3MT8"T\]?75B,;I#!BB?P>^#.YL_Z.^\T M0Y+(GH]GA+@K!4VM :683A-'\515YX_O[)XQB> U] Z9"((((>?TUD*6X? MU1#OFOW4*!7Q5T12IJ[O1[X.@Z'VU_\'4$L#!!0 (_:*9UF [=;/Y48 M 0J!0 5 :7)W9"TR,# (T,#DS,%]D968N>&UL[7UK<-]LXENCWK;K_09O] M<'>K)HGM=)).U_1LR:]NSSB6K^UT;^V7+IJ$)$Y3A!HD'7M^_05(2B)%//G" M41I5,QU+PN.\ <'!P'L!?__MY%4V>$$E"'/_XZOC-T:L)BGT__OOKU_]S>G<|";"?K5"<3GR"O!0%DZ]ANIP\X/7:BR>?$2%A M%$U.21@LT&1R?/3F^S=';SZ]G[Q^_;=\C%,OH7UP/,D'.WESO/GAK!P.QS], MCH_??GQ[3]'TZ^_^'X;'+[>=/N,P5M'@H:'F\;1F'\^P_L/X]TO@E% M,4Y^>$["'U\MTW3]P]NW7[]^??/UW1M,%K3[T?';__E\?>\OTC6A[7](\B^OL>^E.7TJW9\?2;09X-W;[5S"%NS3ZTVSU^RKU\'3&< M_^,^I0QGHG2&XP#%5"[H'PF.PH)PO;?9#:_3[`_^Q) 173BS^R,'TY1_/0 M#REV:/HO=U&Q^OWK)E;WN9,">/%H_>=]J3/>9CX$4XR M@LYP%'F/F.1">!WZ#/9I',S2)2+3!4$%V _>8X02,Y*TG<,&%<[18]H-Q^H( M-C"X\5+ZW]G\-$Q^&"7).4J],&J-CG X&[C=9ZN51U]HV@D7,=70OA>G4]_' M69S2K>26KC(_1%TQ-IS$!AVF/M4722B1:3.K;4K=8&J-`MQBD=EG9>7,4I(BA)>R2*8@+;^.=_$Q1<1?TLWY'#VA"*_9 MSMPC04QGM$ZA)$'I%FH*Y'7H/881_1&QW^A!)>B3.@:SV:;,Q?.:F7%==UWI MD+9QO SC,$77X1,36'J$6834OBN8U"/;.K-8L2A1>D75UPI=XR2Y1>2>8D-- M^=4Z2_O8/+2'!X/[+4ZI;@J]*'HY#Z,LI1R[1WY&\O4Y!#7T)H1[:BQ-ZHZD M:3<77*J4APJZ]?DH? &)'QE5)D6+JUN,$F7TQ4B#C6^XFG5Q .@X;5'D]H M2@C=;8I&=]3XBK-Q)+$50(="WQ7]PZ"2Y&S91A!/^-X M\0_Z? _KS9_WLE$H))\9+L7RC[6F^%&&9G-Z M\/5BME-=Q4E*\LAO\AEYK%4PB^_828>$\>+42*NY.LZ*T!*G>'X"9&4.0ON M41QBHI!;>&Y"0B4CL\>D!2-; M#OL(X]2*6#]}561E, O_ M\PRQ/G1OEOW^83#RF,X/D7HGD$G;$W#6Z.ZMUR@X\Z(H^35,EW4&;XQ>$\H2O4[K[S,/TENJE)/?MY\F*+-O! M]72^&Y4JN^],AKZA.!Q*#I'Q, 0D-BCZ*R;_4TA\.E"0^>5!D:XP:NC[:<;. M/QT)93"!*?XYBALB[$,7=TV0_V:!G]XB/RC@NHJ#\"D,,B]*9G'T4J<3ZYGP MNC+:L3]R(N8$%(Q3YT$%2H_X&T#+/_$L2U*\FC[3PS5>>2%=!G,OB]+$(!M0?S A8T3HS+WD,2=9EKQ> M>-ZZ0 2A8/7VXCFE:YEM+1'J_"4*SB8:1A,W8%8/H= M2\')EW\>VU6Q!9#]@(+-O S2IG1%F+*A=@TGE9:30IU-/N35$!MH(^S7 M0(Q8 0DFK14.^V:G;\HO? BM3T1[HANWY6U9$WB.*?GS%;_3;\1YNXF9OQT?H M9Q0LJ-51P'*6$8)B$5JRIGNH\9O6T-M)UY34$:62OQEV3O!*@ZY8-7.6T"Q MNC V-]W*%=96P148[]#X003FY %/Y.!A0@V,'U]1A-:$'GK#].7'5T?VQ8&E MZ>I+O*ZU4.(E[4>7C?KT, 6D#F,I)2?VI:2:?RM7A9R60ND0M+6W"BH :6E& M<7O^.N"U[[H.Y 1O+@8>#*,N!B[G!7! Q2[<"&9#-!U4:FXA-N!->H2$^!0760FL/>FN9L>,?;-;S67:NEN+OW2 M>Q*E:MZ0QT. (TB,#AA0)$0'UH%5<$+2BEJBGW8JB7[X[99@YH]G ;-[1)Y" M%B2O^=Y*:9&V_>V[/2HI6_,/;L)28H7,0LAL>5(&6[O>V6TZXC5IN(5%Z]0UX*I,H/.WS* M+WX[^WD/@>8/)<35'[JJ<3%U<'VB415U RHFHE5HAA%#,X:=7@@8MOMACV'L MAU$BQB:"PS &C6SO .O;/6)[D>F' MS> 3.OJD&'[" QM_$ [8SC&HLS$BIZQDH8CNAUJQA3R#/7C9,E;"N5/&%LR K35?W,C%JX_P/*[L M90'[/5"XBT+:5HBML'77#4R7^%@#EM%6B";P55^#$.C>ELO&7 E06,@*_6,G M(O3#;]=HX447,<7GA;,<."T:XB!H,SCDQ71<>=[_F0OS?H.V4BNG$>9/-II8 M2^Z<98#OH(\#=K84KK$AIQ(;A --UCG11" 9 M>'C01S? (]G"M&F!#X6A7,P3_S)(TA_X2DQOTM7+1*<$Q_=,O+PV2: Z3,<2: MQ704"]1B/)S-IT$AD5(W,:^I$'=1X\XKMR5GL!JT\5>F&2[5E2O"P>[*HZ ' MC;O<+I[* M0<$G%6T>P;S:,\$A,4=W>"'?ZPA] MDZ'EU&\]H>=$PS?E):$ MJILA!?O>X4>1#&R&U/@:9D@5J51/6I#O:CGZZWKJB?$%X0;[T,?2\2'+&%;;G' M36GKL;!#BWT(A(=K85L^=K+670[/.D3&&C",>F*6 +TY-DN!M;HEGRV9*7\5 M[RR+BR0-5Q2CTQ? %Z5FGJU#%ZW8&11(&F'3'T^G:@B3USEUW/D.^87,(1]_& M]%"J]D>ZJ%A=G-L+J4Y?RDNZF!:Y).B/#,4^+QYAT%,HAYI];=*#!Y=T86KT M5-- #WK=S5HH1R[Q?*,O2BV$]FM2$Q$H2W+[Y\\A(NP9AY=K]HB#WJJ4=-99 MF(KN0-9FT@33>)4*QS!:K])1>ERY>FQ5+%XIL#:7L10[U4J68F77!O82]@0+ M^X=E'#QYD<+[*^X@-NZD72P@G2?JAWZ* CYH_&^E_M\N0PH)UW70SM:R#]JQ M?_',;SM+$*RNZ:Z(V=VVF_>YRO9I?FOQCB-N;R-B0IPXF2.RRS2DIQO^E;;L MK)/P?Y)NU'U. (8X0]3Q)YVU>*15X..#'W_9%V-:B3#UC:55'5&R5JWB=I0KW MEZBY4)YE'8"@*UWTX@Y&*/>W(#4X@'5A&7U]B8&O+C YT%!.PIN*^Y>SR$MD MAK.TC\ZYE]_+)O:5VP9$%^E_B?%C0K4C>W8JYR+]&5,E&(5Y6&T?*[TC\E#S MJKDPY,P]'L6E L8[@0^)E\U3.X\0W,/ZD 2PJJJN<;Q($5GESY3+=W5>4_%= M1H+& %"4*A%^8VTT^UNN"FIC'1A&7UI\H*LK2@RLU650O)&@24N4FBYIJ(]IN+)*4WUH-A]&7 [JZ"&3 6ET&LYQ(5W& GE'P@*^2)*,G MV*+6K/BO9&GH=19*D7YW8(11[BEZG5L1IM\]QYB#N V4HR]'7;2J2U0?':L+ MMIWG6;* (VP_8(_)W512^RTE=\Z,2"8NE"@-[B1R<6LH/O M6(:8(!MX^QN_V+3ZZYC046JJ+T)OCW>Q0$D/M:$9/R[-T2@UXH^ M92#;-P0WETN>X20MGE5"Y$FV6!2]Y":=O)^U>LSZ8U+24+VHO:(R4]"C%W-* MBQF-@DP!1'8,(AD*S3I, >B6O8'ZWOOPN1WJ5]0W$7B.)-WLHKZ&8[S^VN5 M>Y"LBP;J_$[=_89:_,#Z$%GP(L10J/L3Y:#;32%ET:[9_%>/78V0SLA=N%C* M/.S"]N($4ED/*!C+BZ/$/#7:IWD8-LKN[WW4>R1 M$*M*;JOMY.6V^RW'PJB<]DO,GND-YR$*Q*6VHK9\S&2M>RFU%1 7:\QO!\RV M#O"VQ%8&J-6]8>_*_&LV">.2>'>0]!!J2D4?.'A+]PAI'U/<^]LG]!B"#2 :M?:^0HE#=+92@6W8!1!2PX);=-I=G'WOY^\K)Z4OU%ZDW0'<_B6/9 C+1)N MMV9#+;3[=>TX 96067!):"/1CTFP@,?QF70I=68/_8N]DXR M.1@Z!YA*0]6Y9:H;_<^2VC=/*[L 6'OPN M;[G:&@*6BBV#VUH?TX%\R1R2[T?=^5#8]1_OP&[$ROG@0CK*G'H4-!_=+Q%B M3O!I$(0%&?7O>M MD'Y8X\2+?B(X6R=TB"@+F!N/G8C M;U6X<[,GG(=*IY"BE][BX?>#10-]U<+KUX8./4;DM)DD6NNCCW6]V MB1XK9"O*;,0-(/.;C80(,]IG M\QH(PKBXL"T7+6GK+G%Q*5FQQN2C!L5YT&XBXE(HK6X+MP33IK3H]]MQ(QEV!B^T;<5+82]VXLF(K8O MR M3=!T^H> J3KUX$3Y&:)HDB#WQ5.@0U=T^^B,(1=)P#%ATVL&G=) :CM*& M7J)Q>K@%KP6;<2>8;5Q^IX]D[2X=<^2L+ONB/*'RH)MD@7/;*JI(.*UMO%]4 M>;".ZM\;*D:[;ZKY&M+R9L-1A)1I,4[71:MB'>X$W>C+4X!.[;TAXS"A5=F#]UX:49D!K"JFU (=3H"(4,!E'0_574S(L-^QZZ+SX!' MV RRT1>>&I7J&M1!P>XYM'R85';@K#01GZ3VsEE$17Y:U'N4M__G= 54Q+(Y MQS_7U8"L'>!@/6# ["TK8@T42J:VT$')YKXT]/*0B6VNCPJ4_@>43$$MF'%U< M:R!6I;4!FE5A/9ND2$_E5A?S&BOQ&7G,0B&J4C36; M&R#;=\J@A.Z-.C$^')9R^)J -ZO#^ #:]61YS[>(A#B0>;"J;<2>J_U6-K&1 MW^U2;Z7&J#\A%Y$22V<=WU-4!]- V,TL3/+M6O1=E179=%.&O+'OV],4Q#6TP@)4[6^J@*&YKX346IX8*FW<^1YAS!>O -?YI0QN1 M^ITM(@1@++4'Y"_C\{],Y@'B-U8OHT9S$(C*#]N"Y@; (#K!T1'3'>G#86RI[M@-?.Z[!* +9<\IF'QWI"&"P4/K(M![Q>^R@&>/1,S+ LE47Y6E*RJ7QECOZWJGCP[/Y)5-GO&)MUY,4+40[SJ9>[=%=K:KCE2?&RA6TX$("#1E^+V!!S\ )0 MR&L?$B ?"8 >;[\$-*1 CCT<,9@&_\R2- ^8/&"!AR/'XG$?BSM49&6B>T2> M0A\5>-\A'R*AN:$%'J#AIX6P$FY!QTS/)W@B"+?R-D0\9*2=G,7!,7S,8QE M.JGE6&,*S?O!A*8E\G DH2+UY6.<#_C!>_XU3)>,#A0IBKW1'M5IQ#&EXL,8 MJL29A>XT1R&_FVP9B<^S@8YZH8P6&$R+G+X+Q!Z6Q.A4O (KVN M8S+O^\&8IX>KDJU_?=M[!L_NU;Z<7O*DG4_OCMX?O9N\GNQFR9-V*A/]95).]9>)%P>3?+;);KK)?Q83PDW3 M\9D+-2VY]P<_5&V^EJ3X#3-2#KE"5J>*,61YK]HRVH&1=W Q. M,M!@3-Z6KW()T+]J5[#K#JTSXB_I*MHNP7W(A/4U!GWMYA:IY'+#$P.$NC!* MD#@[?7Q\"M%MY(O39AM-+/I36DG/-L^V@8EE-W;G1:X*6_8[A;6 YQ"4JOG5 M!E"\AQ=NS0%_H_"=TO%_%TC4?B_ 092AI6,?93C'(FKO>@NJ XNKU6?S,_2$ MX@QI,5*S+P#?.1^=O?=S=7"Q>_ Y1X^IZ;'F4_-8PX8!?UQA0%[%"=5BJM(" M;LMQ5]$UCA?4>%CE#'J1OC[';PKF "$A>W6Y\+&PJLGV09*6$H@:PZ@ED(F3 MC L@:@CND4_53,!@DF8GV&K M5U%?(.T#P#+3YX<"%[M65DVKJHY2&6N]&' *[J%D M=YC>6KPJ5LB[-A8U$<0.0J]<4?@Q=O$W2^>61P5*0FOVPG FA"37A<)B$OC M,WL%C1(4),,YVR4?-KNDV7+1'09 $J3)$M)%R^Z!OGC);C;?)+BTS"(/0(M5: [BD)]);P#FF5R4MK:""5:@EH;JS"EI;^W4J<1!MC!LG3Q%0?(]\+975VZL MSUNJN"D(WF)_WS/O#L#DUF*=.69#'X+V@:3IME1?8B(! M76:WFXT!QJ#OA?F"3'P=0NP4QHEE&XC%"W9/4D@#(?RF0(X&;82YYNCE(F?[M#IH2A?O4BP./!,F7-;L2D;9\=_1!=?^,3E'4AT[5/B/B?"OBE[^>6T3*GVS*70,4 &]:PA/ !I6^%4D;2"61?X$;=L[UA/DOUG@)RH-80$K_6,'(OWPVS5:>-%%3)GQP@GQ M<5N B>Q)2/:Q>/$\D%D B< MX@7A[46S@I>>]WX? 7U4(@B=*5<$!WAYQA8\P-UK8?VJ9*Q$-BBJTAJ47C04$ M![(4.Q@9#7M586A< PB&*W&H!L,%Z_GPZL4*KUK%T!=PC-,.0$S:B&<<%.!D MM0I],+P& (*VYI3OVW/1_=X,@GV$@N22(K:[.&*#6#5.K"B6;#,0@,"G$0O; MX B(U5*(16Q5= *05-=>A/FWIO 1AXL]1+Z%I.93O+>L$ MZTU'!.!/:A]W-T46D,F87XRY@9^"6TQ+K[<_J.S%?-:=U<@LQ,K& MDW)F9RDZ2]%9BLY2=):BLQ2=IO@4KQ#/E[$X;^HL1/0F<-YR.#5,"-8#B+] MX8(V>?(BYG'6,2-[G>Z@;'*3%V!G%KX&\)6GMA4%K.K"IIEBX1.,4 M PPJ1WH (C)6I L/=H:=4C9XDT((#AL199XM#@8V;F* M4R]>A-O&@\I-OE#@8J]!EFX-0 MY&"D:2SE8TWK'!^!$9C#U#/3&E]0BZ/Q1$73> M#.VBRBZJ[*+*+JKLHLI_GJCR54SW'72?>FD>.+UFD\CUE+0'F,IR;74E10-JR2B\A;P!^^T'(["K@!T7'N'D1 K M.+Z@2S8BNJ8[9R/2W\(]]+W"/53,]CIBTTUV\VUJ%< [C>[])0JR",WF&W^? MF'ZG+Y^]?V)R%GE)

(G,N=1QS7!4L$9!08Y\L6\]F)93[6 T6(5G3:X%=,?I]CXO-/'HJV (Z*+06Q MMCOSD;-KU2H52]{T=(V&L&?[ML"T=O3OIH0/[^HX":%ND.I]'MW.$"SLCH*A MBRJ&=',=6NA6$VV^(U9< 2&2A(!0>S6N<)+>(Y!?IG>'5.DO; MO5;^W='QOM>"SC$I)IG\))YOFOR9THDD^$_VU,MD!>"PV?
E^I"V*OT.Z]3'EW_T4=\Q3W 6"[CL55!24&<.@]4 V5 \V; M6NS;T^H&8#EJB>/6J:>%U0!,H ;A'%,3-?;\,*D-X"U9,82$^0@*3X3A0X!8(*\8'"-
Z=HT=ZDF>I1CE*XK,?KR&8Y&#U 9 ' M/B#"*P]OXN8P#F!B.1)S8>"0ZQF.GQ!)F=_L'L7TP^=#4Y0O6ZAB0#!8EI#O; ?!RG#5A+ FC ML[?[JH:Q5$\
LG>8U=N?^[T1OQ:YX*\!)&]{H:XY-O=,G\/+KZC%DJ9/7A@Q M3!XP-<57.,Y-Y?*)IO,PRNC)1Y%RT6$\ *=\/:YWP!%.T/>6X'F8,@P$G*PV M & %=1;4O8?
FMKC!84D=Q30EX6.6%ECRGZ#76H-:XP!8>[TRN 4)@,J!#H]! M..&&XQI8WDBQ//62T.^\2Y:C '#3#;@^-0@ 1P)RL{G:GGI&-S-=59/+-X; M"\
IK*V,MY&"/>P/5!3Z$(CUW ;3F/WB^EQM1!++2Q\!058GY0MJ[UJHS M90Y,@(HH4)*7%[$8\>[\U$5Z9*-"U30CB(Z,+'#D1]"'1?0QLTW5$HP X@ QH
MF(KQAL/X?2>)S/04M 7@8M0[10K@A\L,N=M'V!J GZ\=0_1],^.72=[BE-U; M[D712]/OV*)P\L2L<+(R_60S_V0'P $44^XNH*!X!$W7[;,?991:EU2.*E6B
ML_F^D&C>!]7+)",7$4F@XB>K5"U2'I:/=Z!BY@RL1G M=3<8"= C+#FUG+C:U&'NB-<475=G:NWNHA8<+E M*EOZV5XTQ>XP2U0Z'A\:SK%^C^?7
,IA^J:0X$[37L[UAU>$(W"@*A('E+T M6#U#RHT2?S@1@8YDF*YPUGCTN.>Q >PQFLN@1X_=!GF[@8HS'%&>8N(50_GL
M':!I7+RZ/%T05.0GW&>KE4=>C&,4]YN7.]8F_,NDG/(O$R\,)OFLD]VTM'DY M,_S@!$726U#(%R6[|] 3BC-IJ$'>I025^8 MJ+5LQ*@-?"JG@PAU:9\1?
4H'="OX^F%P_N6%?N\YRE;AM M&&2 T!!O-3P^/H7H-O(E3S3L-[&X=[62GMU[#/N8#/]6.MU*_Q?%R/=D3V T M&EDT)3M2N(G+,&1%=$M-
;O,I_BJ6":^HJ44766<2\S$:A-#>,OP'!3(L9CO# M9%W:,3*2*SM9='!U);X2M|%WTVW6T$\(+XBW7H:^%PD,&TE;,!>
E30F6CA"H1JG%)6_MJ7"9.>PS@(3!(7&_K%7M"U)3R5HGX=45U3)ZV8!D CO0J MIVK.66!,S35-$=JXP[?^:'/&:0\)EK&&?--&>%2^4DVRPB5$>Z&--
CS5&,[^ MA:!]\5,#6;MYK?C%B](7>1YKO0W4Q68@J+5\UCIV(ZZLI5P6GU6I%PINYF M+9%,%Z/Z!7&R,_OAI7N5\">*_*YF,P
)76WXUT0$3F96"5N1*13GX/T:ILNS M+$DQ5>Q%)A&[-R!)$/U?\.]R|EE-A* K"N1-'(X;(;,(21537V?Q=F2.^2C M\,G+LYN-\ZL:->"&^54;
("8[*.#G6E6R=DOP\PSO:^S%S!%Q&<9>[%.1V.&D M6?%M-IK+T#(NGF[#+GGRELO7&LI+
[O*U8.=KVV'=G&2&%=X^]%5)\X.YK'48#M+Z43.N,++SEIL]IHYX0 MRMS;+L5N' 1PEJ^FH/V$8D18Z#N_18%U:W&N?!]?Q7)\#-"DAHI]+H"85J [I
MG"_+.\@?5>+__$#_2JCL46P3/1= ?Q.Y7.?V?H*^V6V4(?V=RY!V&=)-LKL, MZ3^7,U-@N0ZOI%1%JN^&)0>#*^U^ 1P-0JN1L'5*+@:!0C9
MM:Y&P=4H@*U12*[#^%H:;/N]GI"Y9*AY*I7WQ[>EF]&[6Q5-6**C6M4^Y*S" M6EA1"$KQ0^_]6;J'%6_0PFB3%E25"LU Q?/:[;DA$FDTCX HH9#RXZ"
H-? M=ET^^G6'&$W">+$K\+A%=.Z@^__=;SV !>BAM82OJB% 1YN4'I+<'SD)M39#C F)S_)3S M%7(82]
[]Z\#4T(^69"0W@@UMK"4=]8/(RX=!A_5(WD$0&(ZT.K0 MDEU5J+5(??VNY]37&HB3*HR3$DB7"7O@F; 'EJ1A+?_5)6FX) V7I.&2-.!&
MB5V2ADO2<$D:+DGC3WA3I-FE@L9\&N"V2%<&,GH9B*O\&,J6=Y4?KO+CVRBO MM58#(J&"]ZAU%;7[9'<5M3T:MRX#V64@P\I
/MR+AH?/,W:7$KM+B0\@MKM) MC;Z8S^GW28M@[OO>@[D;F"8E4"YXZX*W+GCK@K.N"MRYXZX*W+LC7=RAV M'R^[;P&[^)&+'[GXD8L?N?
B1BQ^Y^_&!Q8\2Y+]9X*>W^;7?Y*5@0EA1__R MB]^^W.\1N_K#(42*JO"ZZ)"+#KGHT)\ORF WQM1SA&(\GSF*Z'"+\MD"YE<(
M5I15+"+#*"*_R4BW\S=\V8TI*0XM-E5FL;:O,OS0I7:P-6$KDK-11E=E-%%&5V4T4497931
M11E=E1]D*C71H<6+O<"CR_(S>@Y]+#F*\!M:)J=8#'9'"C[@+]:K8KHNINLJ M_ES%WV'$XEW%7S.J>I$1O$9>O/GE 1$*,@4;M:GW^]@QK+J!IO)I!2
75751 M51=5=5%5%U5U4547575151=5=5%5/;NLA$H:5=UK Y5!':*J>QBZ.+>[C=7% MN5V5NTXT+5ZR1^.T.(9PM =]%85T4]EN) MP@K?B"V?J_\
<1BA)<8QNO9<<9GR*[!"/*";!ZP)D5_I_KNH]+/4R?=QAM3"KZSH#VZ4><0D@K^[E&]UR)] MX/N.Z0/YO"Y+P&4)N"P!ER7@L@1'&J$48C4'HDZ.C3_LJ-
G?YHN#DZ/B3_1\T M1I*]|RA$3S_C>/$/^G]6 MS>]Y7M;"3?^IHYL^A^.O$P.)A(&2M\N!<;|[_?='|CAS9KOGD^ G1)YYTYR M?_*3'/'^%\5(<#._J-$AG]
[V<;$5R#J4N*,UQQ.? #O=+>*"D"X(Z8*0+@@) M{Q3B@I N".F"D"X(Z3S S@,,P0-LJ/G+E;!+!IXNZ/I9>"DJ$H=O4%H:(WF' M\&?O.5QE*Y.-H.T,W[
K>!!Z#9W%KUV,LFTX]9"A)6!74<\!NNYNB#/'!" MG'^BD-+(]1Z@JWY$2.<(QRD%AWZXBI.4[OSL^U+,DT+&.:&+WD8=4R+>]I9 M3&AT" "_*/R%&
>@3P^ZAB!++ZJ=[,+-+M[LXLV82MP*ET?VO6-]FUBSQG!@&6H< M9]9 UL68^XHQ:POJ0/%EPY55.0I0@.EI8$4MKM"+PG\5#K(.J\QX:+@W:ALQ
MM5^BN%P#EVQPK>0:N- @V!0#&*'|'A16$^;KT'L,(PK>649(,[? K.LWG$5@ M1H@#X3DC2'NV5WO_"?("M&EQ(,QOP_)O.MRO20%;J1Y?
UI0,V_P"D[/&?L\Q M>?@!4,K&/AUL<7*6S_* I_X?64A0F*$)+^TSI@!\;\M8EU)@Z,4_]7UZ!@RD
M4/!M;O/N8W+SDX7E;$0,6UK]+EPL4ZI:UNOHY8Q%#]+I@M(O22^S-"-HNF+1 M[^0\,U+]!H..ZO4]
J34#6@$PW;;))ZWM^%V(XS*]9'=>ZT(8HO%%8UTAR(O M14$)VD44+D)J43S@$LB680+EJ*.* J0B'Q,B@1./-LI 8[!1A<%&14\'V@"0
M@6V94=*7>I"..*HTV'BGI2N!0(E$1Y7 &VA4 8!4JJ.@BRV^[V+;+$N,E9Z> M>@D*]LL4NVF'#I.,*B^0?(0=:&9+EFX1F6.R\F(?S1XI6'FN1'*3F::DR,<9
M52(@^0SE9+%;VG?IA>07+\K0;'X9QA3$D.4N)BG)RC09C[4*9C$5THR0,%Y0 M:0[_J_@^`)WL5_&QJ2?YW!,\GVQGGU2FIZTV$$QP/-
G",,F!@%^MMZ4NB^?G M0K8) X6(1]M""DF-U+(BO1[''}8"KY M>A> JG]:BQ16XPY;"'GP<4LHC'K:+:AH(]9"NJTGQBO:X6TXQ;
M2*B*>4W\8'#O]&7[Y\\A(BS^\7+-#C5Z6E;:&4QAVEB*5DH-&/RNBF037&.M M*QD#G/[5$'3E*A:C"X.]5_$Z2Y,0E+V6#_7/R1A4]>E+MLQ.:+
MK,/X)HL@N#6HR2*CP,#%]&9Y;2D)_10%?'CYW\HK&3L-"<.B42;PPO]VP;*'<*"2=D'0"8*=KP<[JA'4&R#0<@V@CGH06G$/$=V-
VL.KGRYPWI)@%^VQ130&]PBMJDJKQKEZI2F7]2 ##)(3B@/!6Y1L]5^)<8 M/R:(Y!>3YYY"^C.FY(C"/*])*UVEMVG&U0W7.%ZDB*S.T6/Z0.>1>"#Y3>'E
MI?3,*H:X9-@X#NF.W!3&AD5-8;A,)0)IHPE("*;%.69J\NR?EIQE)V 6 Q MR:5K[I8(&2Y6>.<.@WVUR$GW':P@O.61 ;<)6^NCD,?2<62S%+
M!K\RGV=\KWY^+Y\.NP\0ZR7[*)'LQ$ *#F56%52X\UP&XU!QV_>'I5 ^&#* M(/$(_Y_'1DDQ@V&Q_?;2FU4Y0D,N'NY#$>7X6C['#
65ACYC5N$83C,^U1 M0VD'XGJ=RGX\;@#*<06IMSWD*)SN_A5\,\L2?/:;MT(G69? !;?Z'(EIP@<
M)54WA2\]O[S72>L(7&T.:6/1$67QD;B*%51&7;$'OU"2WGDIND_5VUBV3W%K ML4X^ *05VXV9W&9H' +_>'2\'P(O!L[_R,=F@?!B
M=/CA[6OVED)!FG.4^"17O$;LGB(?P*AW&$\3W&;!/#NLB:-O0;WR$ONDA8=."68 J^\!$_<7, X2]#V:S5-@GQ&OKR
MY5TT9C:_BGU6SHZNXCH2=XC_EI-^7S#KR8@[ADC"654\7"^H]42/4SY%8_: MW$5^OC+0E9Q 2X,JP_0V1AN5E##P[_ZD#^
MBMB37RB8/M%0%WF)*[/%6>R\5$,"AIH/_^"]VPX<-L<7*LOS1]YF\R])<7^! M%G\;?0 \?-L:,QO(0>6>CFR=W2*RYV[:MZ '!-:1=< MJG
9(HC"DO_9(]BUF2\]/[*1D '#'*&2C:+9#,PE$YJ:1!,#,'27[@>\ MAC#V I'HB*@.:0^8T049,R]R>2-FO,B+#_%#J+T6<-N]404%S-6>OSQR.9\CGSTI?
O_56S/(Y7?BZ/0$P%,]Q:J%S0 +<+I> M1Z&_@4^\LOCM *3HR,DK@7W\+'LO7HA*&BJ_C6\I"])E%);R'MAVR,D5V,:O M]@L/&KRO4=":2'ZFY%AE_V5\
[OMPH(FQS=DW -T?$)ZSW)"UG^WN"VI"%D' M%%!D\EI18R%L;:VV0@&_:!YYL+44=3021>V$L#4 JZTU[Q*(-1$,_DW\:1NL M*E;Z*28$?V6A+&]-?
Q'FGID- >"$K)#%6OC!"#&=R6Q^ ^#DIR$QULD$1U?<$NPC%"27E(;:"[V8WMO>MZR!0&AK])1V&&@/#83@<.T.K;V7'*79W(1K&OT E&I&<$T#
(3A$G0'QF*_1?Z UZMPOPJQ4N$ M;@L)-3"@E2,!*.SH:$^:R(ZM,7. M^TV0@&KO;[$!(6+^#Y[3,(@!H(4>MM':9>=)]B__?R!,@OD^Q[\#$9_JF;
M/=TCUF-R?QH$83%VXTS_L"0X6RRGOD\I1)M<(F;]<\]<74<'-%>,/WO,YHB:*7[P3,(V# MZ0K3$^"_\H^Z*F%)%X9&@VK0O3,^\R,^BOL1V
M'#!'E>3V;DFX!!S7'7J&GU#L,0];OLE7,2KSDV[8M6[%C0IW#,0KQE4O*HB@ M]G!VGF!4@>K5:]D9=?BB0*4[7 TI"K4)1A6%]D[+
(5"'+@K3.05W<'G@S3*] M4+3WB0Z&OR7)*')W-OL;^WH+I0'GI:..RMGVGM+6^$%?T]=B+7/5BO:/)GZ M?V1A4C"$"">1%A'PZRN96O,%M A-
01I6A]LY8NT2"+X@5C6=;$%N",JH@MO<. MVR42=$%L[K]VI;$;/*.*9$?_M5U*09=+/BXW&6/!;'X9)KX7_;_(^Q)D"'D
MT&S^41/7.KK3QZ7,86R'\,@OW>.[Z\<<_919:RC0WU,NL)W%=3NJZ2 M)//R*Y:KSU9J)+>).H[*_N[)L3HHP>'<7BHO,DI@1G;RE]L[=I5XP&%,F9Z3
M7&+R,POM;RN*IZPR-7]L7;2F=']J.RK >E3M],!XU\8*T MO.:(P5?H]0+P&^'5^<+6HS*]>]JF$ _[UWMO]/+%QK%+=[R_'1T(KC;>S/R M!!S:7>S=*[
'>)MHM\N]^5BX"T3=!:+N E%W@:B[0-3=Z7'@=WHT3+''5'&O MA[0'@)5DP$,I*G#.+QPP+Y[]*&-EZ9**!?/N /8E#7E4<%" &QQV5N%BD;W2 MV9@?T
0LE'Q13:'++\M2+F.&?>2?PSU0FA0S3?*IZ$^,V9S+9D!@ MW5ML8$Y'[BVV_G=VOAX[>O/Q?1GX.\\0ZR6^=ET! FLTJLML: *6ZC,>CX MS?NC&@@?
3!DD'@& <=R106+<0/FA#R 6H,4?][*8_:WEH ,#!^Z@[APP< YJ MYZ#N5ZMM&SVDEL/XU)BB4H3B=;(-Q)WYLN7V"M\ MJD6D=I.D5?J9!-
Q1=0*P='1YI$(%#]Y'X;BW;?PXQ[USWA\I'?>' M^J2NUAT!JB=U=_KGG7M?U[VO.Z@N<._K?B/OZRH(F5]RP)3//34Z/;I@!-I3
MT&Y\3=K^<7(!"CNM>F*#_B4L7^)DC?QP'J* .\PIVMK7N%)!VK) C,$0YU"W\P\2DN@Q"S0]C4LH[7I[D0 T#^]&N7YP(^ST5QLX=[7!W$2CKLA)?V
ME]B!S'GY=BZ&[,PN=R\DV%?*E6A Y8W]+PM@/UUY4J.]S%.-5&.>W4!2/-);0416!F?,$Q_F[QCS'14\#C\G8 M7M]Z:8WQ0:U?BJ6/.JS?3?
\QV=S^_906B(W]#L5N?K0*LY5Z97*ZC'H0[_E5 MD08R!["<'N@$R1)'P0/QV+U,Y]Z+GB-2,<:HG.S;IZ+$[U!8RQX/07Z6AD^H M@H.QYE2/-
RK+N_ME.F!Z2.S?G:!F\WR?S_>'!Q(N%L+,JQ+20') M;,[7;.WD037FJ)SO^6UG:;P+$N3U(N9A*K9WFGP45G?ZS/-G="&
M8PQ68XKL7X%UUVPV*N>Z/Y_21 !V.?O)V+7N'UK6NI_\Q97#]TY#KAS>;CG\ M1U G;E<.[\KA(=38NG)X5P[ORN%=.;PKAW?
E*X,0R[I42('((#@K=R,MO]U MBTC!1U&D((=FDH,S^4KAF90 35),%/!B"07?V14)HK_RB($VKW'51)JL"0':MW.8*(+ABRL*@M=7 >^%ZHG
MUBH/YKJ=81S4S:18EZUPCO)4Q1: RD_OC68 ;%PS*;P=X!OH #*GP,=7!;9M M!PW(PPL01UR8U859(<1N7)C5A5E=F-
6%6;^M,*O,;E#%+S3[6HMF&.%F=B:T M%>\0+. FS%Z!+3*ZH_"5I&"^NXHIGB;>(]?H!<-T:L!(O:&#'CI02 JG MC;H#
<-0.QZK^JZL[<.R!>"'B^6Q:%JQIR[G&, !N8QJ.@PULX4159$C?IR3\ M'4EOG=#O#N"2ID$VQC]6\;+9\]6:S%GDD6KDTRQD>7QT=+P?LMR ,LEAF93
3')HZ,\Y0*]9 M2)'5+>U FI0PT28E6-5AP49;5B#R1!#U3+/[Y"/ M%S%[C]>H9LX3363QS8'F&E?97,54C-'V]OSK$D2)LU_:
TS<$6/!']E7@1!7H:K"BM60X6,S!+N!,I+PW' .!U M,N:J(8JV%V5*,I]=XAHOSNA^L5#P3]8!@-^IS1(4XF.5,_WLY2KO?>^S6//S M#T2OVL(>QM ZO'H)/?
07"X(6="'N#E6JRHH>Q@6P88P@B3T0"HX3J"0%"]2> M X'(Z'8&8![VMF]JD]"+/QQV:Y'AP7LNW3CLU11]<>AK\(-1(X;BTA=]X(B3
MW@*X0>EL3O'JI$5V@P"P="UJDQT=#M$%/0TVM_Q=Q7-,A\X/".9NZ)/^W= [MT"85V)PK~IMS14^3!*53_X\L3$*%#YK?],_G?.;3P>[6LP>2U-
TL:@S#SRP3 M2!D7!DQ/_R4OTGP,\<\X8A=M3A?3.+A*D_OL,0F#T".AP%5EW!O V4 N2MOT M&A.L(9D#B?6)C#*7:S-
Q=I63&'L4CUI9O9N9YELI\EO&:I-=$C^_MT1K@.,<4BQFH#KZ?&"!93B)BS6W+(%[0%Z,W49I0PF6B"IQ310- Z:E=V!K& M>5TJ>%*V#.BUW.JIJ_AGY
5_9!Y)$F&Y4!L.J0[7 M>EVMG9A-,.,?@S6VO<,[W$J0NL6%Z"874;@*8_:UXD3;=C!H:]M /-JB#.= M*L%@\Y(K!Y/B[%[>UV(N#OHC0]NXC=>
(IK3H4P2HZ-RC"TT'(N[KM9>2/(' M(PE^"IGEJ<'M1T,0+Y9+\K# &6@$E"6B)CPN=$%VG(WEFI5 _"X M)I!$%6_ \F3ST '3+=L(X&Q>A 1GA/E
"5HR#\$3*KZ\8,[$A%VQ=A%G*T1R M_Z@.3WN;"IQ19R@3O1$"J$PI-5LO^S0\.>A/HVL@WR(0\=>W!=5+:_S?_C]0 M2P,$% @ QHIG64UF,VVS@P 0N((
!4 !I6J\MREC.X>1.7B3DQ6179FECT] MQN!"*3$R=*V0PEIR\:=_7+10$:.)$491X%)7 3%]7!GDVG?/C=GCXK__C>1N@ M1QPG?A3^VW?
OW[I[#N'0C3P_?/BW[|)T??+W[_['O_]?_^U?_^^3D__UZ>8* M>9&:;7&8(C?&3HH]}.2G&W07[79.B#[C./:# 'V*?>\!{_3^W=N_OWWW]N-?
MT,G)OS,:GYR$](E"Q(A]>/N^^.$T)Q>%/Z'W[W_XVP\?WGWX[^CO/WWX^T_O MWZ'KST6[ST2TM2]I^+YH&/CA[S_1_W-
/^"&B8IC\|)SX__:=)DUW/_WPJ/3 MT]NG']H&\0/I_N[]#__K\6MN\%;Y\0/D]0)?2P=(NU_2M@?KR+729E]A.[/ M]W%0$/CQAY*7M 7]UTG1[(3^Z>3]AY.?
W[]3KSOG,I MU?=CC5;>B6FC9*(?F#K<$6C?*_)?-:WPOS!PS[S6OH?)_0_F'7(/_YQ&I%07-XG:>RX:4&)
MB?]OWS7]W1\:5&A*:QG7)7=BM^!%_K/##GF+']R(1,DN/0GR#\.ZK^-HVRPI M9QD1XR3*8A?W^J*B^#)+ER*2%A07<7CR];:'S/_J*'?
M"GK_YU\YWQ$]Z3Q,_?3EE"!U[27Q,^?_R=^:=!3U@ZN9[5J5GA88R.8GM8N MJJ['<:HH)XL8740(C^]Y9_D,X8Y0;%!W[V>X?
M:D1^%>XF\PO:I10EUG*H@A M2FTZ#_K,S(E3' 7)0)#/(B_\`_)MO^ANW*%IW8$EC2&[;I?(CVW6B$=U^A./]TO/(T9+\O^Y\DA?7FJ+YK;0/;1% MP[IW-
C2$[)EMX@[TRISFHO@/1*FC53@9?AIJ]J&"3[,TBL_J'KEAWEYY8=Q MO?+N*9K8*T_)?Z[BN^@I[+)"K>5,(/)0NT9_K)K-P!L;A#7EBY0TG652XA/[
M(9OAKN+K.'KT0U>^4I(VGXE'2O1L=,N]MC/P39G$IART7 <5'";VTNLH29W@ M?_N[UM6\I/%,/+11QT;_K+6<@712A-I$+T=S3X'H3A?
(3F(8F<%U)ID_A3ON_PW0I MJ92Z;L4((D9QLAV96^QF,7'G]Q_N[_PT:$*HAB9P74NF3^%,^[_#="VIE+JN MQ:B@:(W>?WAS_ST]Z$\U+
[ORD]0/'ZZ=^!&4;C)W72+)&"N;0Y7!=4T7/O_D=C6Y@NJ23Q MT-L@G#HJR2-.?[K4FQ33^T_^(SYS4B<71VH,:7/H/MJNYWZ635-;R#[:(?'@
MO)J2.LVW=@JG3+9-3YU4OP0Q?(+<_NMH'MDHU:'6:IE$\C^URRH@=S7&!54 MIW*VVZT3!)^RQ]Q(A^K]UM!=[9&K>K.5FL"V=F:!1WH;
(PH*JA.Y6SG6QP_ MD$'_YSAZ2C>GT7;GA'*$D[6&[GRM6M:=L+$I9&=L%WB@4Q;$$:>.,$& M!T&74^XU@NZ+33KMX:#0 K+G-
";H;JNB\MW!NZ0'9397D'KJ(9CP08[+@V],)$OA,D%; 5T07?N(Z MP7]A)Y;?3FYI"M=KN_0K4P\D[6!Z:*>TVBD)^:X.IXPH:0NWE2N]+LA?FA8S
M\I9P7;%#N_VKRGO-8#IBE["#+RJ+CLA(3^V%_J^FA_6V\[%$QLT;/9%H>$< MO+%)7%/^F!=RF,@CEX2UQQ0+G*:9Y?

[O<#VO49/"VVH_PO2P9A%UO:JDABBY MH7ZT=I){QB5+3AX<9\>="0=I4ORE\JK\#_]@*=94@M7ZP@^=T/5)W$2\,H2D
M=F#/KC!]44=_ZJ9]^L'S8"WIM8^P"R8T7ZQD@PH^!BL8ZCC^,DEPFG2X^$$C MV,[1*%LHYC/I/-N+NU$DVR]"C_W/^1^8_.@$1*%FFITX< MO_CA
TL/E1A%M2_LN.QE 3%.E3K"C=M^XFN[."&/G-!#[#\$1@ODI*C@Q;.0 MK43VQ&9PZ7_@BI&5L=9U:>F'& MLY+4VL Q3AQ5U!>(T%](DL8F&I4G43D65
[QX/0XG8B]CO'.\;WSYQT.$TS@ M:I5N<%R:E$A,I-83=OSVT%X,8X5N<*.YC_"Z'H[S0#D3-CXQ-FAQ]FTEN*>T M .9,$F:"B)G KWPZ_"D;9 8B@
MZSC:X3A]N29ZI 1!Z 1_1S==R31!BCJM76#'EXJ^]1%2WAYN]"E)K3\B<.(+ MQ,BS
:%DP*:\E@;#"71FRN)*64N3W141QJ%WIJXP$>_&?]BDJ_57,@6@."*Q M3U_1. MI7= R:.X4#NCO3G/P)HX\J!N7"U-8X/++:@J9.KJFE0?
@,KS&9OGNT^/H6WSG/ M79';V@%VU';K*D:LO#7<:%6063OW+R>-.&U6^-QVE$ZA;DKTM#>X"GMA7XB# MM^X1R=K"#LI6#6MSX::&
<$.Q75SM.6!MV[8B;"7\QE31]G9LZ_X9^*"JZW"X M\PHW;/;D&[;7:G&+U=#>JKTPN/*=>S_P4Q\GR]!C=_,V4> 13*![4NE+1^Y>
MC^ZP0ZFO'<1@4^T+-QQ[;Z!=KK5B5.[%IB^6DU4%H=0R5EL[S,;/%7)7Y:UG MXNG1>:MJ.6VG;0&'9"ZMW"]^QP*)_H0+'&?9N<(*) MG]*DV3/\B(.
(G1;F:3K-H:;1'6;PZ=J!AF/?OG8#U,NO]+*G"P=^SN%KGHV? M(!SP^W(QWA&%:.XT2C<8N44*^2,K9.TD]$(=_>'>(=Q@ CT*=_R0DDPC%.?
ZL39>I2%RHX1NM:0;)T5.3 C0 M^IXDE%X(6122_XX)K:>-3[N2GTM>44BZAFR\S'CY'ODOGPQGG$*(Q2]$(4O,V_1UX3N75*]U@%V4V["?-AFI4J)?
+D!A5$8+O5.#0N6AX?HK0M"Z?=%-X8E/D MF\9 GEAW-<&W)EX667(.+5M82(,L3/#2OIG1V0GF&-9/9WDFY'X/N)L="&E?\"B?)3TTC9[27)3DRTG4?
DH]KA],A%IBF M\D 4DN$@IP5Q+"4/ M8],5]$YPZ),I?!BE=@*S<^'T+E^6JT=A"J%.]3)6I.;XM G(#!P;ZK*'RX
MP_'VR@_Q:GT:8\^7+@V:F\)&N#;]:LN#AG9P<:Q56NTE B%Z0JDB2I;Z)R=L M';A&T?8&/T;!(SL[8P31VG$9!EB[^B6LC-3N?
\DZP([(;ET/;H(UMH8;G0HR M#[LP55O,VYY5C*VL]?7\=NNG-$V!'EV2Y0P=TW'H$G&DBZFV'K"#4T';^JI>
MVAQN>*H(K;_<+6GS"KDB=4M+^^FT=5NTG>AQCYY7UV9\6:W?];0Y7D@;\0H: M){= RS2-_?LLI6G"-
&'KVH%PG6=$Q472_X(\O/9=/[53I;YZ;;*U(/UA,]AQ M*=-K?]P4V\"-0:FD0\:,Z@%01G.!+I,DPYZU\=&L@H&3)&BY]]+I__ON[;MW
M[]'.B7F*Z0+]Y=V[Q3O^_U'"WT%ULG03Q?Z?^?6%]W\EO[I_R^+O?_]IT<)G
MAN*);=6CJ;3L_BUQ2[R])Q/F']\M$(TVUDJ!RU_^NOCQ+_]I\>%'!2YGV,V9 MO&=,?K1R%=#SV(-*3G#M^-
YE>.KL_0)A"\I^=9*'6&CB[KNM>N"G;W@(E / MV;431TL6B/*@MWUR+HM:&-LIB#^I_K1T]@G1W^5<;(3W#:9WM;!W[L3TQE:R
M+*]/>6=\OB*QE%)'V.&MKKL8WMV]X(9W#]GUMWHY"U3P0&\$+BAG\[V5Z)Y M?5'7?,)OZ0)_(0;;V", MHOQ!H>)_XAY5;>K**$%W5;K.^=9AH:]J<
.>$VK M[-4"Z$,"+A3H*F(B,/A>D66CCZ,HC.-C3&Q7\=YV6.F^I>,;NNMUK=L!Y! M*=L,+2[KGOF)2\;[C/S4<: VG"IL/#!DM;TW[8:0A(LFIA33#<"2?
[$)ST6@ MDW@NQ(+.&?@9A%!(0!#%]D$@' LF#?N?%F"**+V*;U.Z*&'*7^.864/)?BV= MYP0Z73:08XNLYUP@I%-^8TAQS4NN<%XY0A!N'#<
0,$$EDBX)U*WAYZWD%[H[,IH/68N+0)-K6 M@]5OTM9:H*ZJU* >)JKWFE_(-FC=%;="EWD%;Y/@IB-8X $FC,?1NQ[+D53O MJ;-O36W]#20)&PI,V$N2
7Q$.WY&M#*363R[O3X(MK.VRR0K=90.5HFUEU1("WIS>A#0#OY@E64-S*:^\QFUA7V<1K:3Z+V#:^D56/
M:1A[=Q/H"VG7[D#=UBT[>>N9!:I\LT[2=$8!:FCCJBDXQ[S=1P8N/_+.P];J
MU&,I^RE_&H*.I#PN1[E"P'4D4X,X/6(M^V.L69>%LM%ZH&;W+FM'EYFA;,?^ M:EO[&>&MR1W&9M"UO:\ZA[HS0F)+0X:P7;+9IWJEV;$%G"=4"*G?
KV7TND80;L> M=^6'^)+\IZQT6F/#F7C>@6Z-WE>VFH$''LIJP LI4<2H6G'%LBQO=6.R8Z1N M[P';.16T;:SL?=@M5+7=3;
MP/5+J:0#*A8S@K8/JD=3S$H9NISY!?'$T_P-[U_]='.:D<7E%L?GSVZ0T27E M,DDP^7^>O#2%'J59A*2.=1JBM@\9\(&MI+M*IZC0JZN1 LIS 7
_U6"8+.PVS+%A%1:'6Z-C!:&H@G4]FKZ%M;#ME0MD K*X=<."#D'G[&(9GN!43OI;?U0Y\"]91?^R"-LUF@G!$+@#HKJQ@WM1D>!#,X-58:
M$.#'3QZ+ZWHI19YIE36'*G0?.%VZ M?V1^PMY>8/\98^\RO(XC%R=)G[6/&8J LKAKVVZ%D?S*2#&,=3
(\S"WG]C4W'_$^P@UJ57VXX[W$6O5%)S.^Q62H,;UXL?U+L'F^L,F E9FAN"3O
M6K3KR'2%&V9MPAK.;+42;F/H5V@5L'Q==O@<[?)S>"MA]R4*H[J>.;IT'#*K M](,=DLJ:BP':V0ENN*J+KNO<(HL70*7-
X4:OBM#Z@Q*G7LD"N=!RI^49N&[]D,G="F L6FQG>!])++1I2['J2]8?EN[J27T M8)5J5P_2@V:0@U,NK+Z/%C3SH92]]&AEZ!Q'O3P$:>CYE:Y\^+01=C\
[?DCG M^*OP#,?^(SNMO0SI(0L5C#Y@>1WC5'K-ID=WV ':UPYBU*KVA1O*O370#0#* MJ+BW&86HXH8$=BSF:1XR96DE]J>U!S&$5[*!M1[NNZP
'^>=FBJM>^%& DVIY"$X'3:$#BUS@@>Y*"(^<8MEGKW!454D02I).IMI_&5V] M-_?Y%[2977,=1T2$EI/_6@/8R'*H2_TYKN)7N/C1(*/V@@FG]?/\!?
UG7A3D M.HKI (R6:1K[]UE*RP&B-)IT^M#]&I=16]"1WLHTR+ >OCASL72C;T*5IMF MPJE0,4Z(B;NHU[I5APYL2-6V3&TCJR\1N "MKXHQ'_<-
VM/;YPHGR4^H0'CD M[!DGK!O'S]G:V><6C:-BP'G!0V?HVPWK[@W=1EF-#6P'KGD91^%3%'GH>N/$ M6\?
%6>J[3I"PB=I;&PYZ[L0AB9*D>"LDY/XKL1:LK:P';950]%Q&QO"'9?: MQ=7UX8)J]3;> C'*5L:6<70\C-/R";R>$5!/W MZ4W8RPQ60.[,#
]}4^F29O/6\@&Y/RS:HRYO.!^SV!38)=SEM$(!G2L_Q(,_C M$L(&O2G,V-,4DP#?K]A_V!"1EL1FS@.NORPM/,G4-NOK2P,V2&I91(3.7@3@ M
JJ>&KIQ4W!#.;N#]]G%!\ML3C@MF<7)S9*_998E[(XV(D"SRUCZ4SC!E'7$ M]QT5(-NRY;[W\O0.R4J MQ'A#JI_Y@EZ'9?3^U.!/2AH6J7QI3\U$G
'!5U%M&MZEF\$DGBK,2J.0NV^ MNE8_Y>PHVB!I"]OJ6S64G^V#]^1V<<<[H[\FZ-[VVJ^-TWF3VEM/X6F (R+7
M:GWG/'<^W:'2$W:X]M"^7EZLLQO<4.XCO'X1LH:QITBGI'Y/QB?";P$TWJ

"