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ainedEarningsMember2024-09-300001683606cars:DealerMember2023-07-012023-09-300001683606us-gaap:ComputerSoftwareIntangibleAssetMember2023-11-010001683606us-gaap:RetainedEarningsMember2023-07-012023-09-3000016836062023-01-012023-12-310001683606cars:D2CMediaAcquisitionMember2024-01-012024-09-300001683606us-gaap:PerformanceSharesMember2024-01-012024-09-300001683606us-gaap:RevolvingCreditFacilityMember2024-01-012024-09-3000016836062023-04-012023-06-300001683606us-gaap:TradeNamesMember2023-11-0100016836062024-04-012024-06-300001683606cars:FifthAmendmentToTheCreditAgreementMember2024-05-060001683606us-gaap:FairValueInputsLevel3Memberus-gaap:FairValueMeasurementsRecurringMember2023-12-310001683606us-gaap:FairValueInputsLevel1Memberus-gaap:FairValueMeasurementsRecurringMember2023-12-310001683606us-gaap:CommonStockMember2023-06-300001683606us-gaap:RetainedEarningsMember2023-01-012023-03-310001683606cars:D2CMediaAcquisitionMember2023-12-310001683606us-gaap:FairValueInputsLevel3Memberus-gaap:FairValueMeasurementsRecurringMember2024-09-300001683606cars:SixPointThreeSevenFivePercentSeniorUnsecuredNotesDueTwoThousandTwentyEightMember2024-01-012024-03-310001683606us-gaap:CommonStockMember2024-04-012024-06-300001683606us-gaap:RetainedEarningsMember2024-04-012024-06-3000016836062024-10-3100016836062024-01-012024-03-310001683606cars:TermLoanMember2024-01-012024-09-300001683606us-gaap:FairValueInputsLevel2Member2024-09-3000016836062024-06-3000016836062024-07-012024-09-300001683606cars:SalesChannelThroughOtherMember2023-01-012023-09-300001683606cars:SixPointThreeSevenFivePercentSeniorUnsecuredNotesDueTwoThousandTwentyEightMember2020-10-292020-10-300001683606cars:SalesChannelThroughOemAndNationalMember2024-07-012024-09-300001683606us-gaap:FairValueInputsLevel2Member2023-12-310001683606us-gaap:PerformanceSharesMember2024-09-300001683606us-gaap:CommonStockMember2023-04-012023-06-3000016836062023-12-310001683606us-gaap:RetainedEarningsMember2023-03-310001683606us-gaap:RevolvingCreditFacilityMember2024-05-060001683606us-gaap:TradeNamesMember2023-11-012023-11-010001683606us-gaap:CommonStockMember2023-01-012023-09-300001683606cars:D2CMediaAcquisitionMember2023-01-012023-12-310001683606us-gaap:AdditionalPaidInCapitalMember2024-01-012024-03-3100016836062023-01-012023-09-3000016836062024-03-310001683606us-gaap:RetainedEarningsMember2023-04-012023-06-300001683606us-gaap:AdditionalPaidInCapitalMember2023-01-012023-03-310001683606us-gaap:AccumulatedOtherComprehensiveIncomeMember2024-07-012024-09-3000016836062023-09-300001683606cars:SalesChannelThroughOemAndNationalMember2024-01-012024-09-300001683606us-gaap:FairValueInputsLevel1Memberus-gaap:FairValueMeasurementsRecurringMember2024-09-300001683606us-gaap:CommonStockMember2023-07-012023-09-30xbrli:purexbrli:sharesiso4217:CADiso4217:USDxbrli:shares Â j UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549 Â FORM 10-Q Â Â â˜’ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 Â b For the quarterly period ended September 30, 2024 OR Â â˜ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 Â Commission File Number: 001-37869 Â Â Cars.com Inc. (Exact Name of Registrant as Specified in its Charter) Â Delaware 81-3693660 (State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.) Â Â Â 300 S. Riverside Plaza, Suite 1000 Chicago, Illinois 60606 (Address of principal executive offices) (312) 601-5000 Registrantâ€™s telephone number, including area code Securities registered pursuant to Section 12(b) of the Act: Â Â Â Â Â Title of each class Â Trading Symbol Â Name of each exchange on which registered Common Stock Â CARS Â New York Stock Exchange Â Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes â˜’ No â˜ Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes â˜’ No â˜ Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, 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˜ Â Smaller reporting company Â â˜ Â Â Â Â Emerging growth company Â 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˜ Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes â˜ No â˜’ As of October 31, 2024, the registrant had 64,739,273 shares of common stock, $0.01 par value per share, outstanding. Â Â Â Table of Contents Page PART I. FINANCIAL INFORMATION 2 Item 1. Financial Statements: 2 Consolidated Balance Sheets 2 Consolidated Statements of Income 3 Â Consolidated Statements of Comprehensive Income 4 Consolidated Statements of Stockholdersâ€™ Equity 5 Consolidated Statements of Cash Flows 6 Notes to the Consolidated Financial StatementsÂ (Unaudited) 7 Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations 17 Item 3. Quantitative and Qualitative Disclosures About Market Risk 26 Item 4. Controls and Procedures 26 PART II. OTHER INFORMATION 27 Item 1. Legal Proceedings 27 Item 1A. Risk Factors 27 Item 2. Unregistered Sales of Equity Securities and Use of Proceeds 27 Item 3. Defaults Upon Senior Securities 27 Item 4. Mine Safety Disclosures 27 Item 5. Other Information 27 Item 6. Exhibits 28 Signatures 29 Â Â Â 1 Â PART Iâ”FINANCIAL INFORMATION Item 1. Financial Statements. Cars.com Inc. Consolidated Balance Sheets (In thousands, except per share data) Â September 30, 2024 Â Â December 31, 2023 Â Â (unaudited) Â Â Â Â Assets: Â Â Â Â Â Current assets: Â Â Â Â Â Cash and cash equivalents $ 49,573 Â Â $ 39,198 Â Accounts receivable, net Â 125,214 Â Â Â 125,373 Â Prepaid expenses Â 15,536 Â Â Â 12,553 Â Other current assets Â 9,574 Â Â Â 1,314 Â Total current assets Â 199,897 Â Â Â 178,438 Â Property and equipment, net Â 42,827 Â Â Â 43,853 Â Goodwill Â 145,843 Â Â Â 147,058 Â Intangible assets, net Â 605,130 Â Â Â 669,167 Â Deferred tax assets, net Â 100,530 Â Â Â 112,953 Â Investments and other assets, net Â 24,281 Â Â Â 20,980 Â Total assets $ 1,118,508 Â Â $ 1,172,449 Â Liabilities and stockholders' equity: Â Â Â Â Â Current liabilities: Â Â Â Â Â Accounts payable $ 32,228 Â Â $ 22,259 Â Accrued compensation Â 29,561 Â Â Â 31,669 Â Current portion of long-term debt, net Â â€” Â Â Â 23,129 Â Other accrued liabilities Â 49,600 Â Â Â 68,691 Â Total current liabilities Â 111,389 Â Â Â 145,748 Â Noncurrent liabilities: Â Â Â Â Â Long-term debt, net Â 464,979 Â Â Â 460,119 Â Deferred tax liabilities, net Â 8,293 Â Â Â 8,757 Â Other noncurrent liabilities Â 31,422 Â Â Â 65,717 Â Total noncurrent liabilities Â 504,694 Â Â Â 534,593 Â Total liabilities Â 616,083 Â Â Â 680,341 Â Commitments and contingencies Â Â Â Â Â Stockholders' equity: Â Â Â Â Â Preferred Stock at par, $0.01Â par value; 5,000Â shares authorized; noÂ sharesÂ Â Â issued and outstanding as of September 30, 2024 and December 31, 2023,Â Â Â respectively Â â€” Â Â Â â€” Â Common Stock at par, $0.01Â par value; 300,000Â shares authorized; 65,022Â Â Â and 65,929Â shares issued and outstanding as of September 30, 2024 and Â Â Â December 31, 2023, respectively Â 650 Â Â Â 659 Â Additional paid-in capital Â 1,480,400 Â Â Â 1,500,232 Â Accumulated deficit Â (978,850) Â Â (1,009,734) Accumulated other comprehensive income Â 225 Â Â Â 951 Â Total stockholders' equity Â 502,425 Â Â Â 492,108 Â Total liabilities and stockholders' equity $ 1,118,508 Â Â $ 1,172,449 Â Â The accompanying notes are an integral part of the Consolidated Financial Statements. Â 2 Â Cars.com Inc. Consolidated Statements of Income (In thousands, except per share data) (Unaudited) Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Revenue: Â Â Â Â Â Â Â Â Â Â Dealer $ 159,513 Â Â $ 157,116 Â Â $ 481,171 Â Â $ 460,268 Â OEM and National Â 17,014 Â Â Â 14,549 Â Â Â 48,149 Â Â Â 40,494 Â Other Â 3,124 Â Â Â 2,668 Â Â Â 9,401 Â Â Â 8,815 Â Total revenue Â 179,651 Â Â Â 174,333 Â Â Â 538,721 Â Â Â 509,577 Â Operating expenses: Â Â Â Â Â Â Â Â Â Â Cost of revenue and operations Â 31,610 Â Â Â 31,077 Â Â Â 92,602 Â Â Â 91,287 Â Product and technology Â 29,223 Â Â Â 25,297 Â Â Â 84,891 Â Â Â 74,354 Â Marketing and sales Â 58,288 Â Â Â 60,186 Â Â Â 177,664 Â Â Â 176,636 Â General and administrative Â 21,511 Â Â Â 17,785 Â Â Â 67,348 Â Â Â 53,738 Â Depreciation and amortization Â 27,563 Â Â Â 25,670 Â Â Â 82,499 Â Â Â 74,381 Â Total operating expenses Â 168,195 Â Â Â 160,015 Â Â Â 505,004 Â Â Â 470,396 Â Operating income Â 11,456 Â Â Â 14,318 Â Â Â 33,717 Â Â Â 39,181 Â Nonoperating expenses: Â Â Â Â Â Â Â Â Â Â Interest expense, net Â (8,028) Â Â (7,777) Â Â (24,458) Â Â (24,171) Other income (expense), net Â 21,111 Â Â Â (3,902) Â Â 32,498 Â Â Â 1,204 Â Total nonoperating income (expense), net Â 13,083 Â Â Â (11,679) Â Â 8,040 Â Â Â (22,967) Income before income taxes Â 24,539 Â Â Â 2,639 Â Â Â 41,757 Â Â Â 16,214 Â Income tax expense (benefit) Â 5,820 Â Â Â (1,852) Â Â 10,873 Â Â Â (93,882) Net income $ 18,719 Â Â $ 4,491 Â Â $ 30,884 Â Â $ 110,096 Â Weighted-average common shares outstanding: Â Â Â Â Â Â Â Â Â Â Basic Â 66,107 Â Â Â 66,773 Â Â Â 66,319 Â Â Â 66,820 Â Diluted Â 67,666 Â Â Â 68,508 Â Â Â 67,590 Â Â Â 68,199 Â Earnings per share: Â Â Â Â Â Â Â Â Â Â Basic $ 0.28 Â Â $ 0.07 Â $ 0.47 Â Â $ 1.65 Â Diluted Â 0.28 Â Â Â Â 0.07 Â Â 0.46 Â Â Â 1.61 Â The accompanying notes are an integral part of the Consolidated Financial Statements. Â 3 Â Cars.com Inc. Consolidated Statements of Comprehensive Income (In thousands) (Unaudited) Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Net income $ 18,719 Â Â $ 4,491 Â Â $ 30,884 Â Â $ 110,096 Â Other comprehensive income (loss), net of tax Â Â Â Â Â Â Â Â Â Â Foreign currency translation adjustments Â 350 Â Â Â â€” Â Â Â (726) Â Â â€” Â Total other comprehensive income (loss), net of tax Â 350 Â Â Â â€” Â Â Â (726) Â Â â€” Â Comprehensive income $ 19,069 Â Â $ 4,491 Â Â $ 30,158 Â Â $ 110,096 Â The accompanying notes are an integral part of the Consolidated Financial Statements. 4 Â Cars.com Inc. Consolidated Statements of Stockholdersâ€™ Equity (In thousands) (Unaudited) Â Â Preferred Stock Â Â Common Stock Â Â AdditionalPaid-In Â Â Accumulated Â Â AccumulatedOtherComprehensive Â Â Stockholders' Â Â Shares Â Â Amount Â Â Shares Â Â Amount Â Â Capital Â Â Deficit Â Â Income (Loss) Â Â Equity Â Balance at December 31, 2023 Â â€” Â Â Â $ â€” Â Â Â 65,929 Â Â Â $ 659 Â Â $ 1,500,232 Â Â Â $ (1,009,734) Â Â $ 951 Â Â Â $ 492,108 Â Net income Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 784 Â Â Â Â â€” Â Â Â Â 784 Â Other comprehensive loss, net of tax Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â (738) Â Â Â (738) Repurchases of common stock Â â€” Â Â Â Â â€” Â Â Â Â (533) Â Â Â (5) Â Â (9,490) Â Â Â â€” Â Â Â Â â€” Â Â Â Â (9,495) Shares issued in connection withÂ Â Â stock-based compensation plans, net Â â€” Â Â Â Â â€” Â Â Â Â 832 Â Â Â 8 Â Â Â Â (8,365) Â Â Â â€” Â Â Â Â â€” Â Â Â Â (8,357) Stock-based compensation Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 7,148 Â Â Â Â â€” Â Â Â Â 7,148 Â Balance at March 31, 2024 Â â€” Â Â Â Â â€” Â Â Â 66,228 Â Â Â 662 Â Â Â 1,489,525 Â Â Â (1,008,950) Â Â 213 Â Â Â 481,450 Â Net income Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 11,381 Â Â Â Â â€” Â Â Â Â 11,381 Â Other comprehensive loss, net of tax Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â (338) Â Â Â (338) Repurchases of common stock Â â€” Â Â Â Â â€” Â Â Â (273) Â Â Â (2) Â Â (4,938) Â Â Â â€” Â Â Â Â â€” Â Â Â (4,940) Shares issued in connection withÂ Â Â stock-based compensation plans, net Â â€” Â Â Â Â â€” Â Â Â 214 Â Â Â 2 Â Â Â Â 798 Â Â Â Â â€” Â Â Â Â â€” Â Â Â 800 Â Stock-based compensation Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â 8,538 Â Â Â Â â€” Â Â Â Â â€” Â Â Â 8,538 Â Balance at June 30, 2024 Â â€” Â Â Â Â â€” Â Â Â 66,169 Â Â Â 662 Â Â Â 1,493,923 Â Â Â (997,569) Â Â (125) Â Â 496,891 Â Net income Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 18,719 Â Â Â Â â€” Â Â Â Â 18,719 Â Other comprehensive loss, net of tax Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 350 Â Â Â 350 Â Repurchases of common stock Â â€” Â Â Â Â â€” Â Â Â (1,194) Â Â (12) Â Â (21,239) Â Â â€” Â Â Â Â â€” Â Â Â (21,251) Shares issued in connection withÂ Â Â stock-based compensation plans, net Â â€” Â Â Â Â â€” Â Â Â 47 Â Â Â Â â€” Â Â Â Â â€” Â Â Â (508) Â Â Â â€” Â Â Â Â â€” Â Â Â (508) Stock-based compensation Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â 8,224 Â Â Â Â â€” Â Â Â Â â€” Â Â Â 8,224 Â Balance at September 30, 2024 Â â€” Â Â $ â€” Â Â Â 65,022 Â Â $ 650 Â Â $ 1,480,400 Â Â $ (978,850) Â $ 225 Â Â $ 502,425 Â Â Â Preferred Stock Â Â Common Stock Â Â AdditionalPaid-In Â Â Accumulated Â Â AccumulatedOtherComprehensive Â Â Stockholders' Â Â Shares Â Â Amount Â Â Shares Â Â

Amount Â Â Capital Â Â Deficit Â Â Income (Loss) Â Â Equity Â Balance at December 31, 2022 Â â€” Â Â $ â€” Â Â Â 66,287 Â Â $ 662 Â Â $ 1,511,944 Â Â $ (1,128,176) Â $ â€” Â Â $ 384,430 Â Net income Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â 11,479 Â Â Â Â â€” Â Â Â 11,479 Â Repurchases of common stock Â â€” Â Â Â Â â€” Â Â Â (413) Â Â (4) Â Â (7,170) Â Â Â â€” Â Â Â Â â€” Â Â Â (7,174) Shares issued in connection withÂ Â Â stock-based compensation plans, net Â â€” Â Â Â Â â€” Â Â Â 976 Â Â Â 10 Â Â Â (9,807) Â Â Â â€” Â Â Â Â â€” Â Â Â Â (9,797) Stock-based compensation Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 6,049 Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 6,049 Â Balance at March 31, 2023 Â â€” Â Â Â Â â€” Â Â Â Â 66,850 Â Â Â Â 668 Â Â Â Â 1,501,016 Â Â Â Â (1,116,697) Â Â Â â€” Â Â Â Â 384,987 Â Net income Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 94,126 Â Â Â Â â€” Â Â Â Â 94,126 Â Repurchases of common stock Â â€” Â Â Â Â â€” Â Â Â Â (532) Â Â Â (5) Â Â Â (9,987) Â Â Â â€” Â Â Â Â â€” Â Â Â Â (9,992) Shares issued in connection withÂ Â Â stock-based compensation plans, net Â â€” Â Â Â Â â€” Â Â Â Â 159 Â Â Â Â 2 Â Â Â Â 726 Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 728 Â Stock-based compensation Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 7,608 Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 7,608 Â Balance at June 30, 2023 Â â€” Â Â Â Â â€” Â Â Â Â 66,477 Â Â Â Â 665 Â Â Â Â 1,499,363 Â Â Â Â (1,022,571) Â Â Â â€” Â Â Â Â 477,457 Â Net income Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 4,491 Â Â Â Â â€” Â Â Â Â 4,491 Â Repurchases of common stock Â â€” Â Â Â Â â€” Â Â Â Â (344) Â Â Â (4) Â Â (6,425) Â Â Â â€” Â Â Â Â â€” Â Â Â Â (6,429) Shares issued in connection withÂ Â Â stock-based compensation plans, net Â â€” Â Â Â Â â€” Â Â Â Â 56 Â Â Â Â 1 Â Â Â Â (1) Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Stock-based compensation Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 7,491 Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â 7,491 Â Balance at September 30, 2023 Â â€” Â Â Â $ â€” Â Â Â 66,189 Â Â $ 662 Â Â $ 1,500,428 Â Â $ (1,018,080) Â $ â€” Â Â $ 483,010 Â Â The accompanying notes are an integral part of the Consolidated Financial Statements. Â Â 5 Â Cars.com Inc. Consolidated Statements of Cash Flows (In thousands) (Unaudited) Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â Cash flows from operating activities: Â Â Â Â Â Net income $ 30,884 Â Â $ 110,096 Â Adjustments to reconcile Net income to Net cash provided by operating activities: Â Â Â Â Â Depreciation Â 19,306 Â Â Â 16,367 Â Amortization of intangible assets Â 63,193 Â Â Â 58,014 Â Changes in fair value of contingent consideration Â (33,473) Â Â (1,280) Stock-based compensation Â 23,689 Â Â Â 20,930 Â Deferred income taxes Â 12,469 Â Â Â (98,821) Provision for doubtful accounts Â 2,634 Â Â Â 2,117 Â Amortization of debt issuance costs Â 1,769 Â Â Â 2,303 Â Unrealized loss on foreign currency denominated transactions Â 965 Â Â Â â€” Â Amortization of deferred revenue related to AccuTrade acquisition Â â€” Â Â Â (883) Other, net Â 766 Â Â Â 640 Â Changes in operating assets and liabilities: Â Â Â Â Â Accounts receivable Â (2,574) Â Â (12,472) Prepaid expenses and other assets Â (12,705) Â Â (13,073) Accounts payable Â 9,947 Â Â Â 473 Â Accrued compensation Â (2,067) Â Â 1,741 Â Other liabilities Â 7,714 Â Â Â 5,428 Â Net cash provided by operating activities Â 122,517 Â Â Â 91,580 Â Cash flows from investing activities: Â Â Â Â Â ÂÂÂÂÂ Payments for acquisitions, net of cash acquired Â (218) Â Â â€” Â ÂÂÂÂÂ Capitalization of internally developed technology Â (16,770) Â Â (14,838) ÂÂÂÂÂ Purchase of property and equipment Â (2,046) Â Â (737) Net cash used in investing activities Â (19,034) Â Â (15,575) Cash flows from financing activities: Â Â Â Â Â ÂÂÂÂÂ Payments of Revolving Loan borrowings and long-term debt Â (20,000) Â Â (26,250) ÂÂÂÂÂ Payments for stock-based compensation plans, net Â (8,065) Â Â (9,069) ÂÂÂÂÂ Repurchases of common stock Â (35,686) Â Â (23,316) ÂÂÂÂÂ Payments of contingent consideration Â (27,435) Â Â â€” Â ÂÂÂÂÂ Payments of debt issuance costs and other fees Â (1,869) Â Â â€” Â Net cash used in financing activities Â (93,055) Â Â (58,635) Effect of exchange rate changes on Cash and cash equivalents Â (53) Â Â â€” Â Net increase in Cash and cash equivalents Â 10,375 Â Â Â 17,370 Â Cash and cash equivalents at beginning of period Â 39,198 Â Â Â 31,715 Â Cash and cash equivalents at end of period $ 49,573 Â Â $ 49,085 Â Supplemental cash flow information: Â Â Â Â Â Cash paid for income taxes $ 5,506 Â Â $ 17,107 Â Cash paid for interest Â 18,453 Â Â Â 16,806 Â Â Â Â Â Â Â The accompanying notes are an integral part of the Consolidated Financial Statements. 6 Â Cars.com Inc. Notes to the Consolidated Financial Statements (Unaudited) NOTE 1. Description of Business and Summary of Significant Accounting Policies Â Description of Business. Cars.com Inc., d/b/a Cars Commerce Inc. (the "Company" or "Cars Commerce") is an audience-driven technology company empowering the automotive industry. The Company simplifies everything about car buying and selling with powerful products, solutions and machine learning model-driven artificial intelligence technologies that span pretail, retail and post-sale activities â€“ enabling more efficient and profitable retail operations. The Cars Commerce platform is organized around four industry-leading brands: the flagship automotive marketplace and dealer reputation site Cars.com, award-winning digital retail technology and marketing services from Dealer Inspire, essential trade-in and appraisal technology from AccuTrade and exclusive in-market media solutions from the Cars Commerce Media Network.Â Basis of Presentation. The accompanying unaudited interim consolidated financial statements ("Consolidated Financial Statements") have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") and the rules and regulations of the Securities and Exchange Commission (the "SEC") for interim financial statements. Accordingly, certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to the SEC rules and regulations. These Consolidated Financial Statements should be read in conjunction with the audited consolidated financial statements and the notes thereto for the year ended December 31, 2023, which are included in the Company's Annual Report on Form 10-K as filed with the SEC on February 22, 2024 (the "December 31, 2023 Financial Statements"). Â The significant accounting policies used in preparing these Consolidated Financial Statements were applied on a basis consistent with those reflected in the December 31, 2023 Financial Statements. In the opinion of management, the Consolidated Financial Statements contain all adjustments (consisting of a normal, recurring nature) necessary to present fairly the Company's financial position, results of operations, cash flows and changes in stockholders' equity as of the dates and for the periods indicated. The unaudited results of operations for the three and nine months ended September 30, 2024 are not necessarily indicative of results that may be expected for the year ending December 31, 2024.Â Use of Estimates. The preparation of the accompanying Consolidated Financial Statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect amounts reported in the Consolidated Financial Statements and accompanying disclosures. Although these estimates are based on managementâ€™s knowledge of current events and actions that the Company may undertake in the future, actual results may differ from those estimates.Â Reclassifications. Certain prior year balances have been reclassified to conform to the current year presentation.Principles of Consolidation. The accompanying Consolidated Financial Statements include the accounts of Cars.com Inc. and its 100% owned subsidiaries. All intercompany transactions and accounts are eliminated in consolidation. Recently Issued Accounting Standards Not Yet Adopted. In November 2024, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2024-03, Income Statement Reporting Comprehensive Income Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which requires companies to provide more detailed and organized disclosures of their expenses in their income statements. The standard requires breaking down expenses into specific categories, such as employee compensation and costs related to depreciation and amortization. This amendment is effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027, on a prospective basis and early adoption and retrospective application is permitted. The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures.In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires presentation of specific categories of reconciling items, as well as reconciling items that meet a quantitative threshold, in the reconciliation between the income tax provision and the income tax provision using statutory tax rates. The standard also requires disclosure of income taxes paid disaggregated by jurisdiction with separate disclosure of income taxes paid to individual jurisdictions that meet a quantitative threshold. This amendment is effective for fiscal years beginning after December 15, 2024, on a prospective basis and early adoption and retrospective application are permitted. The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures.Â In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which requires disclosure of significant segment expenses that are regularly reviewed by the chief operating decision maker and included within each reported measure of segment profit or loss. This amendment is effective for fiscal years beginning after December 15, 2023, 7 Cars.com Inc.Notes to the Consolidated Financial Statements (continued)(Unaudited)Â and interim periods within fiscal years beginning after December 15, 2024, and early adoption is permitted. The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures. Â NOTE 2. RevenueÂ Revenue Summary. The Company's Consolidated Statements of Income provide disaggregated revenue information that reflects the nature, timing, amount and uncertainty of cash flows related to the Company's revenue. Substantially all revenue was generated and located within the U.S. The Company's disaggregated revenue information is as follows (in thousands):Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Dealer $ 159,513 Â Â $ 157,116 Â Â $ 481,171 Â Â $ 460,268 Â OEM and National Â 17,014 Â Â Â 14,549 Â Â Â 48,149 Â Â Â 40,494 Â Other Â 3,124 Â Â Â 2,668 Â Â Â 9,401 Â Â Â 8,815 Â Total revenue $ 179,651 Â Â $ 174,333 Â Â $ 538,721 Â Â $ 509,577 Â Â NOTE 3. Business CombinationsÂ D2C Media Acquisition. On November 1, 2023, the Company acquired all of the outstanding stock of D2C Media Inc. and EZResults Inc. (collectively, the "D2C Media Acquisition"), a leading provider of website and digital advertising solutions in Canada for $80.1 million total purchase consideration. Â As part of the D2C Media Acquisition, the Company may be required to pay a cash earnout of up to an additional CAD$35.0 million (approximately USD$25.9 million as of September 30, 2024). The payment is not included in the total purchase consideration and is deemed compensation expense, as the potential cash compensation is to former equity holders who became employees and will be forfeited if employment is terminated prior to the end of the earnout period. The amount to be paid will be determined by the acquired businessâ€™ future achievement of certain revenue-related financial targets through December 31, 2025 and expensed over each performance period. The Company may expense up to CAD$15.0 million (approximately USD$11.1 million as of September 30, 2024) associated with the remaining portion of the earnout for each of the years ending December 31, 2024 and 2025.Â Purchase Price Allocation. The fair values assigned to the tangible and intangible assets acquired and liabilities assumed were determined based on managementâ€™s estimates and assumptions, as well as other information compiled by management, including third-party valuations that utilize customary valuation procedures and techniques, such as the multi-period excess earnings and the relief of royalty methods. The D2C Media Acquisition purchase price allocation is as follows (in thousands):Â Â Acquisition-dateFair Value Â Total purchase consideration (1) $ 80,056 Â Â Â Cash and cash equivalents $ 3,673 Â Accounts receivable Â 4,640 Â Other assets acquired (2) Â 1,378 Â Identified intangible assets (3) Â 38,967 Â Â Â Â Â Â Total assets acquired Â 48,658 Â Accounts payable and accrued liabilities Â (1,698) Other liabilities assumed (4) (1) Â (628) Deferred tax liabilities, net (1) Â (8,230) Â Â Â Â Â Total liabilities assumed Â (10,556) Net identifiable assets Â 38,102 Â Goodwill (1) Â 41,954 Â Total purchase consideration $ 80,056 Â (1)During the quarter ended June 30, 2024, the Company recorded a $0.3 million purchase accounting adjustment, $0.2 million of which is reflected in Payments for acquisitions, net of cash acquired in the Consolidated Statements of Cash Flows.Â (2)Other assets acquired primarily consists of property and equipment, operating lease right of use assets and other prepaid expenses. 8 Cars.com Inc.Notes to the Consolidated Financial Statements (continued)(Unaudited)Â (3)Information regarding the identifiable intangible assets acquired is as follows:Â Â Acquisition-DateFair Value(in thousands) Â Â Amortization Period(in years) Customer relationships $ 29,153 Â Â 14 Acquired software Â 9,092 Â Â 5 Trade name Â 722 Â Â 5 Total $ 38,967 Â Â Â (4)Other liabilities assumed primarily consists of operating lease right of use liabilities and income taxes payable. A reconciliation of cash consideration to Payments for acquisitions, net of cash acquired related to the D2C Media Acquisition in the Consolidated Statements of Cash Flows as of December 31, 2023 is as follows (in thousands):Â Cash consideration $ 79,841 Â Less: Cash acquired Â (3,673) Total payment for D2C Media, net $ 76,168 Â Goodwill. In connection with the D2C Media Acquisition, the Company recorded goodwill in the amount of $42.0 million, which is primarily attributable to expected sales growth from existing and future customers, product offerings, technology and the value of the acquired assembled workforce. All of the goodwill is considered non-deductible for income tax purposes. The D2C Media Acquisition would have had an immaterial impact on the Companyâ€™s Consolidated Financial Statements for the three and nine months ended September 30, 2023. Â NOTE 4. Fair Value Measurements Â The Company's liabilities measured at fair value on a recurring basis consisted of the following (in thousands):Â Â Â Â Â Fair value measurement at reporting date Â Â Total as ofSeptember 30, 2024 Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Contingent consideration $ 500 Â Â $ â€” Â Â $ â€” Â Â $ 500 Â Total $ 500 Â Â $ â€” Â Â $ â€” Â Â $ 500 Â Â Â Â Â Â Â Fair value measurement at reporting date Â Â Total as ofDecember 31, 2023 Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Contingent consideration $ 61,408 Â Â $ â€” Â Â $ â€” Â Â $ 61,408 Â Total $ 61,408 Â Â $ â€” Â Â $ â€” Â Â $ 61,408 Â Â The roll-forward of the Level 3 contingent consideration from December 31, 2023 is as follows (in thousands):Â Â As ofDecember 31, 2023 Â Â Payment of Contingent Consideration Â Â Fair Value Adjustment (1) Â Â As ofSeptember 30, 2024 Â Contingent consideration $ 61,408 Â Â $ (27,435) Â $ (33,473) Â $ 500 Â Â (1)Fair value adjustments on contingent considerations are reflected within Other income (expense), net in the Consolidated Statements of Income.Â The Company reviews and reassesses the estimated fair value of contingent consideration liabilities at each reporting period and the updated fair value could differ materially from the initial estimates. The Company recorded a contingent consideration liability at its estimated fair value at the date of acquisition based on expected future payment. The Company measures contingent consideration recognized in connection with acquisitions at fair value on a recurring basis using significant unobservable inputs classified as Level 3 inputs. The fair value measurement has one significant input of projected financial information. Significant increases or decreases to this input in isolation could result in a significantly higher or lower liability. Ultimately, the liability will be equivalent to the amount paid, and the difference between the fair value estimate on the acquisition date and each reporting period and the amount paid will be 9 Cars.com Inc.Notes to the Consolidated Financial Statements (continued)(Unaudited)Â recognized in earnings. Payments of contingent consideration reduce the corresponding liability, which was recorded upon acquisition and measured on a recurring basis as discussed above.Â The Company's contingent consideration obligations arise from acquisitions that involve a potential future payment of consideration that is contingent upon the achievement of certain financial or operational metrics. The contingent consideration is classified in the Consolidated Balance Sheets based on expected payment dates. As of September 30, 2024, $0.5 million was included within Other accrued liabilities in the Consolidated Balance Sheets. As of December 31, 2023, $25.8 million and $35.6 million were included within Other accrued liabilities and Other noncurrent liabilities, respectively, in the Consolidated Balance Sheets. For information related to the contingent consideration agreements, see Note 3 (Business Combinations) in Part II, Item 8., "Financial Statements and Supplementary Data", of the Company's Annual Report on Form 10-K for the year ended December 31, 2023 as filed with the SEC on February 22, 2024. The Company expects to make the remaining payments on the contingent consideration in 2024 and 2025. Â NOTE 5. Debt Â As of September 30, 2024 the Company was in compliance with the covenants under its debt agreements. The Companyâ€™s borrowings are limited by its Senior Secured Net Leverage Ratio and Consolidated Interest Coverage Ratio, among other factors, which are calculated in accordance with the Company's Credit Agreement, and were 0.1x and 6.4x, respectively, as of September 30, 2024.Â Fifth Amendment to the Credit Agreement. On May 6, 2024, the Company amended and extended its existing Credit Agreement (the "Fifth Amendment") which resulted in a new $350.0 million Revolving Loan due in 2029. Upon closing, the Company borrowed $80.0 million under the new Revolving Loan to pay off and extinguish the outstanding $45.0 million in aggregate principal amount of existing Term Loan and $35.0 million in aggregate principal amount of existing Revolving Loan balances. This was a non-cash transaction predominantly amongst existing lenders in the Credit Agreement and therefore is not reflected within the Consolidated Statements of Cash Flows. Additionally, the Fifth Amendment, among other things, removed the Secured Overnight Financing Rate (SOFR) floor and replaced the financial covenant leverage test to Senior Secured Net Leverage from Senior Secured Leverage. Except as modified by the Fifth Amendment, the existing terms of the Credit Agreement, as amended, remain in effect.Â Revolving Loan. As of September 30, 2024, $280.0 million was available to borrow under the Revolving Loan, and the Company had $70.0 million of outstanding borrowings. The Company made $10.0 million in cash payments on the Revolving Loan during the nine months ended September 30, 2024. There were no cash drawdowns during the period. Â Term Loan. During the nine months ended September 30, 2024, the Company made $10.0 million in Term Loan payments. In connection with the Fifth Amendment in May 2024, the Company borrowed amounts under the new Revolving Loan to fully repay the remaining outstanding principal amount under the Term Loan in a non-cash transaction.Â Senior Unsecured Notes. In October 2020, the Company issued $400.0 million aggregate principal amount of 6.375% Senior Unsecured Notes due in 2028. Interest on the notes is due semi-annually on May 1 and November 1.Â Fair Value. The Company's debt is classified as Level 2 in the fair value hierarchy and the fair value is measured based on comparable trading prices, ratings, sectors, coupons and maturities of similar instruments. The approximate fair value and related carrying value of the Company's outstanding indebtedness as of September 30, 2024 and December 31, 2023 were as follows (in millions):Â Â September 30, 2024 Â Â December 31, 2023 Â Fair value $ 468.0 Â Â $ 470.9 Â Carrying value Â 470.0 Â Â Â 490.0 Â Â NOTE 6. Commitments and ContingenciesÂ From time to time, the Company and its subsidiaries may become involved in actions, claims, suits or other legal or administrative proceedings arising in the ordinary course of business. The Company records a liability when it believes that it is both probable that a loss will be incurred and the amount of loss can be reasonably estimated. The Company evaluates, at

least quarterly, developments in its commitments and contingencies that could affect the amount of liability that has been previously accrued and makes adjustments as appropriate. Significant judgment is required to determine both the probability and the estimated amount of liability, if any. It is not possible to predict the outcome of these proceedings or the range of reasonably possible loss. The Company does not expect, based on 10 Cars.com Inc.Notes to the Consolidated Financial Statements (continued)(Unaudited)Â circumstances currently known, that the ultimate resolution of any of these proceedings will have, either individually or in the aggregate, a material adverse effect on the Company's consolidated financial position, results of operations, or cash flows. Â NOTE 7. Stockholders' EquityÂ In February 2022, the Company's Board of Directors authorized a three-year share repurchase program to acquire up to $200.0 million of the Company's common stock. The Company may repurchase shares from time to time in open market transactions or through privately negotiated transactions in accordance with applicable federal securities laws and other applicable legal requirements. The timing and amounts of any purchases under the share repurchase program will be based on market conditions and other factors, including price. The repurchase program may be suspended or discontinued at any time and does not obligate the Company to repurchase any specific amount or number of shares. The Company funds the share repurchase program principally with cash from operations. During the nine months ended September 30, 2024, the Company repurchased and subsequently retired 2.0 million shares for $35.7 million at an average price paid per share of $17.85. During the nine months ended September 30, 2023, the Company repurchased and subsequently retired 1.3 million shares for $23.6 million at an average price paid per share of $18.30. Â NOTE 8. Stock-Based Compensation Â Restricted Share Units ("RSUs"). RSUs represent the right to receive unrestricted shares of the Companyâ€™s common stock at the time of vesting, subject to any restrictions as specified in the individual holderâ€™s award agreement. RSUs are subject to graded vesting, generally ranging between one year to three years and the fair value of the RSUs is equal to the Company's common stock price on the date of grant. RSU activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value):Â Â Number of RSUs Â Â Weighted-AverageGrant DateFair Value Â Outstanding as of December 31, 2023 Â 3,725 Â Â $ 15.67 Â Granted Â 1,899 Â Â Â 17.14 Â Vested and delivered Â (1,494) Â Â 15.53 Â Forfeited Â (369) Â Â 16.31 Â Outstanding as of September 30, 2024 (1) Â 3,761 Â Â $ 16.41 Â Â (1)Includes 376 RSUs that were vested, but not yet delivered.Â Performance Share Units ("PSUs"). PSUs represent the right to receive unrestricted shares of the Companyâ€™s common stock at the time of vesting. The fair value of the PSUs is equal to the Companyâ€™s common stock price on the date of grant. Expense related to PSUs is recognized when the performance conditions are probable of being achieved. The percentage of PSUs that shall vest will range from 0% to 200% of the number of PSUs granted based on the Companyâ€™s future performance related to certain revenue and adjusted earnings before interest, income taxes, depreciation and amortization, or cumulative adjusted net income per share targets over a two-year or three-year performance period. These PSUs are subject to cliff vesting after the end of the respective performance period. PSU activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value):Â Â Numberof PSUs Â Â Weighted-AverageGrant DateFair Value Â Outstanding as of December 31, 2023 Â 512 Â Â $ 15.66 Â Granted Â 419 Â Â Â 17.23 Â Vested and delivered Â â€” Â Â Â â€” Â Forfeited Â â€” Â Â Â â€” Â Outstanding as of September 30, 2024 Â 931 Â Â $ 16.37 Â Â Stock Options. Stock options represent the right to purchase shares of the Companyâ€™s common stock at the time of vesting, subject to any restrictions as specified in the individual holderâ€™s award agreement. Stock options are subject to three-year cliff vesting and expire 11 Cars.com Inc.Notes to the Consolidated Financial Statements (continued)(Unaudited)Â 10 years from the grant date. Stock option activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value and weighted-average remaining contractual term):Â Â Numberof Options Â Â Weighted-AverageGrant DateFair Value Â Â Weighted-Average Remaining Contractual Term (in years) Â Â Aggregate Intrinsic Value Â Outstanding as of December 31, 2023 Â 1,067 Â Â $ 6.28 Â Â Â 6.98 Â Â $ 9,096 Â Granted Â â€” Â Â Â â€” Â Â Â â€” Â Â

September 30, Â (in thousands) 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Revenue $ 179,651 Â Â $ 174,333 Â Â $ 538,721 Â Â $ 509,577 Â Net income (1) Â 18,719 Â Â Â 4,491 Â Â Â 30,884 Â Â Â 110,096 Â Â (1)The Net income for the nine months ended September 30, 2023 is primarily related to the release of a significant portion of our valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note 10 (Income Taxes) to the accompanying Consolidated Financial Statements included in Part I, Item 1., "Financial Statements" of this Quarterly Report on Form 10-Q. Â Key Operating Metrics Â We regularly review a number of key metrics to evaluate our business, measure our performance, identify trends affecting our business, formulate financial projections and make operating and strategic decisions. Key Operating Metrics are as follows (Traffic and Average Monthly Unique Visitors in thousands): Â Â Three Months Ended September 30, Â Â Â Â Â Nine Months Ended September 30, Â Â Â Â Â 2024 Â Â 2023 Â Â % Change Â Â 2024 Â Â 2023 Â Â % Change Â Traffic Â 154,219 Â Â Â 151,379 Â Â Â 2 % Â Â 483,773 Â Â Â 472,119 Â Â Â 2 % Average Monthly Unique Visitors Â 24,547 Â Â Â 25,980 Â Â Â (6)% Â Â 26,329 Â Â Â 27,136 Â Â Â (3)% Â Â September 30, 2024 Â Â September 30, 2023 Â Â % Change Â Â June 30, 2024 Â Â % Change Â Dealer Customers Â 19,255 Â Â Â 18,715 Â Â Â 3 % Â Â 19,390 Â Â Â (1)% Monthly Average Revenue Per Dealer $ 2,478 Â Â $ 2,548 Â Â Â (3)% Â $ 2,474 Â Â Â 0 % Â Average Monthly Unique Visitors ("UVs") and Traffic. UVs and Traffic are fundamental to our business. They are indicative of our consumer reach and the level of engagement consumers have with our platform. Although our consumer engagement does not directly result in revenue, we believe our ability to reach in-market car shoppers is attractive to our dealers, OEMs and national customers and a primary reason they do business with us. We believe we have achieved audience scale as measured by UVs and Traffic, and we drive increased Traffic through a combination of continued growth in UVs and higher repeat visitation and engagement. Traffic increases can result in increased impressions, clicks and other connections that we can ultimately monetize through our products and services. Â We define UVs in a given month as the number of distinct visitors that engage with our platform during that month. Visitors are identified when a user first visits an individual Cars.com property on an individual device/browser combination or installs one of our mobile apps on an individual device. If a visitor accesses more than one of our web properties or apps or uses more than one device or browser, each of those unique property/browser/app/device combinations counts toward the number of UVs. Traffic is defined as the number of visits 17 Â to Cars.com desktop and mobile properties (responsive sites and mobile apps). We measured UVs and Traffic via Adobe Analytics through the year ended December 31, 2023. As of January 1, 2024, we now measure UVs and Traffic via RudderStack, which we believe better aligns to our product and technology platform and provides improved visibility into our UVs and Traffic. Prior period UVs and Traffic information has not been recast, as it is impracticable to do so. These metrics do not include traffic to Dealer Inspire or D2C Media websites. Â UVs declined 6% and 3% year-over-year for the three and nine months ended September 30, 2024, respectively, primarily due to normalizing demand from consumers given increased vehicle inventory levels, continued elevated prices and higher interest rates, as well as changes in marketing investment and mix across quarters and search engine algorithm updates earlier in the year. Additionally, UVs for the nine months ended September 30, 2023 benefited from Q1 2023 being our highest quarter ever for UVs. Â During each of the three and nine months ended September 30, 2024, Traffic increased 2% compared to September 30, 2023, primarily driven by the shift to RudderStack, higher repeat visitation and optimization of our user acquisition strategy, partially offset by marketing investment and mix across quarters. Â Dealer Customers. Dealer Customers represent dealerships using our products as of the end of each reporting period. Each physical or virtual dealership location is counted separately, whether it is a single-location proprietorship or part of a large, consolidated dealer group. Multi-franchise dealerships at a single location are counted as one dealer. Beginning December 31, 2023, this key operating metric includes D2C Media. Â Dealer Customers increased 3% from September 30, 2023, primarily due to the inclusion of 950 D2C Media customers as of December 31, 2023, partially offset by the anticipated churn from our 2023 marketplace repackaging initiative. Â Dealer Customers decreased slightly by 1% from June 30, 2024, primarily due to a decrease in marketplace Dealer Customers. Â Monthly Average Revenue Per Dealer ("ARPD"). We believe that our ability to grow ARPD is an indicator of the value proposition of our platform. We define ARPD as Dealer revenue, excluding digital advertising services, during the period divided by the monthly average number of Dealer Customers during the same period. Beginning December 31, 2023, this key operating metric includes D2C Media. Â For the three months ended September 30, 2024, ARPD decreased 3% compared to the three months ended September 30, 2023, primarily due to the inclusion of D2C Media customers, who have a lower ARPD. For the three months ended September 30, 2024, ARPD remained flat compared to the three months ended June 30, 2024. Â Factors Affecting Our Performance. Our business is impacted by changes in the larger automotive ecosystem, including supply and demand for new and used vehicle inventory, global supply chain and information systems disruptions, semiconductor and raw material shortages, vehicle acquisition cost, vehicle retail prices, electric vehicle adoption, employee retention and changes related to automotive advertising, among other macroeconomic factors including inflationary pressures and prevailing interest rates. Changes in vehicle sales volumes in the United States and Canada also influence OEMsâ€™ and dealershipsâ€™ willingness to increase investments in technology solutions and automotive marketplaces like Cars.com and could impact our pricing strategies and/or revenue mix. Our long-term success will depend in part on our ability to continue to execute our platform strategy including continuing to create the most engaged in-market audience, growing our dealer customers, expanding our relationship with dealers through greater adoption of our platform, unlocking the cross-sell, transforming our OEM relationships and creating platform advantages. We believe our core strategic strengths, including our powerful family of brands, growing high-quality audience and suite of digital solutions for advertisers, including machine learning model artificial intelligence, will assist us as we navigate a rapidly changing automotive environment. Additionally, we are focused on equipping our customers with digital solutions to enable them to compete in an environment in which an increasing number of car-buying customers are shopping online. These solutions include online chat, vehicle financing, appraisal and valuation, instant guaranteed offer capabilities and logistics technology. The foundation of our continued success is the value we deliver to customers, and we believe that our large audience of in-market car shoppers and innovative solutions deliver significant value to our customers. Â 18 Â Results of Operations Â Three Months Ended September 30, 2024 Compared to Three Months Ended September 30, 2023 Â Â Three Months Ended September 30, Â Â Â Â Â

from operations, available cash reserves and borrowing capacity available under our credit facility. Our positive operating cash flow, along with our Revolving Loan, provide adequate liquidity to meet our business needs for the next 12 months and beyond, including those for investments, debt service, share repurchases, contingent consideration payments and strategic acquisitions. However, our ability to maintain adequate liquidity in the future is dependent upon a number of factors, including our revenue, our ability to contain costs, including capital expenditures, and to collect accounts receivable and various other macroeconomic factors, many of which are beyond our direct control. Â We may also seek to raise funds through debt or equity financing in the future to fund operations, significant investments or acquisitions that are consistent with our strategy. If we need to access the capital markets, there can be no assurance that financing may be available on attractive terms, if at all. As of September 30, 2024, Cash and cash equivalents were $49.6 million and including our undrawn Revolving Loan, our total liquidity was $329.6 million. Â Indebtedness. As of September 30, 2024, the outstanding aggregate principal amount of our indebtedness was $470.0 million, at an average interest rate of 6.4%, including $400.0 million of outstanding aggregate principal under the 6.375% Senior Unsecured Notes due in 2028 and $70.0 million of outstanding principal under the Revolving Loan which had an interest rate of 6.8%. Â During the nine months ended September 30, 2024, we made $10.0 million in mandatory Term Loan payments and repaid $10.0 million on our Revolving Loan. In connection with the Fifth Amendment, we borrowed $80.0 million under the new Revolving Loan to repay the outstanding $45.0 million in aggregate principal amount of existing Term Loan and $35.0 million aggregate principal amount of existing Revolving Loan balances. As of September 30, 2024, $280.0 million was available to borrow under the Revolving Loan. Our borrowings are limited by our Senior Secured Net Leverage Ratio and Consolidated Interest Coverage Ratio, in addition to other factors. Calculated in accordance with our Credit Agreement, these ratios were 0.1x and 6.4x, respectively, as of September 30, 2024. For further information, see Note 5 (Debt) to the accompanying Consolidated Financial Statements included in Part I, Item 1., "Financial Statements" of this Quarterly Report on Form 10-Q. Â Share Repurchase Program. In February 2022, our Board of Directors authorized a three-year share repurchase program to acquire up to $200.0 million of our common stock. The repurchase program may be suspended or discontinued at any time and does not obligate us to repurchase any specific amount or number of shares. We may repurchase shares from time to time in open market transactions or through privately negotiated transactions in accordance with applicable federal securities laws and other applicable legal requirements, and subject to our blackout periods. We intend to fund the share repurchase program principally with cash from operations. During the nine months ended September 30, 2024, we repurchased and subsequently retired 2.0 million shares for $35.7 million at an average price paid per share of $17.85. Â Contingent Consideration and Earnout. The fair value as of September 30, 2024 for the contingent consideration related to the CreditIQ and AccuTrade acquisitions was $0.5 million. Â Within the next twelve months, we expect to pay $11.6 million of potential contingent consideration and D2C Media earnout discussed below. During the nine months ended September 30, 2024, we paid $30.4 million related to contingent consideration and earnout, which reduced the corresponding liability. The contingent consideration and earnout consists of the following: Â â€¢The contingent consideration associated with the CreditIQ acquisition is based on two achievement objectives, including an earnings-related metric and lender market share. The actual amount to be paid will be based on the future performance of the acquired business to be attained over a three-year performance period through December 2024. â€¢The contingent consideration associated with the AccuTrade acquisition is based on achievement of an earnings-related metric. For the AccuTrade contingent consideration, we have the option to pay consideration in cash or certain amounts in stock, which may result in a variable number of shares being issued in accordance with a calculation based on future share prices. The actual amount to be paid will be based on the future performance of the acquired business to be attained over a three-year performance period through February 2025. â€¢As part of the D2C Media Acquisition, we may be required to pay additional cash consideration to certain former owners who are now employees of Cars Commerce based on the achievement of a revenue performance metric. The amount to be paid will be determined by the acquired businessâ€™ future achievement of certain revenue-related financial targets through December 31, 2025 and expensed over each performance period. We may expense up to CAD$15.0 million (approximately USD$11.1 million as of September 30, 2024) associated with the remaining portion of the earnout for each of the years ending December 31, 2024 and 2025. Â 23 Â For information related to the contingent consideration and earnout, see Note 3 (Business Combinations) and Note 4 (Fair Value Measurements) to the accompanying Consolidated Financial Statements included in Part I, Item 1., "Financial Statements" of this Quarterly Report on Form 10-Q and Note 3 (Business Combinations) in Part II, Item 8., "Financial Statements and Supplementary Data", of our Annual Report on Form 10-K for the year ended December 31, 2023 as filed with the SEC on February 22, 2024. Â Cash Flows. Details of our cash flows are as follows (in thousands): Â Â Nine Months Ended September 30, Â Â Â Â Â 2024 Â Â 2023 Â Â Change Â Net cash provided by (used in): Â Operating activities $ 122,517 Â Â $ 91,580 Â Â $ 30,937 Â Â Â Â Â Â Â Â Investing activities Â (19,034) Â Â (15,575) Â Â (3,459) Â Â Â Â Â Â Â Financing activities Â (93,055) Â Â (58,635) Â Â (34,420) Â Â Â Â Â Â Â Effect of exchange rate changes on Cash and cash equivalents Â (53) Â Â â€” Â Â (53) Net change in Cash and cash equivalents $ 10,375 Â Â $ 17,370 Â Â $ (6,995) Â Operating Activities. Cash provided by operating activities for the nine months ended September 30, 2024 increased due to changes in working capital and Net income after non-cash adjustments compared to the nine months ended September 30, 2023. Â Investing Activities. The increase in cash used in investing activities was primarily due to increases in capitalization of internally developed software and purchases of property and equipment. Â Financing Activities. During the nine months ended September 30, 2024, cash used in financing activities was primarily related to repurchases of common stock, payments of contingent consideration, debt repayments and tax payments made in connection with the vesting of certain equity awards. During the nine months ended September 30, 2023, cash used in financing activities was primarily related to debt repayments, repurchases of common stock and tax payments made in connection with the vesting of certain equity awards. For information related to our debt, repurchases of common stock and contingent consideration, see Note 4 (Fair Value Measurements), Note 5 (Debt) and Note 7 (Stockholders' Equity) to the accompanying Consolidated Financial Statements included in Part I, Item 1., "Financial Statements" of this Quarterly Report on Form 10-Q. Â Commitments and Contingencies. For information related to commitments and contingencies, see Note 6 (Commitments and Contingencies) to the accompanying Consolidated Financial Statements included in Part I, Item 1., "Financial Statements" of this Quarterly Report on Form 10-Q. Off-Balance Sheet Arrangements. We do not have any material off-balance sheet arrangements. Â Critical Accounting Policies. For information related to critical accounting policies, see "Critical Accounting Policies and Estimates" in Part II, Item 7., "Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations", of our Annual Report on Form 10-K for the year ended December 31, 2023 as filed with the SEC on February 22, 2024 and see Note 1 (Description of Business and Summary of Significant Accounting Policies) to the accompanying Consolidated Financial Statements included in Part I, Item 1., "Financial Statements" of this Quarterly Report on Form 10-Q. During the nine months ended September 30, 2024, there have been no changes to our critical accounting policies. Recently Issued Accounting Standards Not Yet Adopted. In November 2024, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2024-03, Income Statement Reporting Comprehensive Income Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which requires companies to provide more detailed and organized disclosures of their expenses in their income statements. The standard requires breaking down expenses into specific categories, such as employee compensation and costs related to depreciation and amortization. This amendment is effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027, on a prospective basis and early adoption and retrospective application is permitted. We are currently evaluating this new guidance and its impact on our Consolidated Financial Statements and related disclosures. In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires presentation of specific categories of reconciling items, as well as reconciling items that meet a quantitative threshold, in the reconciliation between the income tax provision and the income tax provision using statutory tax rates. The standard also requires disclosure of income taxes paid disaggregated by jurisdiction with separate disclosure of income taxes paid to individual jurisdictions that meet a quantitative threshold. This amendment is effective for fiscal years beginning after December 15, 2024, on a prospective basis and early adoption and retrospective application are permitted. We are currently evaluating this new guidance and its impact on our Consolidated Financial Statements and related disclosures. Â 24 Â In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which requires disclosure of significant segment expenses that are regularly reviewed by the chief operating decision maker and included within each reported measure of segment profit or loss. This amendment is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, and early adoption is permitted. We are currently evaluating this new guidance and its impact on our Consolidated Financial Statements and related disclosures. 25 Â Item 3. Quantitative and Qualitative Disclosures about Market Risk Â For quantitative and qualitative disclosures about market risk, see "Quantitative and Qualitative Disclosures About Market Risk," in Part II, Item 7A. of our Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on February 22, 2024. Our exposures to market risk have not changed materially since December 31, 2023. Â Item 4. Controls and Procedures Â Disclosure Controls and Procedures. Management, with the participation of our Chief Executive Officer and Chief Financial Officer, evaluated the effectiveness of our disclosure controls and procedures (as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act) as of the end of the period covered by this Quarterly Report on Form 10-Q. Based on this evaluation, our Chief Executive Officer and Chief Financial Officer concluded that, as of such date, our disclosure controls and procedures were effective to provide reasonable assurance that information required to be disclosed in the reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SECâ€™s rules and forms, and that such information is accumulated and communicated to management, including our Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure. Â Management recognizes that any controls and procedures, no matter how well designed and operated, can only provide reasonable assurance of achieving their objectives, and management necessarily applies its judgment in evaluating the benefits of possible controls and procedures relative to their costs. Â Changes in Internal Control Over Financial Reporting. During the period covered by this Quarterly Report on Form 10-Q, there were no changes in our internal control over financial reporting that materially affected, or are reasonably likely to materially affect, our internal control over financial reporting (as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act). Â 26 Â PART IIâ€”OTHER INFORMATION Â Item 1. Legal Proceedings Â For information relating to legal proceedings, see Note 6 (Commitments and Contingencies) to the accompanying Consolidated Financial Statements included in Part I, Item 1., "Financial Statements" of this Quarterly Report on Form 10-Q. Â Item 1A. Risk Factors Â Our business and the ownership of our common stock are subject to a number of risks and uncertainties which could materially affect our business, financial condition, results of operations and future results, including those described in Part I, Item 1A., "Risk Factors" in our Annual Report on Form 10-K for the year ended December 31, 2023 as filed with the SEC on February 22, 2024. There have been no material changes from the risk factors described in our Annual Report on Form 10-K. Â Item 2. Unregistered Sales of Equity Securities and Use of Proceeds Â Sales of Unregistered Securities by Issuer None. Purchases of Equity Securities by Issuer Â Our stock repurchase activity for the three months ended September 30, 2024 is as follows: Â Period Total Number of Shares Purchased (1) Â Average Price Paid per Share (1) Â Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs (2) Â Maximum Dollar Value of Shares that May Yet Be Purchased Under the Plans or Programs (in thousands)Â (3) Â Â July 1 through July 31, 2024 Â 155,183 Â $ 19.32 Â Â 155,183 Â $ 102,290 Â Â August 1 through August 31, 2024 Â 552,387 Â Â 17.69 Â Â 552,387 Â Â 92,520 Â Â September 1 through September 30, 2024 Â 485,860 Â Â 17.46 Â Â 485,860 Â Â 84,038 Â Â Â 1,193,430 Â Â Â Â 1,193,430 Â Â Â (1)The total number of shares purchased and subsequently retired and the average price paid per share reflects shares purchased pursuant to the share repurchase program. Our stock repurchases may occur through open market purchases or pursuant to a Rule 10b5-1 trading plan. (2)In February 2022, the Company's Board of Directors authorized a three-year share repurchase program to acquire up to $200 million of the Company's common stock. The Company may repurchase shares from time to time in open market transactions or through privately negotiated transactions in accordance with applicable federal securities laws and other applicable legal requirements, and subject to the Company's blackout periods. The timing and amounts of any purchases under the share repurchase program will be based on market conditions and other factors including price. The repurchase program may be suspended or discontinued at any time and does not obligate the Company to repurchase any dollar amount or particular amount of shares. (3)The amounts presented represent the remaining Board of Directorsâ€™ authorized value to be spent after each month's repurchases. Â Item 3. Defaults Upon Senior Securities Â None. Â Item 4. Mine Safety Disclosures Â Not applicable. Â Item 5. Other Information Â Insider Adoption or Termination of Trading Arrangements Â None of the Companyâ€™s directors or officers adopted, modified or terminated a Rule 10b5-1 trading arrangement or a non-Rule 10b5-1 trading arrangement during the Companyâ€™s fiscal quarter ended September 30, 2024, as such terms are defined under Item 408(a) of Regulation S-K. 27 Â Item 6. Exhibits Exhibit Index Â ExhibitNumber Description 3.1** Â Amended and Restated Certificate of Incorporation of Cars.com Inc. (incorporated by reference to Exhibit 3.1 of Cars.com Inc.â€™s Form 8-K filed on June 5, 2017, File No. 001-37869). 3.2** Â Amended and Restated Bylaws of Cars.com Inc. (incorporated by reference to Exhibit 3.2 of Cars.com Inc.â€™s Form 8-K filed on October 23, 2018, File No. 001-37869). 31.1* Certification of Principal Executive Officer Pursuant to Rules 13a-14(a) under the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. 31.2* Certification of Principal Financial Officer Pursuant to Rules 13a-14(a) under the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. 32.1* Certification of Principal Executive Officer Pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. 32.2* Â Certification of Principal Financial Officer Pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. 101.INS Â Inline XBRL Instance Document â€“ the instance document does not appear in the Interactive Data File as its XBRL tags are embedded within the Inline XBRL document. 101.SCH Â Inline XBRL Taxonomy Extension Schema With Embedded Linkbase Documents 104 Â Cover page formatted as Inline XBRL and contained in Exhibit 101 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â

OF THE SARBANES-OXLEY ACT OF 2002 I, Sonia Jain, certify that: 1. I have reviewed this Quarterly Report on Form 10-Q of Cars.com Inc.; 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4. The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; (c) Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and (d) Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and 5. The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Â Date: November 7, 2024 By: Â /s/ Sonia Jain Â Sonia Jain Â Chief Financial Officer Â Â Â EX-32.1 4 cars-ex32_1.htm EX-32.1 EX-32.1 Exhibit 32.1 CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 In connection with the Quarterly Report of Cars.com Inc. (the â€œCompanyâ€) on Form 10-Q for the quarterly period ended September 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I certify, pursuant to 18 U.S.C. Â§ 1350, as adopted pursuant to Â§ 906 of the Sarbanes-Oxley Act of 2002, that, to my knowledge: (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company. Date: November 7, 2024 By: Â /s/ T. Alex Vetter Â T. Alex Vetter Â Chief Executive Officer Â Â EX-32.2 5 cars-ex32_2.htm EX-32.2 EX-32.2 Exhibit 32.2 CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 In connection with the Quarterly Report of Cars.com Inc. (the â€œCompanyâ€) on Form 10-Q for the quarterly period ended September 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I certify, pursuant to 18 U.S.C. Â§ 1350, as adopted pursuant to Â§ 906 of the Sarbanes-Oxley Act of 2002, that, to my knowledge: (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company. Date: November 7, 2024 By: Â /s/ Sonia Jain Â Sonia Jain Â Chief Financial Officer Â Â EX-101.SCH 6 cars-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA WITH EMBEDDED LINKBASES DOCUMENT 100000 - Document - Document and Entity Information link:presentationLink link:calculationLink link:definitionLink 100010 - Statement - Consolidated Balance Sheets link:presentationLink link:calculationLink link:definitionLink 100020 - Statement - Consolidated Balance Sheets (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 100030 - Statement - Consolidated Statements of Income link:presentationLink link:calculationLink link:definitionLink 100040 - Statement - Consolidated Statements of Comprehensive Income link:presentationLink link:calculationLink link:definitionLink 100050 - Statement - Consolidated Statements of Stockholders' Equity (Unaudited) link:presentationLink link:calculationLink link:definitionLink 100060 - Statement - Consolidated Statements of Cash Flows link:presentationLink link:calculationLink link:definitionLink 995455 - Disclosure - Description of Business and Summary of Significant Accounting Policies link:presentationLink link:calculationLink link:definitionLink 995465 - Disclosure - Revenue link:presentationLink link:calculationLink link:definitionLink 995475 - Disclosure - Business Combinations link:presentationLink link:calculationLink link:definitionLink 995485 - Disclosure - Fair Value Measurements link:presentationLink link:calculationLink link:definitionLink 995495 - Disclosure - Debt link:presentationLink link:calculationLink link:definitionLink 995505 - Disclosure - Interest Rate Swap link:presentationLink link:calculationLink link:definitionLink 995515 - Disclosure - Commitments and Contingencies link:presentationLink link:calculationLink link:definitionLink 995525 - Disclosure - Stockholders' Equity link:presentationLink link:calculationLink link:definitionLink 995535 - Disclosure - Stock-Based Compensation link:presentationLink link:calculationLink link:definitionLink 995545 - Disclosure - Earnings Per Share link:presentationLink link:calculationLink link:definitionLink 995555 - Disclosure - Other Income (Expense), net link:presentationLink link:calculationLink link:definitionLink 995565 - Disclosure - Income Taxes link:presentationLink link:calculationLink link:definitionLink 995575 - Disclosure - Subsequent Event link:presentationLink link:calculationLink link:definitionLink 995585 - Disclosure - Description of Business and Summary of Significant Accounting Policies (Policies) link:presentationLink link:calculationLink link:definitionLink 995595 - Disclosure - Description of Business and Summary of Significant Accounting Policies (Tables) link:presentationLink link:calculationLink link:definitionLink 995605 - Disclosure - Revenue (Tables) link:presentationLink link:calculationLink link:definitionLink 995615 - Disclosure - Business Combinations (Tables) link:presentationLink link:calculationLink link:definitionLink 995625 - Disclosure - Fair Value Measurements (Tables) link:presentationLink link:calculationLink link:definitionLink 995635 - Disclosure - Debt (Tables) link:presentationLink link:calculationLink link:definitionLink 995645 - Disclosure - Stock-Based Compensation (Tables) link:presentationLink link:calculationLink link:definitionLink 995655 - Disclosure - Earnings Per Share (Tables) link:presentationLink link:calculationLink link:definitionLink 995665 - Disclosure - Income Taxes (Tables) link:presentationLink link:calculationLink link:definitionLink 995675 - Disclosure - Description of Business and Summary of Significant Accounting Policies - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995685 - Disclosure - Revenue - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995695 - Disclosure - Revenue - Summary of Disaggregated Revenue Information (Details) link:presentationLink link:calculationLink link:definitionLink 995705 - Disclosure - Business Combinations - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995715 - Disclosure - Business Combinations - Acquisition Purchase Price Allocation (Details) link:presentationLink link:calculationLink link:definitionLink 995725 - Disclosure - Business Combinations - Acquisition Purchase Price Allocation (Parenthetical) (Details) link:presentationLink link:calculationLink link:definitionLink 995735 - Disclosure - Fair Value Of Measurements - Schedule of Company's Liabilities Measured at Fair Value on a Recurring Basis (Details) link:presentationLink link:calculationLink link:definitionLink 995745 - Disclosure - Fair Value Measurements - Schedule Of Contingent Consideration (Details) link:presentationLink link:calculationLink link:definitionLink 995755 - Disclosure - Fair Value Measurements - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995765 - Disclosure - Debt - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995775 - Disclosure - Debt - Schedule of Carrying Values and Estimated Fair Values of Debt Instruments (Details) link:presentationLink link:calculationLink link:definitionLink 995785 - Disclosure - Interest Rate Swap - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995795 - Disclosure - Stockholders' Equity Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995805 - Disclosure - Stock-Based Compensation - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995815 - Disclosure - Stock-Based Compensation - Summary of RSU Activity (Details) link:presentationLink link:calculationLink link:definitionLink 995825 - Disclosure - Stock-Based Compensation - Summary of RSU Activity (Parenthetical) (Details) link:presentationLink link:calculationLink link:definitionLink 995835 - Disclosure - Stock-Based Compensation - Summary of PSU Activity (Details) link:presentationLink link:calculationLink link:definitionLink 995845 - Disclosure - Stock-Based Compensation - Summary of Stock Option Activity (Details) link:presentationLink link:calculationLink link:definitionLink 995855 - Disclosure - Stock-Based Compensation - Summary of Fair Value of Stock Options Granted are Estimated Using Black Scholes Option Pricing Model (Details) link:presentationLink link:calculationLink link:definitionLink 995865 - Disclosure - Earnings Per Share - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995875 - Disclosure - Earnings Per Share - Computation of Earnings Per Share (Details) link:presentationLink link:calculationLink link:definitionLink 995885 - Disclosure - Earnings Per Share - Computation of Earnings Per Share (Parenthetical) (Details) link:presentationLink link:calculationLink link:definitionLink 995895 - Disclosure - Other Income (Expense), net - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995905 - Disclosure - Income Taxes - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995915 - Disclosure - Subsequent Event - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink Additional payment in performance based consideration. Additional Payment in Performance Based Consideration Additional payment Schedule of Carrying Values and Estimated Fair Values of Debt Instruments [Table Text Block] Schedule of Approximate Fair Value and Related Carrying Value of the Company's Outstanding Indebtedness Statement [Line Items] Statement [Line Items] Debt Instrument Debt Instrument [Axis] Accounts receivable Increase (Decrease) in Accounts Receivable Accounts Receivable Entity Address, Postal Zip Code Entity Address, Postal Zip Code Weighted Average Number of Shares Outstanding, Diluted, Adjustment Weighted Average Number Diluted Shares Outstanding Adjustment, Total Effect of dilutive stock-based compensation awards Fair Value, Recurring and Nonrecurring [Table] Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Other comprehensive income (loss), net of tax Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent [Abstract] Other major product and services. Other Major Product And Services [Member] Other Revenue: Revenues [Abstract] Cash paid for interest Interest Paid, Excluding Capitalized Interest, Operating Activities Investments and other assets, net Investments and Other Noncurrent Assets Debt Instrument, Covenant Description Debt instrument, covenant description Business Combination Disclosure [Text Block] Business Combinations Balance, Shares Balance, Shares Shares, Outstanding Fair Value Hierarchy and NAV Fair Value Hierarchy and NAV [Axis] Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Nonvested Options Forfeited, Weighted Average Grant Date Fair Value Weighted-Average Grant Date Fair Value, Forfeited Level 2 Fair Value, Inputs, Level 2 [Member] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Business acquisition, total consideration Business Combination, Consideration Transferred Business Combination, Consideration Transferred, Total Total purchase consideration Long-Term Debt, Current Maturities Long-term Debt, Current Maturities, Total Current portion of long-term debt, net Commitments and Contingencies Commitments and Contingencies Disclosure [Text Block] Swap Interest Rate Swap [Member] Stock, Class of Stock [Table] Stockholders Equity [Line Items] Stockholders Equity [Line Items] Stockholders' equity. Product and Service [Axis] Deferred Income Tax Liabilities, Net Deferred Income Tax Liabilities, Net, Total Deferred tax liabilities, net Finite-Lived Intangible Assets by Major Class [Axis] Share units vesting percentage Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Rights, Percentage Repurchases of common stock(shares) Stock Repurchased During Period, Shares Stockholders' Equity Equity [Text Block] Contingent consideration, Ending Contingent consideration, Beginning Contingent consideration Contingent Consideration Liability Fair Value Disclosure Contingent consideration liability fair value disclosure. Revenue Revenue from Contract with Customer [Text Block] Outstanding borrowing capacity Amount available to borrow Line of Credit Facility, Remaining Borrowing Capacity Entity Central Index Key Entity Central Index Key Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period Share Units, Forfeited Changes in operating assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] Deferred income taxes Increase Decrease In Deferred Income Tax Liability Increase decrease in deferred income tax liability. Common stock, shares issued Common Stock, Shares, Issued Common Stock, Shares, Issued, Total Prepaid expenses and other assets Increase (Decrease) in Prepaid Expense and Other Assets Increase (Decrease) in Prepaid Expense and Other Assets, Total Prepaid expenses and other assets Preferred Stock Preferred Stock [Member] Entity Address, State or Province Entity Address, State or Province Income before income taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Contract with Customer, Sales Channel Contract with Customer, Sales Channel [Domain] Amortization of deferred revenue related to AccuTrade acquisition Contract with Customer, Liability, Revenue Recognized Amortization of deferred revenue Additional payment of cash compensation to employees Additional Payment of Cash Compensation to Employees Additional payment of cash compensation to employees. Aggregate Intrinsic Value, Exercisable as of September 30, 2024 Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Intrinsic Value Proceeds from sale of equity investment investment Proceeds from Sale of Equity Method Investments Payments of Debt Issuance Costs Payments of debt issuance costs and other fees Payments of debt issuance costs and other fees Amortization of debt issuance costs Amortization of Debt Issuance Costs Cover [Abstract] Subsequent Event [Line Items] Basic Earnings Per Share, Basic Earnings Per Share, Basic, Total Earnings per share, basic Operating expenses: Operating Expenses [Abstract] Other liabilities assumed Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Other Interest Rate Swap Derivative Instruments and Hedging Activities Disclosure [Text Block] Share repurchase program, duration Share Repurchase Program, Period in Force Acquisition Purchase Price Allocation Schedule of Cash and Cash Equivalents [Table Text Block] Acquisition Purchase Price Allocation Schedule of Business Acquisitions, by Acquisition [Table Text Block] Accumulated deficit Retained Earnings (Accumulated Deficit) Retained Earnings (Accumulated Deficit), Total Retained Earnings (Accumulated Deficit), Beginning Balance Retained Earnings (Accumulated Deficit), Ending Balance Share Units, Outstanding as of September 30, 2024 Share Units, Outstanding as of December 31, 2023 Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Current assets: Assets, Current [Abstract] Net cash provided by operating activities Net Cash Provided by (Used in) Operating Activities Weighted-Average Grant Date Fair Value, Forfeited Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Total purchase consideration Business Combination, Recognized Identifiable Assets Acquired, Goodwill, and Liabilities Assumed, Net Total purchase consideration Product and Service [Domain] Accumulated other comprehensive income Accumulated Other Comprehensive Income (Loss), Net of Tax Accumulated Other Comprehensive Income (Loss), Net of Tax, Total Unrealized loss of fair value Derivative, Fair Value, Net Derivative, Fair Value, Net, Total Debt Instrument [Line Items] Property and equipment, net Property, Plant and Equipment, Net Property, Plant and Equipment, Net, Total Property, Plant and Equipment, Net, Beginning Balance Property, Plant and Equipment, Net, Ending Balance Other, net Other Operating Activities, Cash Flow Statement Cash flows from operating activities: Net Cash Provided by (Used in) Operating Activities [Abstract] Recurring Fair Value, Recurring [Member] Other Income and Expenses [Abstract] Proceeds from Loans Proceeds from loans Common stock, par value Common Stock, Par or Stated Value Per Share Rule 10b5-1 Arrangement Modified Rule 10b5-1 Arr Modified [Flag] Rule 10b5-1 arrangement modified flag. D2C Media Acquisition [Member] D2C Media Acquisition [Member] D2C media acquisition. Measurement Input Type [Domain] Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Intangible Assets, Other than Goodwill Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Intangible Assets, Other than Goodwill, Total Identified intangible assets Acquisition-Date Fair Value Statement of Cash Flows [Abstract] Long-Term Debt, Fair Value Outstanding indebtedness, Fair value Other liabilities Increase (Decrease) in Other Noncurrent Liabilities (Accumulated Deficit) Retained Earnings Equity Components [Axis] Entity Address, Address Line One Entity Address, Address Line One Computation of Earnings Per Share Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Accrued compensation Employee-related Liabilities, Current Employee-related Liabilities, Current, Total Share Units, Granted Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Hedging Designation Hedging Designation [Domain] Subsequent Event Type [Axis] Nonoperating Income (Expense) Total nonoperating income (expense), net Maximum borrowing capacity Line of Credit Facility, Maximum Borrowing Capacity Risk-free interest rate Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate Hedging Relationship Hedging Relationship [Axis] Share Units, Outstanding as of September 30, 2024 Share Units, Outstanding as of December 31, 2023 Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Amendment Flag Amendment Flag Payment of contingent consideration Payment of contingent consideration Asset Acquisition, Consideration Transferred, Contingent Consideration Display advertising. Display Advertising [Member] Display Advertising Other Current Liabilities [Member] Other Accrued Liabilities Debt Instrument, Name Debt Instrument, Name [Domain] Net income Net income Share-Based

Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Share Units, Exercised Share Units, Exercisable as of March 31, 2023 Share Units, Exercisable as of September 30, 2024 Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number Contract with Customer, Sales Channel Contract with Customer, Sales Channel [Axis] Equity Component Equity Component [Domain] Statistical Measurement Statistical Measurement [Domain] General and Administrative Expense General and administrative General and Administrative Expense, Total Other Nonoperating Income (Expense) Other Nonoperating Income (Expense), Total Other income (expense), net Options expiration period Share-Based Compensation Arrangement by Share-Based Payment Award, Expiration Period Disaggregation of Revenue [Table] Preferred stock, shares issued Preferred Stock, Shares Issued Preferred Stock, Shares Issued, Total Funds held in escrow Escrow Deposit Provision for doubtful accounts Accounts Receivable, Credit Loss Expense (Reversal) Consolidated interest coverage ratio. Consolidated Interest Coverage Ratio Net Leverage Ratio Class of Stock [Domain] Other comprehensive loss, net of tax Other Comprehensive Income (Loss), Net of Tax Other Comprehensive Income (Loss), Net of Tax, Total Comprehensive income Comprehensive Income (Loss), Net of Tax, Attributable to Parent Common stock, shares outstanding Balance, Shares Balance, Shares Common Stock, Shares, Outstanding Finite-Lived Intangible Assets, Major Class Name [Domain] Interest expense, net Interest Income (Expense), Operating Interest Income (Expense), Net, Total Amortization Period (in years) Acquired Finite-Lived Intangible Assets, Weighted Average Useful Life Preferred stock, par value Preferred Stock, Par or Stated Value Per Share Repayment of loan Repayments of Lines of Credit Equity interest sold Proceeds from Issuance or Sale of Equity Proceeds from Issuance or Sale of Equity, Total Accounts payable and accrued liabilities Business Combination Recognized Identifiable Assets Acquired and Liabilities Assumed Current Liabilities Accounts Payable and Accrued Liabilities Business combination recognized identifiable assets acquired and liabilities assumed current liabilities accounts payable and accrued liabilities. Total noncurrent liabilities Total noncurrent liabilities Liabilities, Noncurrent Entity Interactive Data Current Entity Interactive Data Current Schedule Of Contingent Consideration Schedule Of Contingent Consideration [TextBlock] Schedule of contingent consideration. Derivative [Table] Derivative [Table] Document Quarterly Report Document Quarterly Report Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Weighted-Average Grant Date Fair Value, Vested and Delivered Balance Sheet Location Statement of Financial Position Location, Balance [Axis] Statistical Measurement Statistical Measurement [Axis] Debt instrument, payment terms Debt Instrument, Payment Terms Schedule of Disaggregated Revenue Information Disaggregation of Revenue [Table Text Block] Marketing and sales Selling and Marketing Expense Selling and Marketing Expense, Total Total payment for D2C Media, net Payments to Acquire Businesses, Net of Cash Acquired Summary of RSU Activity Share-Based Payment Arrangement, Restricted Stock and Restricted Stock Unit, Activity [Table Text Block] Derivative [Line Items] Derivative [Line Items] Weighted-Average Grant Date Fair Value, Granted Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Effect of exchange rate changes on Cash and cash equivalents Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations Total assets Assets Expected years until exercise Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Term Description of Business and Summary of Significant Accounting Policies Organization, Consolidation, Basis of Presentation, Business Description and Accounting Policies [Text Block] Schedule of Long-Term Debt Instruments [Table] Borrowings Proceeds from Long-Term Lines of Credit Proceeds from Revolving Loan borrowings Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Share Units, Vested and Delivered Business Acquisition [Line Items] New Accounting Pronouncements, Policy [Policy Text Block] Recently Issued Accounting Standards Not Yet Adopted Entity Address, City or Town Entity Address, City or Town AOCI Attributable to Parent [Member] Accumulated Other Comprehensive Income (Loss) Equity [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Share Units, Forfeited Share Units, Forfeited Non-Rule 10b5-1 Arrangement Modified Non-Rule 10b5-1 Arr Modified [Flag] Non-rule 10b5-1 arrangement modified flag. Hedging Relationship Hedging Relationship [Domain] Debt Instrument, Face Amount Revolving loan principal amounts Depreciation Depreciation Depreciation, Total Acquired software Computer Software, Intangible Asset [Member] Stock-Based Compensation Share-Based Payment Arrangement [Text Block] Fair Value Disclosures [Abstract] Current liabilities: Liabilities, Current [Abstract] Income Taxes Paid, Net, Total Income Taxes Paid, Net Cash paid for income taxes Document Type Document Type Share purchased and retired Stock Repurchased and Retired During Period, Shares Title of 12(b) Security Title of 12(b) Security Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Cash and Cash Equivalents, at Carrying Value, Total Cash and Cash Equivalents, at Carrying Value, Beginning Balance Cash and Cash Equivalents, at Carrying Value, Ending Balance Balance Sheet Location Statement of Financial Position Location, Balance [Domain] Other Noncurrent Liabilities [Member] Other Noncurrent Liabilities Statement of Stockholders' Equity [Abstract] Document Fiscal Period Focus Document Fiscal Period Focus Long-term debt, net Long-Term Debt, Excluding Current Maturities Long-term Debt, Excluding Current Maturities, Total Outstanding indebtedness, Carrying value Share Units, Granted Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Principles of Consolidation Consolidation, Policy [Policy Text Block] Cash payments of line of credit. Cash Payments of Line of Credit Repayment in cash Subsequent Event Type [Domain] Summary of Fair Value of Stock Options Granted are Estimated Using Black Scholes Option Pricing Model Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Reclassified from accumulated other comprehensive (loss) into income tax (benefit) expense Reclassified from accumulated other comprehensive income (loss) into income tax expense (benefit) Reclassified From Accumulated Other Comprehensive Loss Into Income Tax Expense Benefit Reclassified from accumulated other comprehensive (loss) into income tax expense (benefit) 6.375% Senior Unsecured Notes Due 2028 Six Point Three Seven Five Percent Senior Unsecured Notes Due Two Thousand Twenty Eight [Member] 6.375% senior unsecured notes due 2028. RSUs vested but not yet delivered Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Delivered But Not Yet Vested Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Delivered But Not Yet Vested. Other assets acquired Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Other Fair Value, off-Balance-Sheet Risk [Table] Financial Instruments [Domain] Business Combination, Consideration Transferred, Equity Interests Issued and Issuable Potentional contingent consideration to be paid in stock Unrealized loss on foreign currency denominated transactions Unrealized Gain (Loss), Foreign Currency Transaction, before Tax Fifth amendment to the credit agreement. Fifth Amendment to the Credit Agreement [Member] Fifth Amendment to the Credit Agreement Cash flows from investing activities: Net Cash Provided by (Used in) Investing Activities [Abstract] Repurchases of common stock Payments for Repurchase of Common Stock Other Sales Channel Through Other [Member] Sales channel through other. Total revenue Revenue from Contract with Customer, Excluding Assessed Tax Revenue from Contract with Customer, Excluding Assessed Tax, Total Statement of Comprehensive Income [Abstract] Income Taxes Income Tax Disclosure [Text Block] Designated as Hedging Instrument Designated as Hedging Instrument [Member] Schedule of Effective Income Tax Rate Varied from Statutory Federal Income Tax Rate Schedule of Effective Income Tax Rate Reconciliation [Table Text Block] Line Of Credit Facility [Line Items] Line of Credit Facility [Line Items] Repurchases of common stock (value) Repurchases of common stock (value) Stock Repurchased During Period, Value Credit Facility Credit Facility [Domain] Schedule of Consolidated Financial Statements Condensed Financial Statements [Table Text Block] Trade name Trade Names [Member] Depreciation and amortization Depreciation, Depletion and Amortization, Nonproduction Depreciation, Depletion and Amortization, Nonproduction, Total Term Loan Term Loan [Member] Term loan. Other accrued liabilities Other Accrued Liabilities, Current Accounts payable Increase (Decrease) in Accounts Payable Increase (Decrease) in Accounts Payable, Total Entity Address, Address Line Two Entity Address, Address Line Two Summary of PSU Activity Share-Based Payment Arrangement, Performance Shares, Outstanding Activity [Table Text Block] Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions and Methodology [Abstract] Liabilities and stockholders' equity: Liabilities and Equity [Abstract] Share purchased and retired, amount Stock Repurchased and Retired During Period, Value Document Period End Date Document Period End Date Net Cash Provided by (Used in) Financing Activities Net cash used in financing activities Subscription advertising and digital solutions. Subscription Advertising And Digital Solutions [Member] Subscription Advertising and Digital Solutions Noncurrent liabilities: Liabilities, Noncurrent [Abstract] Potential common shares excluded from diluted weighted-average shares outstanding Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Stock-based compensation APIC, Share-Based Payment Arrangement, Increase for Cost Recognition APIC, Share-based Payment Arrangement, Increase for Cost Recognition, Total Income tax expense Income tax benefit Income tax expense (benefit) Income tax expense (benefit) Trading Symbol Trading Symbol Business Combinations [Abstract] Total stockholders' equity Total stockholders' equity Balance Balance Equity, Attributable to Parent Number of Share Units Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] Other noncurrent liabilities Other Liabilities, Noncurrent Other Liabilities, Noncurrent, Total Derivative Instrument Derivative Instrument [Axis] Cash consideration Payments to Acquire Businesses, Gross Equity securities without readily determinable fair value amount Equity Securities without Readily Determinable Fair Value, Amount RSUs Restricted Stock Units (RSUs) [Member] Goodwill Goodwill Goodwill, Ending Balance Goodwill, Beginning Balance Goodwill, Total Measurement Input Type [Axis] Use of Estimates Use of Estimates, Policy [Policy Text Block] Fair Value Measurements Fair Value Measurement and Measurement Inputs, Recurring and Nonrecurring [Text Block] Schedule of Business Acquisitions, by Acquisition [Table] OEM and National Sales Channel Through OEM and National [Member] Sales channel through OEM and National. Scenario [Axis] Dividend yield Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate Senior secured leverages ratio. Senior Secured Leverages Ratio Senior secured leverages ratio Security Exchange Name Security Exchange Name Business Acquisition, Acquiree [Domain] Total operating expenses Operating Expenses Cash Flow Hedging Cash Flow Hedging [Member] Class of Stock [Axis] Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Weighted Average Grant Date Fair Value Weighted- Average Grant Date Fair Value, Granted Preferred Stock at par, $0.01 par value; 5,000 shares authorized; no shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively Preferred Stock Value Excluding Treasury Stock Aggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity. Preferred Stock Value Excluding Treasury Stock, Total Subsequent Event [Member] Subsequent Event Maximum Maximum [Member] Total liabilities and stockholders' equity Liabilities and Equity Pay per lead. Pay Per Lead [Member] Pay Per Lead Prepaid expenses Prepaid Expense, Current Prepaid Expense, Current, Total Total Total Financial Liabilities Fair Value Disclosure Diluted Earnings Per Share, Diluted Earnings Per Share, Diluted, Total Earnings per share, diluted Total liabilities assumed Total liabilities assumed Total liabilities assumed Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Liabilities Total liabilities assumed Total liabilities Total liabilities Liabilities Fair Value Hierarchy and NAV Fair Value Hierarchy and NAV [Domain] Total current assets Assets, Current Net cash used in investing activities Net Cash Provided by (Used in) Investing Activities Weighted-average volatility Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Weighted Average Volatility Rate Scenario Forecast Forecast [Member] Weighted- Average Grant Date Fair Value, Outstanding as of September 30, 2024 Weighted- Average Grant Date Fair Value, Outstanding as of December 31, 2023 Share-Based Compensation Arrangement by Share-Based Payment Award, Option, Nonvested, Weighted Average Exercise Price Payments of contingent consideration Payment for Contingent Consideration Liability, Financing Activities Award vesting period Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Entity Filer Category Entity Filer Category Nonoperating Income (Expense) [Abstract] Nonoperating expenses: Notional amount Derivative, Notional Amount Current Fiscal Year End Date Current Fiscal Year End Date Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Stock-based compensation Share-Based Payment Arrangement, Noncash Expense Share-based Payment Arrangement, Noncash Expense, Total Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Intrinsic Value Aggregate Intrinsic Value, Outstanding Measurement Input, Option Volatility [Member] Volatility Payments for acquisitions, net of cash acquired Payments To Acquire Businesses Net Of Cash Settlement Of Equity Awards And Cash Acquired Payments to acquire businesses net of cash settlement of equity awards and cash acquired. Payments for acquisitions, net of cash acquired Entity Registrant Name Entity Registrant Name Number of reportable segment Number of Reportable Segments Schedule Of Share Based Compensation Arrangements By Share Based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Earnings Per Share Earnings Per Share [Text Block] Entity Emerging Growth Company Entity Emerging Growth Company Basic weighted-average common shares outstanding Basic Weighted Average Number of Shares Outstanding, Basic Weighted Average Number of Shares Outstanding, Basic, Total Shares issued in connection with stock-based compensation plans, net Stock Issued During Period Value Share Based Compensation Net Of Shares Withheld For Taxes Stock issued during period value share based compensation net of shares withheld for taxes. Changes in fair value of contingent consideration Business Combination, Contingent Consideration Arrangements, Change in Amount of Contingent Consideration, Liability Common stock, shares authorized Common Stock, Shares Authorized Level 1 Fair Value, Inputs, Level 1 [Member] Debt Disclosure [Abstract] Amortization of intangible assets Amortization of Intangible Assets Amortization of Intangible Assets, Total Financial Instrument [Axis] Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term Weighted-Average Remaining Contractual Term, Outstanding RSUs vested but not yet delivered Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Vested But Not Yet Delivered Share based compensation arrangement by share based payment award equity instruments other than options vested but not yet delivered. Share-Based Payment Arrangement [Abstract] Goodwill, Measurement Period Adjustment Purchase accounting adjustments Accounting Policies [Abstract] Summary of Stock Option Activity Share-Based Payment Arrangement, Option, Activity [Table Text Block] Long-Term Line of Credit Term loan outstanding amount Long-Term Line of Credit, total Income Tax Disclosure [Abstract] Stockholders' equity: Equity, Attributable to Parent [Abstract] Contingent consideration fair value adjustment Contingent Consideration Fair Value Adjustment Contingent consideration fair value adjustment. Product and technology Product And Technology Costs Product and Technology Costs. Statement [Table] Statement [Table] Subsequent Event [Table] Weighted-Average Remaining Contractual Term, Exercisable as of September 30, 2024 Share-Based Payment Arrangement, Option, Exercise Price Range, Exercisable, Weighted Average Remaining Contractual Term Preferred stock, shares authorized Preferred Stock, Shares Authorized Entity File Number Securities Act File Number Net increase in Cash and cash equivalents Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Revenue from Contract with Customer [Abstract] Earnings per share: Earnings Per Share [Abstract] Statement of Financial Position [Abstract] Operating income Operating Income (Loss) Cash payment related to purchase accounting adjustment. Cash Payment Related to Purchase Accounting Adjustment Payment related to purchase accounting adjustment Entity Shell Company Entity Shell Company Line Of Credit Facility [Table] Line of Credit Facility [Table] Entity Tax Identification Number Entity Tax Identification Number Assets: Assets [Abstract] Entity Current Reporting Status Entity Current Reporting Status Schedule of Company's Liabilities Measured at Fair Value on a Recurring Basis Fair Value, Liabilities Measured on Recurring Basis [Table Text Block] Subsequent Events [Abstract] Shares issued in connection with stock-based compensation plans, net, Shares Stock Issued During Period Shares Share Based Compensation Net Of Shares Withheld For Taxes Stock issued during period shares share based compensation net of shares withheld for taxes. Share units performance period Share Based Compensation Arrangement By Share Based Payment Award Performance Period Share based compensation arrangement by share based payment award performance period. Total assets acquired Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets Total assets acquired Document Fiscal Year Focus Document Fiscal Year Focus Cost of revenue and operations Cost Of Revenue And Operations Cost of revenue and operations. Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations, Total Cash and cash equivalents at beginning of period Cash and cash equivalents at end of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Addition Related to Accu-Trade Acquisition Additions Related To Accu -Trade Acquisition On Contingent Consideration Additions related to accu -trade acquisition on contingent consideration. Proceeds from issuance initial public offering Proceeds from Issuance Initial Public Offering Business Acquisition [Axis] City Area Code City Area Code Reclassification Reclassification, Comparability Adjustment [Policy Text Block] Total current liabilities Liabilities, Current Derivative Contract Derivative Contract [Domain] Payments to Develop Software Capitalization of internally developed technology Income tax provision at statutory rate, percent Federal statutory rate Effective Income Tax Rate Reconciliation, at Federal Statutory Income Tax Rate, Percent Local Phone Number Local Phone Number Supplemental cash flow information: Additional Cash Flow Elements and Supplemental Cash Flow Information [Abstract] Preferred stock, shares outstanding Preferred Stock, Shares Outstanding Preferred Stock, Shares Outstanding, Beginning Balance Preferred Stock, Shares Outstanding, Ending Balance Additional paid-in capital Additional Paid in Capital Additional Paid in Capital, Total Additional Paid in Capital, Beginning Balance Additional Paid in

Capital, Ending Balance Hedging Designation Hedging Designation [Axis] Commitments and Contingencies Disclosure [Abstract] Derivative, Fixed Interest Rate Fixed rate of interest Foreign currency translation adjustments Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax, Total Interest rate on debt issued Debt Instrument, Interest Rate, Stated Percentage Accumulated Deficit Retained Earnings [Member] Payments for stock-based compensation plans, net Payments for stock-based compensation plans, net Payments for Stock-Based Compensation Plans, Net Payments for stock-based compensation plans, net. Payments to Acquire Property, Plant, and Equipment, Total Purchase of property and equipment Payments to Acquire Property, Plant, and Equipment Accounts receivable Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Receivables Document Transition Report Document Transition Report Share Repurchase Program, Authorized, Amount Other Accrued Liabilities Current [Member] Other Accrued Liabilities Current [Member] Other accrued liabilities current. Deferred tax liabilities, net Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Deferred Tax Liabilities Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price Weighted Average Grant Date Fair Value, Exercised Deferred tax assets, net Deferred Income Tax Assets, Net Minimum Minimum [Member] Common Stock Common Stock [Member] Less: Cash acquired Cash and cash equivalents Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents Weighted-Average Grant Date Fair Value, Outstanding as of September 30, 2024 Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Weighted-Average Grant Date Fair Value, Outstanding as of December 31, 2023 Additional Paid-In Capital Additional Paid-in Capital [Member] Adjustments to reconcile Net income to Net cash provided by operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] PSUs Performance Shares [Member] Other current assets Other Assets, Current Entity Common Stock Shares Outstanding Entity Common Stock, Shares Outstanding Other Income (Expense), net Other Income and Other Expense Disclosure [Text Block] Disaggregation of Revenue [Line Items] Accu-Trade Acquisition Accu-Trade Acquisition [Member] Accu-Trade Acquisition. Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Payments related to fair value Payments of Derivative Issuance Costs Scenario [Domain] Customer relationships Customer Relationships [Member] Common Stock at par, $0.01 par value; 300,000 shares authorized; 65,022 and 65,929 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively Common Stock, Value, Issued Common Stock, Value, Issued, Total Common Stock, Value, Issued, Beginning Balance Common Stock, Value, Issued, Ending Balance Increase (Decrease) in Employee Related Liabilities Accrued compensation Increase (Decrease) in Employee Related Liabilities, Total Measurement Frequency [Axis] Commitments and contingencies Commitments and Contingencies Diluted weighted-average common shares outstanding Diluted Weighted Average Number of Shares Outstanding, Diluted Accounts receivable, net Accounts Receivable, after Allowance for Credit Loss, Current Accounts Receivable, after Allowance for Credit Loss, Current, Total Weighted-average common shares outstanding: Weighted Average Number of Shares Outstanding, Diluted [Abstract] Percentage of ownership by the company Subsidiary or Equity Method Investee, Cumulative Percentage Ownership after All Transactions Entity Small Business Entity Small Business Debt Debt Disclosure [Text Block] Reclassified from accumulated other comprehensive (loss) into Interest expense, net Derivative Instruments, Gain (Loss) Reclassified from Accumulated OCI into Income, Effective Portion, Net Derivative Instruments, Gain (Loss) Reclassified from Accumulated OCI into Income, Effective Portion, Net, Total Reclassified from accumulated other comprehensive income (loss) into Interest expense, net Impairment of non-marketable investments Other than Temporary Impairment Losses, Investments Other than Temporary Impairment Losses, Investments, Total Net identifiable assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Net Net identifiable assets Dealer Dealer [Member] Dealer member. Credit Facility Credit Facility [Axis] Revolving Credit Facility Revolving Credit Facility [Member] Stock Purchased Average Price Per Share Stock Purchased Average Price Per Share Cash flows from financing activities: Net Cash Provided by (Used in) Financing Activities [Abstract] Derivative Instruments and Hedging Activities Disclosure [Abstract] Intangible assets, net Intangible Assets, Net (Excluding Goodwill) Intangible Assets, Net (Excluding Goodwill), Total Measurement Frequency [Domain] Weighted- Average Grant Date Fair Value, Exercisable as of September 30, 2024 Share based compensation arrangement by share based payment award options exercisable weighted average grant date fair value. Share Based Compensation Arrangement By Share Based Payment Award Options Exercisable Weighted Average Grant Date Fair Value Deferred Tax Assets, Valuation Allowance Deferred Tax Assets, Valuation Allowance Deferred Tax Assets, Valuation Allowance, Total Total other comprehensive income (loss), net of tax Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Level 3 Fair Value, Inputs, Level 3 [Member] Subsequent Event Subsequent Events [Text Block] Accounts payable Accounts Payable, Current Accounts Payable, Current, Total Weighted-Average Grant Date Fair Value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Payments of Revolving Loan borrowings and long-term debt Repayments of Long-Term Lines of Credit XML 8 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 Document Type 10-Q Â Amendment Flag false Â Document Period End Date Sep. 30, 2024 Â Document Fiscal Year Focus 2024 Â Trading Symbol CARS Â Document Fiscal Period Focus Q3 Â Entity Registrant Name Cars.com Inc. Â Entity Central Index Key 0001683606 Â Current Fiscal Year End Date --12-31 Â Entity Filer Category Large Accelerated Filer Â Entity Small Business false Â Entity Emerging Growth Company false Â Entity Current Reporting Status Yes Â Entity Shell Company false Â Entity File Number 001-37869 Â Entity Tax Identification Number 81-3693660 Â Entity Address, Address Line One 300 S. Riverside Plaza Â Entity Address, Address Line Two Suite 1000 Â Entity Address, City or Town Chicago Â Entity Address, State or Province IL Â Entity Address, Postal Zip Code 60606 Â City Area Code 312 Â Local Phone Number 601-5000 Â Entity Interactive Data Current Yes Â Title of 12(b) Security Common Stock Â Security Exchange Name NYSE Â Entity Incorporation, State or Country Code DE Â Document Quarterly Report true Â Document Transition Report false Â Entity Common Stock Shares Outstanding Â 64,739,273 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 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 9 R2.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated Balance Sheets - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Current assets: Â Â Cash and cash equivalents $ 49,573 $ 39,198 Accounts receivable, net 125,214 125,373 Prepaid expenses 15,536 12,553 Other current assets 9,574 1,314 Total current assets 199,897 178,438 Property and equipment, net 42,827 43,853 Goodwill 145,843 147,058 Intangible assets, net 605,130 669,167 Deferred tax assets, net 100,530 112,953 Investments and other assets, net 24,281 20,980 Total assets 1,118,508 1,172,449 Current liabilities: Â Â Accounts payable 32,228 22,259 Accrued compensation 29,561 31,669 Current portion of long-term debt, net 0 23,129 Other accrued liabilities 49,600 68,691 Total current liabilities 111,389 145,748 Noncurrent liabilities: Â Â Long-term debt, net 464,979 460,119 Deferred tax liabilities, net 8,293 8,757 Other noncurrent liabilities 31,422 65,717 Total noncurrent liabilities 504,694 534,593 Total liabilities 616,083 680,341 Commitments and contingencies Stockholders' equity: Â Â Preferred Stock at par, $0.01 par value; 5,000 shares authorized; no shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively 0 0 Common Stock at par, $0.01 par value; 300,000 shares authorized; 65,022 and 65,929 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively 650 659 Additional paid-in capital 1,480,400 1,500,232 Accumulated deficit (978,850) (1,009,734) Accumulated other comprehensive income 225 951 Total stockholders' equity 502,425 492,108 Total liabilities and stockholders' equity $ 1,118,508 $ 1,172,449 X - DefinitionAggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesNo definition available. + Details Name: cars_PreferredStockValueExcludingTreasuryStock Namespace Prefix: cars_ 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 - DefinitionAmount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapital Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: 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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 - 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 deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(15)(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap_DeferredIncomeTaxLiabilitiesNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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 - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investments, and noncurrent assets classified as other. + ReferencesNo definition available. + Details Name: us-gaap_InvestmentsAndOtherNoncurrentAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -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(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph 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https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: 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 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-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 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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 27: 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 28: 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/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 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-Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards

Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of obligation due after one year or beyond the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 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210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB 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DefinitionAmount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt classified as current. Excludes lease obligation. + 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(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LongTermDebtCurrent 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 classified as noncurrent. Excludes lease obligation. + 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(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LongTermDebtNoncurrent 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 - DefinitionAmount of current assets classified as other. + 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 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: 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 within a future period of one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 05 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482955/340-10-05-5Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483032/340-10-45-1 + Details Name: us-gaap_PrepaidExpenseCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 10 R3.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated Balance Sheets (Parenthetical) - $ / shares Sep. 30, 2024 Dec. 31, 2023 Statement of Financial Position [Abstract] Â Â Preferred stock, par value $ 0.01 $ 0.01 Preferred stock, shares authorized 5,000,000 5,000,000 Preferred stock, shares issued 0 0 Preferred stock, shares outstanding 0 0 Common stock, par value $ 0.01 $ 0.01 Common stock, shares authorized 300,000,000 300,000,000 Common stock, shares issued 65,022,000 65,929,000 Common stock, shares outstanding 65,022,000 65,929,000 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 - 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 X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 11 R4.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated Statements of Income - USD ($) shares in Thousands, $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Revenue: Â Â Â Â Total revenue $ 179,651 $ 174,333 $ 538,721 $ 509,577 Operating expenses: Â Â Â Â Cost of revenue and operations 31,610 31,077 92,602 91,287 Product and technology 29,223 25,297 84,891 74,354 Marketing and sales 58,288 60,186 177,664 176,636 General and administrative 21,511 17,785 67,348 53,738 Depreciation and amortization 27,563 25,670 82,499 74,381 Total operating expenses 168,195 160,015 505,004 470,396 Operating income 11,456 14,318 33,717 39,181 Nonoperating expenses: Â Â Â Â Interest expense, net (8,028) (7,777) (24,458) (24,171) Other income (expense), net 21,111 (3,902) 32,498 1,204 Total nonoperating income (expense), net 13,083 (11,679) 8,040 (22,967) Income before income taxes 24,539 2,639 41,757 16,214 Income tax expense (benefit) 5,820 (1,852) 10,873 (93,882) Net income [1] $ 18,719 $ 4,491 $ 30,884 $ 110,096 Weighted-average common shares outstanding: Â Â Â Â Basic 66,107 66,773 66,319 66,820 Diluted 67,666 68,508 67,590 68,199 Earnings per share: Â Â Â Â Basic [1] $ 0.28 $ 0.07 $ 0.47 $ 1.65 Diluted [1] $ 0.28 $ 0.07 $ 0.46 $ 1.61 Dealer Â Â Â Â Revenue: Â Â Â Â Total revenue $ 159,513 $ 157,116 $ 481,171 $ 460,268 OEM and National Â Â Â Â Revenue: Â Â Â Â Total revenue 17,014 14,549 48,149 40,494 Other Â Â Â Â Revenue: Â Â Â Â Total revenue $ 3,124 $ 2,668 $ 9,401 $ 8,815 [1] During the nine months ended September 30, 2023 the Company released a significant portion of its valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note 10 (Income Taxes). X - DefinitionCost of revenue and operations. + ReferencesNo definition available. + Details Name: cars_CostOfRevenueAndOperations Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionProduct and Technology Costs. + ReferencesNo definition available. + Details Name: cars_ProductAndTechnologyCosts Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production. + 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_DepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract 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 - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest income (expense) classified as operating. + 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/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_InterestIncomeExpenseNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI 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Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_NonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NonoperatingIncomeExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract 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 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (expense) related to nonoperating activities, classified as other. + 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(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherNonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total amount of expenses directly related to the marketing or selling of products or services. + ReferencesNo definition available. + Details Name: us-gaap_SellingAndMarketingExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_ContractWithCustomerSalesChannelAxis=cars_DealerMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ContractWithCustomerSalesChannelAxis=cars_SalesChannelThroughOemAndNationalMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ContractWithCustomerSalesChannelAxis=cars_SalesChannelThroughOtherMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 12 R5.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated Statements of Comprehensive Income - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Statement of Comprehensive Income [Abstract] Â Â Â Â Net income [1] $ 18,719 $ 4,491 $ 30,884 $ 110,096 Other comprehensive income (loss), net of tax Â Â Â Â Foreign currency translation adjustments 350 0 (726) 0 Total other comprehensive income (loss), net of tax 350 0 (726) 0 Comprehensive income $ 19,069 $ 4,491 $ 30,158 $ 110,096 [1] During the nine months ended September 30, 2023 the Company released a significant portion of its valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note 10 (Income Taxes). X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax and 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (a) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1 + Details Name: us-gaap_OtherComprehensiveIncomeLossForeignCurrencyTransactionAndTranslationAdjustmentNetOfTax 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 X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfIncomeAndComprehensiveIncomeAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 13 R6.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated Statements of Stockholders' Equity (Unaudited) - USD ($) shares in Thousands, $ in Thousands Total Common Stock Additional Paid-In Capital Accumulated Deficit Accumulated Other Comprehensive Income (Loss) Balance at Dec. 31, 2022 $ 384,430 $ 662 $ 1,511,944 $ (1,128,176) Â Balance, Shares at Dec. 31, 2022 Â 66,287 Â Â Â Net Income (Loss) 11,479 Â Â 11,479 Â Repurchases of common stock (value)

(7,174) $ (4) (7,170) Â Â Repurchases of common stock(shares) Â (413) Â Â Â Shares issued in connection with stock-based compensation plans, net (9,797) $ 10 (9,807) Â Â Shares issued in connection with stock-based compensation plans, net, Shares Â 976 Â Â Â Stock-based compensation 6,049 Â 6,049 Â Â Balance at Mar. 31, 2023 384,987 $ 668 1,501,016 (1,116,697) Â Balance, Shares at Mar. 31, 2023 Â 66,850 Â Â Â Balance at Dec. 31, 2022 384,430 $ 662 1,511,944 (1,128,176) Â Balance, Shares at Dec. 31, 2022 Â 66,287 Â Â Â Net Income (Loss) [1] 110,096 Â Â Â Â Balance at Sep. 30, 2023 483,010 $ 662 1,500,428 (1,018,080) Â Balance, Shares at Sep. 30, 2023 Â 66,189 Â Â Â Balance at Mar. 31, 2023 384,987 $ 668 1,501,016 (1,116,697) Â Balance, Shares at Mar. 31, 2023 Â 66,850 Â Â Â Net Income (Loss) 94,126 Â Â 94,126 Â Repurchases of common stock (value) (9,992) $ (5) (9,987) Â Â Repurchases of common stock(shares) Â (532) Â Â Â Shares issued in connection with stock-based compensation plans, net 728 $ 2 726 Â Â Shares issued in connection with stock-based compensation plans, net, Shares Â 159 Â Â Â Stock-based compensation 7,608 Â 7,608 Â Â Balance at Jun. 30, 2023 477,457 $ 665 1,499,363 (1,022,571) Â Balance, Shares at Jun. 30, 2023 Â 66,477 Â Â Â Net Income (Loss) 4,491 [1] Â Â 4,491 Â Repurchases of common stock (value) (6,429) $ (4) (6,425) Â Â Repurchases of common stock(shares) Â (344) Â Â Â Shares issued in connection with stock-based compensation plans, net Â $ 1 (1) Â Â Shares issued in connection with stock-based compensation plans, net, Shares Â 56 Â Â Â Stock-based compensation 7,491 Â 7,491 Â Â Balance at Sep. 30, 2023 483,010 $ 662 1,500,428 (1,018,080) Â Balance, Shares at Sep. 30, 2023 Â 66,189 Â Â Â Balance at Dec. 31, 2023 492,108 $ 659 1,500,232 (1,009,734) $ 951 Balance, Shares at Dec. 31, 2023 Â 65,929 Â Â Â Net Income (Loss) 784 Â Â 784 Â Other comprehensive loss, net of tax (738) Â 0 Â (738) Repurchases of common stock (value) (9,495) $ (5) (9,490) Â Â Repurchases of common stock(shares) Â (533) Â Â Â Shares issued in connection with stock-based compensation plans, net (8,357) $ 8 (8,365) Â Â Shares issued in connection with stock-based compensation plans, net, Shares Â 832 Â Â Â Stock-based compensation 7,148 Â 7,148 Â Â Balance at Mar. 31, 2024 481,450 $ 662 1,489,525 (1,008,950) 213 Balance, Shares at Mar. 31, 2024 Â 66,228 Â Â Â Balance at Dec. 31, 2023 492,108 $ 659 1,500,232 (1,009,734) 951 Balance, Shares at Dec. 31, 2023 Â 65,929 Â Â Â Net Income (Loss) [1] 30,884 Â Â Â Â Balance at Sep. 30, 2024 502,425 $ 650 1,480,400 (978,850) 225 Balance, Shares at Sep. 30, 2024 Â 65,022 Â Â Â Balance at Mar. 31, 2024 481,450 $ 662 1,489,525 (1,008,950) 213 Balance, Shares at Mar. 31, 2024 Â 66,228 Â Â Â Net Income (Loss) 11,381 Â Â 11,381 Â Other comprehensive loss, net of tax (338) Â 0 Â (338) Repurchases of common stock (value) (4,940) $ (2) (4,938) Â Â Repurchases of common stock(shares) Â (273) Â Â Â Shares issued in connection with stock-based compensation plans, net 800 $ 2 798 Â Â Shares issued in connection with stock-based compensation plans, net, Shares Â 214 Â Â Â Stock-based compensation 8,538 Â 8,538 Â Â Balance at Jun. 30, 2024 496,891 $ 662 1,493,923 (997,569) (125) Balance, Shares at Jun. 30, 2024 Â 66,169 Â Â Â Net Income (Loss) 18,719 [1] Â Â 18,719 Â Other comprehensive loss, net of tax 350 Â Â Â 350 Repurchases of common stock (value) (21,251) $ (12) (21,239) Â Â Repurchases of common stock(shares) Â (1,194) Â Â Â Shares issued in connection with stock-based compensation plans, net (508) Â (508) Â Â Shares issued in connection with stock-based compensation plans, net, Shares Â 47 Â Â Â Stock-based compensation 8,224 Â 8,224 Â Â Balance at Sep. 30, 2024 $ 502,425 $ 650 $ 1,480,400 $ (978,850) $ 225 Balance, Shares at Sep. 30, 2024 Â 65,022 Â Â Â [1] During the nine months ended September 30, 2023 the Company released a significant portion of its valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note 10 (Income Taxes). X - DefinitionStock issued during period shares share based compensation net of shares withheld for taxes. + ReferencesNo definition available. + Details Name: cars_StockIssuedDuringPeriodSharesShareBasedCompensationNetOfSharesWithheldForTaxes Namespace Prefix: cars_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStock issued during period value share based compensation net of shares withheld for taxes. + ReferencesNo definition available. + Details Name: cars_StockIssuedDuringPeriodValueShareBasedCompensationNetOfSharesWithheldForTaxes Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - 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 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Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax and 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 - DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. + ReferencesNo definition available. + Details Name: us-gaap_SharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares that have been repurchased during the period and have not been retired and are not held in treasury. Some state laws may govern the circumstances under which an entity may acquire its own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockRepurchasedDuringPeriodShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of stock that has been repurchased during the period and has not been retired and is not held in treasury. Some state laws may mandate the circumstances under which an entity may acquire its

own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockRepurchasedDuringPeriodValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 14 R7.htm IDEA: XBRL DOCUMENT v3.24.3 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 Income (Loss) [1] $ 30,884 $ 110,096 Adjustments to reconcile Net income to Net cash provided by operating activities: Â Â Depreciation 19,306 16,367 Amortization of intangible assets 63,193 58,014 Changes in fair value of contingent consideration (33,473) (1,280) Stock-based compensation 23,689 20,930 Deferred income taxes 12,469 (98,821) Provision for doubtful accounts 2,634 2,117 Amortization of debt issuance costs 1,769 2,303 Unrealized loss on foreign currency denominated transactions 965 0 Amortization of deferred revenue related to AccuTrade acquisition 0 (883) Other, net 766 640 Changes in operating assets and liabilities: Â Â Accounts receivable (2,574) (12,472) Prepaid expenses and other assets (12,705) (13,073) Accounts payable 9,947 473 Accrued compensation (2,067) 1,741 Other liabilities 7,714 5,428 Net cash provided by operating activities 122,517 91,580 Cash flows from investing activities: Â Â Payments for acquisitions, net of cash acquired (218) 0 Capitalization of internally developed technology (16,770) (14,838) Purchase of property and equipment (2,046) (737) Net cash used in investing activities (19,034) (15,575) Cash flows from financing activities: Â Â Payments of Revolving Loan borrowings and long-term debt (20,000) (26,250) Payments for stock-based compensation plans, net (8,065) (9,069) Repurchases of common stock (35,686) (23,316) Payments of contingent consideration (27,435) 0 Payments of debt issuance costs and other fees (1,869) 0 Net cash used in financing activities (93,055) (58,635) Effect of exchange rate changes on Cash and cash equivalents (53) 0 Net increase in Cash and cash equivalents 10,375 17,370 Cash and cash equivalents at beginning of period 39,198 31,715 Cash and cash equivalents at end of period 49,573 49,085 Supplemental cash flow information: Â Â Cash paid for income taxes 5,506 17,107 Cash paid for interest $ 18,453 $ 16,806 [1] During the nine months ended September 30, 2023 the Company released a significant portion of its valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note 10 (Income Taxes). X - DefinitionIncrease decrease in deferred income tax liability. + ReferencesNo definition available. + Details Name: cars_IncreaseDecreaseInDeferredIncomeTaxLiability Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPayments for stock-based compensation plans, net. + ReferencesNo definition available. + Details Name: cars_PaymentsForStockBasedCompensationPlansNet Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPayments to acquire businesses net of cash settlement of equity awards and cash acquired. + ReferencesNo definition available. + Details Name: cars_PaymentsToAcquireBusinessesNetOfCashSettlementOfEquityAwardsAndCashAcquired Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdditionalCashFlowElementsAndSupplementalCashFlowInformationAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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 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 - 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 - DefinitionAmount of increase (decrease) in the value of a contingent consideration liability, including, but not limited to, differences arising upon settlement. + 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/2003/role/disclosureRef -Topic 805 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479581/805-30-50-4 + Details Name: us-gaap_BusinessCombinationContingentConsiderationArrangementsChangeInAmountOfContingentConsiderationLiability1 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; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + 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_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations 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 revenue recognized that was previously included in balance of obligation to transfer good or service to customer for which consideration from customer has been received or is due. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerLiabilityRevenueRecognized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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. Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -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_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, before tax, of unrealized gain (loss) from foreign currency transaction. + ReferencesReference 1: 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 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-6Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(7)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481956/830-20-45-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481926/830-20-50-1Reference 6: 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_ForeignCurrencyTransactionGainLossUnrealized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -

Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_IncomeTaxesPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. + 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_IncreaseDecreaseInEmployeeRelatedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in noncurrent operating liabilities classified as other. + ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOtherNoncurrentLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash paid for interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_InterestPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting 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(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 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-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 - DefinitionOther cash or noncash adjustments to reconcile net income to cash provided by (used in) operating activities that are not separately disclosed in the statement of cash flows (for example, cash received or cash paid during the current period for miscellaneous operating activities, net change during the reporting period in other assets or other liabilities). + ReferencesNo definition available. + Details Name: us-gaap_OtherOperatingActivitiesCashFlowStatement Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow, not made soon after acquisition date of business combination, to settle contingent consideration liability up to amount recognized at acquisition date, including, but not limited to, measurement period adjustment and less amount paid soon after acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (f) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentForContingentConsiderationLiabilityFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow to reacquire common stock during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsForRepurchaseOfCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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 - DefinitionThe cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the development or modification of software programs or applications for internal use (that is, not to be sold, leased or otherwise marketed to others) that qualify for capitalization. + 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_PaymentsToDevelopSoftware Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense (reversal of expense) for expected credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 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(5)) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_ProvisionForDoubtfulAccounts 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 - 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 15 R8.htm IDEA: XBRL DOCUMENT v3.24.3 Pay vs Performance Disclosure - USD ($) $ 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 Pay vs Performance Disclosure Â Â Â Â Â Â Â Â Â Net Income (Loss) $ 18,719 [1] $ 11,381 $ 784 $ 4,491 [1] $ 94,126 $ 11,479 $ 30,884 [1] $ 110,096 [1] [1] During the nine months ended September 30, 2023 the Company released a significant portion of its valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note 10 (Income Taxes). X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 402 -Subsection v -Paragraph 1 + Details Name: ecd_PvpTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 16 R9.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 Rule 10b5-1 Arrangement Modified false Non-Rule 10b5-1 Arrangement Modified false X - DefinitionNon-rule 10b5-1 arrangement modified flag. + ReferencesNo definition available. + Details Name: cars_NonRule10B51ArrModifiedFlag Namespace Prefix: cars_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionRule 10b5-1 arrangement modified flag. + ReferencesNo definition available. + Details Name: cars_Rule10B51ArrModifiedFlag Namespace Prefix: cars_ 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_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 17 R10.htm IDEA: XBRL DOCUMENT v3.24.3 Description of Business and Summary of Significant Accounting Policies 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Description of Business and Summary of Significant Accounting Policies NOTE 1. Description of Business and Summary of Significant Accounting Policies Â Description of Business. Cars.com Inc., d/b/a Cars Commerce Inc. (the "Company" or "Cars Commerce") is an audience-driven technology company empowering the automotive industry. The Company simplifies everything about car buying and selling with powerful products, solutions and machine learning model-driven artificial intelligence technologies that span pretail, retail and post-sale activities â€“ enabling more efficient and profitable retail operations. The Cars Commerce platform is organized around four industry-leading brands: the flagship automotive marketplace and dealer reputation site Cars.com, award-winning digital retail technology and marketing services from Dealer Inspire, essential trade-in and appraisal technology from AccuTrade and exclusive in-market media solutions from the Cars Commerce Media Network.Â Basis of Presentation. The accompanying unaudited interim consolidated financial statements ("Consolidated Financial Statements") have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") and the rules and regulations of the Securities and Exchange Commission (the "SEC") for interim financial statements. Accordingly, certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to the SEC rules and regulations. These Consolidated Financial Statements should be read in conjunction with the audited consolidated financial statements and the notes thereto for the year ended December 31, 2023, which are included in the Company's Annual Report on Form 10-K as filed with the SEC on February 22, 2024 (the "December 31, 2023 Financial Statements"). Â The significant accounting policies used in preparing these Consolidated Financial Statements were applied on a basis consistent with those reflected in the December 31, 2023 Financial Statements. In the opinion of management, the Consolidated Financial Statements contain all adjustments (consisting of a normal, recurring nature) necessary to present fairly the Company's financial position, results of operations, cash flows and changes in stockholders' equity as of the dates and for the periods indicated. The unaudited results of operations for the three and nine months ended September 30, 2024 are not necessarily indicative of results that may be expected for the year ending December 31, 2024.Â Use of Estimates. The preparation of the accompanying Consolidated Financial Statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect amounts reported in the Consolidated Financial Statements and accompanying disclosures. Although these estimates are based on managementâ€™s knowledge of current events and actions that the Company may undertake in the future, actual results may differ from those estimates.Â Reclassifications. Certain prior year balances have been reclassified to conform to the current year presentation.Principles of Consolidation. The accompanying Consolidated Financial Statements include the accounts of Cars.com Inc. and its 100% owned subsidiaries. All intercompany transactions and accounts are eliminated in consolidation. Recently Issued Accounting Standards Not Yet Adopted. In November 2024, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2024-03, Income Statement Reporting Comprehensive Income Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which requires companies to provide more detailed and organized disclosures of their expenses in their income statements. The standard requires breaking down expenses into specific categories, such as employee compensation and costs related to depreciation and amortization. This amendment is effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027, on a prospective basis and early adoption and retrospective application is permitted. The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures.In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires presentation of specific categories of reconciling items, as well as reconciling items that meet a quantitative threshold, in the reconciliation between the income tax provision and the income tax provision using statutory tax rates. The standard also requires disclosure of income taxes paid disaggregated by jurisdiction with separate disclosure of income taxes paid to individual jurisdictions that meet a quantitative threshold. This amendment is effective for fiscal years beginning after December 15, 2024, on a prospective basis and early adoption and retrospective application are permitted. The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures.Â In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which requires disclosure of significant segment expenses that are regularly reviewed by the chief operating decision maker and included within each reported measure of segment profit or loss. This amendment is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, and early adoption is permitted. The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the general note to the financial statements for the reporting entity which may include, descriptions of the basis of presentation, business description, significant accounting policies, consolidations, reclassifications, new pronouncements not yet adopted and changes in accounting principles. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 275 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/275/tableOfContentReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 250 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/250/tableOfContent + Details Name: us-gaap_OrganizationConsolidationBasisOfPresentationBusinessDescriptionAndAccountingPoliciesTextBlock Namespace Prefix: us-

gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 18 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue 9 Months Ended Sep. 30, 2024 Revenue from Contract with Customer [Abstract] Â Revenue NOTE 2. RevenueÂ Revenue Summary. The Company's Consolidated Statements of Income provide disaggregated revenue information that reflects the nature, timing, amount and uncertainty of cash flows related to the Company's revenue. Substantially all revenue was generated and located within the U.S. The Company's disaggregated revenue information is as follows (in thousands):Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Dealer $ 159,513 Â Â $ 157,116 Â Â $ 481,171 Â Â $ 460,268 Â OEM and National Â 17,014 Â Â Â 14,549 Â Â Â 48,149 Â Â Â 40,494 Â Other Â 3,124 Â Â Â 2,668 Â Â Â 9,401 Â Â Â 8,815 Â Total revenue $ 179,651 Â Â $ 174,333 Â Â $ 538,721 Â Â $ 509,577 Â X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure of revenue from contract with customer to transfer good or service and to transfer nonfinancial asset. Includes, but is not limited to, disaggregation of revenue, credit loss recognized from contract with customer, judgment and change in judgment related to contract with customer, and asset recognized from cost incurred to obtain or fulfill contract with customer. Excludes insurance and lease contracts. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-15Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 19 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Business Combinations 9 Months Ended Sep. 30, 2024 Business Combinations [Abstract] Â Business Combinations NOTE 3. Business CombinationsÂ D2C Media Acquisition. On November 1, 2023, the Company acquired all of the outstanding stock of D2C Media Inc. and EZResults Inc. (collectively, the "D2C Media Acquisition"), a leading provider of website and digital advertising solutions in Canada for $80.1 million total purchase consideration. Â As part of the D2C Media Acquisition, the Company may be required to pay a cash earnout of up to an additional CAD$35.0 million (approximately USD$25.9 million as of September 30, 2024). The payment is not included in the total purchase consideration and is deemed compensation expense, as the potential cash compensation is to former equity holders who became employees and will be forfeited if employment is terminated prior to the end of the earnout period. The amount to be paid will be determined by the acquired businessâ€™ future achievement of certain revenue-related financial targets through December 31, 2025 and expensed over each performance period. The Company may expense up to CAD$15.0 million (approximately USD$11.1 million as of September 30, 2024) associated with the remaining portion of the earnout for each of the years ending December 31, 2024 and 2025.Â Purchase Price Allocation. The fair values assigned to the tangible and intangible assets acquired and liabilities assumed were determined based on managementâ€™s estimates and assumptions, as well as other information compiled by management, including third-party valuations that utilize customary valuation procedures and techniques, such as the multi-period excess earnings and the relief of royalty methods. The D2C Media Acquisition purchase price allocation is as follows (in thousands):Â Â Acquisition-dateFair Value Â Total purchase consideration (1) $ 80,056 Â Â Â Cash and cash equivalents $ 3,673 Â Accounts receivable Â 4,640 Â Other assets acquired (2) Â 1,378 Â Identified intangible assets (3) Â 38,967 Â Â Â Â Â Â Total assets acquired Â 48,658 Â Accounts payable and accrued liabilities Â (1,698) Other liabilities assumed (4) (1) Â (628) Deferred tax liabilities, net (1) Â (8,230) Â Â Â Â Â Total liabilities assumed Â (10,556) Net identifiable assets Â 38,102 Â Goodwill (1) Â 41,954 Â Total purchase consideration $ 80,056 Â (1)During the quarter ended June 30, 2024, the Company recorded a $0.3 million purchase accounting adjustment, $0.2 million of which is reflected in Payments for acquisitions, net of cash acquired in the Consolidated Statements of Cash Flows.Â (2)Other assets acquired primarily consists of property and equipment, operating lease right of use assets and other prepaid expenses. (3)Information regarding the identifiable intangible assets acquired is as follows:Â Â Acquisition-DateFair Value(in thousands) Â Â Amortization Period(in years) Customer relationships $ 29,153 Â Â 14 Acquired software Â 9,092 Â Â 5 Trade name Â 722 Â Â 5 Total $ 38,967 Â Â Â (4)Other liabilities assumed primarily consists of operating lease right of use liabilities and income taxes payable. A reconciliation of cash consideration to Payments for acquisitions, net of cash acquired related to the D2C Media Acquisition in the Consolidated Statements of Cash Flows as of December 31, 2023 is as follows (in thousands):Â Cash consideration $ 79,841 Â Less: Cash acquired Â (3,673) Total payment for D2C Media, net $ 76,168 Â Goodwill. In connection with the D2C Media Acquisition, the Company recorded goodwill in the amount of $42.0 million, which is primarily attributable to expected sales growth from existing and future customers, product offerings, technology and the value of the acquired assembled workforce. All of the goodwill is considered non-deductible for income tax purposes. The D2C Media Acquisition would have had an immaterial impact on the Companyâ€™s Consolidated Financial Statements for the three and nine months ended September 30, 2023. X - DefinitionThe entire disclosure for a business combination (or series of individually immaterial business combinations) completed during the period, including background, timing, and recognized assets and liabilities. The disclosure may include leverage buyout transactions (as applicable). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-5Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 805 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/805/tableOfContent + Details Name: us-gaap_BusinessCombinationDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_BusinessCombinationsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 20 R13.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Fair Value Measurements NOTE 4. Fair Value Measurements Â The Company's liabilities measured at fair value on a recurring basis consisted of the following (in thousands):Â Â Â Â Â Fair value measurement at reporting date Â Â Total as ofSeptember 30, 2024 Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Contingent consideration $ 500 Â Â $ â€” Â Â $ â€” Â Â $ 500 Â Total $ 500 Â Â $ â€” Â Â $ â€” Â Â $ 500 Â Â Â Â Â Â Fair value measurement at reporting date Â Â Total as ofDecember 31, 2023 Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Contingent consideration $ 61,408 Â Â $ â€” Â Â $ â€” Â Â $ 61,408 Â Total $ 61,408 Â Â $ â€” Â Â $ â€” Â Â $ 61,408 Â Â The roll-forward of the Level 3 contingent consideration from December 31, 2023 is as follows (in thousands):Â Â Â As ofDecember 31, 2023 Â Â Payment of Contingent Consideration Â Â Fair Value Adjustment (1) Â Â As ofSeptember 30, 2024 Â Contingent consideration $ 61,408 Â Â $ (27,435) Â $ (33,473) Â $ 500 Â Â (1)Fair value adjustments on contingent considerations are reflected within Other income (expense), net in the Consolidated Statements of Income.Â The Company reviews and reassesses the estimated fair value of contingent consideration liabilities at each reporting period and the updated fair value could differ materially from the initial estimates. The Company recorded a contingent consideration liability at its estimated fair value at the date of acquisition based on expected future payment. The Company measures contingent consideration recognized in connection with acquisitions at fair value on a recurring basis using significant unobservable inputs classified as Level 3 inputs. The fair value measurement has one significant input of projected financial information. Significant increases or decreases to this input in isolation could result in a significantly higher or lower liability. Ultimately, the liability will be equivalent to the amount paid, and the difference between the fair value estimate on the acquisition date and each reporting period and the amount paid will be recognized in earnings. Payments of contingent consideration reduce the corresponding liability, which was recorded upon acquisition and measured on a recurring basis as discussed above.Â The Company's contingent consideration obligations arise from acquisitions that involve a potential future payment of consideration that is contingent upon the achievement of certain financial or operational metrics. The contingent consideration is classified in the Consolidated Balance Sheets based on expected payment dates. As of September 30, 2024, $0.5 million was included within Other accrued liabilities in the Consolidated Balance Sheets. As of December 31, 2023, $25.8 million and $35.6 million were included within Other accrued liabilities and Other noncurrent liabilities, respectively, in the Consolidated Balance Sheets. For information related to the contingent consideration agreements, see Note 3 (Business Combinations) in Part II, Item 8., "Financial Statements and Supplementary Data", of the Company's Annual Report on Form 10-K for the year ended December 31, 2023 as filed with the SEC on February 22, 2024. The Company expects to make the remaining payments on the contingent consideration in 2024 and 2025. X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure of the fair value measurement of assets and liabilities, which includes financial instruments measured at fair value that are classified in shareholders' equity, which may be measured on a recurring or nonrecurring basis. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 820 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/820/tableOfContent + Details Name: us-gaap_FairValueMeasurementInputsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Debt 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â Debt NOTE 5. Debt Â As of September 30, 2024 the Company was in compliance with the covenants under its debt agreements. The Companyâ€™s borrowings are limited by its Senior Secured Net Leverage Ratio and Consolidated Interest Coverage Ratio, among other factors, which are calculated in accordance with the Company's Credit Agreement, and were 0.1x and 6.4x, respectively, as of September 30, 2024.Â Fifth Amendment to the Credit Agreement. On May 6, 2024, the Company amended and extended its existing Credit Agreement (the "Fifth Amendment") which resulted in a new $350.0 million Revolving Loan due in 2029. Upon closing, the Company borrowed $80.0 million under the new Revolving Loan to pay off and extinguish the outstanding $45.0 million in aggregate principal amount of existing Term Loan and $35.0 million in aggregate principal amount of existing Revolving Loan balances. This was a non-cash transaction predominantly amongst existing lenders in the Credit Agreement and therefore is not reflected within the Consolidated Statements of Cash Flows. Additionally, the Fifth Amendment, among other things, removed the Secured Overnight Financing Rate (SOFR) floor and replaced the financial covenant leverage test to Senior Secured Net Leverage from Senior Secured Leverage. Except as modified by the Fifth Amendment, the existing terms of the Credit Agreement, as amended, remain in effect.Â Revolving Loan. As of September 30, 2024, $280.0 million was available to borrow under the Revolving Loan, and the Company had $70.0 million of outstanding borrowings. The Company made $10.0 million in cash payments on the Revolving Loan during the nine months ended September 30, 2024. There were no cash drawdowns during the period. Â Term Loan. During the nine months ended September 30, 2024, the Company made $10.0 million in Term Loan payments. In connection with the Fifth Amendment in May 2024, the Company borrowed amounts under the new Revolving Loan to fully repay the remaining outstanding principal amount under the Term Loan in a non-cash transaction.Â Senior Unsecured Notes. In October 2020, the Company issued $400.0 million aggregate principal amount of 6.375% Senior Unsecured Notes due in 2028. Interest on the notes is due semi-annually on May 1 and November 1.Â Fair Value. The Company's debt is classified as Level 2 in the fair value hierarchy and the fair value is measured based on comparable trading prices, ratings, sectors, coupons and maturities of similar instruments. The approximate fair value and related carrying value of the Company's outstanding indebtedness as of September 30, 2024 and December 31, 2023 were as follows (in millions):Â Â September 30, 2024 Â Â December 31, 2023 Â Fair value $ 468.0 Â Â $ 470.9 Â Carrying value Â 470.0 Â Â Â 490.0 Â X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/470/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic

20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1I + Details Name: us-gaap_DebtDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R15.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies 9 Months Ended Sep. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Commitments and Contingencies NOTE 6. Commitments and ContingenciesÂ From time to time, the Company and its subsidiaries may become involved in actions, claims, suits or other legal or administrative proceedings arising in the ordinary course of business. The Company records a liability when it believes that it is both probable that a loss will be incurred and the amount of loss can be reasonably estimated. The Company evaluates, at least quarterly, developments in its commitments and contingencies that could affect the amount of liability that has been previously accrued and makes adjustments as appropriate. Significant judgment is required to determine both the probability and the estimated amount of liability, if any. It is not possible to predict the outcome of these proceedings or the range of reasonably possible loss. The Company does not expect, based on circumstances currently known, that the ultimate resolution of any of these proceedings will have, either individually or in the aggregate, a material adverse effect on the Company's consolidated financial position, results of operations, or cash flows. X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for commitments and contingencies. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 405 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 440 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/440/tableOfContent + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' Equity 9 Months Ended Sep. 30, 2024 Equity [Abstract] Â Stockholders' Equity NOTE 7. Stockholders' EquityÂ In February 2022, the Company's Board of Directors authorized a three-year share repurchase program to acquire up to $200.0 million of the Company's common stock. The Company may repurchase shares from time to time in open market transactions or through privately negotiated transactions in accordance with applicable federal securities laws and other applicable legal requirements. The timing and amounts of any purchases under the share repurchase program will be based on market conditions and other factors, including price. The repurchase program may be suspended or discontinued at any time and does not obligate the Company to repurchase any specific amount or number of shares. The Company funds the share repurchase program principally with cash from operations. During the nine months ended September 30, 2024, the Company repurchased and subsequently retired 2.0 million shares for $35.7 million at an average price paid per share of $17.85. During the nine months ended September 30, 2023, the Company repurchased and subsequently retired 1.3 million shares for $23.6 million at an average price paid per share of $18.30. X - ReferencesNo definition available. + Details Name: us-gaap_EquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-6Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-6Reference 8: 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 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(e)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/505/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-16Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18 + Details Name: us-gaap_StockholdersEquityNoteDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R17.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Stock-Based Compensation NOTE 8. Stock-Based Compensation Â Restricted Share Units ("RSUs"). RSUs represent the right to receive unrestricted shares of the Companyâ€™s common stock at the time of vesting, subject to any restrictions as specified in the individual holderâ€™s award agreement. RSUs are subject to graded vesting, generally ranging between one year to three years and the fair value of the RSUs is equal to the Company's common stock price on the date of grant. RSU activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value):Â Â Number of RSUs Â Â Weighted-AverageGrant DateFair Value Â Outstanding as of December 31, 2023 Â 3,725 Â Â $ 15.67 Â Granted Â 1,899 Â Â Â 17.14 Â Vested and delivered Â (1,494) Â Â 15.53 Â Forfeited Â (369) Â Â 16.31 Â Outstanding as of September 30, 2024 (1) Â 3,761 Â Â $ 16.41 Â Â (1)Includes 376 RSUs that were vested, but not yet delivered.Â Performance Share Units ("PSUs"). PSUs represent the right to receive unrestricted shares of the Companyâ€™s common stock at the time of vesting. The fair value of the PSUs is equal to the Companyâ€™s common stock price on the date of grant. Expense related to PSUs is recognized when the performance conditions are probable of being achieved. The percentage of PSUs that shall vest will range from 0% to 200% of the number of PSUs granted based on the Companyâ€™s future performance related to certain revenue and adjusted earnings before interest, income taxes, depreciation and amortization, or cumulative adjusted net income per share targets over a two-year or three-year performance period. These PSUs are subject to cliff vesting after the end of the respective performance period. PSU activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value):Â Â Numberof PSUs Â Â Weighted-AverageGrant DateFair Value Â Outstanding as of December 31, 2023 Â 512 Â Â $ 15.66 Â Granted Â 419 Â Â Â 17.23 Â Vested and delivered Â â€” Â Â Â â€” Â Forfeited Â â€” Â Â Â â€” Â Outstanding as of September 30, 2024 Â 931 Â Â $ 16.37 Â Â Stock Options. Stock options represent the right to purchase shares of the Companyâ€™s common stock at the time of vesting, subject to any restrictions as specified in the individual holderâ€™s award agreement. Stock options are subject to three-year cliff vesting and expire 10 years from the grant date. Stock option activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value and weighted-average remaining contractual term):Â Â Numberof Options Â Â Weighted-AverageGrant DateFair Value Â Â Weighted-Average Remaining Contractual Term (in years) Â Â Aggregate Intrinsic Value Â Outstanding as of December 31, 2023 Â 1,067 Â Â $ 6.28 Â Â Â 6.98 Â Â $ 9,096 Â Granted Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Exercised Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Forfeited Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Outstanding as of September 30, 2024 Â 1,067 Â Â $ 6.28 Â Â Â 6.23 Â Â $ 6,738 Â Exercisable as of September 30, 2024 Â 804 Â Â $ 5.27 Â Â Â 5.83 Â Â $ 6,293 Â X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 25 R18.htm IDEA: XBRL DOCUMENT v3.24.3 Earnings Per Share 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Earnings Per Share NOTE 9. Earnings Per ShareÂ Basic earnings per share is calculated by dividing Net income by the weighted-average number of shares of the Company's common stock outstanding. Diluted earnings per share is similarly calculated, except that the calculation includes the dilutive effect of the assumed issuance of shares under stock-based compensation plans, unless the inclusion of such shares would have an anti-dilutive impact. As part of the AccuTrade acquisition, the Company may pay up to $15.0 million of the contingent consideration in shares of the Company's common stock at a future date. Those potential shares have been excluded from the computations below because they are contingently issuable shares, and the contingency to which the issuance relates was not met at the end of the reporting period. The computation of Earnings per share is as follows (in thousands, except per share data): Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Net income (1) $ 18,719 Â Â $ 4,491 Â Â $ 30,884 Â Â $ 110,096 Â Basic weighted-average common shares outstanding Â 66,107 Â Â Â 66,773 Â Â Â 66,319 Â Â Â 66,820 Â Effect of dilutive stock-based compensation awards (2) Â 1,559 Â Â Â 1,735 Â Â Â 1,271 Â Â Â 1,379 Â Diluted weighted-average common shares outstanding Â 67,666 Â Â Â 68,508 Â Â Â 67,590 Â Â Â 68,199 Â Earnings per share, basic (1) $ 0.28 Â Â $ 0.07 Â Â $ 0.47 Â Â $ 1.65 Â Earnings per share, diluted (1) Â 0.28 Â Â Â 0.07 Â Â Â 0.46 Â Â Â 1.61 Â Â (1)During the nine months ended September 30, 2023 the Company released a significant portion of its valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note 10 (Income Taxes).Â (2)There were 28 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the three months ended September 30, 2024 and 2023, respectively, and 34 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the nine months ended September 30, 2024 and 2023, respectively, as their inclusion would have had an anti-dilutive effect. X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + 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/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/260/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-3 + Details Name: us-gaap_EarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 26 R19.htm IDEA: XBRL DOCUMENT v3.24.3 Income Taxes 9 Months Ended Sep. 30, 2024 Income Tax Disclosure [Abstract] Â Income Taxes NOTE 10. Income TaxesÂ Deferred Tax Asset and Valuation Allowance. Prior to June 30, 2023, the Company concluded a valuation allowance was required against its deferred tax assets. In reaching this conclusion, in accordance with U.S. GAAP, the Company evaluated all available evidence, both positive and negative, and determined that the Companyâ€™s history of recent losses, primarily due to the goodwill and indefinite-lived intangible asset impairments, was significant negative evidence to require a valuation allowance. Therefore, the Company recorded a valuation allowance to reduce its deferred tax assets to the amount that was more likely than not to be realized in future periods. At each reporting date, the Company evaluates the realizability of its deferred tax assets to determine whether a valuation allowance is warranted. As of June 30, 2023, the Company evaluated all available evidence and determined that the Company's recent performance and future projections enabled the Company to release a significant portion of the Company's valuation allowance that had been previously recorded. During the three months ended September 30, 2023, the Company also released a portion of the remaining valuation allowance. There was no change to the Companyâ€™s position or valuation allowance balance during the three or nine months ended September 30, 2024. Â Effective Tax Rate. The effective income tax rate for the nine months ended September 30, 2024, expressed by calculating the Income tax expense (benefit) as a percentage of Income before income taxes, differed from the statutory federal income tax rate of 21% primarily due to the impact of state income taxes, net of federal income tax expense, nondeductible executive compensation and nondeductible transaction expenses, partially offset by tax credits and the tax benefits realized on stock-based compensation. X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for income tax. + ReferencesReference 1: 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 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12CReference 4:

http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12BReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 270 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477891/740-270-50-1Reference 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.5.Q1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/740/tableOfContentReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-14Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-21Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-17Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 11.C) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482603/740-30-50-2 + Details Name: us-gaap_IncomeTaxDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 27 R20.htm IDEA: XBRL DOCUMENT v3.24.3 Description of Business and Summary of Significant Accounting Policies (Policies) 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Basis of Presentation Basis of Presentation. The accompanying unaudited interim consolidated financial statements ("Consolidated Financial Statements") have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") and the rules and regulations of the Securities and Exchange Commission (the "SEC") for interim financial statements. Accordingly, certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to the SEC rules and regulations. These Consolidated Financial Statements should be read in conjunction with the audited consolidated financial statements and the notes thereto for the year ended December 31, 2023, which are included in the Company's Annual Report on Form 10-K as filed with the SEC on February 22, 2024 (the "December 31, 2023 Financial Statements"). Â The significant accounting policies used in preparing these Consolidated Financial Statements were applied on a basis consistent with those reflected in the December 31, 2023 Financial Statements. In the opinion of management, the Consolidated Financial Statements contain all adjustments (consisting of a normal, recurring nature) necessary to present fairly the Company's financial position, results of operations, cash flows and changes in stockholders' equity as of the dates and for the periods indicated. The unaudited results of operations for the three and nine months ended September 30, 2024 are not necessarily indicative of results that may be expected for the year ending December 31, 2024. Use of Estimates Use of Estimates. The preparation of the accompanying Consolidated Financial Statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect amounts reported in the Consolidated Financial Statements and accompanying disclosures. Although these estimates are based on managementâ€™s knowledge of current events and actions that the Company may undertake in the future, actual results may differ from those estimates. Reclassification Reclassifications. Certain prior year balances have been reclassified to conform to the current year presentation. Principles of Consolidation Principles of Consolidation. The accompanying Consolidated Financial Statements include the accounts of Cars.com Inc. and its 100% owned subsidiaries. All intercompany transactions and accounts are eliminated in consolidation. Recently Issued Accounting Standards Not Yet Adopted Recently Issued Accounting Standards Not Yet Adopted. In November 2024, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2024-03, Income Statement Reporting Comprehensive Income Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which requires companies to provide more detailed and organized disclosures of their expenses in their income statements. The standard requires breaking down expenses into specific categories, such as employee compensation and costs related to depreciation and amortization. This amendment is effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027, on a prospective basis and early adoption and retrospective application is permitted. The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures.In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires presentation of specific categories of reconciling items, as well as reconciling items that meet a quantitative threshold, in the reconciliation between the income tax provision and the income tax provision using statutory tax rates. The standard also requires disclosure of income taxes paid disaggregated by jurisdiction with separate disclosure of income taxes paid to individual jurisdictions that meet a quantitative threshold. This amendment is effective for fiscal years beginning after December 15, 2024, on a prospective basis and early adoption and retrospective application are permitted. The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures.Â In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which requires disclosure of significant segment expenses that are regularly reviewed by the chief operating decision maker and included within each reported measure of segment profit or loss. This amendment is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, and early adoption is permitted. The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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 - DefinitionDisclosure of accounting policy for reclassification affecting comparability of financial statement. Excludes amendment to accounting standards, other change in accounting principle, and correction of error. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 205 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483504/205-10-50-1 + Details Name: us-gaap_PriorPeriodReclassificationAdjustmentDescription Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for 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 28 R21.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue (Tables) 9 Months Ended Sep. 30, 2024 Revenue from Contract with Customer [Abstract] Â Schedule of Disaggregated Revenue Information The Company's disaggregated revenue information is as follows (in thousands):Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Dealer $ 159,513 Â Â $ 157,116 Â Â $ 481,171 Â Â $ 460,268 Â OEM and National Â 17,014 Â Â Â 14,549 Â Â Â 48,149 Â Â Â 40,494 Â Other Â 3,124 Â Â Â 2,668 Â Â Â 9,401 Â Â Â 8,815 Â Total revenue $ 179,651 Â Â $ 174,333 Â Â $ 538,721 Â Â $ 509,577 Â X - DefinitionTabular disclosure of disaggregation of revenue into categories depicting how nature, amount, timing, and uncertainty of revenue and cash flows are affected by economic factor. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5 + Details Name: us-gaap_DisaggregationOfRevenueTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 29 R22.htm IDEA: XBRL DOCUMENT v3.24.3 Business Combinations (Tables) - D2C Media Acquisition [Member] 9 Months Ended Sep. 30, 2024 Business Acquisition [Line Items] Â Acquisition Purchase Price Allocation A reconciliation of cash consideration to Payments for acquisitions, net of cash acquired related to the D2C Media Acquisition in the Consolidated Statements of Cash Flows as of December 31, 2023 is as follows (in thousands):Â Cash consideration $ 79,841 Â Less: Cash acquired Â (3,673) Total payment for D2C Media, net $ 76,168 Â Acquisition Purchase Price Allocation The D2C Media Acquisition purchase price allocation is as follows (in thousands):Â Â Acquisition-dateFair Value Â Total purchase consideration (1) $ 80,056 Â Â Â Cash and cash equivalents $ 3,673 Â Accounts receivable Â 4,640 Â Other assets acquired (2) Â 1,378 Â Identified intangible assets (3) Â 38,967 Â Â Â Â Â Â Â Total assets acquired Â 48,658 Â Accounts payable and accrued liabilities Â (1,698) Other liabilities assumed (4) (1) Â (628) Deferred tax liabilities, net (1) Â (8,230) Â Â Â Â Â Â Total liabilities assumed Â (10,556) Net identifiable assets Â 38,102 Â Goodwill (1) Â 41,954 Â Total purchase consideration $ 80,056 Â (1)During the quarter ended June 30, 2024, the Company recorded a $0.3 million purchase accounting adjustment, $0.2 million of which is reflected in Payments for acquisitions, net of cash acquired in the Consolidated Statements of Cash Flows.Â (2)Other assets acquired primarily consists of property and equipment, operating lease right of use assets and other prepaid expenses.(3)Information regarding the identifiable intangible assets acquired is as follows:Â Â Acquisition-DateFair Value(in thousands) Â Â Amortization Period(in years) Customer relationships $ 29,153 Â Â 14 Acquired software Â 9,092 Â Â 5 Trade name Â 722 Â Â 5 Total $ 38,967 Â Â Â (4)Other liabilities assumed primarily consists of operating lease right of use liabilities and income taxes payable. 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 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-5 + Details Name: us-gaap_BusinessAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of a material business combination completed during the period, including background, timing, and recognized assets and liabilities. This table does not include leveraged buyouts. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2 + Details Name: us-gaap_ScheduleOfBusinessAcquisitionsByAcquisitionTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of cash and cash equivalents. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfCashAndCashEquivalentsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_BusinessAcquisitionAxis=cars_D2CMediaAcquisitionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 30 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements (Tables) 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Schedule of Company's Liabilities Measured at Fair Value on a Recurring Basis The Company's liabilities measured at fair value on a recurring basis consisted of the following (in thousands):Â Â Â Â Â Â Fair value measurement at reporting date Â Â Total as ofSeptember 30, 2024 Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Contingent consideration $ 500 Â Â $ â€” Â Â $ â€” Â Â $ 500 Â Total $ 500 Â Â $ â€” Â Â $ â€” Â Â $ 500 Â Â Â Â Â Â Â Â Fair value measurement at reporting date Â Â Total as ofDecember 31, 2023 Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Contingent consideration $ 61,408 Â Â $ â€” Â Â $ â€” Â Â $ 61,408 Â Total $ 61,408 Â Â $ â€” Â Â $ â€” Â Â $ 61,408 Â Schedule Of Contingent Consideration The roll-forward of the Level 3 contingent consideration from December 31, 2023 is as follows (in thousands):Â Â As ofDecember 31, 2023 Â Â Payment of Contingent Consideration Â Â Fair Value Adjustment (1) Â Â As ofSeptember 30, 2024 Â Contingent consideration $ 61,408 Â Â $ (27,435) Â $ (33,473) Â $ 500 Â Â (1)Fair value adjustments on contingent considerations are reflected within Other income (expense), net in the Consolidated Statements of Income. X - DefinitionSchedule of contingent consideration. + ReferencesNo definition available. + Details Name: cars_ScheduleOfContingentConsiderationTextblock Namespace Prefix: cars_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, by class that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). Where the quoted price in an active market for the identical liability is not available, the Level 1 input is the quoted price of an identical liability when traded as an asset. + 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_FairValueLiabilitiesMeasuredOnRecurringBasisTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R24.htm IDEA: XBRL DOCUMENT v3.24.3 Debt (Tables) 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â Schedule of Approximate Fair Value and Related Carrying Value of the Company's Outstanding Indebtedness The approximate fair value and related carrying value of the Company's outstanding indebtedness as of September 30, 2024 and December 31, 2023 were as follows

(in millions):Â Â September 30, 2024 Â Â December 31, 2023 Â Fair value $ 468.0 Â Â $ 470.9 Â Carrying value Â 470.0 Â Â Â 490.0 Â X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of information pertaining to carrying amount and estimated fair value of short-term and long-term debt instruments or arrangements, including but not limited to, identification of terms, features, and collateral requirements. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R25.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation (Tables) 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Summary of RSU Activity RSU activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value):Â Â Number of RSUs Â Â Weighted-AverageGrant DateFair Value Â Outstanding as of December 31, 2023 Â 3,725 Â Â $ 15.67 Â Granted Â 1,899 Â Â Â 17.14 Â Vested and delivered Â (1,494) Â Â 15.53 Â Forfeited Â (369) Â Â 16.31 Â Outstanding as of September 30, 2024 (1) Â 3,761 Â Â $ 16.41 Â Â (1)Includes 376 RSUs that were vested, but not yet delivered. Summary of PSU Activity PSU activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value):Â Â Numberof PSUs Â Â Weighted-AverageGrant DateFair Value Â Outstanding as of December 31, 2023 Â 512 Â Â $ 15.66 Â Granted Â 419 Â Â Â 17.23 Â Vested and delivered Â â€” Â Â Â â€” Â Forfeited Â â€” Â Â Â â€” Â Outstanding as of September 30, 2024 Â 931 Â Â $ 16.37 Â Summary of Stock Option Activity Stock option activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value and weighted-average remaining contractual term):Â Â Numberof Options Â Â Weighted-AverageGrant DateFair Value Â Â Weighted-Average Remaining Contractual Term (in years) Â Â Aggregate Intrinsic Value Â Outstanding as of December 31, 2023 Â 1,067 Â Â $ 6.28 Â Â Â 6.98 Â Â $ 9,096 Â Granted Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Exercised Â â€” Â Â Â â€” Â Â Â â€” Â Forfeited Â â€” Â Â Â â€” Â Â Â â€” Â Outstanding as of September 30, 2024 Â 1,067 Â Â $ 6.28 Â Â Â 6.23 Â Â $ 6,738 Â Exercisable as of September 30, 2024 Â 804 Â Â $ 5.27 Â Â Â 5.83 Â Â $ 6,293 Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of the number and weighted-average grant date fair value for restricted stock and restricted stock units that were outstanding at the beginning and end of the year, and the number of restricted stock and restricted stock units that were granted, vested, or forfeited during the year. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfSharebasedCompensationRestrictedStockAndRestrictedStockUnitsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the number and weighted-average grant date fair value for outstanding performance shares. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Subparagraph (c) -Paragraph 2 -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationPerformanceSharesAwardOutstandingActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 33 R26.htm IDEA: XBRL DOCUMENT v3.24.3 Earnings Per Share (Tables) 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Computation of Earnings Per Share The computation of Earnings per share is as follows (in thousands, except per share data): Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Net income (1) $ 18,719 Â Â $ 4,491 Â Â $ 30,884 Â Â $ 110,096 Â Basic weighted-average common shares outstanding Â 66,107 Â Â Â 66,773 Â Â Â 66,319 Â Â Â 66,820 Â Effect of dilutive stock-based compensation awards (2) Â 1,559 Â Â Â 1,735 Â Â Â 1,271 Â Â Â 1,379 Â Diluted weighted-average common shares outstanding Â 67,666 Â Â Â 68,508 Â Â Â 67,590 Â Â Â 68,199 Â Earnings per share, basic (1) $ 0.28 Â Â $ 0.07 Â Â $ 0.47 Â Â $ 1.65 Â Earnings per share, diluted (1) Â 0.28 Â Â Â 0.07 Â Â Â 0.46 Â Â Â 1.61 Â Â (1)During the nine months ended September 30, 2023 the Company released a significant portion of its valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note 10 (Income Taxes).Â (2)There were 28 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the three months ended September 30, 2024 and 2023, respectively, and 34 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the nine months ended September 30, 2024 and 2023, respectively, as their inclusion would have had an anti-dilutive effect. X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of an entity's basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per-share computations for income from continuing operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R27.htm IDEA: XBRL DOCUMENT v3.24.3 Description of Business and Summary of Significant Accounting Policies - Additional Information (Details) 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Percentage of ownership by the company 100.00% X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPercentage of subsidiary's or equity method investee's stock owned by parent immediately after all stock transactions. + ReferencesNo definition available. + Details Name: us-gaap_SubsidiaryOrEquityMethodInvesteeCumulativePercentageOwnershipAfterAllTransactions Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration XML 35 R28.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue - Summary of Disaggregated Revenue Information (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Disaggregation of Revenue [Line Items] Â Â Â Â Total revenue $ 179,651 $ 174,333 $ 538,721 $ 509,577 Dealer Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Total revenue 159,513 157,116 481,171 460,268 OEM and National Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Total revenue 17,014 14,549 48,149 40,494 Other Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Total revenue $ 3,124 $ 2,668 $ 9,401 $ 8,815 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 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 2: 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/1943274/2147479777/606-10-55-91Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_DisaggregationOfRevenueLineItems 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: us-gaap_ContractWithCustomerSalesChannelAxis=cars_DealerMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ContractWithCustomerSalesChannelAxis=cars_SalesChannelThroughOemAndNationalMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ContractWithCustomerSalesChannelAxis=cars_SalesChannelThroughOtherMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 36 R29.htm IDEA: XBRL DOCUMENT v3.24.3 Business Combinations - Additional Information (Details) $ in Thousands, $ in Millions 9 Months Ended 12 Months Ended Nov. 01, 2023 USD ($) Sep. 30, 2024 USD ($) Dec. 31, 2025 CAD ($) Dec. 31, 2024 CAD ($) Sep. 30, 2024 CAD ($) Dec. 31, 2023 USD ($) Business Acquisition [Line Items] Â Â Â Â Â Goodwill Â $ 145,843 Â Â Â $ 147,058 D2C Media Acquisition [Member] Â Â Â Â Â Â Business Acquisition [Line Items] Â Â Â Â Â Â Business acquisition, total consideration [1] $ 80,056 Â Â Â Â Â Additional payment of cash compensation to employees Â 25,900 Â Â $ 35.0 Â Additional payment Â 11,100 Â Â Â Â Goodwill $ 41,954 [1] $ 42,000 Â Â Â Â D2C Media Acquisition [Member] | Scenario Forecast Â Â Â Â Â Â Business Acquisition [Line Items] Â Â Â Â Â Â Additional payment Â Â $ 15.0 $ 15.0 Â Â [1] During the quarter ended June 30, 2024, the Company recorded a $0.3 million purchase accounting adjustment, $0.2 million of which is reflected in Payments for acquisitions, net of cash acquired in the Consolidated Statements of Cash Flows. X - DefinitionAdditional payment in performance based consideration. + ReferencesNo definition available. + Details Name: cars_AdditionalPaymentInPerformanceBasedConsideration Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAdditional payment of cash compensation to employees. + ReferencesNo definition available. + Details Name: cars_AdditionalPaymentOfCashCompensationToEmployees Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-5 + Details Name: us-gaap_BusinessAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of consideration transferred, consisting of acquisition-date fair value of assets transferred by the acquirer, liabilities incurred by the acquirer, and equity interest issued by the acquirer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 8 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479581/805-30-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 7 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-7 + Details Name: us-gaap_BusinessCombinationConsiderationTransferred1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-

gaap_BusinessAcquisitionAxis=cars_D2CMediaAcquisitionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=srt_ScenarioForecastMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 37 R30.htm IDEA: XBRL DOCUMENT v3.24.3 Business Combinations - Acquisition Purchase Price Allocation (Details) - USD ($) $ in Thousands 12 Months Ended Nov. 01, 2023 Dec. 31, 2023 Sep. 30, 2024 Business Acquisition [Line Items] Â Â Â Identified intangible assets $ 38,967 Â Â Goodwill Â $ 147,058 $ 145,843 D2C Media Acquisition [Member] Â Â Â Business Acquisition [Line Items] Â Â Â Total purchase consideration [1] 80,056 Â Â Cash and cash equivalents 3,673 3,673 Â Accounts receivable 4,640 Â Â Other assets acquired [2] 1,378 Â Â Identified intangible assets [3] 38,967 Â Â Total assets acquired 48,658 Â Â Accounts payable and accrued liabilities (1,698) Â Â Other liabilities assumed [1],[4] (628) Â Â Deferred tax liabilities, net [1] (8,230) Â Â Total liabilities assumed (10,556) Â Â Net identifiable assets 38,102 Â Â Goodwill 41,954 [1] Â $ 42,000 Total purchase consideration 80,056 Â Â Cash consideration Â 79,841 Â Less: Cash acquired $ (3,673) (3,673) Â Total payment for D2C Media, net Â $ 76,168 Â [1] During the quarter ended June 30, 2024, the Company recorded a $0.3 million purchase accounting adjustment, $0.2 million of which is reflected in Payments for acquisitions, net of cash acquired in the Consolidated Statements of Cash Flows. [2] Other assets acquired primarily consists of property and equipment, operating lease right of use assets and other prepaid expenses. [3] Information regarding the identifiable intangible assets acquired is as follows: [4] Other liabilities assumed primarily consists of operating lease right of use liabilities and income taxes payable. X - DefinitionBusiness combination recognized identifiable assets acquired and liabilities assumed current liabilities accounts payable and accrued liabilities. + ReferencesNo definition available. + Details Name: cars_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentLiabilitiesAccountsPayableAndAccruedLiabilities Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-5 + Details Name: us-gaap_BusinessAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of consideration transferred, consisting of acquisition-date fair value of assets transferred by the acquirer, liabilities incurred by the acquirer, and equity interest issued by the acquirer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 8 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479581/805-30-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 7 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-7 + Details Name: us-gaap_BusinessCombinationConsiderationTransferred1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of assets acquired at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions, acquired at the acquisition date. Includes other kinds of accounts that have the general characteristics of demand deposits. 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://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCashAndEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of other assets expected to be realized or consumed before one year or the normal operating cycle, if longer, acquired at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentAssetsOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount due from customers or clients for goods or services, including trade receivables, that have been delivered or sold in the normal course of business, and amounts due from others, including related parties expected to be converted to cash, sold or exchanged within one year or the normal operating cycle, if longer, acquired at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentAssetsReceivables Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of other liabilities due within one year or within the normal operating cycle, if longer, assumed at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentLiabilitiesOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of deferred tax liability attributable to taxable temporary differences assumed at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedDeferredTaxLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of intangible assets, excluding goodwill, acquired at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedIntangibleAssetsOtherThanGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities assumed at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount recognized as of the acquisition date for the identifiable assets acquired in excess of (less than) the aggregate liabilities assumed. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 55 -Paragraph 37 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479303/805-10-55-37Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount recognized for assets, including goodwill, in excess of (less than) the aggregate liabilities assumed. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredGoodwillAndLiabilitiesAssumedNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe cash outflow associated with the acquisition of business during the period. The cash portion only of the acquisition price. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479581/805-30-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireBusinessesGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of a business, net of the cash acquired from the purchase. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireBusinessesNetOfCashAcquired Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_BusinessAcquisitionAxis=cars_D2CMediaAcquisitionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 38 R31.htm IDEA: XBRL DOCUMENT v3.24.3 Business Combinations - Acquisition Purchase Price Allocation (Parenthetical) (Details) - USD ($) $ in Thousands 3 Months Ended Nov. 01, 2023 Jun. 30, 2024 Business Acquisition [Line Items] Â Â Identified intangible assets $ 38,967 Â Customer relationships Â Â Business Acquisition [Line Items] Â Â Identified intangible assets $ 29,153 Â Amortization Period (in years) 14 years Â Acquired software Â Â Business Acquisition [Line Items] Â Â Identified intangible assets $ 9,092 Â Amortization Period (in years) 5 years Â Trade name Â Â Business Acquisition [Line Items] Â Â Identified intangible assets $ 722 Â Amortization Period (in years) 5 years Â D2C Media Acquisition [Member] Â Â Business Acquisition [Line Items] Â Â Identified intangible assets [1] $ 38,967 Â Purchase accounting adjustments Â $ 300 Payment related to purchase accounting adjustment Â $ 200 [1] Information regarding the identifiable intangible assets acquired is as follows: X - DefinitionCash payment related to purchase accounting adjustment. + ReferencesNo definition available. + Details Name: cars_CashPaymentRelatedToPurchaseAccountingAdjustment Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionWeighted average amortization period of finite-lived intangible assets acquired either individually or as part of a group of assets, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 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/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_AcquiredFiniteLivedIntangibleAssetsWeightedAverageUsefulLife Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-5 + Details Name: us-gaap_BusinessAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of intangible assets, excluding goodwill, acquired at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedIntangibleAssetsOtherThanGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) from measurement period adjustment of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 16 -SubTopic 10 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479405/805-10-25-16 + Details Name: us-gaap_GoodwillPurchaseAccountingAdjustments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_CustomerRelationshipsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_ComputerSoftwareIntangibleAssetMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TradeNamesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=cars_D2CMediaAcquisitionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 39 R32.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Of Measurements - Schedule of Company's Liabilities Measured at Fair Value on a Recurring Basis (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Level 3 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Contingent consideration $ 500 $ 61,408 Recurring Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Contingent consideration 500 61,408 Total 500 61,408 Recurring | Level 1 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Contingent consideration 0 0 Total 0 0 Recurring | Level 2 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Contingent consideration 0 0 Total 0 0 Recurring | Level 3 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Contingent consideration 500 61,408 Total $ 500 $ 61,408 X - DefinitionContingent consideration liability fair value disclosure. + ReferencesNo definition available. + Details Name: cars_ContingentConsiderationLiabilityFairValueDisclosure Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X -

DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFair value of financial obligations, including, but not limited to, debt instruments, derivative liabilities, federal funds purchased and sold under agreements to repurchase, securities loaned or sold under agreements to repurchase, financial instruments sold not yet purchased, guarantees, line of credit, loans and notes payable, servicing liability, and trading liabilities. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 2: 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 3: 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_FinancialLiabilitiesFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_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 40 R33.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements - Schedule Of Contingent Consideration (Details) - Level 3 $ in Thousands 9 Months Ended Sep. 30, 2024 USD ($) Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Contingent consideration, Beginning $ 61,408 Payment of contingent consideration (27,435) Contingent consideration fair value adjustment (33,473) [1] Contingent consideration, Ending $ 500 [1] Fair value adjustments on contingent considerations are reflected within Other income (expense), net in the Consolidated Statements of Income. X - DefinitionContingent consideration fair value adjustment. + ReferencesNo definition available. + Details Name: cars_ContingentConsiderationFairValueAdjustment Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionContingent consideration liability fair value disclosure. + ReferencesNo definition available. + Details Name: cars_ContingentConsiderationLiabilityFairValueDisclosure Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of contingent consideration recognized as part of consideration transferred in asset acquisition. + 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/1943274/2147480027/805-50-30-2 + Details Name: us-gaap_AssetAcquisitionConsiderationTransferredContingentConsideration Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 41 R34.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements - Additional Information (Details) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Other Accrued Liabilities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Contingent consideration $ 0.5 $ 25.8 Other Noncurrent Liabilities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Contingent consideration Â $ 35.6 X - DefinitionContingent consideration liability fair value disclosure. + ReferencesNo definition available. + Details Name: cars_ContingentConsiderationLiabilityFairValueDisclosure Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_OtherCurrentLiabilitiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_OtherNoncurrentLiabilitiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 42 R35.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Additional Information (Details) $ in Thousands 3 Months Ended 9 Months Ended Oct. 30, 2020 USD ($) Mar. 31, 2024 Sep. 30, 2024 USD ($) May 06, 2024 USD ($) Oct. 31, 2020 Line Of Credit Facility [Line Items] Â Â Â Â Â Â Senior secured leverages ratio Â Â 0.1 Â Â Net Leverage Ratio Â Â 6.4 Â Â Debt instrument, covenant description Â Â The Companyâ€™s borrowings are limited by its Senior Secured Net Leverage Ratio and Consolidated Interest Coverage Ratio, among other factors, which are calculated in accordance with the Company's Credit Agreement, and were 0.1x and 6.4x, respectively, as of September 30, 2024. Â Â 6.375% Senior Unsecured Notes Due 2028 Â Â Â Â Â Â Line Of Credit Facility [Line Items] Â Â Â Â Â Â Proceeds from issuance initial public offering $ 400,000 Â Â Â Â Â Interest rate on debt issued Â Â Â Â Â 6.375% Debt instrument, payment terms Â Interest on the notes is due semi-annually on May 1 and November 1. Â Â Â Â Term Loan Â Â Â Â Â Â Line Of Credit Facility [Line Items] Â Â Â Â Â Â Repayment of loan Â Â $ 10,000 Â Â Term loan outstanding amount Â Â Â Â $ 45,000 Â Revolving Credit Facility Â Â Â Â Â Â Line Of Credit Facility [Line Items] Â Â Â Â Â Â Borrowings Â Â 280,000 Â Â Amount available to borrow Â Â 70,000 Â Â Proceeds from loans Â Â 0 Â Â Repayment in cash Â Â $ 10,000 Â Â Maximum borrowing capacity Â Â Â 80,000 Â Revolving loan principal amounts Â Â Â 35,000 Â Fifth Amendment to the Credit Agreement Â Â Â Â Â Â Line Of Credit Facility [Line Items] Â Â Â Â Â Â Maximum borrowing capacity Â Â Â $ 350,000 Â X - DefinitionCash payments of line of credit. + ReferencesNo definition available. + Details Name: cars_CashPaymentsOfLineOfCredit Namespace Prefix: cars_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionConsolidated interest coverage ratio. + ReferencesNo definition available. + Details Name: cars_ConsolidatedInterestCoverageRatio Namespace Prefix: cars_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionSenior secured leverages ratio. + ReferencesNo definition available. + Details Name: cars_SeniorSecuredLeveragesRatio Namespace Prefix: cars_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionDescription of minimum financial levels (for example, tangible net worth and working capital) and achievement of certain financial ratios (for example, working capital ratio and debt service coverage ratio), and adherence to certain clauses which generally require or restrict certain actions (for example, entering into a debt arrangement with equal or greater seniority, and selling or discontinuing a certain business segment or material subsidiary) to be in compliance with the covenant clauses of the debt agreement. May also include a discussion of the adverse consequences that would result if the entity violates or fails to satisfy the covenants. + 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 -Topic 942 -SubTopic 470 -Section 50 -Paragraph 3 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentCovenantDescription Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType 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 - 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 - DefinitionDescription of the payment terms of the debt instrument (for example, whether periodic payments include principal and frequency of payments) and discussion about any contingencies associated with the payment. + 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)(3)) -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 942 -SubTopic 470 -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentPaymentTerms 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 current and noncurrent portions 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 -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/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_LineOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityLineItems 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 - DefinitionAmount of borrowing capacity currently available under the credit facility (current borrowing capacity less the amount of borrowings outstanding). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://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 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(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityRemainingBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X -

DefinitionThe cash inflow associated with the amount received from entity's first offering of stock to the public. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceInitialPublicOffering Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionCash received from principal payments made on loans related to operating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_ProceedsFromLoans 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 - DefinitionAmount of cash outflow for payment of an obligation from a lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements. + 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/1943274/2147482740/230-10-45-15Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_RepaymentsOfLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=cars_SixPointThreeSevenFivePercentSeniorUnsecuredNotesDueTwoThousandTwentyEightMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=cars_TermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_RevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=cars_FifthAmendmentToTheCreditAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 43 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Schedule of Carrying Values and Estimated Fair Values of Debt Instruments (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Debt Instrument [Line Items] Â Â Outstanding indebtedness, Carrying value $ 464,979 $ 460,119 Level 2 Â Â Debt Instrument [Line Items] Â Â Outstanding indebtedness, Fair value 468,000 470,900 Outstanding indebtedness, Carrying value $ 470,000 $ 490,000 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe fair value amount of long-term debt whether such amount is presented as a separate caption or as a parenthetical disclosure. Additionally, this element may be used in connection with the fair value disclosures required in the footnote disclosures to the financial statements. The element may be used in both the balance sheet and disclosure in the same submission. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_LongTermDebtFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt classified as noncurrent. Excludes lease obligation. + 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(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LongTermDebtNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 44 R37.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' Equity Additional Information (Details) - Common Stock [Member] - USD ($) $ / shares in Units, shares in Millions, $ in Millions 9 Months Ended Feb. 24, 2022 Sep. 30, 2024 Sep. 30, 2023 Stockholders Equity [Line Items] Â Â Â Share repurchase program, duration 3 years Â Â Share Repurchase Program, Authorized, Amount $ 200.0 Â Â Share purchased and retired Â 2.0 1.3 Share purchased and retired, amount Â $ 35.7 $ 23.6 Stock Purchased Average Price Per Share Â $ 17.85 $ 18.3 X - DefinitionStock Purchased Average Price Per Share + ReferencesNo definition available. + Details Name: cars_StockPurchasedAveragePricePerShare Namespace Prefix: cars_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionStockholders' equity. + ReferencesNo definition available. + Details Name: cars_StockholdersEquityLineItems Namespace Prefix: cars_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount authorized for purchase of share under share repurchase plan. Includes, but is not limited to, repurchase of stock and unit of ownership. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 505 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4 + Details Name: srt_StockRepurchaseProgramAuthorizedAmount1 Namespace Prefix: srt_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPeriod share may be purchased under authorized share repurchase plan, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, repurchase of stock and unit of ownership. + ReferencesNo definition available. + Details Name: us-gaap_StockRepurchaseProgramPeriodInForce1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares that have been repurchased and retired during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://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_StockRepurchasedAndRetiredDuringPeriodShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of stock that has been repurchased and retired during the period. The excess of the purchase price over par value can be charged against retained earnings (once the excess is fully allocated to additional paid in capital). + 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_StockRepurchasedAndRetiredDuringPeriodValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 45 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Additional Information (Details) 9 Months Ended Sep. 30, 2024 Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Award vesting period 3 years Options expiration period 10 years RSUs | Minimum Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Award vesting period 1 year RSUs | Maximum Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Award vesting period 3 years PSUs Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Share units performance period 3 years PSUs | Minimum Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Share units vesting percentage 0.00% PSUs | Maximum Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Share units vesting percentage 200.00% X - DefinitionShare based compensation arrangement by share based payment award performance period. + ReferencesNo definition available. + Details Name: cars_ShareBasedCompensationArrangementByShareBasedPaymentAwardPerformancePeriod Namespace Prefix: cars_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionPeriod over which grantee's right to exercise award under share-based payment arrangement is no longer contingent on satisfaction of service or performance condition, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service condition. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI

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https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPercentage of vesting of award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardAwardVestingRightsPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionPeriod from grant date that an equity-based award expires, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardExpirationPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember 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_AwardTypeAxis=us-gaap_PerformanceSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 46 R39.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Summary of RSU Activity (Details) - RSUs shares in Thousands 9 Months Ended Sep. 30, 2024 $ / shares shares Number of Share Units Â Share Units, Outstanding as of December 31, 2023 | shares 3,725 Share Units, Granted | shares 1,899 Share Units, Vested and Delivered | shares (1,494) Share Units, Forfeited | shares (369) Share Units, Outstanding as of September 30, 2024 | shares 3,761 [1] Weighted-Average Grant Date Fair Value Â Weighted-Average Grant Date Fair Value, Outstanding as of December 31, 2023 | $ / shares $ 15.67 Weighted-Average Grant Date Fair Value, Granted | $ / shares 17.14 Weighted-Average Grant Date Fair Value, Vested and Delivered | $ / shares 15.53 Weighted-Average Grant Date Fair Value, Forfeited | $ / shares 16.31 Weighted-Average Grant Date Fair Value, Outstanding as of September 30, 2024 | $ / shares $ 16.41 [1] [1] Includes 376 RSUs that were vested, but not yet delivered. X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average fair value as of the grant date of equity-based award plans other than stock (unit) option plans that were not exercised or put into effect as a result of the occurrence of a terminating event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - 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_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value as of grant date pertaining to an equity-based award plan other than a stock (or unit) option plan for which the grantee gained the right during the reporting period, by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 47 R40.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Summary of RSU Activity (Parenthetical) (Details) shares in Thousands 9 Months Ended Sep. 30, 2024 shares RSUs Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â RSUs vested but not yet delivered 376 X - DefinitionShare based compensation arrangement by share based payment award equity instruments other than options vested but not yet delivered. + ReferencesNo definition available. + Details Name: cars_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedButNotYetDelivered Namespace Prefix: cars_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher 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https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -

Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 48 R41.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Summary of PSU Activity (Details) - PSUs shares in Thousands 9 Months Ended Sep. 30, 2024 $ / shares shares Number of Share Units Â Share Units, Outstanding as of December 31, 2023 | shares 512 Share Units, Granted | shares 419 Share Units, Vested and Delivered | shares 0 Share Units, Forfeited | shares 0 Share Units, Outstanding as of September 30, 2024 | shares 931 Weighted-Average Grant Date Fair Value Â Weighted-Average Grant Date Fair Value, Outstanding as of December 31, 2023 | $ / shares $ 15.66 Weighted-Average Grant Date Fair Value, Granted | $ / shares 17.23 Weighted-Average Grant Date Fair Value, Vested and Delivered | $ / shares 0 Weighted-Average Grant Date Fair Value, Forfeited | $ / shares 0 Weighted-Average Grant Date Fair Value, Outstanding as of September 30, 2024 | $ / shares $ 16.37 X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average fair value as of the grant date of equity-based award plans other than stock (unit) option plans that were not exercised or put into effect as a result of the occurrence of a terminating event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - 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_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value as of grant date pertaining to an equity-based award plan other than a stock (or unit) option plan for which the grantee gained the right during the reporting period, by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_PerformanceSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R42.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Summary of Stock Option Activity (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands 9 Months Ended 12 Months Ended Sep. 30, 2024 Dec. 31, 2023 Share-Based Payment Arrangement [Abstract] Â Â Share Units, Outstanding as of December 31, 2023 1,067 Â Share Units, Granted 0 Â Share Units, Exercised 0 Â Share Units, Forfeited 0 Â Share Units, Outstanding as of September 30, 2024 1,067 1,067 Share Units, Exercisable as of September 30, 2024 804 Â Weighted- Average Grant Date Fair Value, Outstanding as of December 31, 2023 $ 6.28 Â Weighted- Average Grant Date Fair Value, Granted 0 Â Weighted Average Grant Date Fair Value, Exercised 0 Â Weighted- Average Grant Date Fair Value, Forfeited 0 Â Weighted- Average Grant Date Fair Value, Outstanding as of September 30, 2024 6.28 $ 6.28 Weighted- Average Grant Date Fair Value, Exercisable as of September 30, 2024 $ 5.27 Â Weighted-Average Remaining Contractual Term, Outstanding 6 years 2 months 23 days 6 years 11 months 23 days Weighted-Average Remaining Contractual Term, Exercisable as of September 30, 2024 5 years 9 months 29 days Â Aggregate Intrinsic Value, Outstanding $ 6,738 $ 9,096 Aggregate Intrinsic Value, Exercisable as of September 30, 2024 $ 6,293 Â X - DefinitionShare based compensation arrangement by share based payment award options exercisable weighted average grant date fair value. + ReferencesNo definition available. + Details Name: cars_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageGrantDateFairValue Namespace Prefix: cars_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average grant-date fair value of options granted during the reporting period as calculated by applying the disclosed option pricing methodology. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount by which the current fair value of the underlying stock exceeds the exercise price of options outstanding. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingIntrinsicValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionWeighted average price at which option holders acquired shares when converting their stock options into shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount of difference between fair value of the underlying shares reserved for issuance and exercise price of vested portions of options outstanding and currently exercisable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableIntrinsicValue1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionWeighted average grant-date fair value of non-vested options forfeited. + ReferencesNo definition available. + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsNonvestedOptionsForfeitedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average grant-date fair value of non-vested options outstanding. + ReferencesNo definition available. + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining contractual term for option awards outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (e)(1) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionWeighted average remaining contractual term of exercisable stock options, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (e)(2) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeExercisableOptionsWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -

Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 50 R43.htm IDEA: XBRL DOCUMENT v3.24.3 Earnings Per Share - Additional Information (Details) $ in Millions 9 Months Ended Sep. 30, 2024 USD ($) Accu-Trade Acquisition Â Business Acquisition [Line Items] Â Potentional contingent consideration to be paid in stock $ 15.0 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 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-5 + Details Name: us-gaap_BusinessAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of equity interests of the acquirer, including instruments or interests issued or issuable in consideration for the business combination. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 8 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 7 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-7 + Details Name: us-gaap_BusinessCombinationConsiderationTransferredEquityInterestsIssuedAndIssuable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_BusinessAcquisitionAxis=cars_AccuTradeAcquisitionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R44.htm IDEA: XBRL DOCUMENT v3.24.3 Earnings Per Share - Computation of Earnings Per Share (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 Earnings Per Share [Abstract] Â Â Â Â Â Â Â Â Net income $ 18,719 [1] $ 11,381 $ 784 $ 4,491 [1] $ 94,126 $ 11,479 $ 30,884 [1] $ 110,096 [1] Basic weighted-average common shares outstanding 66,107 Â Â 66,773 Â Â 66,319 66,820 Effect of dilutive stock-based compensation awards 1,559 Â Â 1,735 [2] Â Â 1,271 1,379 [2] Diluted weighted-average common shares outstanding 67,666 Â Â 68,508 Â Â 67,590 68,199 Earnings per share, basic [1] $ 0.28 Â Â $ 0.07 Â Â $ 0.47 $ 1.65 Earnings per share, diluted [1] $ 0.28 Â Â $ 0.07 Â Â $ 0.46 $ 1.61 [1] During the nine months ended September 30, 2023 the Company released a significant portion of its valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note 10 (Income Taxes). [2] There were 28 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the three months ended September 30, 2024 and 2023, respectively, and 34 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the nine months ended September 30, 2024 and 2023, respectively, as their inclusion would have had an anti-dilutive effect. X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract 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 - 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 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Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe sum of dilutive potential common shares or units used in the calculation of the diluted per-share or per-unit computation. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_WeightedAverageNumberDilutedSharesOutstandingAdjustment Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType 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 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482669/260-10-45-16 + 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 52 R45.htm IDEA: XBRL DOCUMENT v3.24.3 Earnings Per Share - Computation of Earnings Per Share (Parenthetical) (Details) - shares shares in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Earnings Per Share [Abstract] Â Â Â Â Potential common shares excluded from diluted weighted-average shares outstanding 28 282 34 282 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. + 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_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 53 R46.htm IDEA: XBRL DOCUMENT v3.24.3 Income Taxes - Additional Information (Details) 9 Months Ended Sep. 30, 2024 Income Tax Disclosure [Abstract] Â Federal statutory rate 21.00% X - DefinitionPercentage of domestic federal statutory tax rate applicable to pretax income (loss). + ReferencesReference 1: 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 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.1.Q1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_EffectiveIncomeTaxRateReconciliationAtFederalStatutoryIncomeTaxRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration EXCEL 54 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (">
9UD'04ÜB@0 +$ 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 " G@&=9[V!\Y>\ K @ $0 &1O8U!R;W!S+V-O&ULS9+/ M2L0P$(=?17)Ô)^GZ!T(W%\63@N""XBTDL[MAFR8D(^V^O6G=[2+Z
$(NF?GE MFV\@K8G2A(0O*41,Y#!?C;[KLS1QS?9$40)DLT>O62JX&UL[5I;<]HX%'[OK]!X9_9M"\8V@;:T$W-I=MNTF83M M3A^%$5B-;'EDD81_OTV23;J;/ 0LZ?O.14?GZ#AY\^XN8NB&B)3R M>+]O6N[!3+ MUES@6QHO(];JM-O=5H1I;*$81V1@?5XL:$#05%%:;U\@M.4?,_@5RU2-9:,! M$U=!)KF(M/+Y;,7\VMX^9<_I.ATR@6XP&U@@?\YOI^1.6HCA5,+$P&IG/U9K MQ]'22("'R7V4!;I)J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*?IUE!K9';O=05SP6.XYB1'^QL4$UFG2&98T1G*=D 4. #?$ MT4Q0?
*]!MHK@PI+27)#6SRFU4!H(FLB!]4>"(<7K;YH] M5Z%82=J$^!!&&N*<<^9ST6S[!Z5&T?95O-RCEU@5 9<8WS2J-2S%UGB5P/&M MG#P=$Q+-E
L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!:$L;1>$[2M!'\6:PUDSY@R.S-D77.UI$.$9)>-T(^8LZ+ MD!&_'H8X2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3-L+
((W1J072N0/]J<_Z3(T M!Z.:60F]A%9JGZJ'-#ZH'C(*I?&Y'C[E>G@*-Y;&O%"N@GL!]':-*K^(+ M.7\N?<^E[[GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=?
EK[DHN#Q;Y.FOH70^+, Y/%_GM,T+,T.WF)&Y M"M-2D&_#^>G%>!KB.=D$N7V85VWGV-'1^^?!4;"C[SR6'<>(\J(AL]&&F,_#
M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$L%.!D8"V@!X.O40+R4E5@,5O& RN0 MHGQ,C$7H<.>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51WV/55OR
ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(ŘN;LYJ7IE,6>F\M\M# DL6XA9$^)-7>W5YYNTB42%[JP# 4A
M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2?_VU[4/;07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1[\8$@F_S6VZ3VW> ,?
-2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;:,0QY@%CS#*%F.-^'19H:,]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W/[O#;#"Q([A[8N_ 5!+ P04 M" G@&=9_#!N)=8% "N'P &
'AL+W=OTD@IUV[1>KU_,/8?FP/-T)^5BO.-7E-DTS=]%9:K]\ZC@I7/&7J M7*QY!K\LA$R9AE.Y=-1:EYO=V%IWBYTN:",QJNV9/+/N/YM/95PYM0N49SR3,4B(Y(O;GIC M[VW@^T90W/%
[S#=J[Y@8E+D0G\W))+KIN:9$/.&A-A8,_KWP@">)<8)R_%.9 M]NIG&N'^\<[]OH 'F#E3/!#)'W&D5S>]JQZ)^(+EB7X2FU]X!71A_$*1J.(O MV93W]OL]$N9*B[020PG2."O_L]?J1>P):)N
5@+ZE0NTI'>DDE6 M?A[F-9\1M6*2JZ&CX6E&XX25\VWI3%NF5 M>(1U_J'2AE752Z*^HM M10UG?'U.?/<-H2[M6\H3X/(/H0:Y9Y- 41R_?G-^X>>W^ 7BA4ORUWBNM(2/ M\6 ;&RH=^G8'TT+?
JC4+^4T/FJ#B\H7W1M]_YPW+ MUHX*]VKC0U4=^:YJOBNT3,^217&V)+-M.A>)C0G7!^.GF8T)575DNJZ9KO]7 MG56?:&NMX6X??1L?JNG(Y[G-6.JB9:K&SR>^C,V@ *B/++6VO0-& 9/J/!0I
M#,7AN8T3UW<%W0L-WC&@ =2FA)JX\@?NP,J)BKMR MTH:3XO602_EU+X-UJ0?LSLX\>N9[5E!4V16TR3(>FAYV%7H?)Y!I J!;"FFO M3=SG@5'QW*9=+,Y+\# YZ10*1KEEFK]J.>0?
7=05M$H^'!Y5=7U0U MU2>^%E(78Z=FVCZR"#\9)WN!+BJ*V>3>#P\INP^V!5,>=%JQ&W:J_$4><=K M H^':)Y:]'H@\YNG3,O[P:7%L!3Q%^O";]>'A@J0"2V2N91/"E MQHLX+.?
8""YN>06T@VM_,'"MO*<(0[0)0_2H,#2.(G!7;W8'Y 'N(Q\RZ_AY MP-)W73(]T\QS+Q5''$R3=B_S+H4<(I\1)M\1(_*1W;VYXVPLN.6LSS6G'@0 MEZR\I\A)M,E)%
\V7 ,&YDQ(\BPVF97U0.Q:0=-8VMY2@"N[@C8YB1Z5DVI0 M,\9P0SJ5XB7.0OM7C7M.'JR@IXA'M(E']*AX5(-.A=*0@/^,US#V1'9,W!$2 MOCWCX[JNI$U0HGBN*;[5L>2L'0PW\#UJQ3I%+*)-
+*)XB'D0Q1Q[)3L/#U@ M,H#Q]**MRSE%'*)-'*)'Q:%)IKDL]P+,K(SM9G9DY.XU M7+$,II%MBR<'C!X_S>ZL?*?(0WZ3A_RC\M D"X6$*4H1_?8&D$#DF9;;UD[H
M@/L[*S(NZHK;V'R1(MUL\/Z%UJ+M#A<<19Q:6Z WQ=" MZ-V)>4"]13_Z#U!+ P04 " G@&=9.D32OVD& #I&P & 'AL+W=O MNZYNW#!U&IN[,9F3T^^"1OE]H\F"].5_Q67 G]
M9779PMU\;Z64M6@ZJ1K4BINSV7MRZ1L:5:Z6^FIN/Y=D, M&T2B$H4V)CC\VXAS457&$N#XMC,ZV[_3*(ZO'ZW_W#L/SESS3IRKZF]9ZN79 M+)NA4MSP=:4_J;M?Q\:80Z,J8Z] Q^G)U@7Y\\Q-
Z@V2#/B_5NN--V9W. M-;S9Z,^+W5L^;-']/6^Y$JNWB.$C1#&-'.KG8?4+48 ZZ=79H?H<_-T[3?=. MT]X>\SF];EO1:,2[#OP\3K0;,5M_QU)\#N7 M=Z]D[.!7MO>5A:POSGFW1+!JJ#
7XMM:;G@%SCM7<6LJZ4V9 K!91'F<0L@W M8W=L*9:3/-M+'>",]CBC(,[W1:'6 MJ0R$ XW4ECE CM OFUE(\ D!H3$DT MP>D48R-W#H#&>Z!Q$.AE*U9X2Z(B?
5R6.EI!&TAPD9A/@"8[@&F08"?E>;5,P"F]KOS/,O3 M"42'6)I%S+,;LSW(((E%!])L]4.?.29I5D!=VKLA,PM$1#,ZA>J08IEOO?,] MTCR()!>ERCM952Y8N1V;*(;@3'"YQ%(<>T()(\$ M. CM8Z-YJ".6)
$H5Z(&P$;LD2:WS)EMCQPCBVP3KD",U] M"TX&]B)!PH"X;D2GS8;L^OVI^I1_"C6UT%#8I&0*VB&&\PQ[\L1,(TM,UZ M?[;OU ^#1;(89U.
+L&41E'N@3@0$(F>U154DE_+2FHIW*T!"1+92WN#U[)V MZ/1 9B3,9GO:7?$'P[E.AVVB8I12:V5L,9"<?>LR$!H),QI ;->0FH6J#>-R
MT_X[8=IL!=F66#O<%F,$JH@'YD!K),QKC]MGI=I^0%$WJ%+-[;$6;0V#Q;6? M/8C-858ML44H@V+B 3W0' GSW+9;X+L(CW:^$Z>#P/($6UAML22#*NW!.A =
M"3/=8>/P%%8'J1'"LGP*ULF1:>0A/SJ0\'7!:O*:AQ0W;-&D$9?/&R\DK5# MOPUY>Y[:Y!@E49Y.U\XI)UB;):%QIW2*UA9+XI3XX Y42L/#W#957P#7 T M'5B"'7Y=!YQR;$HSCTM%1UHD(9I<
OX*90VP260-YFU!QQR&6:1IP+2@0EI MF G/55W+4>-7J$;+YE8TA0]QT)Z[%B!G4?GOA@Y]'FB5IL$Z>J55\76IJE*T MW0_]**8?W%4T2\,\OKJ*O9.W0ZX&7Z5/SYV-YZOU"'/H*WAZA-_@M)N82;7BU
M%N]0?(0Q1MV2 PK$UWJI6OF/*-]!\CT^E5UGR+V?%-:Z@YFLA$T#O;AI4:[$ M2HOZ&HK+X_%<+W@ABMW3W:G;$0)3*]$?NE8/SOC;M#_M#((BAY$:N@(:[@I,
M3D"W]428&,:^0"400DI[K^$RI_G_'3>[TEB*W(N(0\'LJ%'8>$! 7U92M.K M0NDS1UK'LD$%7TDHA<[#07OX)E&&(ZL!= G&&()!/8"'YH*%FPL8!=;UNNH/ MJTMQ(POII&IF-
PW'>9IE5EA=@C#+YRGS''*QH;]@X?YB#'4[H)OYI15+\PED M(Y!LX-XY;C'''$[C*7);*(\]!,-&9\7/F=([1\EU K6[AQ@2P<9JRT4Y)=C3 M8[.AS6#/:3-&K-
WGX+/A1]8YMOO(P2GH.G*8C[[#F(]@O_/V5C8=JL0-:.*W M*82@W7Y7VMYHM>H_S5PKK57=7RX%!^!& 'Z_44H_WIBO/?NO>XM_5!+ P04 M " G@&=9PL>2Z]X" #;"0 & 'AL+W=O[R$
M0C]9NC_' S0DMG#BR]V8BCOA:,5K 3""YSG,B?M\" MX]N)XSE/-^[I*E/FAAM')5G!'-37-@(; M\8W"5NZTD4EEP?F#Z7Q.)PXV1, @4<:"Z,L&IL"8<=(MBS5!3HOJ2A[KB=@1>/T# K\6^.
<*@EH0V$0K,IO6'5$DC@3?(F&BM9MIV+FQ M:IT-+F[,G*5'MUXN$D]TFTUDG]@1#F4/13@*^1CO]\AGQZ7WT&BY9Z5!VVY MJW-N$O>;Q'WK%QS"43IE78*\27Z2
N=."4,S;BDMKY^W"RD$KK*?G:E6GGW MN[W-TKN6)4E@XNBU)4%LP(G?O/(&^$-7XO_)K#4-03,-P3'W>*97#0BA7[XN MM>3A"I5$H UA:^A*N_(:6B_S@=C$N(>]R-WLIG,BJ(79;S#
[EV%658C(6F5< MT#^0=N%6GN$.28CM[QGQZ;@6=-A AR^"IE*NNX'#/9#GJ,*%"DM5EVD@Y.DQR):I,.&='B4=,KS7"_,<^IT>$Z=G@AJ,8X:QM$%C&<5
MZ6AOG@*,,\OTG,@6];BA'E].?;A*QWL<@Q#[_CYP5^#8'Q_D]?"_70M?3GRB M9&O+,[@[(SO!W9V=UQQ[OA"QHH5$#)9:BGM#[2&JDT354RTF_&'*[VUVV:F M3U\@3(!^ON1 9UEBN)"G7@@ -
PL 8 M >&PO=V]R:W-H965T&ULM5I9<]LX$OXK*.W45E(56SAX M>FU5C2UR-P\Y*L[,/$SM RQ!$BLDH24A.=E?O^!A402:M#WA^L$2J:^;Z / MUV!?/\KB6[D30]'O69J7-
[.=4ONK^;Q<[43&RTNY%[G^92.+C"MJ66SGY;X0 M?%T+9>F<8NS-,Y[DL\5U?>]SL;B6!Y4FN?A95 C?@]$8_E MV7=4F?(@Y;?JXOWZ9H:K$8E4K%2E@NN/H[@3:5IITN/X3ZMT=GIF)7C^_4E[
M7!NOC7G@I;B3Z1_)6NUN9L$,K<6&'U+U13[^2[0&N96^E4S+^C]Z;+%XAE:' M4LFL%=8CR)*\^>3?6T><"1 V($!; 6H*N ,"K!5@IH S(."T LY+G^"V NY+ MG^"U
G4PYXVS:D\ON>*+ZT(^HJ)":VW5ESIZ5_M!IHTHD-^A]OI*90!?HM_LE>O/+6U3N>"%*E.3HZTX>2IZO MRW?HE][U)5SI056JYZMV '?- .C !CZ('.U*U&4K\4:D(_&Y<,1^;EVQLDC
M],DC=W14X;W87R*&WR&*J0.,9_ER<0:9\W-/C__RTWO.8*?T8+4^-J#OBSB* M ""NH+@VD@XL6:V(5^6>K\3-3"]YI2B.8K;X^]^(A_\!.75*9=&4RN*)E/7< M[YS<[XQI7WR5BJ=Z :^# ,6@$?
=J\6H3.2Z('WHNN9X?S[T+P1S&6!\6V3"7 M!3XUM,4 #(>N[Y]@/5O=DZWN:*I]VHN"JR3?(O%=[YNE*,&LB?#/='#?];3$D"Y-#0-ME&!$X3FI+-1>@:[#FQP<#(XX R^^B7K.52:7/!5@> /K MV6Y
@\"PUD9YF 2>8:V-(K[O>8YA+@3S/,;!]H8G>\-1>_\I3YS#!?&-LIE/@M@HPGN.!X>-7LI M"]Q2GC#Y2O;,UFHY+_U#9"R8=MTW_7,_(9@KN<;\SX"8 %UPM P'H#I% _(
M@/5G#)>\8!.5UO8"&D[L:'H!"5W3<@B',3'##N!<[&)XCLN X(*QEGK:]E M;H<:9!)D4@([J;9H4FWQ5-KZ(>E(+!EGL>]S);1>]12.=R@7"HR(8^7$18"I MN=% ,-^WB
0$HX[CFHLNC"/^4"IVA):,LK3%)[4313OOT)O6^+?#UKO ?D.L M_0: 7;#0)$@1 &-ZT;6,MV&$X@%:03H&2<8I9+/FYN=S\>5^L+D=83BP-A\; M=D&
(YX>F(VQ<@!UL^@'01FGH#3!*TE%*,LXIVU.4![&1A7AR@N+?!_8?@#(Z M+@M-VP&89Z(B *73VK568AM&/$]&,[HDG&F>9'H89WW-MGA\D_P8= M%-IE?. 3*SELF..8]40$H/0D"RQB
CR38#Q$3&C'22D>W:?_J,]Q?]"'_4* ML15(^RK3]+0]9)0'52I-5?7* 6[>=)3QOG;SGE1;-#FV>"IM_3AU(}F.L^=; M7B8K, (V9?5TS6^L+DL0YIL3,0)AS,SM&(2=+Q)]*SN:3,=I\C))#PH\?KZC M-
E'U="EJLF,(%KC89,>@-CYGE(ETMMR,]7@ MV34I-9Y46S2IMG@J;?UX=-28CE/CH=EU^XSW_F M?@$*.2:7 %#DTG,'TK9CTG2<20]/S]MG)(<852:(\W6=:&E7<-
#QFN%3]*$^VOU8'^KR%#1Z5,6KTV]*;=&DVN*IM/5?FG?% M#1LO;D9?FT]:N4RJ+9I46SR5MGX0NLJ%O>3?Y#>RT5O-0XCLIDFR>;9,5A$2;5NV*95QTAB2K1D:>']DUR
MFLI'GJ\$VLBB:N<41:&EJP-?7I9"8]6.*[3C:_0@1-6(NI)%-0Y>ZD?HZ!_2 MNL^D&H,>#$9;*=>/2=]\GT_TD#=)GBAQD29'4=U0/-\F#ZEHU*-$#SLIZG[% M2Q3K(63-$7O3;ZM'^
Z50J"/4@E$,'K3'DA_K0[?WUY"Z38_:Z3,1+&M6UY+ MM)*'7#6=3*>[I[;:V[J9U+A_1ZZ6!+@?D:L8NO\K/J7IMFS&U+3 M]_N!%]LD+U$J-GIX^-+7NTK1M-(V%TKNZ];/!ZF4S.JO.\'7HJ@ ^O>-U+YI
M+ZH'G!J:%_\#4$L#!!0 ("> 9UG5"VF%,@0 (0. 8 >&PO=V]R M:W-H965T&ULK5?;;MLX$/V5@;98)$ 22;[;:QM('!OM0[M! MDW8?BGV@I;'%K41Z2=I._GZ'E*+Z(JO!UB^V1,TYLU3H
MD9<8LQKXOHX2S)B^D2L4]&4A5<8,O:JEKU<*6>Q 6>HW@J#C9XP+;SQT:P[J M/)1KDW*!#PKT.LN8>KG#5&Y'7NB]+GSFR\38!7\\7+$E/J+YLGI0]..:7+#'/ M4&@N!2A"X?: MEB^2J7:_L"UD
P^BM38R*\!D0<9% L^>B7+L ,+F"4"C #0. >T3@&8!:!X" M6B< K0+0>JN&=@%HOU5#IP!T7.SS8+E(WS/#QD,EMZ"L-+'9!Y'<)[X +>$KD6C,1ZZ%OR!K+Z4>%YDFNN7%"TS_ZW]KU@-
,NZ:#J^ MYBF^UU(X60G?;N?:*#H9_J[*?<[>]F:WQ^5 KUB$(X^(-:H->N/??PL[P1]5 M@3\GV?2<9+,SD>VE]%6FJ%7'/OY$]PYWN:BP[*X> ^RVLS%H.ZCB0O9,VX[#7 M#*?M#?[.;CF.I5JL?[@M-
CX6:0:_7VI>:52@,@Z#?*<7V(M,N(].N+=X_38(* MHKVJS2,%%ZG4^O(*!+K*-NRY*@[M=,D>=V@JDOH!N M?4%WG%(HHA>@LT3HE.7]1OP/77WN)JI*3\[FZV$\I31!,1 @TB]C&&VG3Q:V@&F-
)&L29B!A,\C0%ZOTH@\3(!3=XG5)&[8)A8LGG M*>;TP,ELKMQ+O@':^>2LLIG/)R.R\ HT(GR2!B$,X*)H,9[8,^K+FZK3QM]I M>3-42S><-I1:V'RBZ)<+0>@.]?V'ZQ/PL%]6+$^M0-3Q?IM?
S#M5ZV'P6": M3UC^#X/R^>PC4TLN-*2X(..'FRYM)I6///F+D2O7HL^EH8;?/28T)]*R O1] M(2DRQ8M54 Z>X_\ 4$L#!!0 ("> 9UG. '3Q70T $AU 8 >&PO M=V]R:W-H965T&ULQ5U=C]NX%?
TKPG31)D \5R7L.2>GV MN:J_-"O.6^?;NBB;MS>KMMV\F4Z;Q8JOL^9UM>&E^.6QJM=9*S[63]-F4_-L MV5=:%U/JNN%TG>7ES=UM_JW'^NZVVK9%7O*/M=-LU^NL_OT]+ZKGMS?DYOL7
M/^=/J[;[8GIWN\F>^"?>_KKY6(M/TP/*,E_SLLFKTJGYX]N;=^0-BVA7H2_Q M[YP_-T=_.UU3/E?5E^[#A^7;&[>[(E[P1=M!9.*_K_R>%T6')*[CMSWHS<%F M5_'X[^_H\[[QHC&?LX;?
5\5_\F6[>GL3WSA+_IAMB_;GZIGQ?8."#F]1%4W_MK_\+^O>.(MMTU;K?65Q!>N\W/V??=L[X@"\4Y4H/L*=&@%;U_!&UK!WU?P MAU8()A4"K0*-3E0(]Q5"O<(I+T7[!%6P0]5(CW%>
(^NKMP]+%\R-KL[K:N MGIVZ*RW0NC_Z&Z*O+4*8E]V]^ZFMQ:^YJ-?>W5=E4Q7Y,FOYTOG4BO_$C=DV M3O4H/E6++ZNJ6/*Z^9LS^VV;M[\+WXML^TR%Z5?.A/GUT\/SHL?7CK-*JMY
MX^2E\\NJVC99N6Q>.3\HGV^GK;C,K=SZ4BVK-G1?_K)KFI0H_%??"X8:@AQN" MJO;\$_;>9T56+KB3M>*:%Z\=C[QRJ$LI%+\=4M@C=8/DUSLO]GW/O9U^/8Z7 M62P,J5IF;I8A_2&)
[ZOE4K/=*.Z\^)K5FPY&)C :-@D(I$VBLP'+W>P.NML*.G;4"DV7^\33XH)I,<4$8TA@ M2OBB0_@B:_CV$TW>-%N1)XB\U&5Y9X>/.?M:A?)29?E+[O@"NK39/VO&S%5
MB62MY%!N6L=90X!Q:X&E%H;.38>2&!*/.)#/.*KQ^-[M^@#%Q6I];+^+C=@D>CHUQS288H(Q)# ES,DAS(D]S">B"(4L,7,RU]KJ&;8OIY*76.L< M !@)7.(2K1>E0$%!7T@8ZD,JLS?
U4E<>J0)D+(,Y[U(KY-A!:8^FRBM.YA4G@SA\@ 83.:!@B?8O+VIE[I2\GT^3^CM MD*.[PS!*CVHT145C6&AJ#*6M)__KW]_!N._Y']@J"$Z[:I)J/<>5$$ %2U% M16-8:&JL!79
[.+!T=#WB6]$/W4MTY;)]/W8^:\@"1.H"Q"X, $/?>9>BR@+$U 7"D,2)[GI490 5C6&A MJ3&X$Q"QJP.C$F.3J<.)L4GZ@<38!#N1& /ZP(G$^!JTGDA>3^S$_J+$&)6M M$Y.N@XDQ*F-'16-
8:&H,)6DG=M8^2.$G)GM.?$*-*1V5L:.BI<.:P+",JLN- MDK53.VN_4.BG)5.DD2;D&?4Y.^30%][!*'T$2^UMV-L'\!"4[TN"3ZU$_P+ M]7X[ZMBAC)HP,VIJ 4;H M(!Q]
[K>W<71KJ44*D44+M2<&WAWVY^= L!8_1_:HH$4>@:G0I5(AAD,T6UR;#0U)!(ZD\'4_]_;$L[3Z4]8\B/]"Y M#H6HOY%% -3?3Q(O'1W@]2?TB B^AZF:U! *]D_'4W]S[L4E?I3B/J+$.FN
M1Z7^J&@,"TV-H:3^U${]!W$=:K)OWT^TN_'AC"58&YW9:XT>T##1TD'M9E@V MU0A*Q8':%8=+^9ITQ"G^H+SOMBUJU0)Z "?5Q#U0BPT%2O2XV VC6"2_D1 M)H&?49/ 3SQ]%6V.:C-%16-
8:.HV7*DM>'9MX5K\R&YV]&Y=4Z/0QJ"Y!VT< MT/H?ZD4Q+#0UZDHI$GAVD>"2%50[Y.CAR90!H!545*,I*AK#0E-C*%4% M;["J<+SQ!XX=H"HDE!A2CP>H"H;X!H!UW8'J*GD*%)QT>U BS]>
[@VDW">1@ MIGI(B@7>:+'@O*=0Q0($ N"1&<\G?3O3GHNE)>A8A(G]=VA+3-OH'! :AZY!DC M#R93GP,V]6-2J ;9N4:J/I>4W[N8\MN$%@\Q8F?!+K/D _+T2>@#&^B4G0L M-
/6PI:3H_L7+_S:AQ8XZ=NKP 7H=>/K1,U2;*2H:PT)3HRCING]]N@Z&&=@A M$'O& LV^V''GTK>BP4CZ*DYJ;^?HJ%R#5_N25_O7WQY@$U'LYD=W0I-EQ\9F M%$23*2H:PT)3HRTINW]FZ\$(%

<4WR7-$?#U/L!LSJR@ F'!U$AB+-D#!CC:*HKJ* I2D1Z>S M50])8NT/(M:G]M/"GL(\=3_S3>(L_*G+37-4HRDJ&L-"4V,HJ;_B/H/HOR^ M2=)!<61?SBZ. &"P. (4/"&. "5/BB.^)-;^H
WXH\01.^3HN]PDO9 X@FHT M145C6&AJ#"4E]^V4?-#YL3,8)\Z/^2:A]=S8$%7LX*.G8]0# JAH# M-#;54 M GR[$G!B\0.>C$S.'HBB^D0[\TW^'QJ'-@ P,6V[OJM+ $#!21+%QC$0!A2D
M1]>F/II'DO9@T$G[4TL:H*/LD&/'L\!D[,*=5,^#4(VFJ&@,"TV-H:3LP: C M_H,RKL DSV!N&I@\W,Q- 3 X-P4*GLA-@9(G<]- TN=@T 'Z4;FI'7+T76Y2 M8B@W136:HJ(Q+#0UAI(4!W92/&A)
(P#6G(D7ZYL*[*;&SK^H:.FP)C LHVHT M)!\.['SXTF6- &"IGK&L83<^.CZF3>/I;ZA+W.<;J?K\Z#EZUWFO'K"[">^ M,>(#C](S!GP02@]?:F_':&]>@Q,'DA,'5WF>GAUUJ/0!T%X:Z#>?HC
MW/:^QD#Z4<$%XL!U@?](ZZYAY"F]5)HF?&J$935#2&A::&\>AQ_79] MX5K,- 0D@\!8G;=?W.C1;XC-%-4FPT)3PR>%A?#ZPH*-QMK-C^ZNP#EY_1D, MJ!935#2&A:8&6VH6X1G-8@2+#4W%
(*94WPE@-SBZ_PVQF:+:9%AH:DBDL!#B MK?"'YLH]N,(/E#-7^(%"\ H_4!!>X0<*GESACR3-C_!7^.V08P>=:-@*/ZK1 M%!6-8:&I,>R$"/4;26NCLUS3>=C6>?GD"'+DE.)G1Z1_[:IQ>+GLW@#(-
RU? M?Q:\Z?OIU+Y@]\YK/S=J7G!^V$L23>=LX7?J^ MFZRRHJB>^X[V6-7=*R5Y78O:@G@Y6=-P4;9=B3MKE2V=SYQW+\-<5'5W9FX MX\2G9EOLF)]X!G$QKO-
45=V_T?"U,Q>7L*YJ+HKMWODIKO"5TW#N_%2UW"&N\V)/^7_)OHDT^#44 MA.G1JQ;7O'[J7[O9B&%)6[:=WX^^/;S:\WW_!DSM^WORY@'Z_EU$WJ01_ L5 MO_0OQYQ*T[MWC/Z8U4]YV3@%?
Q27X;Z.1+>I=Z_MW'UHJTW_$LC/5=M6Z_[/ M%<^6O.X*B-\?*^&# 8?.P.'EJ7=_ %!+ P04 " G@&=9;&5EPY\(#& M(P & 'AL+W=O@" M=2V1>G,N,=
Z6^P"NWM!T]Y]6.P'6J9M7B712\I.L[_^AI1BV>)+$R#Y$%OR M(:GK!R&_JAUC+?165XVZF>S:=G\UFZERQVJJWHD]:^"7C9 U;>%2 M;F=J+QE=FT%U-<-1E,UJRIO)XMKVNU3=FB^L]W;)
[UG[9WTFXFIVTK'G-&L5%@R3;W$S>QU>W"=$#C,1_ M.'M09]^1-F4EQ%=]\$#J&4#Z 60\(/$,2/H!B?%,9XKQ MPRUMZ>):B@M[O6PF_(,^[\1!T6:MKFSXX)$10&3?
CRWW9:*XRB:9R>Q"ZO2DU5I<%[?K_\' MR=CE1BN@XI6B*7G%D#:7=^;"?7U5ZA#82W'D$.%H]?C\&$A?,P9>2=F%M[*3 MM[+@!-XR4%IRJDN[R!]N='H^1W,29:..9=$AE),O=$YF?
H.5!:.]K(5O^MX&F MJQQO6MIL^0JFDBK%6F=-RRTD&0'$([RV5%I$<>+&6YSP%D&\RQW 8TJ7W0WE M$AUI=6 :. 2@CBF(2/U50;!)K[\+"]F4D"0?&^ 0BW$1N0V8GPR8!PVX;T7Y M=:JY>0U
:VA8E!?GW * 25;,1S =4A&$CQMF' U,&'TG:#=,2D#YE,[T&W,S M7&0')DZR,4R'V'1>%#CV #VC[#@(]$[7%M-X0=^'UN*P:C>'"HI+*0Z-.X![MC1<^R\BX=+]DXMB3<#$>\.
(7I=R:K:!F*G6@3MJ4PB8@' M\T#C<9 C%U\:Z*(K_C>$0P4DACIG0Q?90%<&4=*4CV!'(Z E,ZU3*RG$W>E MW<80"^8\2\>VV$*^]![8. YSJ>W\/LHE.[(&2HED56>!0. +\O!9TC64PO<0 M
X28+T_[9[J!]K;8(M.B\,W+0,-QD+<6_VYW3+Y%#6N=N%+KH7DVIA6'4);X M_#PP7IR%&[^A3I_QO6$4!*TRJCA=\2;:G?(W8-\U*K)LHH2,L MT O$3I;,(RN977(DRGTI,/!I'";4DW/W]-
'K69LCY_D'T.TI1(?/CSP* [S M*."3AV>0/7;P(XZR,4B'6)PG'A+% XGB,(F:0G*>E4Z(-B'F>3R.3X=4FN#" M@W"@31RFS6>O)9S('>2)<1I;WK7EYG'JZ_GPP)_X9>M@WAR9>LX:"+_J0OBU
MM%UZ82!?'";.?_.K8+1EUHW;&]>AAD/](G#']'G*_(,RRQ%GJCAANYAR'EF-OE,N3?/4@WQ@5%R*.TWT!XW MY7/2/LC4+T[5])VZ86!H7&8H4]#'S'WB1U%==0>^%?0!JV$!'5PV7>%HME.
M(:EJLRAR.L;F:(A$^!M/J4LNPZFG#)"!SDF8SBJJF/(LYM&^HGU5A+G^$]OW54!U.R=U#9"-+4ZT-I]/29H5X^QWR6%" M8L]6(QF8GX29_SQ^7K+-0VPRG^(\(9:?;3E?
F)SM>X<7S.>8'0O\L]9ZP]S% MB]BKWVE<6 M^AY@/_,#3Y/M[UA<%UU6WG)@=[#PG46IYW"&7%AGQ%%PRD#0)
MD_1/FPTK32?!OI5F"8M@/L#_I_7(4XMS49.U^8Z&FO2.MF&>CB#AX.!WO$S]$ M?%,P\#0)\)W2_CRZ9YFK^4M2.K>*(Y-8L.,2 KGW8![XF8;[V8D6T12NVY4VC M0TEW($QRX>SSB$W)9!
[/QXV>2RS.8U\<#<1-OK/-'#*!Z=P-@K?7NLD\M?:7 MG6)1X0,_\"V9![N.^\-^7YF#2UIU!N@6!**H.Q>':ND^<@NR^(O/W%Y)V^6A MVT#329BFS02:W0S-T]_;PDYLIDU3ZP#&
(06Q%GGZVV3@XR3,QV.LT !!>^O$ M&=NG>45B%2276%9$'B).-!%?WAEH+@G3W! QG^CV('4Z YDAR&N&ZNY$F^D3 M;73/]BVK5\!S3Z?*1G
)S1)M'O5N*S/=$T6*;QN^X24%:M_K3=1^D04YIP]Y MNKX*%EOBP="HV>M_VKR%B7W:7&QWD*$[NH9"PQIS,"DU#@J9"U?J4!EVT!@ M3(2V0JP?>%699.< &:B.MVQ:\:.AOLO3,,0!-
I>&V=^ACP"A%I*=9]9;I!A# MOPO@G#A";_J3W\\Z\'Y\YXKLV=G+"C636_/2AT)F3ZL[93[=/;U8\L&\3C&Z MOXRO;F/_?<)OEHFKA$PN?"+>=-B-CRZ>\/E-RJA3BM4L0W B-[E$/6R>VFD
MNVC%WKQ&L1)M*VKS=< M9UG63Z#1!P0 /L. 8 >&PO=V]R:W-H965T&ULK5=M M<]LV#/XK.*VW2^ :Z,7RZVS?Y;6Q& _=R3;M]V.T#+<$6KQ+IDK2=_/N!DNS9 MCN)IF;_8(H3G 2")-!?
2_5#)X@&GK)4Z(&3&+/HN:Z.$LR8/I<+%/1F)E7& M#"W5W-4+A2S.05GJ!!['7S+I4FYP <%>IEE3#U?8BK7 \=W M-H*O?)X8*W"' 06;XR.:[XL'12MWRQ+S#/(7F4H#"V<"Y\'N3EM7/%7[GN-8[
MSV CF4KYPRY&\<#QK$.88F0L Z. %5YAFEHBEL35K@[O.& 3:/G6*9 M,HU7,OV#QR89.!T'8IRQ96J^RO4=EO$T+5\D4YW_PKK4]1R(EMK(K 23!QD7 MQ3][*K_##H!XJ@%!"0@. 8U7
(T2T#@$A*\ PA(0U@4T2T"S+J!5 EIU8VB7 M@'9="YT2T*D+Z): ;MT\^-XFLL)9X8/[!E6&AY0Y6> B!"N MN8Y2J9<*X2-\?[R&LW?OX1UP =\2N=1,Q+KO&K)M&=RHM'-9V E>L=. B10F MT7
C8HPK\,/C^.X1O$LQ;P,/-H%?!D<)'W%Q#@WO P1>$%;X^0& J^]\)%7Q4W_DJ^/C_??G[-\>^5PB-[0YHY'R-M^R MJD(OZ,)J.GO/JO2*TH3Z#)2+5J%;H#']Q6]YOU55V2G);DY)=GM*LKM3DHU.
M238^)=G]BZ$^SJW+W7"L'M].DM/MZ]9.Z& M?M#:IQY511*V#$[2^*56P^L5SG@>=T#/R?_D7NOJIK.@:"U+;/6 MO]"'!5)Q,0>3(AZ#5EQ-:_]FH'.9X/9%-7VD,X5KV2V8.*9>OT4J=&.@'F
M<\%G/&+"P$*JO)&7,^!&PXJE2U9T]BF-%OFI3,>S;3T47>(![(+_W>R*^0CVF2JI)?!KVK M*!$[H/>I2CX.>I^KY/=!;U(EOVCV)LTJ>:N<[-Q_PBW&0NHDYEQH2'%&H7OG
M;>K'53%]%0LC%WGO.I6&>N'\.:'!%)55H/"&^G< ?.SJ-*Z>8ACE5=08W4G&N!FIA"RQMIT M91FK1@(F+JAF<9HDH[C&E$?9U(VM9385K6:4PUHBU=8UEN\+8&(WBWK18>") MEI6V W$V;7
)SZ! -&MI>K&G$%H#5U1P)*&81?/>PV)BU[L%/RGLU%$;V4PV M0KS:SI+,HL0* 8-<6P(VGRT\F,69#1^[YF1W](&'K)">4EFDN)>0FF[%I-8VUVL.OB?$];=+3T#*V/5H+K2J$OG #Y-SXV
M9EXO/>@MTB#P&9H[U$]N4)]D@P"O[]/M.U[_#.]4FC=H\XZ6G- M)2UFI[+N MH(/34'MN!E2#J/D4T!YX)4'(7KVU#) O60SO.T=:Z,Y M$8W^O%R]8=@(#;T8L,@Y[O@MU?
(A:&7Y$9>;G15U5Y FE.$S[B%F9?< MQMYM?'7APGYA[B6_>^JW?U7M5H+0@IXV"Q,OF4V\V>3JRH7LPM2S=O'1O5J# M+-WKH5 N6JZ[*]:/^@=JWMW+?
Y=WK]L*RY)RA1@4)C2Y&YMC(+L7H^MHT;A; M>B.TN?-=LS*/+$B[P,P70NA#QV[@G^WL#U!+ P04 " G@&=9DX9@3"$* M "W&P &0 'AL+W=O3'9)M1?/K]U6Q+R>RG0&R
MP'RQU=UDG:^J'KM?;YR_"6NB]+Z4A0W'HW6,UJRU'Y[1H7;'(_V M1^V-#V:UCGQC>O*ZTBN:4[RNKCRNIIV4W)1D@W%6>5H>CT[W7YX=\7I9\$]# MFS#XK=B3A7,W?/$V/Q[-V" J*(LL0>/?
+9U34; @F/&YD3GJ5/+&X>]6^AOQ M';XL=*!S5_S+Y%)/'HQ4CDM=5W$#VI[S-VK\>US:.SJ$%W9 M:,9U:6SZK[\T<1AL>#&[9\-!L^% [$Z*Q,H+'?7):^\VRO-J2.,?XJKLAG'& M.IP;YXD'?
8!>90Y!W>(V^'E^H_IXL0/8#TWUT.)WE'N^5Q M<;T,E<[H>(3J">1O:73R\T_[SV:O'K#VJ+/VZ"'I_\B\%)2L"ST*JQ--F!PHNDY*T-E?$T5L H0L(I M0'O(:
<]8V:ZKRFL3!VY(@#@KS_R4EE'7[("4!=D[26=JJ3[4E@L@(OB,&6]*H-Y"F+R?'>H!#&!0_( ) MPE58N[K(H5,Q6Q2_:FV7).)>:E)Y)K0]CK(VA1PK[EN$RG22!+Z[10M$1^)(
M75!&Y0)5>+@O0_]PK#9$KDP%;GN[$,_8]^I>@3JVMH?$#5:(L MS V!TP%@5*G/J:4V'G5T-]<]P##A#".2Y040=FD&_:Q"V>JPQGQQFX3 U!(" M1P@4/+M9NR(G'WY1]+GF)J:[;I)+1TH5GC
*J<;EO#=*LA&)E/Z^Y>XTH=L> MUY[26+ \],M$DQ/FY]P44ZH:IBMH1ZUT43'2340S#Q3H:-4)!RCUEHN5OE0) M E\7%@?Z:SP/D4X*J;OE:_'K,/(Z'!]N9YVASG^QQQCDO
M]0T\:"U)DS;@5%FE0(J?>KF$@TJ77&:!Z0#*?=@/'C-,I YJ&?1MM/P"M52O MUDV)#HQ!.OB4*'78FRUDZOFKH&ZLVZ#%K"2:C&SV"72Q5SEP8H!F21Q8$D^7 M&VK+6-
9<$F/>50N)29GFM;E!!'Q+&]S0R FZ7U8@9-*.FH9_WLPMC&- 0N"P MT 5G)0S&BN\VPD.DHIGK[4!I'9+MU1T*7C>QY^ALX.@?]RI,5WH),\ ML^CA44%B:O!@?S93?U%N8R$NU(M@0)N\2:E,Q-
FWO!\4SH8V#RT,1#HGEPJ# M8[B.':_I_9"XPC94X%O@$2L&9QQ8;G,PSZ#>HUK_#89WFCNA.-)8W[O;5'-< M;ZF9]E[O%'/F\ _\Y\WI_$R.-?=KO*XXCEA[.K_&4E:Q-\.\1(1<27U0FZF8 MXE\B?
VM^^W)+[<)+= UP"G4!3KM:@2^D]%T,&,VO\WH1,2$RS,K9WM'LRI5:DO'2[D1^ MJAO#C$Y,&-(XF=%-5'H#%N U-U+ , ,]0$.P):*)<0XK; ,HQGG!VJYF#!#X^ M%FZ+5LXN8%-/!3,
[?.E$:WR6OG4 +6C7'+T$P/O&OO]4&ONS<:JZMW^<0'/QXEN(#$<"[$H M40\YUF@>R9IAWCH&,C=8*I0E=2#V"EH34;U[KF8BD_H*I-&M+FH=$SO"$TL; MM:I-
&A]ML>,@COIET_CJ^WI]FXX[;1Z%V;F<**84)BJNJ[?YM3S9F_W6U=-' M_84KX:.4P7.I@;'\SOP-3WW/)KKBTT5P?1#ZC+"OO6".CS:2L;:_("&++K?J$ MXUT ^J/("'1%'I4%E+#Y
E=ABMJ*.A[HO9XJ2ZA'X)Y/CY>74<_KKIXV-/K3 MVS8^T,/.\(/!=GAW%K03H+'MC^)V!T#_C U^UYOWZ>!C2DE^)9^,F(B 5J7O M*MW=[JO4:?H8TR]/G[3>:8](!570$EMGD^=/1\JGST3I
DQ)/LTL7(RNE)]K MTB#YQ #/^:51>\$*NF]U)_\#4$L#!!0 ("> 9UDRA+J!20, !L' 9 M >&PO=V]R:W-H965T//W'5*VDBVR[HLXO)PS9X:[0?NX> M-,VBD:7D+4K#E02-
U2:X3"ZN' B#X\&\L<%%LE?JBYM*C=![2AP,(Z M!D;#,UZC$(Z(9QSY Q&EP[XUCZQ?_2Q4RQ[9O!:B3]Y:9M-L R@Q(KUPCZJ MP^]XC&?F^ HEC/_"83B;+P(H>F-5>P23@I;+861?CWEX
UC&WP&D1T#J=0^. MO,H/S++M6JL#:'>:V)SA0_5H$L>ENY2=U;3+"6>WC_B,LL=U9(G,+47%$7@U M -/O %=PJZ1M#-S($LMO\1&)&)6D)R57Z5G"'793R.(0TCC-S _!E8V29Y\O.
M1P:55BUSD+?%_6W?W3#:13..7D-.Z&4H0I/#5(26H[M)E]^-BY=1@E>,HLE["P-5(?6@*K@DRPH==!!]FF!R1)Z6:"VU5OBW-6,-- 18W# M$(/P+JSR'*]:CSZG% Q=)I.6,R%>@#ZCG ,S4*-
$[1F<'Z$*;[OQF*5G_#S= M_3<-_Q\<-T#XR^>2O6&7)A?+R9/C4;\IDZ 7CDE:M19@D<[+R91(FB\19\SA,Y\O)_3C+5P0($S?$8;[*) >4"/(<)LY9.)\0817F<0++<)G,)D_*
MLM>DDMO%*IS/$F_E898Y*;-L&2Y2MS:+2=YB >\50_2F85$=UKXM&RC<.QAZ MU[@Z=O[+H>&]'A]^&[=,UUP:$%@1-)XN9@'HH14/$ZLZW_[VRE+1>[.AOQ=] M=X#V*Z7L:>(S^X/" 71, !D
!X M;"]W;W)K&ULE5C;MM($GWW5S0TQL &%VHBV6/ M;<"QD]DL-HD19W:!7>Q#BRR)O2'93'=3LN;K]U0W14D>63-YL25V=5U/G2KQ M>J7--YL1.?%]GDTR*J3MZHI*G,RU*:3#5[/HVKDAZ-
L'512+-^2[E>W70&GR/U6/1!\Z[5:4E50:94NA:'Y3>=NX)^5?G;GL^(9EI_XR\? MTIM.GQVBG!+'&B3^+>F>\IP5P8WOC:'_O8T76K_B MC5]OXZ,*GZCJBF$ _G 'AW1-VSC"I]PQ^)4_SG;F:=
3+^>RCDH'%T6"-W MRY6M9$(W';2#);.DSNW//PTF_5^.^#MJ_1T=T_[7ZW))]J"+^TDJY%K, M",35Y,II:$#N1")M)DB:$BEC?77%9Q(,E:9>#]RXOWLX%<-QM]^Z=R8K!/VL
M0$3(E/CM"0+QN'O9"DC+RM W+E1NTSSG7?$5;L$VN-0)946I\:],\AJMRCEA MKX]%[S.+>RE1@1L) @0KAR-ZYL\4L7G64VD'*PJZ?)A[LE'!0'F0P#U.BUN+
M3.%\#B/N#8GE!F>S!N133R.3,&8QEEE%"H+ M*^P+X7I3KTVZ*X) &C(B"UU#@6/#2(_:VDHIJ(3"V=K?;Q$_:QKIYY^F\>#B M%S&O76WX/%.$EF&/8#(!^# 04?
PEE36],91[]^9PLTPX.TZ:!3G.F='U(A,/ ME#1E"QTW]L$WV4482TX9K' $?A27">U%LPN[YEJ#+(^EP9]A:3#8Z857L803 MJQ$![-2+O/),<33W[>E-K[2+[+.W>:=;YZO<6"Y/'SG9>0C'SFGH"L>-
WA\ M- KQWN6Y3IJ&Y)CG4AFQE'G-6+%6+ZP0 BL<[G,B#6:Z@\X_BV6&'E\!F% M6P:NA$V*T\3=H?* LJW;J&E.3H[+E$G?,/.L?: -<;M,.@%2R]7OU&P)V*BV M$LR/":5
9G#)49*5ZCOR%&']0B&:;;BU Q.I-@!%0D_ *$X*+!='/1ES=7-.?: M&;V6.3PIR&4ZM:$(!ZEPRR25KYQL*\<-^MST+Y>67'F^4?7%M;L^=7)CHXW M*5)Z\O48,9T-SCT-
1_WQY.2>"8>=#@0+/<@\'FDA,HPF%T,H3[CE+4)*"*>, MAU$T&?5//OO:O,3&67R. 3B\F)Y\2)G5YHH.8>EL>"Z&T^AR7"QW$!3)HFI:1^#9[ZN9R*\:O0 @\0S-R^&=B$K/D
\W)^#DCGW'E0JQCTH_%X J%/N*::L.5.M(ATT(]/?M4ZJ7S)JD>#MZ'(\.EZK39W\A8?:!'B3^%X#W=M837UHZT9">P'T/IAAX0,+:1) M-
]78J_@1VMSKXOVVQ>\04'7!H^#W8.+1$\S)O2Z&'}68ZQ#>CK]E\=L&/H?2CZ-KL#,T\.TRS/P+!9]J_ MG+?#/V'D^S]&'%!8;(@9>B;18#(5 M&S+I IELJVQ^L[]%$8
MPSK7BW4[7/WVLMF+MDL)NJV8\6; [S20N82AMOVQM0W1MJ6!<,E#D]BJ[UG. M^!:U3).5]A3P^MA>Z3I/12:7A#^\' E5\&9C>&=52#0'5.[FO5V"]C#XOEUT M=]#
(_OC5+#,4AA\6#2PAX'CQ]!&KN,)2E=,<5_O=BW$G,,'FB].5?X$RTP[%]1\S_XE MPP(XGVO\Z&F^L('VC=KM_P%02P,$% @)X!G63]^_B=(!@ DQ !D M
!X;"]W;W)K&ULO5A=;Q,Y%'WG5U@!02N%?*=T M2UNI+51;[0(5 ?9AM0_.C".S!]B3M_OHJUYY,)I"DY64EU'AF?,\]]]OF M=&GL-S<7PK.[7&EWUII[7YQTNRZ9BYR[CBF$QI?,V)Q[/-
I9UQ56\#0(Y:H[MZ/6.NCF7NG5^&M[=VO-34WHEM;BUS)5YSWNJ15!F>=;]MU80/LK9W-.+[OEI MP6=B(OSGXM;BJ5NCI#(7VDFCF1796>NB?W(YHOUAPQH5^'6R'+5/NQ)51?\G4S\]:
MQRV6BHR7RG\TR]]%9<^8\!*C7/C+EG'O<-1B2>F\R2MA,,BECK_\KO)#0^"X MMT-@4 D, N^H*+!\PST_/[5FR2SM!AHM@JE!&N2DIJ!,O,57"3E_?LVE95^X M*@5[)[@KK8#'O3OM>H#3EFY2
5U&H,$.H- 8.Z/]W+&W.A7IIGP7I&IF@Q6S MR\%>P(CB8:[-!;S#:@S>L+1T&O.'#EKZ1+E&&C'T[XNI\Q;)\<\VFR/D M=#LD%[R$\]@F/]J' 2FCV [W_\.DM&W78
M#@D#V:2[8EH.3YY9E'OQY)Q M7#'N"/)/L1"*]:O?0?4[?'*%M(, 00*J; \%/PS-N[UV?TA^-!? !Z8X4O M%?A#N_XOKD?]]JAWO(-(_%@S?L3>$%2+"+Q$XUYR6T>EHD+ZMU/)K,G9&Y&(
M?"HL& 9# 0X9(@S;8DS=3Q&]"&;?\OO@'"P;EEYMP#>2*!_R(+@H_QRP :O MVJ/AF!V&A^&P/7HU# \40,)JA(JG7]$[8WH#9I>QL,D*FBTT))"Y2^GG#*9]
M@*A8K0S2E+L4S;Q^*G49>PF"'::A04E"YHH M# [#FCLGZ%\(B7!>Y@&F66/9[A U2Q2)*'@R;V1C(:PT:5!$Z&61_HB=F%*E M+)59!BM)LY5I*1&N!
(M14S]Z,MB;$IM86'.=X30PF_;+42WT@?,22+ M>?*]E$X&)JU*06/W!^BDY4>Y<>*F&6;E*K:=+L)$>F9EO\"(;,T-7!(2] MH=D)IMN5CM9. C&3"B>V4ILIC0 ^5>3 HH3-
B4*@L8%K2BQ\C_VQ[>YE3 M']%B0T$0(R\5UGRM/"(UUPE%2NIX0 /_#IML2"64;O",L3BNK!Z\@>-A1P2% M0R22.3HJ9@=\B8,-?>%-%LB2.0XZR!O H15@44>ZPSZK&&-UWPYQ72?!4BK%
MILAUN!GFDHV! E(@-R6>"B[3=IVT,3>%3@2$_%(('4?*VENK=*+P!)A&ZH1T M(JC]E='07//;S!+!K88@8E6U-K>W+C$I2S F;!0(/%@8G9+BV@]MMIQ+<%HB MOG45E44XGJ[Y$\%Z]&Y-
/XBG.,24CF]$3\UBL]N\V%,'9]KDK.Y^THE8]AL% MX.=4M'IAU)N8H7QP*$TVRS!RAD-\"BXH3U8%R,TEZB 6E!8CTM#(X>14;AL M1"0\YL);F51ULM,-: M-67(,S8<=X[6;%
OOT"'$.)7;30E%WF@L:%-'8 U&Q$0%!A M7U7I.V/(9U;$Z=EF3@CV'OF&/GEP25T6HHT"-84Q63LJB4.$9MTY&MZ16>W4:6M?+A=8E9#^&9D'I09<^UN^] M
.''ALVWZ,=,$'7FRTAHL.15*LS!&V?O+T*.&)J2](\&,0\VAQ%U_Q^U,HE4HD4&TUWDUC$;K\#QP9LB7#NGQN,2&Y9SP<&7 M-N![9A#EZH$4U/\/ 9UF>GX#@+ 8 %H/ 9 M>&PO=V]R:W-
H965T:&TN^Q,O" /NUV73D3!76)*H?$E-[;@'D,[[KK2"IX%HT)U![W> M<;?@4G>N+L*[[;JPE1>22V^6^:JHN!V\5$H,[OL]#O+%P]R//"THGMU4?*Q
M>!3^1_G=8M1M4#)9".VDT'G+/;^ZL&;&+,T&&OT)H09K.">O;L7(7W0] MD&C<36NKC]%JL,/JC'TUVD\<^Z0SD:W;=^%!X\9@Z<;'P5[1U$F[+!WP :] MP7 /WF$3UF'
.]P3%KN5+E7&55:P/Z]'SEN4P%_;@HU8P^U81(MS5_)47'90 MJT[8J>ALPAY;)O$O(V ^ MMD* EM "]K3">OWR=- _^>#8R%BO0.JQ8QR95[*07F1LM @0CT)+8 %(L2T9 M^P;9^2*FPD(V
,'41G7&3"U,TIFG"P_:R\0H\?;]L0#Q@NCQ\S 6\MR[*VQ M[H#-)C*=A)53KM)*!0A)]$^-S=9CK%U_X]@-G)%(VC*V@^#&#.NR7M)G\S \ M3H9L?@ I1IC,F[CJQEH)N]?L*U^PXVAYL+9% MG,P1
CD@YCX.*)-B+IU'FI_AL;=DW]E6$!.2.N3@WFK9)\CQ"'RE M*&[(J3LT8/&[JOB$!.,85E2\9;E3*.K$(?NRHZ@O0+_C2L/<>?-34]@"!^-*0 M)\KDV\?[NX=W+%<&7*
<(K"@5U"J:YW$R\KP4&62AIK8GHJ,J]NE$;DVQ.6'Y M,6&?YBG(2+PL3"9S&;5G:YSTLMD(B$P1DK5M&P+/:RJ&7."X0ULF\AS[D&Q4 M1[);?0]0@8,U?
H32F7*1^$@)"CT2J<6;=?"#94DTS)MPJNN3-B@6;Y-GIX@54P8:L$:_1G)#L<""(^K15#I^HBJ.F:A/7 MR"R?96:F71NN%%::+%D1%QWM/RZVKDP[HEP)PS+4!+T&-:EU?61L&L6FDLLH
MV, _5NA'!J"#N7]4OKT!#H@>/-1I+BV:T]^?_9,JU@5U%$/=\B0!'#O4??I-PAEMYZ+-*Y*LCYL-?.W'Z]/$X.3X[8;SM6;/62TV35V.L*TV&* MC+.<*.1[KG5%.D4S*.']4/O?H!IAO_OHL5Q:]I.K2JQ5]IOZL
*P5''GH@Z M::03B@V67+C4)3 M@$)P'V43X<=S26HJM$X7P'&90$%[*8)*.)R0%,<)2^.(6K5.5KPLK9G+@G+= M\B7J:3S8I-S:!2TGJ"O\(5MG+V[6PQ@&+1N>T>^V(W:W M==\IA!V'6YVC%&L?
KS[-V^;B>!WO2ZOI\=;YE=LQ$H\&E,.TEYP<=9B--[DX M*8,MZ>1\;B+A;\37'Z%I0GXGAM4;3V@!9KK]-4_4$L#!!0 ("> 9UDR M*@JG% 0 ,) 9 >&PO=V]R:W-H965TF_]?8X=L:QEI#MO M_S0Z-"
[9GO(VYG^Q&64OYX50?4R^W2D#06O<^)3/ M.QZ.%-[,OJ$PWRG,,^[144;Y5B:Y6@2_$8&E88T7-=2>4L!; [VT MNO-M:Q)83E%(I\6==\FXFIPR%!=E@@L6+-7.WH;UX/OX-
[9W_GWC%6Q.5];$/)/ZZ M6<<44#1_O\,"Z.3B=2?<2->QDXJ6!3HE4ABH6'W_W=G5[.<3(5P<0K@X9?V_MI^RTN5]_^_Q.7$W%:6;>!]^*A'84R>?G1*2&6*F3;IL5#!1COXY&&QE8IY5;
ML2;EH63U;U07B8#,)2+2UOI4;!&\X"=Z[H@E=$ M&I@ ,)B(!9MC&#[@&'>*4+X/$?M*K'L(4Q3\?D(9P"6QA=0]3&B3:V%"A"H/@1$QA0P%MGZWB6& MD.64="R&"S-
Z!RM;01\R43Z)30:1.UQZ$+@Q4(^B:=>AD3!;B>X:0;URS%) 9ZZ@U3A-+1A'B05AJI M940CO2.2/8D'CE[#.Q&F@N1V*CD^\XGT8%KDW/D.0!M=N%B#N4"A#ZV\645
MH<98)DAPQA)'23K8XR2^3)3V-/JDYPZL3O)4T (C1IF@^C8FZ11$%K@-LQ]R_*AD;46&RQ^EK-UMY-)A:"G4>O^P0*1UGU.'T,.%OQL'VK_CX
M>?!1AMJXB,:HH#J;_GA9B#".W'&3?)?"'.H*0S,O&WRE4& !O*^\3_L-.SA\ M]ZS^ 5!+ P04 " G@&=9[\?8J>0# ="0 &0 'AL+W=O@I-!36]/T1<)MSYX]BUUPOC;VT;7,GKYT2KM%TGK?
M7V:9*UONA$M-SQH[M;&=\)C:)G.]95%%HTYE19Z?99O0.EG.X]]J7<[-X(74 M?&_)#5TG[.::E5DODN-DM_!1-JT/"]ERWHN&'|C_UM];S+(]2B4[UDX:39;K M17)U?'E]$L['
[]+7KO)F$(D*V,>P^1]M4CR0(@5ESX@"/PJ\0TK%8! X_,6 M,]F[#(;3\0[]78P=L:R$XQNC_I"5;Q?)14(5UV)0_J-9_\S;>$X#7FF4B[^T M'L\6\%@.SIMN:XQY)_7X+
[YL=9@87.2O&!1;@R+R'AU%EK?"B^7 M0?F1/ACM6T=WNN+JN7T&1GM:Q8[6=7$0\("[E&;Y6RKRXN0 WFP?YBSBS5[! M&P.C/Z)6SEOBG&$.'D9(E3'I>M%%R8L$\U^Q?>)D^?UWQV?
Y3P<(GNP) MGAQ" .\]Y.(SRRZ^?[N@\I9?0Z+VF=[RR VHOR%J)=\RW9BN%WKSQM&U$;8B M4].MM*@98QV)P;?&RK^Y(H'3EOF'#0O4=^LLHR;[P98M:H)Z:QHK.O(&=09W MV!WZ,#N"JSS-
<765"E4(^(E7@MO2=!TV7*"_(V,#;#$T+CO))>%8;TMP8+S&NGA^6H4N4QE9* MEXQ"]"V)OE>R%"O%5#/D%(H, ML8&PUVT9T9L!XD"=`NXG0TH(ALE.E5G=>0DU8<&Q^\[V,OC:
[D&,Q76K6(MV7R+^$HU5,$"M"AY9/0">A >X&YPD+4*#BQ5T@'<2SV$R^ CY:A^\%,9T-;& MDUDIV4#89TE&GB9.P@IP2UG+$2ST_1\OQ,U)/$$:@V/";%>R)=I =ALEQ#BB MX_/TXI2^E?CL_Q
_3F?_(DZ1>3%+S\(6?1OUBW264_I2>\PF3U;'MHD/G"=GQ,1XGWO3Q 5P9C^&ULW5A-<]LV$+WF[5V"4?L0S MBB22LCX5J==H).NN%:Y%F MUBWTSTY*GM(-V??E3&/6;U$249
T0DFF:7':.0^.+X9NO]_P0=#*;(R9BV2N MU&9V<=@:.$.446X? \,6D2\IS!P0:7QK,3NO2&6Z.U^B_^=@1RYP;NE3Y M1Y'8[+0SZ;"$%KS*[;5:_4%-/$<.+U:Y\9]L5>\=1AT65\;JHC$&@T+(^IO? M-
7G8,)@,]AB$C4'H>=>./,M7W/*S$ZU63+O=0',#'ZJW!CDAW:'<6(VG G;V M[,:]^/.+"\25L$M5X*P-=^DZZ5N@NSW]N$&ZJ"'/4A3]D9)FQEV)1-*'MOW MP:JE%JZI781/ MY0V6/1H,O
B]J0XT\7K0/+^.:FE!G.]*LNQ<:RY3 M\N,_S^?&:LCDKUW!U?\@W=BN=(Y-R6,Z[: V#.DE=1:,!B^?8#YLF0^? M0O]'A_0DTFZ>;]_=7K%)C^USPZX)B1&QQ;I/(GLOA37L>>?ZYKWI'/:8^T:)
M>DADTF;$M"L'9A668T+AL4KJ!QCC8 Q3"[_7.>/R_I=GDS 8OS0L5D4!M\;Q M8;S&LV@%;O\2($*FT7;21^2>4MG,!6[8&!U_#N&&FI%@L!'P)Z0&$3,12)!7/
M6:;RA'3KCJ^3AA/-7DA-.&X.#=\I)#U@_N4Y*D>9[#,Q2$)38GNR*23$EB M]\2UL[(90/T,@#+Q1!9<:+;D>47K^+T_81A]<>R\69N47[?242)(&-8Q)=QZ M$)!K>-
=M3MA[AH;M]TA(@!5U:9(K38;"LE3,2;?5Y9PC9PN5HTGC8'W*5&5 MV709W<6P\(KW^4H><&7B#ZEVG/-XRNP^.#MY5W\&]_[S>?_"NLL8"UB6, M>P&\@CYJ,HG[&H.PZ/V$\L.J-
Q@>_.P]@'70GTRD+QKU@>/ !IX EE]&$ ME&P@*.A#P/#AV/4>!XC'K# MP*^\EG%>)1!N-![5IV8SZ',%_UX9E'39O+),*HM#MP_D>FQ&VK]")4[O<1'- MFB*:_>=%U&.W. 4X>T*/N_&?
4N75G>LD"(9R[F@#;^T 8:E4BJ]876546Y<; MB8H5CJDI:62LU&K.Y[D'GY,_OS@3M'3YO:U-8Z3.Z1([9NWY(%%Y[H/&VQ4C MW_/90JN"#=C/CA!^PV#0A"]K[:XATD: <]\8FQBWL[&H;*4?D]^(-
R9M\0,) M2TN2R+,3+D\^55[%: ZHT=0@)-BZ1F7)G7(R09I\;O*H.&G$HF[)'J%0 MVHJO?J'+4)UQ553PZ832HDO(L$!N5HS0-0I07P*XF2+5EF,+Q*$SQ1ZSCJQB*HD_S-L)_;L_]&^CH*P:5ZC
MMGD-]^ZPFAWZ_(R"E^NOS=:U_:3[VI>TZAI6]&X?JFS=Z6OHN8=SU0]W==M MRDK'&=3^@[^F'\>R)<<-'6\I$YFGNU)@>S!H7LV^%3CO#WIX#/]#Z-)3_V:K M)G?
WL6Y7(#Y18HGK9/TR$[3Y']%*R^JQ""[F T MAA!'O7""C^D$XVEW,'THBRUU?Z/VJSMT=&&^8^?>BOEW%;1%'<%@W!U'DS4E M_QK::SX9#&%PU O'^)C4QN$T8KON OV-
RUM!Z,ONBNJ*JY*VOL>UJ^TM^+R^ M_#ULKZ_0;]#6!4HAIP5,![WQ4:?*XF+IAQEN\J3=!CQ?*&77 M$^>@_6_@[&]02P,$% @)X!G68O@Z6I(!0 RPP !D !X;"]W;W)K M&ULO5=+;^,V$+
[[5

(HBP3WF%06QJ7F> T_ S19!!2:5"J8>#M00E)ML3" M\=1*4JDUSOL\1'85L*Y<15Y(R>8#>,BT12BU(U I5 OCM5LA%NP3MGL*:Z/S MAD5>5LY?;.D,/0#TFXB*
<&A[!^SB%Z;D8N^.E<(&/"";I:_U27:L]#:39&5O M^]:!!CDTR.;"Q]$=Y!2T37 @@33:&BRU820.,JE38+W@%5,^>G,P% EYK15I M8>$#V=%ENK)$T';A<'*:3"9.SGH/F4%\51V!:IM#GRQS*
(%3<;!>'!'12)+S^9AWHC (%]->G?1OLK;U>!,0+TD) MTVD0A3,>9K,1#R.Z@(9Y'/9NNDSJ@OE-MK3)(K;"I&2N^ 2B8#)9T.]L-*'? M>!;1[VBVZ+7I_R/L9L%T.H7I/)B$!;LSK]V)!]SM/;F?RQ2U
MZ*TFJ-!M"KF6"94)\$%*?D83;9'Q:Z@E]XI[*=^C+L/-(:DG7CFDH;.UB4Q M$VF=DP83;9Q:Z@E:5FIGBMS*\'CD&\D9 MZ>%]U9*&FC+J!(':(E*6*RRO ?ZZJJ0 'BQL*%;7^5P\[IQQ38>]%+"U2O1-
H]K5 ME6C$^_ \7U'+!VCZY\F:?8>I[W7B./CS8M4OY"#0RW,<* !S-%L?!O-+T95 MN+K7[+YVG?IEW:"^'* ;_"_";"0]!PK7)!H.9I,^F+IUKA=.E[Y=76E'S:^? M9O1O PT?H/VU)LLW"[Z@^_^R_
]02P,$% @)X!G6=-<#WC&ULC5;;,"N^KT]'()066P@U-A9J^9,:6PM.KS4>NLBC2H%2JT70\ M?CCU:(2.=Z@ M_U)=67H;]2BI+%$[:318S);1>G)Z-F?Y(/!5XL9M/0-[$AMSQR^7Z3(:,R%4
MF'A&$/1WCQ]1*08B&M]:S*@WR8K;SQWZI^ [^1+(AQ^-^D.FOEA&)Q&DF(E: M^6NS^05;?]XR7F*4"[^?:61GLPB2VGE3ML$H)2Z^1CI-4^:[2G![1_@L]&^\+!4#XQW=4?$9.>SK2C=
_.I4N4<;5%^',=.V^I(/[:YW*#.-^/R$URZBJ1X#*B+G!H M[S%:O7XU>3?^<(3OO.<[/X;^8CJ.:__V^^T%3,9#V(:!<\S06DQ#%-;.4:<+ MG<)7H6H1.F.MJ#6%3G (5U8:"][K[7&+A&S ?@"X:,I*Z$?
(3$Z437E&P3< M]R"B X&-<-2NWVK)-D5.@\%YD-YQLS1$/!$13,0Q51(622%U3E:D:^&YZ0<@ MN6T38],&6/H"O@QOAO#S>GVU2PH;)FQ1*1#W0BH1*Z1SF2(I#R VI%T9)WD, MA AHS
6_#,);EBXM=1CS*X3?1G_]ZF0Z>_! ?'SQCZ"R8AT@M#591#-X#* M2AIJ4CU"6B,'D-5S8]*-9#Z$+ZE%,[FEQS>*C/*!%SJ7S#(§ R09DY8FGB= MCJ*3N9:93 09ZLCV'K&1-
LS[$S&$VP)IQAF+N[$BZA32@_D+N&E-3P>2UKDG M2E-KWT2+Z99D"92\0XH"'6K0QK-LC)QB)?\)3D-6>V["'JG64J] M0()FF%38&D; JX396W$=92J#$E3HYACS3! M2_7V4DE]
[[H*HCB$N[53ZL)CS=_-S>4 -6.G.P1"EA32A40.;1=*"'*Y1OQW M[>W--=,J1$HY0DTVB;ZIG7JJD2&>L;/(BP/C'R[@4%O:0$<@E2'[1]!PUFYF9+O7TUBH)\^=X?D-9?' M<;?
F0[C(,@P[1!BDUY3\0!"P/Y?-V.4"M/09,IZE)/% \ > #WRA<)AB&K)" M);42ON-Z^01->>'K,-HR3-$*]1}?"',Z@>_V#SJ>7(EG&09Z;D]C^+0'N76%1 R' MI:8PAB9ZP*0.$25)EFB3R3-[1Y N?
1D/%@I7BRM81< MYDG!."' =-;&T#U-*(*B(9_)-@\K)E]C-!N;/:P_M[;?8=;.\8DW*_!G87.Z+4%A1JKCX?NW$=AFK6Q>O*G"*D=W&2V&X;&@31PM M"]#WS!C?O;"!?K=?_0M02P,$% @
)X!G66;>!>SB" 0!H !D !X M;"]W;W)K&ULS5EM;]LX$OXKA!>[VP*N[3AIDNTF M 9R7WA6'701ULX?#X3[0TMAB(Y$J2<7Q_OI[AM1;&L=)% .VP7Q)+&@[GY9F9
MA]+)VMA;EQ%Y<5_DVIT.,N_+=^.Q2S(JI!N9DC2>+(TMI,>E78U=:4FF85&1 MCZ>3R>&XD$H/SD["O6M[=F(JGRM-UU:XJBDDW9Q3;M:G@[U!<^.C6F6>;XS/
M3DJYHCGYF_+:XFK<:DE50=HIHX6EY>E@MO?N_)CE@\ ?BM:N]UNP)PMC;OGB M0WHZF+!!E%/B68/$OSNZH#QG13#C2ZUST&[)" N_&^WO@^_P92$=79C\WRKU MV>G@>"!26LHJ]Q_-
^!J4^_.6]24F=^&O6->RDX%(*N=-42^&!872\;^\K^/P MD@73>L$TV!TW"E9>2B_/3JQ9"\O2T,8_@JMA-8Q3FI,R]Q9/%=;YLTMRB55EM MB)!9BO/*0< Y(74JYC%?1?^N5HEM52*U%
[,D,97V2J_$M4/EP_ACNM3]/&I_/I3H5S*D=B?S(4 MT\GT8(>^_39&^T'?_A/ZMCGW]G">0M,_6^;PU'?P79]7&?O7"D3.4V@D!S9 M.QJ<_?3#WN'DUQW6'K36'NS2?G8NG7*UQ-5]DDF]
(G%ABD*YT+=>L=Q@?G4!G;"[#=*VN(Q":=D4ON2;H4C(M>G15+(F]-S0Q;+,TQFOC2:3*);EQ%1(D-(NPOPA!7J71WZW![P=3AOT@0S&8 M;01ZP4? 4S1A+(#Y!H'G\)65=14W V]B)*XNMHPH>
M+G6J/U^IT&MM3#9"O3'BB*&(!NEXW[N._:4Z5B_;&5/,C_\(DK!$D(,X44N>KEUP7N;&2'R(XJ94NAX\A=3@ /QX6(?Y M.5-A4B@/H%[(]#-&9=U<:EO9;2B6=6D,82VJ-
41#2X^B>2TTS'6.TP%@E+'/ MB:54%G7T,-<=P$KC%".2]3F, M ,P)%LQ#O*5KI,+$%V(@)C2W <0SSY#8S M>4K6_2SH2\5-3+;=) T=*59XQ"BT*I/RVA3)1B1B^KN6N]6$=KG/+%%0J-'<
M11&G;,3\G)MB3%4]* /:42MM5%3H)F%G$"?>H]G.9](C8QLN5KHO(P0>%Q8' M^C$>#L1HQX1[VTZXMSM'TXT+UEPAQP7';-MP^S8-,:ZQ7&3#A?SC4?<\)G>V
M5,L9YU[=89UQ5\A;*1+.G#D,B8SQ%HNEPBRD 67NH,F;CG]GO2<84%K MWY?>[,#8R5'/U2JKVT3/&$"".6_H.9W9/_UP/-T[^M6)6VW6:'.K$$VN+O:) M[GI;]ISH550
3P4@8L+=4N/&LN*R'/(J;JP-VE@V58B %4MKBKKWM$;N0M1A MBZC#G7CX2$F.H(>>^A1=^C8-B.I%/;]!2U :H2P6,F=DN-YXM>U"1!EPJ/E- M,UB;H(;E99^*[7#[]'7[:*?
1UQUA0OXZ%#T1@;^L3&SAC2\IIC!YVSH,T&?5 MTKH1-&&*)*, ,X4'>Y.)^%&8M88Z5RV<2A5:6$1W'FE7O;L ;]>N@693&4$[MXYURA7.6]"W=[/S8%?/C-N;'SP$%WJ&U?D"18X_>X0*^ZU1:-
/S?T8; @Q/Y M+#7,7,7,P>?WNL32@]-6^M6(G&@K8-NT('E9A?8.Y7R2 5@ M4D*9,]EC*!F[@M2?NJS\SA-E W3,NB/+4 Q@2"8T#\%!(I7QZPS8 %:?!M: M-T#>5P1['&8PMQ![+&%E&/=#5
%36 S\HLS-!DR 7<"B[B21&!>F21[0#CTI M(=;(="N!B8,T_-D>_D %):Q,0[!P06$P<69X_,O(B&V;O(; +&BEM.8[]$X^"3+,&\=P%NB)!L8; M&S=[A5WC.2?FHAE:S(-C.X8VNI-
Y)7TDUWBB:2U6E8J3OVE*"@N3<#;@JY>- MZ28=#R8T"K-U.9Y00F&BXMIZF]^$)V\FO[3U]$G>Y3B"Y\G ME8]DDZFK8ZH\,,A!NSC:L"" YO')C^H2\O A%*9KDOSD0W[+M0HU5WG#]!]/
M;4<$V^*3N3-=$+J,L*^=8HZ/5"%C37]!0A8;\;FRRH% =R=8%QDF/:L+J6'N MC2[#%=57])*H/5^J2^P/Q4PKG]^N@^]7N23ZA Y;EU9[.\L+K69.JT=3]JZQ MZ?&V&VH8F0 MIP<*:]0
GSMLW7;K5QP,490;R6!.?<8H2+:VU/O#O:7R_#X(=KKO#+;]A[.@ MF0"U;=^*VRT _3LV^&W$@(QV,;OU?$"S"E\(U@8;PW1?B9D<3YC 7PG-\Y-A>\0?O1 MZ.S_4$L#!!0 ("> 9UG&PO=V]R:W-
H965T M(!I[J2NB)5QC3C() M+PZLN3Z1#0JR+*6JN:&K6@6Z4[4].Q7)NJ%'BG M0* KFJOG,ZSD9N(Q;Z>X+U>%L8I@.F[X"A_0?& N%-V"#B4O:Q2ZE (4+B?> M*1N=)?:]>_ "CQ(U^)8/-9"
[E'WNYRB=>: EAA0MC$3@=CWB.566!B,;?+:;7 MA;2.K^4=^E>7.^4RYQK/9?6SS$TQ\08>Y+CDZ\K<$-GXZ5W(!RKPG- M*B5YTWD2F$_RH-19"W)STSO\1'%&N%HQN<5ZN-Q8
C5VH+%%N&L18C>01C" MM12FT' IW*48.[SX/RDNE:SA MG+@J:@4JLRG@W!48%?PZG6NG_[VO "U^LA_?CLU(-WR!$X_F0J-Z1& _ZZ0/K
MAU\.L$\Z]LDA].D#C6&^KA#D$BY*S5BG4UJ\QHD#CH?L2PNG8G6[QZ)O&05X M6]HM"<<9<1(O2";D3-');=)' T_2S*>3OK#F_FH]I8K:YFVEK\2Y .,=R:+ M^]CMX8[CWPOZ&+N)[FCQ.4'85SY .(\46ZS?
^$R@>"IJ,T!EBK@+4XR$GM) M['=^Q>+!8E0*\/8U@V&?!%XTGG1N,P1B&X:'K-2TW#*CV\CWHCZ))MXT&3?> M_A/\.KQ#[+HPOL5] M2[]'DM!(WL
&I#&FZ?.A@BLP)SGQPLAOZ_$D*@E\;S1*4.@75&,-;7K %ID& M?MCY48ALQSBWT"@34?Q^5SM\V05;FK)RJUMV<>:2HTDP4Q]\G.-TW0_L[VF
MIXN*EB]VOD@C0Q'+'T3XI\=Y4VO$6:0NP@::9G_C?Z1I.,^AZTXMOXN9VEN M*A' Z,T68-/ZS8/I6V;.P!;3Z3+#%&LUA_$7%S'E="N)^Y74+[9*3#57CHPY
MI98B!\-9FNW"*-2JS9%1$=86]FI%&0(\X[*FP/B!U7I;NJ7-[4];*K-]-HXR M_F6IOW(_[.+CML5M T=-(:1F_S@3*Y!,9)VE75K0*3O136!S5IGN@*=>,(I(M$#L<@Z_$1N^H!#+U_&E(1IT'23,@)2V C$-
[8(OMHND\VP]O=\0I$)\-Y1%, M:;*=HO.FO:#MX,')@3T\6+J0[M:NEHK8TG3[5WO:;]J7;FE[%7>K[QV56X9K M%X<-JOJ#,0YIZ=9)]Z%%95>XM= 86_N:XP8.T@C@_48(O?\P!MJ=?O$O4$L# M!!0
("> 9UE7+D*S&PO=V]R:W-H965TW%_)IY?(]\U'BZ5?[]*1 M/)9"FEE06%M=A*%) M"?8Y3.5$52EK)E2Z9I:'>A*;2R#*?5(%PKJ+3L&1 2;S68 MNBR9?EJ@4-M9, J>)^[XIK!N(IQ/*[;!%=J_JEM-
H[!#R7B)TG E06,^"RY' M%XN)B]N\#&;!9$CA)3ZQ 8-0^X1*$<$-'XT6(&W98N ML=]_1K_VVDG+FAE<^O&59[:8!>8*J$\;^P;6+/*#BM MC55EFTP,2BZ;ECVVY]!+.(_V),1M0NQY-
QMYEE?,LOE4JRUH%TUHKN.E^FPB MQZ6[E)75M,HIS\ZO&=?PA8D:X0:9J372B5L#Q_=L+= ,IJ&E75QLF+:(BP8Q MWH/X'FZ4M(6!/V2&V<_Y(;'K*,;/%!?Q0< 55B>01$.(HWA\ "_I)"<>+_FU
MY"MN4J&<:@/?+M?&:G+)W[LT-Y#CW9#NY5R8BJ4X"^AI&-0/&,S?OAF=1A\. M$?VAS %YEB^A;ODY1.3[C3,PN/$]ZP[,$@ M^ 1A$ Z/\ TZ?X..:;W#,WX*;1"A3:82?TJ836_AURS&#=?P,)>KCY$I68(3
MCPK H-Z@%WUXU[\(/A]1.NR4#H^Q1RNJM[02""J#:5EJ]:]^)E\^6C@6V6-)8!+N:'+B0DDT9A#MH* M.VS[@0YC>RHSIW+3J=2MRF2G.V^AV[>WZO' O6Z[CH&$E5)VY1F%^T:V[2IY]?
TIBO>,KWFTH# MC*!![_+<]UTFF9A55E7=ZPL]8IZFE-S1NT2:#]3RNX6[H"NW4= _%!+ P04 M " G@&=98*09Z-H# ^"P &0! *1B+VEESD3-
%4Y'8<[$88X9WT\LUSHN/*3)1ND%>SK>L@27J+YM%X)F=H,2ISD6,N4%"%Q/K)E[M-P^UO3'XGN)>GHQ!1[+B_%%//L43R]&$,,-(:01&GQW>8Y9I(*+Q9XUI-4=] MQ]/Q$?
UG$SO%LF(2[WGV(XW59F(-+8AQSVH MAIQ7D-X%R!%\YH7:2/A8Q!C_W=\F>@U'[\AQ[K4"+G';]_I@N=X00N>W\3L M&SS_$MZ&":QC7K #24S!3
A6)&C&O\]64@G2RQ_G@J^P@_/8NH;NY)9%.+&H M2"2*'5K3MV_E4'<[1; ?2WJSV!BIM M4!N$@HP@KW*'.G= -Z\P7Z%HKA]2"4R22T;E+.$V+P"/D7D80#W MIAXP?L=V**B\(:$+5A SA;!FJ8
=RTKLW-W\5IH#?ASM9Y7]S9=2246P:9'H M$RGD#QC59%Q#Q@> _.#Z\!.X_5XXN/E%QTH"LW>YP-)WT'.#F^\H]1+A4*UF M] (FMV223 *H*,=^ _X-U?<:4V5V_'"DU\>[YZA<.9";MV.YA&ZFD?
8"URS M\JF(LC)&"?X@U+F2=$U,T:T(A)WAU(55J:#@"@[T]C;D>BTRZ3MAD/;PVZ^95AR];\Y*WI;\5\7SZ*VR^??Y3_8]U8)+TRE2@;DGT_4?$ M1K_F)9?A"3: 4]?$)193**RPO*O3?*?
8%=0J&QMV!/SQ2TCW#9?>A M$Y!#O^<-Z&=8.7LC_ZSX[9.>)D>1F,Y-4C++0E7M3;/:-(>SJB=Z-]\ZR\], M)&DA(<,UN3]] 3UZHNK6JHGB6],AK;BB?LL,-]3@HM &M+_F7!TG^H"F99[^ M!5!+
P04 " G@&=934(AG"B "W"0 &0 'AL+W=O8F5<'U3HZ:=C;&5\#2UVX&K+8HB"%5JD"7)9%]J:/5(JS=V=7"-%Y)C7<6 M7%-5PKY,(&AXPBM4BH&(QC\[S&A
M)0N^_7]%_S7H3KJLA<,KH_Z4A2^7T2R" C>B4?ZS:7_#G3YCQLN-4<@VPED@7=W46!Y+;Q8+:QIP?)I0N.? MH&J0)G)2LU/NO:5=27)^=2.LEGKKX XMW)?"(IP\B+5"=[H8>+J CPWR'=AE
M!Y:] S:'3T;[TL&-+K#X4GY Q/;LLE=VE]E1P'NL^5!,8LB2,'0$;[C7=ACP MAM^O[5\7:^IG/Z&<6C>4HC27*>]"\%83*)TV3*PW0ZY&%(%] PRY+>S69#Y8/-5$C5 M<
$!2LG\\8PK01%,206JLZ5HA2W(7-DII/%X/*?O=#BF;S9-Z3N1(:L(R:5B ;BR3\B6"9G=6G3OQ@+N#) D@Q['0+U3"%0:K"7!R MJ^5&YD)3(!G[&HK2.W@2JMG9D\-
/Z!PI$BU76K26I+UXINAT2&=]*3R4HH U M(K>(W%CF0;$K::.H,#,J)!$6UIJ0-3U@%H *[-91BI[0I5"?>5W2BW5L 8;:ZJ]/WX@6-A0K*X/N7C<.:..#GLI M9FO5&!JD>HG#QI#WX7_B^QVQ=
(PN1P)*RY5'->&YT)I&%10:E*\<'Z0)A9H\ MVR&GWX+>EEA98/T/[&D.5W$[Y(_U9; 0M02P,$ M% @)X!G6425@RQ+ @ ZP0 !D !X;"]W;W)K&UL?511;],P$/XKIR AD&!)TS)&22.U*X@]3*I6
0^(!]>Y)-8<.]C7 M9OOWV$X:BM3U)?&=[_O\W?G.6:?-HZT1"9X:]>PBJHG:>1Q;7F/#[)5N4;F= M4IN&D3--%=O6("L"]J)%QFB37<<.$BO(L^#8FS_2>I%"X,6#W3=:R"K=(W]N-
<58\LA2B066%5F"P7$3+R7PU_$AX(? SIZL MP6>RT_K1&W?%(DJ\()3(R3,P]SO@+4KIB9R,/P-G-![I@:?K(_O7D+O+9< MACJ< !S/>4 Z -*@NS\HJ%PS8GEF= ?
&1SLVOPBI!K03)Y2_E"T9MRLXUXIJ"U]4@<7_^-BE M.>:;'G-=I1<)M]A>P31Y!VF2SB[P3; MG>?$\5\A+>.XB-R 630'C/+7KR;7R<+:F>CVMDE]GR#AJ,B-VG^0G6GT-A: MM+!
[!JH1N&Y:II[/]>YY;P*O')#/LGBPZF4^*0!&S15&#,+H3Q]+X[><9*7 M?0/_"^^?@7MF*J$L2"P=-+GZZ.;]*/5&Z3;T,X[36XXPK)VKQ$:'^#V2ZWI
M:/@#QO&ULM5A=;]LV%/TKA%8,+=!%HCZMS#;01!H68-F" MN-T>ACTPUK4M5![]DK:[?U]2DA5+9H1D85YLD3KGD/=#5]2=*BC[RC< GTK MBXK/K(T0VTO;YLL-E(1?
T"U4\LZ*LI((.61KFV\9D*PFE87M.DYHER2OK/FT MGKMC\RG=B2*OX(XAOBM+POZ[@H(>9A:VCA/W^7HCU(0]GV[)&A8@OFSOF!S9 MG4J6EU#QG%:(P6IF?<*7*?84H4;\F<.!GUPC9*
(=K6OR59V(SLR86RF!%=H6X MIX=?H34H4'I+6O#Z%QU:K&.AY8X+6K9DN8,RKYI_\JUUQ E!ZN@);DMPAP3_M"8+7$KSGKN"W!/^Y*P0MH3;=;FRO'9<00>931@^(*;144Q>UJVNV]%=>J419
M"";OYI(GYO>PAVH'Z">T:%(%T15*2EBN_[! 3)" _Y! M$K\L$O3^W0?T#N45^KRA.TZJC$]M(;>G%K&7[5:NFJVX3VS%0[>T$AN.TBJ# M3,-/QOGQ"-^6;NE\XQY]<^6."BY@>X$\YR-R'=??[.?
Z^71/9\[K5D__]^H] M9WA=HGBUGO>$K_25T7C96,>$,<+FOQ)(A%?]<8]B/ &Y8GX1'<^KAI4.!C2A!>_ ML*O*FCT(Z MN!&Z02WJ0<$=?$_4U^%33G@A9/CRJ\R#0."4_]7BZJ)$.NU(->=,^1:%^*HG
MQ6.V3/NS7_\P1J:/[=I0B=LI1/FZ83Y.F&!)EA#,4ZM&*>+/O3IBO$Q:T]<;(=,=U;S2"Z=;! M=#N#N;07<(>>&6"=LI1/FZ83Y.F&!)EA#+L-:+D/]
ML\50IV)TPE8Z89Y.F*\3%FB"-10SJA4SZAQ@:L6@O6+Z(*B0J^50+G])A%FQ M7FYQ_*8;_<5JE=OHW4 Y-DUWV)PU;CO1Y^I()\S3"?-UP@)-L(:.QK6.QIW! M/MAD;=%+BC,!=
,AXK&44;K%&2]W?"(3K<)?<&;6NUZ*SEW,&HA+D'4K/= MB6F^6:#HK-+3"?/[SZ5@=MT/M!47R/FDSKFDS-CWA;13L:Y$9V\BZAE6>\B MJK-*3R?,UPD+
,$:L;?,_6F+^9_W&97IH7(=:^(ZS3@MOU-^P1RVP:WS72**G6OW^IF+J4HY.VTDKSM-)\K;1 %ZVIG/TQ3>5Y MIG;B6J0;!+EHSK.HLLYFS/Q"SND_$Y*(MECDCV2.(&,-3CIC #+"Z*H%?
V.8,PAAQ++? (J&5-UT2BC) MX+Z4'8<-98>[:=Z'#.]W0\4;5IJ4_F6<)B1""K,6\J^DR/(+57Z5T!V_;.M, MX^"J+,7LL;AGY5"TH3PRJG/KN]R;X@;S3?["FBZMEOR5-??:\A?V=-G&N;:<
MJ6\YK6]<^::XJC3VKI:7T'>(/9*,0X(WTFWS(PQBC!3!>3[#:7B-$]&_7Y_\"4$L#!!0 ("> 9UGS*U3%@ 8)(@ M 9 >&PO=V]R:W-H965T$ 6I8WB!")>_.9+KME\QE-14AB?,L 3Z,
(L9=+'-+=>< NO19\(9NM M4 6#^2Q!&WR'Q;?DELFW08$2D C'G- 8,+P^[UW8TQ4<*@-=XV^"=[SR#)0K M#Y1^5R_7P7G/4CW"(?:%@D#RYPDON <"O$9I*+
[0W1\X=TAWT*!8D#7!@9RS L4;\A!B@#C'HFWB+C(T3Z.ID/TT M=\83;S0;/%7I,;9Y*CT=@=7H&1;T#(WT_$YIL"-AV$:%T?+4"35L\&J[(VLX MKA.[:JLV'+M.4:WFI5=XZ1F]7,
(%N,$!0?4%=8.C!\Q:%Y,1[U3?NP1;=016 MXW%4\#CJ/BZ-NJ2R2[!51V U*L<%E6/CE/Q*!0I!\KKM^G)+)@%F>L]MZ>NE M&>W>;J4^,QI65M/8LH;>7C S0I_*:4=@-4XG!:
<3(PL+Q+= *A+@JP+.,CI]X?LTE3[*',#'TF&YO;6Y MFZ-477$]U]KSU]S6J7.A*[0Z,Q79:QN9^4ML,IG>S RGV+83>7OC&T+[M/3J?3O"JU. M3RG^;;/Z-
QUEV$TA[]J3H5OG8WFDA?;5>F6V.IG%2>,(Q(669;6?@, R3X#F M/.'$A',!FPE#6_)H;O54Y[M"JW-49@S0K/1U GF+RD%*#PJ&L$R M923>
"E%P6.*F)"*%*O+'O!G&N/BLN1,5UC0*$'QBSK"H$S50> =L/H.B&0\ M5V>,,FR!+&ZA+!=0T"CX+^5"#DFL0KKC?=!ZX 21B+$ M2/B211:>V26,)IB)%YW+J*.J)'-
$E2+M7HB5OTQ=FRJ#E.,"6II0W98DJ!0.34%!Y.) XX9':C! MQ(I?GT98J6E<9'?]MDDYJ%Q_1IAM]$4U!WHN9+<=16EQ&7ZIKX#WRA?V=&FW ME6'8!GKT(MFN@+VPNH"O+
[FE+Q^J(:*/X-8?X_4$L#!!0 ("> 9UG) M!\M]&PO=V]R:W-H965T/[,DXAI_**KZ'0=Y9< MY%3IH5CY,J6J3(3?C1>TQ4\@QJXG@L]\FN4A.502,8+&) Y\6[QS8R$QL ^\2>#
MK=RY1H;*@O//9G"?3+S > 09Q,I 4/WW!%/(,H.D_?A2@7KUFL9P]_H%_1=+ M7I-94 E3GOW%$I5.O&L/);"DFTR]Y]M?H2+4-W@QSZ3]1=OJV4_ 5H%8L< AP<,2&5
7AOT#AB$E4'XV]!_P*!7&?1L9$HJ-@XSJF@T M%GR+A'E:HYD+&TQKK>FSPNS[HQ+Z+M-V*KK;2#TC)9KR?,$*:C9#HA_1;?QE MPR2S>S/?B#C5L45SP6) MUG&8_L@NIA3
85*0;&89I?H8@:*LDQ>:H2/CS-T M\>X2O4.L0!]2OI&T2.385]IKL[8?5Q[.2@_) 0]#],#U$A+]7"20[O-[FFU- MF;Q0GA(GX!_\Z0H%^ =$ A*V^>,V_VU37*$PL.8]ASMAO0.AQ0N_M0.
[(?_T MNYY#]PIR^7>+B],2LM<.:XK"Z]%@./:?=ADY MUSR14;]FU'MG%RX^%>:=]V]4'W=5IA=A2 KM#V([""C=G"GM5K![1;K*!B15[7J7O144J0A13HNUV\ M]@^7J]OR5*J-
5L)._1)]$#0!5-"\M53=QD>GZCET$6Z$$>Z=H5@[4CY5!,ZA MHW CI+!;21U=K/TWQ3HD;VKU'$()-TH).Z7(*;7]!G35ZCE4$6YD$?;KHAF9 MH@=(&-W/X ?(%R#:L[$PHV&PM=GJ-
^.Y% 5@7.(*]RH*^R65T?6 M[]TWX#[A]I"-_MFPL5VEZ8B J .TCZM1D\1MYZ:TV?C?_FMJ_=9<;1V,FTEVI%\JHB^E6SD M(%&CL?9G&BE"W%)$IR.Z+\K.:]D$75&1&+8]!
<2JW*7!]+5$ M2YYE?"MOVE+-WVGNY2!6MDDJD8UMV66J9^M&[)UM/[Z>)^1F2MKOA/J.[4#Z MS1)EY_>!BA4K),I@J9<+KH;Z_2G*9FHY4'QMVXL+KA3/[64*6J4)\X"^O^1<
MO0S, G5+._H/4$L#!!0 ("> 9UFB4B.!M@, <4 9 >&PO=V]R M:W-H965T\HS-?766N?GOJ_B:-94G8@<,W-G*61*M3F5*U_E$FE2@E+NAT$P\E/* M,F\V*:_=R-E$%)JS#&\DJ")-J?
QQ@5QLIQ[QB_9=,O< J0HZQ MMA34?&UPCIQ;)J/C_XK4JW_3 O>/[]FO2O/&S!U5.!?\"TOT>NJ-/4AP20NN M;\7V+5:&AI8O%ER5G["M8@,/XD)ID59@HR!EV>Z;?J\2L0<@@P. L
$3P5$ M%2 JC>Z4E;8NJ::SB11;D#;:L-F#,CG9%F83/E!<(M_R[A/5)52#2/22OX&Q:F:)"(X@ES$6:T^S'7PJN&;UCG&F&ZAZ0 -6P1V6?
M#]QB7$C)LA5<4,44O+Q$31E7KPSSI\4EO'SQ"EX R^#C6A2*9HF:^-I8LL+\ MN))_L9,?'I"_P/P$HN UA$$XZ(#/W?!+C
VKRX03:9CU7.8UQZIEN5"@WZ,W^_(.,@G^Z7/5$\UO(8U1ZCDCUZM&)> MPQNET%2*>7;=56'JH*D"&_5!9/*WLOAZ/7X WFE,U7]=B8OZ3%Q/9*W$#>K$ M#9S%,1>9-K9-
;T$LS'LP04GMJZS+](YI5#+9-_%F-@"R"B;_9]_(P9D0&P;B. M:HD^RAZ(FNY'-4N1\^JAD=])JXGLE;B3NO$G?96PSNF MH;.&'\8X:GA,G*H8XU!T5BLZ>UI7P4_8K1&D2Y^3Y-@R
MZ8FLY9<$S5@1/*L.J^3TE+N^V-K)VYO)2&]=5E'M%^SO)>T,:4ML!AWBGG0. M]EB%<^IQA;3U-$,)<2[='1T6=JKK=9KHBZWMN9DGR.!Y]9ASOCDZ>3VQM9/7
MS#G$/>@5TA;3[/V$_?B_[#'.O_IN%F. M+I.>V-J>FU&"C)]7CSE'FZ.3UQ-;.WG-U$/<8\]1/7;VA.&L(\@QG87-M!(Z M%_3#G5;AW'_$.H*Z5/E[NS1VB^P]E2N6*>"X-+C@Y-
38DKM=I]V)%GFY<7,G MM!9I>;A&:I)H \SJI1#Z_L3N!=5[?[-?4$L#!!0 ("> 9UDK0FV00P, M (0(9 >&PO=V]R:W-H965T.;&\6PGU5>=
(QIX+@NAYUYNS&;J^SK)L63Z4FY0T$DF5/"BV=.]J#BF:Q,P04^*-!563+U?8&%W,V]GK<7//)U;JS CV<; MML85F@^;!T4[O[62\A*%YE* PFSN7?6FRXG5=PH?.>[TP1JL)T]2?

K6;VW3N M!980%I@8:X'19XM++ IKB&A\:VQZ[946>+C>6[]QOI,O3TSC4A:?>&KRN3?V M(,6,585YE+NWV/@SL/8266CW"[M&-_ @J;2190,F!B47]9<]-W$X (3A$4#8 M ,(7@%YT!!U@,@Y6C-S;ETSP^*9DCM05INLV86+C4.3-US8+*Z,HE-..!/? M,*[@(RLJA'MDNE)(*3(:7L.*"B:M"H3W&2RE,%RLZ<0N-4]1,9>%LVLTC!?Z MG !WN,4"(G@%7,"_N:PT$ZF>^89HVLO\I*&TJ"F%1RA-X)ZNRS7\(U),_X_W MR;W6QW#OXR(\:7"%FTN(@@L(@[/'U;7U]. M9'G4.C/ZPRQ3+QY)\>B7% ^"H#NF8^^%8-+RFOS..[CIBJ>VC76L"*@=%=I1 M8V<&]>".F]R^3>]-CHH6B2PI50E=OC-RXL?$D#0TAM\SI;P(J MJT#GF91FO[$7M'\\XA]02P,$% @)X!G62;]#>VZ @ 40D !D !X M;"JW;W)K&ULS59=3]LP%/TK5H8FD%B3)OU@+(U4 M6J$AP8:H8 _3'MSDMK%P[,QV6O;O=^VF43M* :D/>VEBYYZ3>XZ/Z\1+J1YU M#F#(4\&%'GBY,>6Y[^LTAX+JEBQ!X).954U.%1S7Y<*:.9 !??#(.CY!67" M2V(W=ZN26%:&,P&WBNBJ**CZVUM/W+%Y;NR$G\0EG<,$S'UYJW#D M-RP9*T!H)@51,!MXP_;YJ&_K7<$#@Z7>N"=6R53*1SNXR@9>8!L"#JFQ#!0O M"Q@!YY8(V_A=H M]70M7RJY=K]D6=<&'DDK;611@[&#@HG5E3[5/FP VIT7 &$-"-*B&I Y(2N M.G.RQM30)%9R292M1C9[X[QQ:%3#A%W%B5'XE"'.))>4*?) >07D!JBN%. 2 M&4T^D6&6,>LTY>1*K.)B?3\>@Z&,ZQ,LN9^,R?'1"3DB3) ;QCD6Z-@WV)=E M]].ZAXM5#^$+/4R@;)$H."5A$'9VP$?[X6-($=YV\&@;[J,;C25A8TGH^#HO M\'TW.2@R3%-504:N&9TRCD[3F5[J>P6/-./7HU"*=DJ#5@!JC8DK\.2$8P!G>05DHQ,7=5WZ10S<0%U4R3 MG]?X G)EH-"_=AD7'=*X Y%M&==IC.OLC0%.//,E!NI^P2O6+Z M)CL_^LB"5K=V%]L:GE>$W9;9TW15H_=IL?N&R*-JV37R';Z2JKWLKUW<0Y$ MMB6\UPCO_5>I[AW2N .1;1G7;XSK'RS5>YG>*[K_+/Y1M]7[)_[^QH%G/S9N MJ)HSH0F'&<*"5A\SIU8'^&I@9.G.P*DT>**ZVQR_>4#9 GP^D]*L!_98;;ZB MDK]02P,$% @)X!G64-DZE_D!@ 0S(!D !X;"]W;W)K&ULM9M=<]HX%(;_BH9VN^U,&FSS$=HFS"2Q/9N9ILTD[>[%MSEX((T!36_)* L*_WR-C;$R,NLR^.1SQ?&OM$=7^9TSIZ8^9X_*#CJ M5I0ISYC07 JBV.RJ<'U_C(.A#2C.^).SM=Y[3>Q0)E+^L =WTZ8W0$4I88MBZ#P9\5N69I:$O3CWQ+:J=JT@?NO=_2X&#P,9D(UNY7I7WQJ%E>=48=,V8PN M4_,HUW^P0! <"0C* M@. @8#@Z$M K WH' 2/O2$"_#.@?=LD_$C H P8'7[_2,"P#"C$[&XO5G&E M0VKH^%+)-5'V;*#9%X5<131<8"[LS'HR"C[E$&?&(9L8\IY<3Z?<*DU3V M\]7J_C9DAO)4OR.O"1?DVT(N-153?=DUT+8E=).RG=MM.\&1=GKD7@JST"02M4S9MB0_=\1\<\5T8FW#,K-AOQ=?'!G6*;_:>GES9;;;Z?:I?:CSFG"KCJPEFJF M5JPS?O/*'WJ?VN3#A(68L @3%B/!&CKW*YW[+CI,8L$E9"N6+$%IDK(54Y"5 M-%%V%6E3V,D[56%,6+B%^5Y!LVEY-?;._JA0D+!R_5&I[W#]3";#%&@C74&E9J#9UJ%;F:"VW4$FH[M34*_(M/FDRD M@LO&Q5P3JAA)><8-+#J3#>%&DW(I>BJ7HI?SFT#Y DRA9"<.@IP;> MW3_QC-!,BCF19L$4F4$%+)4^(^L%3Q9%RPE-DV5:(+BMD!.IIE0D# HXLR"F M[OKO>I*L:UTMAMK:)? ZO)<','$?3Z#8EWGK*BVTPV8PL1(L,8\OZCF^853]N%Y[V+PVT[+[V*76+Y(TDE7#)[#49M M$]W)/76B8\)"3%B$"8N18 VE1Y72HU]2(8XP=<:$A9BP"!,6(\$:.G^H=/[@ M_$8_*)DP-M5DIF1&N-;+8J7D C:=L.7,EY.4)[#4S9B"E;U-\2U_N)?H^Y[] M:>;Z6V$[%A-^Z:$>ZZ/?UHIF=.-?4% V:S-WKEQ T\6 MT=V]:H;!Y+*5E"@R/]=D"LE?LXR_IT(L:9IN[!G6_?"+&NH+E'!%H>2W54@A MZA@B5%J,16M.B*">$(&[U ;=R6=)6_DA:BT")468]&:FM;VF_JK M_#V6X1ASUC>NRKC&J]H=+"DK9?Y/DO M:[P(M=$8B]84K3;@?+<#5ZR[5BPBET8;2&)0 %OK82E,JWZH9APJ+42E126M M4?(/7LR&&*O1IGZU)>>[+:I'MI+IRFIVL,JVBH=JQ*'20E1:A$J+L6A-C6L[MRK_X-7D4U8Y"I86HM B5%F/1FG+7GI3OM$+&-Y7#W"HJJO>$2@M+VF!OR0Q& M;1D4U5C"HC7EJJTEW<TM71>YDM 5Y2F=I(P86?Z3H%4^3!_F%I46EK1]^2[: MU$.UDK!HS9LP:B\I<'M)36?0%D*MWSHWY5394&EA2=N7[5 RU 9C+%I3LMH[M"MSF3+W/X((D5"]:!4.UBU!I84G[V3X#M=$8B]84K?9W K>_;;,ZG^?M@G+0W)%"U0T[63U4PP>5%I6T_2]O2\:,L1IMJE<[.8'3.MC;911;Q5QQD?"< MIN5&L7W)1'5Q4&DA*BTJ:?L:]EIVBEB--C6L[9G ;<_$?&86Y!H6SNG6:9?;MFP0.;@3EGU+5M$&EA:BT")468]&:BM?>3C#X)?0+(0(E19CT9IR MUU90X+:"3DRQ?X0*BU$I44E;7BX/+]8RGU%=GN[>/?$94_/BZO5-$ILOM[?'M5^]63TA<%\\%=.O3MX]7W%,UYT*3E,T@U#N_@'FFMD\L; ^,S(L[["?2&)D5 M+Q>,3IFR)\#G,RG-[L V4#TW,OX/4$L#!!0 ("> 9UDROA)IM@( )T(M 9 >&PO=V]R:W-H965T[-H2&E4;;E+V C>\YG'-] MS66PD>I!KP ,>4RYT$-O94QVX?MZOH*4ZC.9@<"5A50I-3A52U]G"FCB0"GW MPR#H^2EEPHL'[MF-B@BUO^^"6+5?&/O#C04:7 M,5SE]THG/D52\)2$)010LAMZ'UL4HLO$NX)[!1N^,B74RD_+!3B;)T NL M(. P-Y:!XFT-(^#<$J&,GR6G5[W2 G?'6_8KYQV]S*B&D>3?6&)60^_<(PDL M:,[-K=Q\@M)/U_+-)=?N2C9E;."1>:Z-3$LP*DB9*.[TL040EH#P M3P'M$M!V1@MESM:8&AH/E-P09:.1S0Y<;AP:W3!A=W%]%*XRQ)EX##-#WI$I M5D>2\APTH2(A'[5AF#-(R!5E:KN"P0X_$=]JH'/?6:'(\M!D,9UR?(>C<=D^.C$W)$F"!?5S+7R*4'OD'A]O7^O!1Y68@,7Q$YA>R,M(-3 M$@9AIP$^V@\?PQSA+0=OU^$^IJO*65CE+'1\[7TY>_9,OE]C)D82/6/)G,%M6Z>9S1[3"YW1.0P]/(<:U!J\^.V;5B]XWV3U0&0UX^W*>'L?>_PE-JK@%MKB M8"+!-$ B0.O3YYI9V\IH2D+!W',JM.RCCN]3C_J#_SUKKVFL*#5>@ZK">]4MPCM[A5_#&C@)FW3M!?[MYAR(K.:Q6WGL'K0JNX9;SWCU7IOE6O M5F3!VJV5VGD0!+]59$-8%/1WPFJBHTIT]-^.4O3RC$3!2^$-8?U:6"'MMG%_IFK)A"8<%@@,SB*TKHIF6$R,S%P_F4F#W&ULK59=;YLP%/TK5ZS:A]0% OE:ER"ER:956J6H4;>' M:0\.W 2K@)EMDG6_?K8AC*04)5-?P+[<<[CGV)@[WC'^(")$";^3.!43*Y(R MN[)M$428$-%A<;]R9KQA$@UY1M;9!Q):$!);+N.,[30E/+'YO8@OMCELN8 MIKC@/(D(?SQ&F.VFUA=:Q^XHYM(ZH#MCS.RP27*^VS!UF)-NU?SDRSNV^X*EGK[F"U@LS!5V M9:YC09 +R9(2K"I(:%K_2AQJ@VWL&X)8]QC0?P;@E0#OU#?T2D#/.%-(M,3[,B23^F+,=<)VMV/3 F&G02CY-];(O)5=/J<))?RE9\!"Q.$0NWL"G7SF5 MCS -0ZI7A<1PDQ9;2Z_1VSE*0F/Q#M[#C"6)"ADX_+C%9(7\IXK?+^?P]N(= M7(-(B(PWP^>EP MKT6-5RVO9_B\$Y9WO[H_OJHDN)&8B)\-%5X7C+UF1GT,78F,!#BQU#DCD&_1 M\E^_Z@Z3E^V<'CPBX8V[OA5XKF\O1';@6[_RK7^";W?_?%OL?90F,F*<_L%0C1.6 MI(+)P8)]8-CU/VSKJS_:V-[6S6JMX%RS7HCLP*Q!9=;@!+/V5H5 TE!M.4GY M\=%6>--*=NZ76I#UZT8?VCPO,KI.+:7;\:JD \7#2O'P?Q5? GEV5[22GJN\ M(/M0D^7U.\,C\4^37*\S:!8_JL2/VL6;O^>B$C_=(E>]EOI$:*"NR,'8TV1 M*_&Y!A1DP_JZ#CNC_I$#HR<.=$=/EM^NM2()\HUIZ00$>B&+GW 5K;K&J6F6 MCN(SU4T6S=_FJ(5O25\0U,!,:X5I=,9JCW+B_:NF$B6F89GQ:1JG\PP4ATQMY@-7$SFSS)>W'SW8@H5,P$ROB!6S']_C71N)J,?G*J4,1@+)>981L1Y"RI=]#WO;A7LZG2FSX$>]G$QA#.HA M'PD]\TN4A&;).4,"9CTO0&^'H:!"; [OE%8RITQ,JD\:J%G?ZW@H@0F9 MI^J>+S_#)J$K@Q?S5-I?M"SVMKL>BN=2\6P3K!EDE!7_9+4IQ$Z QJD/"#5='&!9?B"*1#W!ETB8W1K-#&RJ-EJ3H\S'#8L#@OW'-9% M=YRIF40?60+#)\WA?$R_9AUOVP]).(;\$C6"=R@,PJ8#KU%6HV'Q&OOP9D0 MJJG&O C"IJ#EJ-!PC7;WC['#Q+]1G>4T6R>U5%Q MQAJY#]LEN_:9%=H^07:=,KO.BRC4C8*M%AQTNB6=[CI)@:SV2<$9?V2Q<%"] MNX,SBV%#X(43W##$G_")Z. !S^)6%PXI2Z,0::4W44G'&'5NIRKCPN9T+G*Z M<.5=V&T[!?$YHTH:(=CO$1:#2Q3_ZV.X,C+LMI_10<]P QQ;OL$'-12[@ [%A T[PLHJ#G+^I85/:%W6P>GL,2PLL3OZ4A'Z& #N*N#\"\=^#O]509B:KM(B6(^9ZIHM[][""FNVT0 M9H.^/N%<;2?F@+)_C_X 4$L#!!0 ("> 9UF&Y"0>P@, !@- 9 M>&PO=V]R:W-H965T^T]W-UJZ>X]5'TPB2'1)C:U';B5^N$[=D+@=D- [?4%XC\S_LUD/#,9 M[X1\5BEC&KX4.5<3)]5Z<^.Z*DY9055/;!C'E960!=4XE&M7;22CB14J,C6J383[G2\H6NV M8/IQM6(YB[510?%OR^8LSXTFY/BK5NHT9QK!X^>]]G?6>#1F216;B_QSENATX@P= M2-B*EKE^$+O?6&U0:/3%(E?V%W;U7L^!N%1:%+4P$A09K_[IE]H11P*!?T+ MKP7\5P(D."$0U*!-;0BLV;=44VG8REV(,UNU&8>K&^L-%J3KK0(GZ^OD5')# 7!4:'HM:_U['HWBR(%3PL'F%F')[I%_CQCFF:Y>HGW(,+ M"E1*)5.0!=P6^Y_?A>W#WG-5?QPE!X[O GA"<..%C62R9-/Y9&)7P MR#/=:GFEIM^NQES4&[6A,9LX>!,5DUOF3'_XCD3>SQV0_0:RWZ5]>H1V!9]* MK32^CQRO2#?I=B9JT(B/54 '^W.J@RI#HJM$>9!+&=!@,_'+O;%L"P 0PO M!_Q54JXQ%+L@PC<09#@:M4-$#41T.<034X8!_83NR3'+R#-$T1NB:](?]=N1 M!@W2X'(D3%DKEIWSS. M1Q"=\,RPP1C^E_C!6Z/K -I?M2["84L 1:0AM)OF MW4!_D#\[KL6H,6O4>7<_V_S.DNL9OEZL5U7D >90!N]H)N&)YB5K,V'T/UQF MXAW2M==I_674.2HY)!O8L,A&9SAK$N2!AGJ/T6ZK 7!B>H#U6)=-:3BZF/<\H9U* %->H%Y 3JMH3:1[N+T[Z.Y->^MN\?S-OVS\C(0J$K2O1ONMW#TC5-\,'*M<95Y"S M%>)YO0'6"5FUX=5 BXWM9)="8U]L'U/\=&'2;,#UE1!Z/S '-!]#TW\ 4$L# M!!0 ("> 9UE>X+&PO=V]R:W-H965T"Y+)2=!#E1=1V&-LVQ%/92 M5ZCX9*5-*8A#LPYM95!D'E0681Q%H[44@7)V._-33+6&RJDPKD!NRE+878S M+'0]"7K!?N-!KG-R&V$RKL0:%TB/U=QP%'8LF2Q16:D5&%Q-@FGO>C9T^3[A MJ\3:'JS!.5EJ_>2"NVP21$X0%IB28Q#\V>(-%H4C8AD_6\Z@N]('#]=[]H_> M.WM9"HLWNO@F,I%OC!.7DS2Q@ED/*(IHC!K&\- M\=T8^\I K_@1PB;072-%94KILQI\"?N6HQ!!#(%0+HC\6\,8XEAYDCC^RYU: M14QEN'^]_Y)DY=DIH3#F,8_HU L^E;70B',R"H6CW3S-^2$VLI?0&.N?]$F M7^M8*%AQ09/<6")(HC3[)R^Y$'L&;ON,@9L;N,<&WAF#9F[0U$0S9)K6/1%D MT&-T@YA:+;VI"ZV-MI9LHE1MXT0P>3>2=F(P$31XOAU)(4(TIHE\.CC1^MZB M2;:SB,Z07H6^+?6=H5(^$EOT[AX$B6+^7BY^FMRC=S?OT0VR$5\0!AQ%*7I* M(\$_[$U\7] 5)VDH)V\.QCU;2#8*BQWDR$<9PBD.=;F30.<9K&U3>VO M>0Z.4CW?V@>RE;DGT) QDLY!7_\SG'+!9![]6R5^YKM5[5L5ESN^) 'T+5D] M.+U6(,__\">\U<5\3=R=B!#JY"A9?*>R;![$K^M!!?R>8O2.2)[U/T@BC)LEV0;)]/1AC%231Z?@T;F>AWS;S' ZLQ^=BSR,D6KR MZ!8\NK^2.K+>B3QWSA>]4?>:W+FPZ "]7Z#W7_TTD6D,KT+OGP#K.JTC\$88 M-;<(.^4+W#'2_*D[%0AOT7 -3+9>6?XCV0X ^D0BAGZ0> 6U:U\>OK,G@==P MNT<:F$'6%6&OB\%O(X*A-N8A3,EH1E&7I5NR=*]B>8FDL73F,8PTC3#JTBS[M%FSLI'Z[?3&-IS8,8>?Z.O@27C0DV=R:_D+G7%:\\/G8OY&[+G.&'],J6!)M[MDJOIU:W>?Q]W.V&>_QJ,:.LN\EE2X/-/4VAPDZ$1U!?UVHKQ_+S0_7?*Q*C M[\"2@XVN)&P.Y:M,:1BY+LP\9MHI!LJ[ZMQE>ZPMCHZU'3LCW"YO[H59K4 M?CK,&-HY0[\@Z)\7ZWT_]4SZNWSSF\Z8-F;UWN)(F^LS)XX" MNDI%=LY2S!;G6D-]FF.7R[-#L:^$S:4.*(:9-'4:'5F:6';.E T$?>]CFBD5 M@B;Z<@$D!*86R/LS2L5NH (4IWV#_P%02P,$% @)X!G6&ULM51-;]LP#/TKA%<,M+;#6CO.QK7,,)$V'!5B!H%FWP["8C.Q$%ER)3GI_OTHV?$RH,EM%UNDR4^J11A M'$6CL&1XI"[<=!+$@X'OFFL,X1IDG%-KA$ M^U0M-%EAAY+S$J7A2H+&]3B8]&ZG0Q?O[YSW)NC,S@E*Z6VSICGXR!RA%!@ M9AT"H]<.[U (!T0TGEO,H"OI$H_/!_3/7CMI63&#=TK\X+DMQL&' ')3S!3PO+G@GJ)O8$05GM;&J;).)0=U/(MLYPQR])$JSUH%TUH[N"E^FPBQZ7[*4NKZ2NG/)O>,RVYW!A8H(9EP33"-4SR MG+N>,0%SV?QXU\'+&5K&A;F""^ 2'K@0Y#9):(F(@PNSMNBT*1J?*/H1'I2T MA8%[F6/^;WY(CH5\4'%-#X+N,3J!OK1.XBC> !/RQE<7ER=P>UWW>E[W,$) MW$F6U=??-,L1)MESS8UORVN"S^*XR;HU%HF]MF%:P0*L9S=]EH$++M:SJ:2B-?R6V@7=H;)N'NF%UX-!XEZHU?M H;*U=(VD])YNSTS:<;K;WBSI!Z8WG!I0."4J.;]U1>-X/?&%95?MA6RM+H M^F-!NQ*U"Z#O:T7:6\,5Z+9O^@=02P,$% @)X!G6=I'0=4>!@ %AT M !D !X;"]W;W)K&ULO5G1V<8+1G&A]6P?&BS?)%ZU"I:0QY H+A(B87[9>$_[]S0%I!%_-ARC""*8:4/!\,\S7$,4&2;4\4].VBCZ-,#=WUOVVS1Y3.:)*;@6 MT5\\U,O+1K=!0IBS=:0_BJ\W!S@E@'M5P!>#O".[<'/ 7X9X+\":.>]K& 3@[H' L(+<\3\ZP_:HEW.>+T8,ADPI.%(@\@ MR>.222#GY%K$J[5FZ<,HYL02_8&-..1>H?17QYOR-LW[\@;TB+*W%6$)^1+MPK4ZVVGXO!1KQ9(0&]_L75"T-"9BY+1FN>CK3+3[BFB/3$6BEXH,DQ!""WY2 MC>]5X%LX@,4HNMM1O'8K"1]AU22>H;5\$ZJ83?5L.G3"*L\#OCA=O@X^/%V^#3WYMY*<_G?N>$;SBE);[3_K89 M/:/S[73F1=]7*S:#RP:^R17(9V@,?O^-=IP_;"ZKD^RV3K)1G61W=9*-ZR2; MU$DVK8ELS\=^X6._BGUPCU4F3V8B!IMI,VPGQ9IB\GE NP'M7;2>=Z)NJGOXM2FW/P]!"3;TNW:>^/8P*NOY^S.@PQO=[):(//Z/Q[I"YYU.WLT\]MF7B!Z5! MFAQ&>4ZWG,O'GY$YM0EPG%Y)Y_V)W'MV:A=V:E>R7#'%9V23%MX0GK-GD+B1 M(.BO&N,O;G8C26!#@^FDS7=9#>R>=3H= &FVW2_J'E4).]4^=9".+_,!KE]:SZG\ MZEK7LSIECNLDFUAR=H/2&CZU!'GE=?;^Q('9LVE0V#2H9+DQYD0__MHZ%QP^M04&G4UJUAY5*3O5IG60CB_YNV^F6UKDZNQS723:QC7^[YY1,9\N2]GKV=:Y; M&*A;O[NH4,*Z3;&++QB\5--/#(-KLM.T^ZQ4^ZYWLLS!;O&Q.JR9[MQ6F]8YQ6R7RJT^HD&]GD_\AI=0H8UTDVL67CEUXIT\@=!JU.XV:+_;[+3M? M'.F/#$-NUA(-2/02"#H12)Q]CP/S/8X\PDI#_(3>W'Z920/-5TF6?"<2(DCK M/D847R1\SF*/+-HG5>$420V+)D!F0MIS@% 2D1K]D*84H"Q M>LDT6;*0/ &8$XR9D$8'4]@%CNXZ2FM/HP'%.&0A1+CA443P)8Z[9&3D"==P M'F%A:AKPY;[@3Q%D](2C;"YC2+1JDEN4$L)&)8=U*#",Z(R+W00*A#WMZE M^V[RF;V >M X1L<#>R^F_;I=EU,5R,C9U&INH^76;0VZN=2Q-NG^H22 M)!TDDZI>2OC1Q/B9'#-#9V:D5I >W43?S](;GKE/_B>]1_BH2JYQ 7!IOGI$ MZ_0D:R/648BVP-V&\09F@C;CY\46!-)=2=-6.+9V/LC'(!?I89;")-:)SI;I MHK4X,+M*CPU*[=>T/Z:6]HDY8+/%N_T;&_([7^PM4_<_D=;^]3MW]O:WU.GM/\V.40[N4+R3'=']EW)V8CAEF@^(H=/ O4$L#!!0 ("> 9UE1F0!]N ("PC M 9 >&PO=V]R:W-H965T"'SWV_K-(>"ZDM9@L"3M50%-,24UG^2"7FCF0 7WPR'X M)@O*A)>,W-Y")2-9&>[>#X3RV\D[@*X-:[\V]60EY8-=?,K&7F - @ZI ML0P4ARU,@7-+A&;\;#F]3J4%[L]W[!^<[^C+BFJ82OZ-928?>S<>R6!-*V[N M9?T16G^N+%\]N79?4K>R@4?22AM9M&"TH&"B&>EC&X<] /+T \(6$#X%Q,\ MHA80G:HA;@'QJ1JN6H!SW6]\=X&;44.3D9(U458:V>S$1=^A,5Y,V'NR- I/ M&>),,J=*,+'19 &*+'.J@%R0J2S*RE"72;DF/3)G"_P*DX-A*>7GY&P&AC^N MSQ&MK83>#4R0S[FL-!69'OD&3;:*_;0U;]*8%SYC7D3N)*K19"XRR'KPL^/X M=T?P/H:JBU>XB]6) M'%]T^N7Y?KO21N'S_J&7[(8N[J>S)7&H2YK"V,.:IT%MP4M>OQIR';D%A7J)8T?1!I\L9KD3"0]E9G_+ M1/&AR/PX31,A?Z_\%: VKN]H]+\2IKG,W6[7VFY=17^R/QD,IX.>_1FVPJ9S M_:%O^N@=51LF-.&P1E7!Y5NT5#6]J5D86;KBNY(&2[F;YMC.05D!/%]+S%>[ML JZ'X3D-U!+ P04 " G@&=9"/-+,"@" "F! &0 'AL+W=O><^;,>,99I_23J0&0' 67)H]JQ&86 MQZ:L05S4@U(>[)36E"TIM['IM% *P\2/$'Z3Y"86E,FHR/S>6A>9:I$S"6M- M3"L$U<\+X*K+HW%TVGAD^QK=1EQD#=W#!O!KL];6B@>6B@F0ABE)-.SR:#Z>M+:;.WSM\8]"9LS5QF6R5>G+&JLJCQ D"#B4Z!FI_![@#SAV1E2&KYXR&D YX MOCZQW_O<;2Y;:N!.\>^LPCJ/;B-2P8ZV'!]5]QGZ?-XYOE)QX[^D"[Y3ZURV M!I7HP5:!8#+\Z;&OPQG \EP&I#T@]:I#(*]R29$6F58=T<[;LKF%3]6CK3@F MW:5L4-M39G%8K&2I!) O] B&O"7SJF*N6I23E0Q7[FKW:@E(&3>OLQAM4 >- MRS[(@1(_Q'@WE0$FM#/LD*JK_QL14[*$Y/BA?I5<(--",R2=Z0-$FG5_@F M0P4FGF_RWPJ0)3,E5Z;50'[,MP:U[9F?EU(.C-/+C&Z.9J:A)>21'10#^@!1 M\?+%^";Y>$7O=-[O<9>W$,%VMZ/08HM*OU,-$6XI#+PW'H>-YR'(AFEXRP^ MG$>/SWV'-[["3&D5*W$T$;#[C"$\]![?]S#*]0O6?2$ %[TU&[VT+ZS 5 MP4#5^$[<*K1][9>U?4A .P=[OE,*3X8+,#Q-Q6]02P,$% @)X!G68V6 M7[W P RA, T !X;"]S='EL97,N>&ULW5A=3]LP%/TKD1D32!-IFQ&: MT5;:*B%-VB8D>-@;38F>.REW_7SM-/_!EC(>-+A6-?8_/NYU.&I>42S(:R$5Y59HZFJJ%-$.2MJ'(WS[G0])-WY/(RXU5SH;D[N3MCX4R MEV\B?S]Z=W34N3N]W(^?..*4Q$'1\V>(GG5P78MATNFNM!M^;(4\\1BC73S+MT1.&,.%^P(\3^ATQ*Q([6Y-Q/4>/F[T<#0HE-UN:$!^P^K1DT3T50S*F@D\T M!U9!2RY6/MR#P%0)I2-C:\DF[$*D?O!PU_>@S!J=DDNE76Z?P7]/FN%[P+!M!KD0K<$>\8'1H*+&,"VO;,<-=L%'4-2T;U>5=3C3=-7MG9,-P=ULDHG2.=-M MFBY9AT8+P0JPH_EL#G>CJAA 8U1I&SFG,R6I\[!F- TK.V5"W, S^+W8T5X6M6SO7@7V3;=,::II>QG= ?UO-:V_+)B_2C2I^K\RGA9V.='VH47:M6<&7KK\L M6@.8>A=7IU4E5A\%G\F2^\:*XT?[#9H%2F-L TB>Z9-GRZ'?FI M:77+EF9=3LL"]]P[0,]_=YUG3#)-Q;9I6_NO>95?[#BY^%>6W6^5?<-!C\V+ MJ];&/#\$D^DAF#R(FNP?@LGL]9M,7J?'N=ED;)UD=LXQ;32\"^0?(/SI]@D MC28++@R736_\YS)1\<9*V_HQ/ZALJ-OQ^>LH MA;EMP2#;MKRSGBS)K1UW# M0C2C-NTO,+UNVAY6;2XN<[9D^;CIZMG$-2/;L%F;"PC[R)6[P@C&\5@8 0S+ M@SG .)Z%Y?F?YM-'Y^,QS%L_B/113A_E>%8(&;L/EB?,R>P5GFF6)4F:8BLZ M'@<=C+%U2U/X":MAWH"!Y8%,?[;6^&[C%?)T'6![^E2%8#/%*Q&;*;[6@(37 M#1A9%MYM+ \PL%W :@?RA_- 384Y20*[BGG#GF\ M/]A3DB19%D8 "SM($@R!IQ%', ?@ 4.2Q+T']]Y\?H]%6_^>S?Z!5!+ P04 M " G@&=9EX][', 3 @ "P %]R96QS+RYR96QSG9*Y;L,P#$!_ MQ=">, ?0(8@S9?$6!/D!5J(/V!(%BD6=OZ_:I7&0"QEY/3P2W!YI0.TXI+:+ MJ1C]$%)I6M6X 4BJ]ISI%"KM0L'C6'TD!$VV-#L%HL/D N&6:WO606IW.D M5XA-/E_G;@M2=&A(E@6FD7)TZ(=I7\=Q_:0T^FO8R*T>EOH^7%H5 J.W&,EC'%BM/XU@LD/ M['X 4$L#!!0 ("> 9UE744@:! 0 -\> / >&PO=V]R:V)O;VLN M>&ULQ9E-;]LX$$#_"J%+LX?4UD?2-J@+-'&Z&Z#=&G60:T%+8YL(17I)*FGZ MZSN4ZNZX<0:],#Y9HF3J:23.&U)O[ZV[75A[*[ZUVOA)M@YAGXY:J4SV[NVVKYD;T1T;H [*&FR, M#3<*[OW_Q^.NN%-->+916X6&2]=L:,M$]HUKU'9I)-LZ$7]O[?QZ3WZT)4L]K M9[6>9/EPX 9<4/6CYGF$O)8+W[<$N?@B$622G8ZQPZ5R/O1G]/U+9+P#/'G8 MZX+]H'0 -Y4!_G:VVRBSBMW@78S(;?1QV/X.03QS?Q)&NURJ&J:V[EHP88BC M QT!C5^KC<^$D2U,LNTI0II&?] 01)79N@*SXUWBI>^:H:[#HA+8NC.%!YP M5TT/G@[B O>M5@U>O1'G4DM3@^B#ZPE@P0 6!P,41S-)

($L&LGQ&R'F$B'_P MPB[QB=>60%8,9'4PR O;;@CD"0-Y; U@3QE($\/%TGIUP3R%0/Y*BWD M3#Z(.R]FX/J_QV$S5;[6UG<.")K!O%U6L0KXU4#3EP[V6"6%N^=DV8U!),0 MOF$(WZ0EG(*OG=K$]OATSSNO#'C?I_1YU](X]/1IYJS3DDL ME5]APKRR4&8X@<)Q/LD3"^6#5$[<2-V!^ 0R#H;?W[><,TF>6"536 3*P@DC M3VZ,ME5AR&WQC<>\%W" <@JD5[2,$T:>V!A1"[=KJS&1^!?B\K\.ZRS*QGDB M3RR*GNWX7'IH>L>"\8]J/TX1>6)'7$IG\("VEL"B2NZ((>?,D"=70VU;$-?R MV^Z;QKD@/Z0,OA:T7N9D4#R/#,01SHDT^+\H%V>%XA!6V$O)3C<.HX3\423V MQS;5',=BN)7N(<+B+$.N5@Y6=')><#(I$LMD?^8Y%N^;1N$VQ>3\4B3VRY.8 M-18U7M&E#LXO96*_L)@[&BPYW92)=4,2^>?E;B['UY6N))2<;\H#^28RKJ&A MF.P"5V+?/(W9#R**R1FH3&R@7HN_!K:1FJZXBB.*R1FH3&R@GYC]$^XT# M' MSCW$11 ,,L7D+%0^Q_3EMZD5B2W%Y"Q4)K;0DV7'\")03,Y"96(+,9C1GA23 MLU"9V$(LYDYZKS@+58DMQ&/2"JGB+%0EMA"/65%,SD)58@OM*8F/]X_TBK-0 ME=A">S%C6+L@=PNYBOW0DMA"+.;N$.(L5"6V$%UCV2--BLE9J.HM--I^4&U@ MB>5A\R]>PF-[+74]/L@*.!8 M*=*@/96UMCS^&W^RUK.O4)7I4)_C_M#$WN54G>.\V*?4? #@7U_MP*F._;L+Y M=F5;MZZ-N$_$^OM]K .G_7Z^Q3. MZ8_![J=NCW$?0BIZJ[+=A30OW*5ZGH[N?I#^;7+16V[F1;O<2.%R!RD$:?X@ M@R#+'^0AR.BOJK01Z*^JM!'HKZJT$>BOJK01Z*^JM M!'H;ZFT$>AOJ;01Z&^IM!'I;9[.$0&]#O8U ;T.]C4!O0[V-0&]#O8U ;T.] MC4!O0[V-0&^/>GL"O3WJ[0GT]JBW)]#;H]Z>0&_?V>PFT-NCWIY ;X]Z^W?J M'=.U"O'9\UCC\]])=;K=&YZ/OR\?)SOO^!UG!W_L%K]02P,$% @)X!G M62;ZAZ>U 0 W!L !,!;0V]N=&5N=%]4>7!E&ULS9G-;L(P$(1? M!>6*B+&=TA\!E[;7ED-?P$TV)"*)+=M0>/LZX4=J1:,B*G4NL1+OSHR]TG?) M]&UGR VV==6X651X;QX8#QAJ6X\ M-7[D6XUH/GVB7*TK/WC>AL^NU,TLLE2Y:/"X+VR]9I$RIBI3Y<,^VS39-Y?1 MP2$.G5V-*TKCAJ$@8F<=VIV?#0Y]KQNRMLQHL%#6OZ@Z5+%MQ9S?5>3B?HDS M&76>EREE.EW7H25VQI+*7$'DZRK>BP[[G7VX8=H_^=7^G4R?8:A<6&U) _?7_IG:-:U4V1W_6_=2;?P)02P$"% ,4 " G@&=9!T%-8H$ M "Q $ @ $ 9&]C4')O<',O87!P+GAM;%!+ 0(4 M Q0 ("> 9UGO8'SE[P "L" 1 " :\ !D;V-0 M 9UF97)PC$ 8)PG 3 M " &UL4$L! A0#% @ M)X!G6?PP;B76!0 KA\ !@ ("!#@@ 'AL+W=O 9UG5"VF%,@0 (0. 8 " @6$@ !X M;"]W;W)K&PO=V]R:W-H965T&UL4$L! A0#% @)X!G66QE9<.?" QB, !@ ("! M7#('AL+W=O 9UG6 M3Z#1!P0 /L. 8 " @3$[!X;"]W;W)K&PO=V]R:W-H965T&UL4$L! A0#% @ M)X!G69.&8$PA"@ MQL !D ("!!$('AL+W=O&PO=V]R:W-H965T 9UDR M*@JG% 0 ,) 9 " @01E !X;"]W;W)K&UL4$L! A0#% @)X!G6>_'V*GD P '0D !D M ("!3VD 'AL+W=O&PO=V]R:W-H M965T 9UF+X.EJ2 4 ,L, 9 M " @5AS !X;"]W;W)K&UL4$L! M A0#% @)X!G6=-<#WC&PO=V]R:W-H965T 9UG&UL4$L! A0#% @)X!G M6<824;7%! WPL !D ("!%XH 'AL+W=O&PO=V]R:W-H965T 9UF^HWH&G@(/H% 9 " @;V2 !X;"]W;W)K M&UL4$L! A0#% @)X!G66"D&>C: P /@L M !D ("!DI4 'AL+W=O&PO=V]R:W-H965T 9UE$E8,L M2P(.L$ 9 " @0.> !X;"]W;W)K&UL4$L! A0#% @)X!G62'RA,K& P $Q0 !D M ("!A: 'AL+W=O&PO=V]R:W-H965T M 9UGS*U3%@ 8)(@ 9 M " @>.I !X;"]W;W)K&UL4$L! A0# M% @)X!G6&PO=V]R:W-H965T 9UDK0FV00P, (0(9 " @3&Y M !X;"]W;W)K&UL4$L! A0#% @)X!G62;] M#>VZ @ 40D !D ("!J[P 'AL+W=O&PO=V]R:W-H965T 9UDROA)IM@( )T(9 " @;?& !X;"]W;W)K&UL4$L! A0#% @)X!G65[W3_I8 P ;PL !D M ("!I,D 'AL+W=O&PO M=V]R:W-H965T 9UF&Y"0>P@, M !@- 9 " @;;0 !X;"]W;W)K&UL4$L! A0#% @)X!G65[@MRQS @ J@4 !D ("! MK]0 'AL+W=O&PO=V]R:W-H965T 9UG6:E#(200 /D3 9 M " @=7: !X;"]W;W)K&UL4$L! A0#% M @)X!G6&PO=V]R:W-H965T 9UE1F0!]N ("P(9 " @4KH !X M;"]W;W)K&UL4$L! A0#% @)X!G60CS2S H M @ I@0 !D ("!.>L 'AL+W=O&PO 9UF7BKL

M9UE744@:! 0 -\> / " >/Q !X;"]W;W)K8F]O:RYX M;6Q02P$"% ,4 " G@&=9_2S5I:X! #!&P &@ @ $4 M]@ >&PO7W)E;',O=V]R:V)O;VLN>&UL+G)E;'-02P$"% ,4 " G@&=9 M)OJ'I[4! #<&P $P @ 'Z]P 6T-O;G1E;G1?5'EP97-= :+GAM;%!+!08 -@ V +$. #@^0 ! end XML 55 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 56 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 58 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html 135 232 1 true 28 0 false 5 false false R1.htm 100000 - Document - Document and Entity Information Sheet http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation Document and Entity Information Cover 1 false false R2.htm 100010 - Statement - Consolidated Balance Sheets Sheet http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets Consolidated Balance Sheets Statements 2 false false R3.htm 100020 - Statement - Consolidated Balance Sheets (Parenthetical) Sheet http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheetsParenthetical Consolidated Balance Sheets (Parenthetical) Statements 3 false false R4.htm 100030 - Statement - Consolidated Statements of Income Sheet http://www.cars.com/20240930/taxonomy/role/StatementConsolidatedStatementsOfIncome Consolidated Statements of Income Statements 4 false false R5.htm 100040 - Statement - Consolidated Statements of Comprehensive Income Sheet http://www.cars.com/20240930/taxonomy/role/StatementConsolidatedStatementsOfComprehensiveIncome Consolidated Statements of Comprehensive Income Statements 5 false false R6.htm 100050 - Statement - Consolidated Statements of Stockholders' Equity (Unaudited) Sheet http://www.cars.com/20240930/taxonomy/role/StatementConsolidatedStatementsOfStockholdersEquityUnaudited Consolidated Statements of Stockholders' Equity (Unaudited) Statements 6 false false R7.htm 100060 - Statement - Consolidated Statements of Cash Flows Sheet http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlows Consolidated Statements of Cash Flows Statements 7 false false R8.htm 995410 - Disclosure - Pay vs Performance Disclosure Sheet http://xbrl.sec.gov/ecd/role/PvpDisclosure Pay vs Performance Disclosure Notes 8 false false R9.htm 995445 - Disclosure - Insider Trading Arrangements Sheet http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements Insider Trading Arrangements Notes 9 false false R10.htm 995455 - Disclosure - Description of Business and Summary of Significant Accounting Policies Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureDescriptionOfBusinessAndSummaryOfSignificantAccountingPolicies Description of Business and Summary of Significant Accounting Policies Notes 10 false false R11.htm 995465 - Disclosure - Revenue Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureRevenue Revenue Notes 11 false false R12.htm 995475 - Disclosure - Business Combinations Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinations Business Combinations Notes 12 false false R13.htm 995485 - Disclosure - Fair Value Measurements Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurements Fair Value Measurements Notes 13 false false R14.htm 995495 - Disclosure - Debt Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebt Debt Notes 14 false false R15.htm 995515 - Disclosure - Commitments and Contingencies Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureCommitmentsAndContingencies Commitments and Contingencies Notes 15 false false R16.htm 995525 - Disclosure - Stockholders' Equity Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureStockholdersEquity Stockholders' Equity Notes 16 false false R17.htm 995535 - Disclosure - Stock-Based Compensation Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensation Stock-Based Compensation Notes 17 false false R18.htm 995545 - Disclosure - Earnings Per Share Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureEarningsPerShare1 Earnings Per Share Notes 18 false false R19.htm 995565 - Disclosure - Income Taxes Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureIncomeTaxes Income Taxes Notes 19 false false R20.htm 995585 - Disclosure - Description of Business and Summary of Significant Accounting Policies (Policies) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureDescriptionOfBusinessAndSummaryOfSignificantAccountingPoliciesPolicies Description of Business and Summary of Significant Accounting Policies (Policies) Policies http://www.cars.com/20240930/taxonomy/role/DisclosureDescriptionOfBusinessAndSummaryOfSignificantAccountingPolicies 20 false false R21.htm 995605 - Disclosure - Revenue (Tables) Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureRevenueTables Revenue (Tables) Tables http://www.cars.com/20240930/taxonomy/role/Role_DisclosureRevenue 21 false false R22.htm 995615 - Disclosure - Business Combinations (Tables) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsTables Business Combinations (Tables) Tables http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinations 22 false false R23.htm 995625 - Disclosure - Fair Value Measurements (Tables) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsTables Fair Value Measurements (Tables) Tables http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurements 23 false false R24.htm 995635 - Disclosure - Debt (Tables) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureDebtTables Debt (Tables) Tables http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebt 24 false false R25.htm 995645 - Disclosure - Stock-Based Compensation (Tables) Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationTables Stock-Based Compensation (Tables) Tables http://www.cars.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensation 25 false false R26.htm 995655 - Disclosure - Earnings Per Share (Tables) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureEarningsPerShareTables Earnings Per Share (Tables) Tables http://www.cars.com/20240930/taxonomy/role/DisclosureEarningsPerShare1 26 false false R27.htm 995675 - Disclosure - Description of Business and Summary of Significant Accounting Policies - Additional Information (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureDescriptionOfBusinessAndSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails Description of Business and Summary of Significant Accounting Policies - Additional Information (Details) Details 27 false false R28.htm 995695 - Disclosure - Revenue - Summary of Disaggregated Revenue Information (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureRevenueSummaryOfDisaggregatedRevenueInformationDetails Revenue - Summary of Disaggregated Revenue Information (Details) Details 28 false false R29.htm 995705 - Disclosure - Business Combinations - Additional Information (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAdditionalInformationDetails Business Combinations - Additional Information (Details) Details 29 false false R30.htm 995715 - Disclosure - Business Combinations - Acquisition Purchase Price Allocation (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationDetails Business Combinations - Acquisition Purchase Price Allocation (Details) Details 30 false false R31.htm 995725 - Disclosure - Business Combinations - Acquisition Purchase Price Allocation (Parenthetical) (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationParentheticalDetails Business Combinations - Acquisition Purchase Price Allocation (Parenthetical) (Details) Details 31 false false R32.htm 995735 - Disclosure - Fair Value Of Measurements - Schedule of Company's Liabilities Measured at Fair Value on a Recurring Basis (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueOfMeasurementsScheduleOfCompanysLiabilitiesMeasuredAtFairValueOnARecurringBasisDetails Fair Value Of Measurements - Schedule of Company's Liabilities Measured at Fair Value on a Recurring Basis (Details) Details 32 false false R33.htm 995745 - Disclosure - Fair Value Measurements - Schedule Of Contingent Consideration (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsScheduleOfContingentConsiderationDetails Fair Value Measurements - Schedule Of Contingent Consideration (Details) Details 33 false false R34.htm 995755 - Disclosure - Fair Value Measurements - Additional Information (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsAdditionalInformationDetails Fair Value Measurements - Additional Information (Details) Details 34 false false R35.htm 995765 - Disclosure - Debt - Additional Information (Details) Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails Debt - Additional Information (Details) Details 35 false false R36.htm 995775 - Disclosure - Debt - Schedule of Carrying Values and Estimated Fair Values of Debt Instruments (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureDebtScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsDetails Debt - Schedule of Carrying Values and Estimated Fair Values of Debt Instruments (Details) Details 36 false false R37.htm 995795 - Disclosure - Stockholders' Equity Additional Information (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureStockholdersEquityAdditionalInformationDetails Stockholders' Equity Additional Information (Details) Details 37 false false R38.htm 995805 - Disclosure - Stock-Based Compensation - Additional Information (Details) Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationAdditionalInformationDetails Stock-Based Compensation - Additional Information

(Details) Details 38 false false R39.htm 995815 - Disclosure - Stock-Based Compensation - Summary of RSU Activity (Details) Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfRSUActivityDetails Stock-Based Compensation - Summary of RSU Activity (Details) Details 39 false false R40.htm 995825 - Disclosure - Stock-Based Compensation - Summary of RSU Activity (Parenthetical) (Details) Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfRSUActivityParentheticalDetails Stock-Based Compensation - Summary of RSU Activity (Parenthetical) (Details) Details 40 false false R41.htm 995835 - Disclosure - Stock-Based Compensation - Summary of PSU Activity (Details) Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfPSUActivityDetails Stock-Based Compensation - Summary of PSU Activity (Details) Details 41 false false R42.htm 995845 - Disclosure - Stock-Based Compensation - Summary of Stock Option Activity (Details) Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfStockOptionActivityDetails Stock-Based Compensation - Summary of Stock Option Activity (Details) Details 42 false false R43.htm 995865 - Disclosure - Earnings Per Share - Additional Information (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureEarningsPerShareAdditionalInformationDetails Earnings Per Share - Additional Information (Details) Details 43 false false R44.htm 995875 - Disclosure - Earnings Per Share - Computation of Earnings Per Share (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureEarningsPerShareComputationOfEarningsPerShareDetails Earnings Per Share - Computation of Earnings Per Share (Details) Details 44 false false R45.htm 995885 - Disclosure - Earnings Per Share - Computation of Earnings Per Share (Parenthetical) (Details) Sheet http://www.cars.com/20240930/taxonomy/role/DisclosureEarningsPerShareComputationOfEarningsPerShareParentheticalDetails Earnings Per Share - Computation of Earnings Per Share (Parenthetical) (Details) Details 45 false false R46.htm 995905 - Disclosure - Income Taxes - Additional Information (Details) Sheet http://www.cars.com/20240930/taxonomy/role/Role_DisclosureIncomeTaxesAdditionalInformationDetails Income Taxes - Additional Information (Details) Details 46 false false All Reports Book All Reports cars-20240930.htm cars-20240930.xsd http://fasb.org/srt/2024 http://fasb.org/us-gaap/2024 http://xbrl.sec.gov/dei/2024 http://xbrl.sec.gov/ecd/2024 false false JSON 60 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "cars-20240930.htm": { "nsprefix": "cars", "nsuri": "http://www.cars.com/20240930", "dts": { "inline": { "local": ["cars-20240930.htm"] }, "schema": { "local": ["cars-20240930.xsd"], "remote": ["http://www.xbrl.org/2003/xbrl-instance-2003-12-31.xsd", "http://www.xbrl.org/2003/xbrl-linkbase-2003-12-31.xsd", "http://www.xbrl.org/2003/xl-2003-12-31.xsd", "http://www.xbrl.org/2003/xlink-2003-12-31.xsd", "http://www.xbrl.org/2005/xbrldt-2005.xsd", "http://www.xbrl.org/2006/ref-2006-02-27.xsd", "http://www.xbrl.org/lrr/arcrole/esma-arcrole-2018-11-21.xsd", "http://www.xbrl.org/lrr/role/negated-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/reference-2009-12-16.xsd", "https://www.xbrl.org/2020/extensible-enumerations-2.0.xsd", "https://www.xbrl.org/2023/calculation-1.1.xsd", "https://www.xbrl.org/dtr/type/2020-01-21/types.xsd", "https://www.xbrl.org/dtr/type/2022-03-31/types.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-roles-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-types-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-gaap-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-roles-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-types-2024.xsd", "https://xbrl.sec.gov/country/2024/country-2024.xsd", "https://xbrl.sec.gov/dei/2024/dei-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-sub-2024.xsd", "https://xbrl.sec.gov/stpr/2024/stpr-2024.xsd"] } }, "keyStandard": 208, "keyCustom": 24, "axisStandard": 13, "axisCustom": 0, "memberStandard": 19, "memberCustom": 8, "hidden": { "total": 6, "http://xbrl.sec.gov/dei/2024": 4, "http://fasb.org/us-gaap/2024": 2 }, "contextCount": 135, "entityCount": 1, "segmentCount": 28, "elementCount": 496, "unitCount": 5, "baseTaxonomies": { "http://fasb.org/us-gaap/2024": 493, "http://xbrl.sec.gov/dei/2024": 30, "http://xbrl.sec.gov/ecd/2024": 4, "http://fasb.org/srt/2024": 1 }, "report": { "R1": { "role": "http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation", "longName": "100000 - 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gaap:NetIncomeLoss", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "body", "html"], "reportCount": 1, "baseRef": "cars-20240930.htm", "first": true }, "uniqueAnchor": { "contextRef": "C_567a9dad-c094-4c90-8260-3cc200e4e994", "name": "us-gaap:WeightedAverageNumberDilutedSharesOutstandingAdjustment", "unitRef": "U_shares", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "ix:continuation", "div", "us-gaap:EarningsPerShareTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "cars-20240930.htm", "unique": true } }, "R45": { "role": "http://www.cars.com/20240930/taxonomy/role/DisclosureEarningsPerShareComputationOfEarningsPerShareParentheticalDetails", "longName": "995885 - Disclosure - Earnings Per Share - Computation of Earnings Per Share (Parenthetical) (Details)", "shortName": "Earnings Per Share - Computation of Earnings Per Share (Parenthetical) (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "parenthetical", "menuCat": "Details", "order": "45", "firstAnchor": { "contextRef": "C_567a9dad-c094-4c90-8260-3cc200e4e994", "name": "us-gaap:AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "unitRef": "U_shares", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "link:footnote", "div", "div", "ix:continuation", "div", "us-gaap:EarningsPerShareTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "cars-20240930.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "C_567a9dad-c094-4c90-8260-3cc200e4e994", "name": "us-gaap:AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "unitRef": "U_shares", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "link:footnote", "div", "div", "ix:continuation", "div", "us-gaap:EarningsPerShareTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "cars-20240930.htm", "first": true, "unique": true } }, "R46": { "role": "http://www.cars.com/20240930/taxonomy/role/Role_DisclosureIncomeTaxesAdditionalInformationDetails", "longName": "995905 - Disclosure - Income Taxes - Additional Information (Details)", "shortName": "Income Taxes - Additional Information (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "46", "firstAnchor": { "contextRef": "C_e69f28aa-b421-4328-aea1-785d3607de07", "name": "us-gaap:EffectiveIncomeTaxRateReconciliationAtFederalStatutoryIncomeTaxRate", "unitRef": "U_pure", "xsiNil": "false", "lang": null, "decimals": "2", "ancestors": ["span", "p", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "cars-20240930.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "C_e69f28aa-b421-4328-aea1-785d3607de07", "name": "us-gaap:EffectiveIncomeTaxRateReconciliationAtFederalStatutoryIncomeTaxRate", "unitRef": "U_pure", "xsiNil": "false", "lang": null, "decimals": "2", "ancestors": ["span", "p", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "cars-20240930.htm", "first": true, "unique": true } } }, "tag": { "us-gaap_AccountingPoliciesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountingPoliciesAbstract", "lang": { "en-us": { "role": { "label": "Accounting Policies [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AccountsPayableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsPayableCurrent", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accounts payable", "label": "Accounts Payable, Current", "totalLabel": "Accounts Payable, Current, Total", "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. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r70", "r724"] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable, net", "label": "Accounts Receivable, after Allowance for Credit Loss, Current", "totalLabel": "Accounts Receivable, after Allowance for Credit Loss, Current, Total", "documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current." } } }, "auth_ref": ["r867"] }, "cars_AccuTradeAcquisitionMember": { "xbrltype": "domainItemType", "nsuri": "http://www.cars.com/20240930", "localname": "AccuTradeAcquisitionMember", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureEarningsPerShareAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accu-Trade Acquisition", "label": "Accu-Trade Acquisition [Member]", "documentation": "Accu-Trade Acquisition." } } }, "auth_ref": [] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossNetOfTax", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated other comprehensive income", "label": "Accumulated Other Comprehensive Income (Loss), Net of Tax", "totalLabel": "Accumulated Other Comprehensive Income (Loss), Net of Tax, Total", "documentation": "Amount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source." } } }, "auth_ref": ["r22", "r23", "r89", "r174", "r551", "r576", "r577"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeMember", "presentation": ["http://www.cars.com/20240930/taxonomy/role/StatementConsolidatedStatementsOfStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "label": "AOCI Attributable to Parent [Member]", "terseLabel": "Accumulated Other Comprehensive Income (Loss)", "documentation": "Accumulated increase (decrease) in equity from transactions and other events and circumstances from non-owner sources, attributable to the parent. Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r4", "r13", "r23", "r465", "r468", "r501", "r572", "r573", "r845", "r846", "r847", "r854", "r855", "r856", "r858"] }, "us-gaap_AcquiredFiniteLivedIntangibleAssetsWeightedAverageUsefulLife": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AcquiredFiniteLivedIntangibleAssetsWeightedAverageUsefulLife", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationParentheticalDetails"], "lang": { "en-us": { "role": { "terseLabel": "Amortization Period (in years)", "label": "Acquired Finite-Lived Intangible Assets, Weighted Average Useful Life", "documentation": "Weighted average amortization period of finite-lived intangible assets acquired either individually or as part of a group of assets, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r294", "r672"] }, "ecd_Additional402vDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Additional402vDisclosureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Additional 402(v) Disclosure [Text Block]", "terseLabel": "Additional 402(v) Disclosure" } } }, "auth_ref": ["r780"] }, "us-gaap_AdditionalCashFlowElementsAndSupplementalCashFlowInformationAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalCashFlowElementsAndSupplementalCashFlowInformationAbstract", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Supplemental cash flow information:", "label": "Additional Cash Flow Elements and Supplemental Cash Flow Information [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Additional paid-in capital", "label": "Additional Paid in Capital", "totalLabel": "Additional Paid in Capital, Total", "periodStartLabel": "Additional Paid in Capital, Beginning Balance", "periodEndLabel": "Additional Paid in Capital, Ending Balance", "documentation": "Amount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock." } } }, "auth_ref": ["r84", "r724", "r973"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://www.cars.com/20240930/taxonomy/role/StatementConsolidatedStatementsOfStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Additional Paid-In Capital", "label": "Additional Paid-in Capital [Member]", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r586", "r854", "r855", "r856", "r858", "r909", "r975"] }, "cars_AdditionalPaymentInPerformanceBasedConsideration": { "xbrltype": "monetaryItemType", "nsuri": "http://www.cars.com/20240930", "localname": 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"http://xbrl.sec.gov/ecd/role/ErrCompDisclosure", "http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements", "http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "All Individuals [Member]", "terseLabel": "All Individuals" } } }, "auth_ref": ["r756", "r766", "r776", "r800", "r808", "r812", "r820"] }, "ecd_AllTradingArrangementsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AllTradingArrangementsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "All Trading Arrangements [Member]", "terseLabel": "All Trading Arrangements" } } }, "auth_ref": ["r818"] }, "dei_AmendmentFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AmendmentFlag", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Amendment Flag", "label": "Amendment Flag", "documentation": "Boolean flag that is true when the XBRL content amends previously-filed or accepted submission." } } }, "auth_ref": [] }, "us-gaap_AmortizationOfFinancingCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfFinancingCosts", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Amortization of debt issuance costs", "label": "Amortization of Debt Issuance Costs", "documentation": "Amount of amortization expense attributable to debt issuance costs." } } }, "auth_ref": ["r94", "r347", "r849", "r930"] }, "us-gaap_AmortizationOfIntangibleAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfIntangibleAssets", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Amortization of intangible assets", "label": "Amortization of Intangible Assets", "totalLabel": "Amortization of Intangible Assets, Total", "documentation": "The aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": ["r10", "r291", "r298", "r690"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureEarningsPerShareComputationOfEarningsPerShareParentheticalDetails"], "lang": { "en-us": { "role": { "terseLabel": "Potential common shares excluded from diluted weighted-average shares outstanding", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount", "documentation": "Securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented." } } }, "auth_ref": ["r225"] }, "us-gaap_AssetAcquisitionConsiderationTransferredContingentConsideration": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetAcquisitionConsiderationTransferredContingentConsideration", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsScheduleOfContingentConsiderationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Payment of contingent consideration", "negatedLabel": "Payment of contingent consideration", "label": "Asset Acquisition, Consideration Transferred, Contingent Consideration", "documentation": "Amount of contingent consideration recognized as part of consideration transferred in asset acquisition." } } }, "auth_ref": ["r904", "r905", "r906"] }, 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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": ["r452"] }, "us-gaap_BusinessCombinationConsiderationTransferred1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationConsiderationTransferred1", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationDetails", "http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Business

acquisition, total consideration", "label": "Business Combination, Consideration Transferred", "totalLabel": "Business Combination, Consideration Transferred, Total", "verboseLabel": "Total purchase consideration", "documentation": "Amount of consideration transferred, consisting of acquisition-date fair value of assets transferred by the acquirer, liabilities incurred by the acquirer, and equity interest issued by the acquirer." } } }, "auth_ref": ["r1", "r2", "r12"] }, "us-gaap_BusinessCombinationConsiderationTransferredEquityInterestsIssuedAndIssuable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationConsiderationTransferredEquityInterestsIssuedAndIssuable", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureEarningsPerShareAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Business Combination, Consideration Transferred, Equity Interests Issued and Issuable", "terseLabel": "Potentional contingent consideration to be paid in stock", "documentation": "Amount of equity interests of the acquirer, including instruments or interests issued or issuable in consideration for the business combination." } } }, "auth_ref": ["r1", "r2"] }, "us-gaap_BusinessCombinationContingentConsiderationArrangementsChangeInAmountOfContingentConsiderationLiability1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationContingentConsiderationArrangementsChangeInAmountOfContingentConsiderationLiability1", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Changes in fair value of contingent consideration", "label": "Business Combination, Contingent Consideration Arrangements, Change in Amount of Contingent Consideration, Liability", "documentation": "Amount of increase (decrease) in the value of a contingent consideration liability, including, but not limited to, differences arising upon settlement." } } }, "auth_ref": ["r455", "r848"] }, "us-gaap_BusinessCombinationDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationDisclosureTextBlock", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinations"], "lang": { "en-us": { "role": { "label": "Business Combination Disclosure [Text Block]", "terseLabel": "Business Combinations", "documentation": "The entire disclosure for a business combination (or series of individually immaterial business combinations) completed during the period, including background, timing, and recognized assets and liabilities. The disclosure may include leverage buyout transactions (as applicable)." } } }, "auth_ref": ["r118", "r453"] }, "us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedAssets", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Total assets acquired", "label": "Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets", "totalLabel": "Total assets acquired", "documentation": "Amount of assets acquired at the acquisition date." } } }, "auth_ref": ["r48"] }, "us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCashAndEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCashAndEquivalents", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Less: Cash acquired", "verboseLabel": "Cash and cash equivalents", "label": "Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents", "documentation": "Amount of currency on hand as well as demand deposits with banks or financial institutions, acquired at the acquisition date. Includes other kinds of accounts that have the general characteristics of demand deposits. 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": ["r48"] }, "us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentAssetsOther": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentAssetsOther", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Other assets acquired", "label": "Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Other", "documentation": "Amount of other assets expected to be realized or consumed before one year or the 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converted to cash, sold or exchanged within one year or the normal operating cycle, if longer, acquired at the acquisition date." } } }, "auth_ref": ["r48"] }, "cars_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentLiabilitiesAccountsPayableAndAccruedLiabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://www.cars.com/20240930", "localname": "BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentLiabilitiesAccountsPayableAndAccruedLiabilities", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Accounts payable and accrued liabilities", "label": "Business Combination Recognized Identifiable Assets Acquired and Liabilities Assumed Current Liabilities Accounts Payable and Accrued Liabilities", "documentation": "Business combination recognized identifiable assets 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Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r30", "r166", "r676"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations, Total", "periodStartLabel": "Cash and cash equivalents at beginning of period", "periodEndLabel": "Cash and cash equivalents at end of period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r30", "r99", "r195"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Net increase in Cash and cash equivalents", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect", "documentation": "Amount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r3", "r99"] }, "us-gaap_CashFlowHedgingMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashFlowHedgingMember", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureInterestRateSwapAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash Flow Hedging", "label": "Cash Flow Hedging [Member]", "documentation": "Hedge of the exposure to variability in the cash flows of a recognized asset or liability, or of a forecasted transaction, that is attributable to a particular risk." } } }, "auth_ref": ["r55"] }, "cars_CashPaymentRelatedToPurchaseAccountingAdjustment": { "xbrltype":

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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." } } }, "auth_ref": ["r80", "r130", "r549", "r608"] }, "us-
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entity's charter and bylaws." } } }, "auth_ref": ["r83", "r609"] }, "us-gaap_CommonStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-
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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." } } }, "auth_ref": ["r83"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":
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Shares, Outstanding", "documentation": "Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation." } } }, "auth_ref":
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December 31, 2023, respectively", "label": "Common Stock, Value, Issued", "totalLabel": "Common Stock, Value, Issued, Total", "periodStartLabel": "Common Stock, Value,
Issued, Beginning Balance", "periodEndLabel": "Common Stock, Value, Issued, Ending Balance", "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": ["r83", "r550", "r724"] },
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income", "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "documentation": "Amount after tax of increase (decrease) in equity from transactions
and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by
owners and distributions to owners." } } }, "auth_ref": ["r24", "r180", "r182", "r187", "r543", "r559", "r560"] }, "us-gaap_ComputerSoftwareIntangibleAssetMember": {
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instructions to a computer, for example, but not limited to, application program, control module or operating system, that perform one or more particular functions or tasks."
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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." } } },
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Includes, but is not limited to, directly to consumer and through intermediary." } } }, "auth_ref": ["r703", "r900"] }, "cars_CostOfRevenueAndOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://www.cars.com/20240930", "localname": "CostOfRevenueAndOperations", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/StatementConsolidatedStatementsOfIncome"], "lang": { "en-us": { "role": { "terseLabel": "Cost of revenue and operations", "label": "Cost Of Revenue And Operations", "documentation": "Cost of revenue and operations." } } }, "auth_ref": [] }, "dei_CoverAbstract": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CoverAbstract", "lang": { "en-us": { "role": { "label": "Cover [Abstract]", "documentation": "Cover page." } } }, "auth_ref": [] }, "us-gaap_CreditFacilityAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CreditFacilityAxis", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Credit Facility", "label": "Credit Facility [Axis]", "documentation": "Information by type of credit facility. Credit facilities provide capital to borrowers without the need to structure a loan for each borrowing." } } }, "auth_ref": ["r315", "r894"] }, "us-gaap_CreditFacilityDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CreditFacilityDomain", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Credit Facility", "label": "Credit Facility [Domain]", "documentation": "Type of credit facility. Credit facilities provide capital to borrowers without the need to structure a loan for each borrowing." } } }, "auth_ref": ["r315", "r894", "r895"] }, "dei_CurrentFiscalYearEndDate": { "xbrltype": "gMonthDayItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CurrentFiscalYearEndDate", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Current Fiscal Year End Date", "label": "Current Fiscal Year End Date", "documentation": "End date of current fiscal year in the format --MM-DD." } } }, "auth_ref": [] }, "us-gaap_CustomerRelationshipsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CustomerRelationshipsMember", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationParentheticalDetails"], "lang": { "en-us": { "role": { "terseLabel": "Customer relationships", "label": "Customer Relationships [Member]", "documentation": "Customer relationship that exists between an entity and its customer, for example, but not limited to, tenant relationships." } } }, "auth_ref": ["r50", "r876", "r877", "r878", "r879", "r881", "r882", "r884", "r885"] }, "cars_D2CMediaAcquisitionMember": { "xbrltype": "domainItemType", "nsuri": "http://www.cars.com/20240930", "localname": "D2CMediaAcquisitionMember", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationDetails", "http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationParentheticalDetails", "http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAdditionalInformationDetails", "http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsTables"], "lang": { "en-us": { "role": { "terseLabel": "D2C Media Acquisition [Member]", "label": "D2C Media Acquisition 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May also include a discussion of the adverse consequences that would result if the entity violates or fails to satisfy the covenants." } } }, "auth_ref": ["r21", "r69"] }, "us-gaap_DebtInstrumentFaceAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentFaceAmount", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Debt Instrument, Face Amount", "terseLabel": "Revolving loan principal amounts", "documentation": "Face (par) amount of debt instrument at time of issuance." } } }, "auth_ref": ["r326", "r496", "r497", "r692", "r693", "r723"] }, "us-gaap_DebtInstrumentInterestRateStatedPercentage": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentInterestRateStatedPercentage", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Interest rate on debt issued", "label": "Debt Instrument, Interest Rate, Stated Percentage", "documentation": "Contractual interest rate for funds borrowed, under the debt agreement." } } }, "auth_ref": ["r75", "r327"] }, "us-gaap_DebtInstrumentLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentLineItems", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureDebtScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsDetails"], "lang": { "en-us": { "role": { "label": "Debt Instrument [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r487"] }, "us-gaap_EffectiveIncomeTaxRateReconciliationAtFederalStatutoryIncomeTaxRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateReconciliationAtFederalStatutoryIncomeTaxRate", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureIncomeTaxesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Income tax provision at statutory rate, percent", "terseLabel": "Federal statutory rate", "label": "Effective Income Tax Rate Reconciliation, at Federal Statutory Income Tax Rate, Percent", "documentation": "Percentage of domestic federal statutory tax rate applicable to pretax income (loss)." } } }, "auth_ref": ["r199", "r429", "r441", "r712"] }, "us-gaap_EmployeeRelatedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeRelatedLiabilitiesCurrent", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accrued compensation", "label": "Employee-related Liabilities, Current", "totalLabel": "Employee-related Liabilities, Current, Total", "documentation": "Total 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)." } } }, "auth_ref": ["r73"] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationAdditionalInformationDetails", "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "label": "Employee Stock Option [Member]", "terseLabel": "Employee Stock Option", "documentation": "Share-based payment arrangement granting right, subject to vesting and other restrictions, to purchase or sell certain number of shares at predetermined price for specified period of time." } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Address Line One", "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine2": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine2", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Address Line Two", "label": "Entity Address, Address Line Two", "documentation": "Address Line 2 such as Street or Suite number" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, City or Town", "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } } }, "auth_ref": [] }, "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Postal Zip Code", "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, State or Province", "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } } }, "auth_ref": [] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Entity Central Index Key", "label": "Entity Central Index Key", "documentation": "A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. 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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.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Entity Current Reporting Status", "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Entity Emerging Growth Company", "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r745"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Entity File Number", "label": "Securities Act File Number", "documentation": "Commission file number. 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This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": ["r745"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Entity Incorporation, State or Country Code", "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { 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held in escrow", "label": "Escrow Deposit", "documentation": "The designation of funds furnished by a borrower to a lender to assure future payments of the borrower's real estate taxes and insurance obligations with respect to a mortgaged property. Escrow deposits may be made for a variety of other purposes such as earnest money and contingent payments. This element excludes replacement reserves which are an escrow separately provided for within the US GAAP taxonomy." } } }, "auth_ref": ["r126", "r669"] }, "ecd_ExecutiveCategoryAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ExecutiveCategoryAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Executive Category [Axis]", "terseLabel": "Executive Category:" } } }, "auth_ref": ["r800"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsAdditionalInformationDetails", "http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsScheduleOfContingentConsiderationDetails", "http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueOfMeasurementsScheduleOfCompanysLiabilitiesMeasuredAtFairValueOnARecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [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": ["r476", "r477", "r482", "r713"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsScheduleOfContingentConsiderationDetails", "http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueOfMeasurementsScheduleOfCompanysLiabilitiesMeasuredAtFairValueOnARecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Fair Value, Recurring and Nonrecurring [Table]", "documentation": "Disclosure of information about asset and liability measured at fair value on recurring and nonrecurring basis." } } }, "auth_ref": ["r476", "r477", "r482", "r713"] }, 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The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). Where the quoted price in an active market for the identical liability is not available, the Level 1 input is the quoted price of an identical liability when traded as an asset." } } }, "auth_ref": ["r911", "r912"] }, "us-gaap_FairValueMeasurementFrequencyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementFrequencyDomain", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueOfMeasurementsScheduleOfCompanysLiabilitiesMeasuredAtFairValueOnARecurringBasisDetails"], "lang": { "en-us": { "role": { "label": "Measurement Frequency [Domain]", "documentation": "Measurement frequency." } } }, "auth_ref": ["r476", "r477", "r478", "r480", "r713", "r914", "r925"] }, "us-gaap_FairValueMeasurementInputsDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementInputsDisclosureTextBlock", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurements"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Measurements", "label": "Fair Value Measurement and Measurement Inputs, Recurring and Nonrecurring [Text Block]", "documentation": "The entire disclosure of the fair value measurement of assets and liabilities, which includes financial instruments measured at fair value that are classified in shareholders' equity, which may be measured on a recurring or nonrecurring basis." } } }, "auth_ref": ["r124"] }, "us-gaap_FairValueMeasurementsFairValueHierarchyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsFairValueHierarchyDomain", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureDebtScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsDetails", "http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsScheduleOfContingentConsiderationDetails", "http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueOfMeasurementsScheduleOfCompanysLiabilitiesMeasuredAtFairValueOnARecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Hierarchy and NAV", "label": "Fair Value Hierarchy and NAV [Domain]", "documentation": "Categories used to prioritize the inputs to valuation techniques to measure fair value." } } }, "auth_ref": ["r339", "r382", "r383", "r384", "r385", "r386", "r387", "r475", "r477", "r478", "r479", "r480", "r481", "r482", "r483", "r508", "r509", "r510", "r692", "r693", "r704", "r705", "r706", "r713", "r716"] }, "us-gaap_FairValueMeasurementsRecurringMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsRecurringMember", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueOfMeasurementsScheduleOfCompanysLiabilitiesMeasuredAtFairValueOnARecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Recurring", "label": "Fair Value, Recurring [Member]", "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": ["r713", "r911", "r912", "r913", "r914", "r915", "r925"] }, "cars_FifthAmendmentToTheCreditAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://www.cars.com/20240930", "localname": "FifthAmendmentToTheCreditAgreementMember", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "Fifth amendment to the credit agreement.", "label": "Fifth Amendment to the Credit Agreement [Member]", "terseLabel": "Fifth Amendment to the Credit Agreement" } } }, "auth_ref": [] }, "us-gaap_FinancialInstrumentAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinancialInstrumentAxis", "presentation": 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["r911", "r912", "r922"] }, "us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsByMajorClassAxis", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationParentheticalDetails"], "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": ["r290", "r292", "r293", "r294", "r296", "r297", "r299", "r300", "r538", "r539", "r672"] }, "us-gaap_FiniteLivedIntangibleAssetsMajorClassNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsMajorClassNameDomain", "presentation": 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including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line." } } }, "auth_ref": ["r92", "r633"] }, "us-gaap_Goodwill": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Goodwill", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationDetails", "http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAdditionalInformationDetails", "http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Goodwill", "label": "Goodwill", "periodEndLabel": "Goodwill, Ending Balance", "periodStartLabel": "Goodwill, Beginning Balance", "totalLabel": "Goodwill, Total", "documentation": "Amount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized." } } }, "auth_ref": ["r167", "r289", "r540", "r685", "r689", "r714", "r724", "r873", "r875"] }, "us-gaap_GoodwillPurchaseAccountingAdjustments": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GoodwillPurchaseAccountingAdjustments", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureBusinessCombinationsAcquisitionPurchasePriceAllocationParentheticalDetails"], "lang": { "en-us": { "role": { "label": "Goodwill, Measurement Period Adjustment", "terseLabel": "Purchase accounting adjustments", "documentation": "Amount of increase (decrease) from measurement period adjustment of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately 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Investments, Total", "documentation": "The amount by which the fair value of an investment is less than the amortized cost basis or carrying amount of that investment at the balance sheet date and the decline in fair value is deemed to be other than temporary, before considering whether or not such amount is recognized in earnings or other comprehensive income." } } }, "auth_ref": ["r138"] }, "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/StatementConsolidatedStatementsOfIncome"], "lang": { "en-us": { "role": { "totalLabel": "Income before income taxes", "label": "Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest", "documentation": "Amount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest." } } }, "auth_ref": ["r90", "r132", "r136", "r545", "r555", "r682", "r684", "r861", "r863", "r864", "r865", "r866"] }, "us-gaap_IncomeTaxDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeTaxDisclosureAbstract", "lang": { "en-us": { "role": { "label": "Income Tax Disclosure [Abstract]" } } }, "auth_ref": [] }, "us-gaap_IncomeTaxDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeTaxDisclosureTextBlock", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureIncomeTaxes"], "lang": { "en-us": { "role": { "terseLabel": "Income Taxes", "label": "Income Tax Disclosure [Text Block]", "documentation": "The entire disclosure for income tax." } } }, "auth_ref": ["r199", "r425", "r429", "r431", "r432", "r433", "r434", "r436", "r442", "r444", "r445", "r446", "r585", "r712"] }, "us-gaap_IncomeTaxExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeTaxExpenseBenefit", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/StatementConsolidatedStatementsOfIncome"], "lang": { "en-us": { "role": { "verboseLabel": "Income tax expense", "totalLabel": "Income tax benefit", "label": "Income tax expense (benefit)", "terseLabel": "Income tax expense (benefit)", "documentation": "Amount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations." } } }, "auth_ref": ["r139", "r144", "r213", "r214", "r229", "r236", "r239", "r428", "r429", "r443", "r562", "r712"] }, "us-gaap_IncomeTaxesPaidNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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(decrease) during the reporting period in the aggregate amount of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business." } } }, "auth_ref": ["r9"] }, "us-gaap_IncreaseDecreaseInAccountsReceivable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInAccountsReceivable", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "negatedLabel": "Accounts receivable", "label": "Increase (Decrease) in Accounts Receivable", "terseLabel": "Accounts Receivable", "documentation": "The increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services." } } }, "auth_ref": ["r9"] }, "cars_IncreaseDecreaseInDeferredIncomeTaxLiability": { 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Liabilities, Total", "documentation": "The increase (decrease) during the reporting period in the aggregate amount of obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits." } } }, "auth_ref": ["r9"] }, "us-gaap_IncreaseDecreaseInOperatingCapitalAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInOperatingCapitalAbstract", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Changes in operating assets and liabilities:", "label": "Increase (Decrease) in Operating Capital [Abstract]" } } }, "auth_ref": [] }, "us-gaap_IncreaseDecreaseInOtherNoncurrentLiabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInOtherNoncurrentLiabilities", "crdr": "debit", "presentation": 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"Amount of increase (decrease) in prepaid expenses, and assets classified as other." } } }, "auth_ref": ["r9"] }, "ecd_IndividualAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "IndividualAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure", "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure", "http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements", "http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Individual [Axis]", "terseLabel": "Individual:" } } }, "auth_ref": ["r756", "r766", "r776", "r800", "r808", "r812", "r820"] }, "ecd_InsiderTradingArrLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTradingArrLineItems", "lang": { "en-us": { "role": { "label": "Insider Trading Arrangements [Line Items]", "terseLabel": "Insider Trading Arrangements:" } } }, "auth_ref": ["r818"] }, "ecd_InsiderTradingPoliciesProcLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTradingPoliciesProcLineItems", "lang": { "en-us": { "role": { "label": "Insider Trading Policies and Procedures [Line Items]", "terseLabel": "Insider Trading Policies and Procedures:" } } }, "auth_ref": ["r748", "r824"] }, "ecd_InsiderTrdPoliciesProcAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTrdPoliciesProcAdoptedFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingPoliciesProc"], "lang": { "en-us": { "role": { "label": "Insider Trading Policies and Procedures Adopted [Flag]", "terseLabel": "Insider Trading Policies and Procedures Adopted" } } }, "auth_ref": ["r748", "r824"] }, "ecd_InsiderTrdPoliciesProcNotAdoptedTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTrdPoliciesProcNotAdoptedTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingPoliciesProc"], "lang": { "en-us": { "role": { "label": "Insider Trading Policies and Procedures Not Adopted [Text Block]", "terseLabel": "Insider Trading Policies and Procedures Not Adopted" } } }, "auth_ref": ["r748", "r824"] }, "us-gaap_IntangibleAssetsNetExcludingGoodwill": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IntangibleAssetsNetExcludingGoodwill", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Intangible assets, net", "label": "Intangible Assets, Net (Excluding Goodwill)", "totalLabel": "Intangible Assets, Net (Excluding Goodwill), Total", "documentation": "Sum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges." } } }, "auth_ref": ["r290", "r882", "r883"] }, 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"Amount of cash paid for

interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount." } } }, "auth_ref": ["r190", "r192", "r193"] }, "us-gaap_InterestRateSwapMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InterestRateSwapMember", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureInterestRateSwapAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Swap", "label": "Interest Rate Swap [Member]", "documentation": "Forward based contracts in which two parties agree to swap periodic payments that are fixed at the outset of the swap contract with variable payments based on a market interest rate (index rate) over a specified period." } } }, "auth_ref": ["r673", "r738", "r739"] }, 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transfer or otherwise providing economic benefit to others." } } }, "auth_ref": ["r21", "r72", "r73", "r74", "r78", "r79", "r80", "r81", "r198", "r275", "r316", "r317", "r318", "r319", "r320", "r321", "r322", "r323", "r324", "r459", "r460", "r461", "r486", "r607", "r681", "r743", "r896", "r932", "r933"] }, "us-gaap_LiabilitiesAndStockholdersEquity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LiabilitiesAndStockholdersEquity", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Total liabilities and stockholders' equity", "label": "Liabilities and Equity", "documentation": "Amount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any." } } }, "auth_ref": ["r88", "r131", "r553", "r724", "r852", "r872", "r926"] }, "us-gaap_LiabilitiesAndStockholdersEquityAbstract": { 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"r317", "r318", "r319", "r320", "r321", "r322", "r323", "r324", "r459", "r460", "r461", "r486", "r724", "r896", "r932", "r933"] }, "us-gaap_LiabilitiesCurrentAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LiabilitiesCurrentAbstract", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Current liabilities:", "label": "Liabilities, Current [Abstract]" } } }, "auth_ref": [] }, "us-gaap_LiabilitiesNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LiabilitiesNoncurrent", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Total noncurrent liabilities", "totalLabel": "Total noncurrent liabilities", "label": "Liabilities, Noncurrent", "documentation": "Amount of obligation due after one year or beyond the normal operating cycle, if longer." } } }, "auth_ref": ["r21", "r78", "r79", "r80", "r81", "r198", "r275", "r316", "r317", "r318", "r319", "r320", "r321", "r322", "r323", "r324", "r459", "r460", "r461", "r486", "r896", "r932", "r933"] }, "us-gaap_LiabilitiesNoncurrentAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LiabilitiesNoncurrentAbstract", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Noncurrent liabilities:", "label": "Liabilities, Noncurrent [Abstract]" } } }, "auth_ref": [] }, "us-gaap_LineOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCredit", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Long-Term Line of Credit", "verboseLabel": "Term loan outstanding amount", "totalLabel": "Long-Term Line of Credit, total", "documentation": "The carrying value as of the balance sheet date of the current and noncurrent portions 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." } } }, "auth_ref": ["r21", "r129", "r940"] }, "us-gaap_LineOfCreditFacilityLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityLineItems", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line Of Credit Facility [Line Items]", "label": "Line of Credit Facility [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": ["r315", "r851", "r894"] }, "us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityMaximumBorrowingCapacity", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Maximum borrowing capacity", "label": "Line of Credit Facility, Maximum Borrowing Capacity", "documentation": "Maximum 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." } } }, "auth_ref": ["r71", "r77"] }, "us-gaap_LineOfCreditFacilityRemainingBorrowingCapacity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityRemainingBorrowingCapacity", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Outstanding borrowing capacity", "terseLabel": "Amount available to borrow", "label": "Line of Credit Facility, Remaining Borrowing Capacity", "documentation": "Amount of borrowing capacity currently available under the credit facility (current borrowing capacity less the amount of borrowings outstanding)." } } }, "auth_ref": ["r71", "r77", "r315"] }, "us-gaap_LineOfCreditFacilityTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityTable", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line Of Credit Facility [Table]", "label": "Line of Credit Facility [Table]", "documentation": "Disclosure of information about short-term and long-term contractual arrangements with lender under which borrowing can occur up to maximum amount. Includes, but is not limited to, letter of credit, standby letter of credit, and revolving credit arrangement." } } }, "auth_ref": ["r71", "r77", "r315", "r851", "r894"] }, "dei_LocalPhoneNumber": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "LocalPhoneNumber", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "terseLabel": "Local Phone Number", "label": "Local Phone Number", "documentation": "Local phone number for entity." } } }, "auth_ref": [] }, "us-gaap_LongTermDebtCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtCurrent", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Long-Term Debt, Current Maturities", "totalLabel": "Long-term Debt, Current Maturities, Total", "terseLabel": "Current portion of long-term debt, net", "documentation": "Amount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt classified as current. Excludes lease obligation." } } }, "auth_ref": ["r169"] }, "us-gaap_LongTermDebtFairValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtFairValue", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureDebtScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsDetails"], "lang": { "en-us": { "role": { "label": "Long-Term Debt, Fair Value", "terseLabel": "Outstanding indebtedness, 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": ["r911", "r913", "r914", "r915"] }, "us-gaap_LongTermDebtNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtNoncurrent", "crdr": "credit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureDebtScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsDetails", "http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Long-term debt, net", "label": "Long-Term Debt, Excluding Current Maturities", "totalLabel": "Long-term Debt, Excluding Current Maturities, Total", "verboseLabel": "Outstanding indebtedness, Carrying value", "documentation": "Amount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt classified as noncurrent. 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Excludes amendment to accounting standards, other change in accounting principle, and correction of error." } } }, "auth_ref": ["r844"] }, "us-gaap_ProceedsFromIssuanceInitialPublicOffering": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromIssuanceInitialPublicOffering", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureDebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Proceeds from issuance initial public offering", "label": "Proceeds from Issuance Initial Public Offering", "documentation": "The cash inflow associated with the amount received from entity's first offering of stock to the public." } } }, "auth_ref": ["r6"] }, "us-gaap_ProceedsFromIssuanceOrSaleOfEquity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromIssuanceOrSaleOfEquity", "crdr": "debit", "presentation": 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Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": ["r11", "r500", "r546", "r554", "r724"] }, "us-gaap_ProvisionForDoubtfulAccounts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProvisionForDoubtfulAccounts", "crdr": "debit", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Provision for doubtful accounts", "label": "Accounts Receivable, Credit Loss Expense (Reversal)", "documentation": "Amount of expense (reversal of expense) for expected credit loss on accounts receivable." } } }, "auth_ref": ["r189", "r280"] }, "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": ["r781"] }, "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": ["r781"] }, "srt_RangeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeAxis", "presentation": ["http://www.cars.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsAdditionalInformationDetails", "http://www.cars.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Statistical Measurement", "label": "Statistical Measurement [Axis]", "documentation": "Information by statistical measurement. 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Includes, but is not limited to, combination of market, performance or service condition." } } }, "auth_ref": ["r710"] }, "cars_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsDeliveredButNotYetVested": { "xbrltype": "sharesItemType", "nsuri": "http://www.cars.com/20240930", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsDeliveredButNotYetVested", "presentation": ["http://www.cars.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfRSUActivityParentheticalDetails"], "lang": { "en-us": { "role": { "terseLabel": "RSUs vested but not yet delivered", "label": "Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Delivered But Not Yet Vested", "documentation": "Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Delivered But Not Yet Vested." } } }, "auth_ref": [] }, 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MX$4]C[3IU^_M?MU)N1Y-Q\Y#-\UW8GC@Z<5(2-#X\G]>?]6?5#_+$]=^&[1R,8#N&X>E6/_"C6?EA].'WK M)L9=ZJ]X;!Z7VZ;5N]A"I,OD'86#]V?X7C@F(RF/S\YU_2O8F<\^?R4.>>> M'I5KGBPNVCT*DV&JSZXM?S971_Z//[F\?!W\].SRHTO77^A?^?;TTOKHNN>RTHPB\B+QT\M'X]$; ME/RDCE??EF:3I[/C0WB*%Y+1XLJS5DWKJ]]$/6!/__NW7S_$?3CPY/NN)_AN M]*<0=SZ/OSS%+YX6A3B]<#XEG[T_/+LX^VEH7G#RQ86+Z^E8'). *DC,#TA@'">SBA@@AV>F? TDXLWE0^::52>3YV@WX0V(_C^ M"Q>?MN>;S)[.)GXTS>/)03/SBD@5H?;<&['M9#H/UW:L?'EQV(YF5W?KS]Y: M^LD)TZGB]_+I ?_GYR?/Q:(:P13ZB!)Y4^U,8I^- J.CL>PL]/#OSD()J.GMVZ%/!TMW*'AX] M*V-]J$ SV[%GCUI&I'J+Z?/2/7T<.B/RRP"_/:G^FBWO HFBU_KE_/IM MFE4UZMVK3\$S%GBVQ(/G1)7Q$*2! (*6P0H;I0]/JI$_*&^!>GGHT>P\9Q^ 3:)>Y]9X$U' B!6\>RXBQ*@E-30)JGOR2_7 */SV]T)IK M&D22R.3")&>;]SS^612FH8+C!_^#?SDY2B596&Y M=A+"..KTK5KJL3F*,D<<6$0\$V^B M)DJ#Q59*;3*.Q'Q4+V[X_=/O'UX@@DSKW5$]Q'D]F0-.Z:N;'C6(Q(0CAF>) M4TID$@PX?)5*2BC)E(CW:+J*V5 ?)8E)LR(Z'!FE-:&!)A:=!^/4+9K^]"(P M3" #SIT(TU]^*LOX[K19-?$15;.L[Y:UY>]3__3#.?S;\6_@"[5M)O<$5P?L__'>43U] M\LNEB\]=.GT/$<$+A;YXR4]/KWSW+Z>-/FOBTZO&X[#!D[/1:8C/[)>&&E-' M!#WK^LDWIW^?WO?T@GRN$==M9M"*Q;6YSFL5)=>!9.D1/AVJ:4!((DKE*,$% M84SHJJ[^VWR*;&(ZW8M(7:9U :Z%?I9YO/N"/_\-4NW/?;M2C12-L<;:$4I* MRBE&@@>-;,$FXB@8HE/05E''O$F]4*X5"@[\9%;8TA5B^?;=V?"E:RX]_68I M"48?,H\!)RH%7 *R1BJA,^&116:SM2IW5H(?9MCKN:'JT9]W1;P)1<3E0:YC?4(?($2KX4E-D=+/21G MC>PEM,2$0QF96TZX[]:Q^TPX1RV7D68BF47(5#CUK,S%!(S"X?2+F:U\$5]6 MG'M?_205>_NB^-[#=(9FQ0S2A]DX_O$[\N#I^P^_KWH16UB*]Y]@CFF6,E4H M8))0+)GA(H;&%;4X@D$)G2,\,(F@==MX;= 0^+#OT0JX018WOF\ZF>V^]V@? M+=Y3_OS-']4\X/53]+;KHIM3E+F!-ITD? 4T11&&[+,3\1S\0%,/O@A3)_O^()34ZL M, RM&M#$B2!)-,(:+P/3R7=5@IV>8^VM8XI%R Q(1L9#I'&"^%"6M>09..5D M#.J!2ZAL 8Q'C='2*1HKSHGP?I,,>8B.'*=MQ$D6\#>K)27 NT?D-&?.@T.KRE&C\!>4F'7$4Q9AT3E)EHSSM M+)U_58_J&?Q:?P&<.:C#G^LPA+WI%&93M*C]W\>3YT,_O;RLH26/HA[GV5<_ M@>_N?)3[&!Y5)O#@"8W(@*0K<2L&."YURG'@FF? =V6EZ%OOX&G%JT@2I7!3H MV]D^3$XB;7ZM?:B'B*@W.O4ZPR0]53QE% ;WR1)9K=CPI- 63399Y'=0^?Z M[V'FT:I+_UD5(\^KUHTK1G2G@N7N)$DI!B(9!S7.944<5XFY0.C0:RJ@&4_")Z*E060T&1FJ9Y*H0&,0 6S(G8W(B=L0NPM652R;R),5#7[#6NF>V M"<[A8PC9 V'2X\Q"&2)6S,6OZ'!B.0<0NK^B-4[AM[F1TAK%=V$AHYQPV 2&DJE)BZ;U-B^ED/44G8VHJ;MT- ;7UPV! M_K;'<_K)J_$$HI^N.G) W5YAU,4Y?R^%R28DM)N1P["23"%HXIG '\)P3Z,. MEG9ALV\!;.ZU&OF"S-FAT"I&(M!)-)B-$C:9 L4N=MM)VU03L9S-*BBP=E@_]S0[AVK@2S&&[)$CK'A8$L&1+M MA^[BV=AQW V<0T@2A98IH#A+:I2*4RHP8 M%2#YSMJ6'3@%M:+UP21QLL.,+"+/OE^W% M)EM]]&Y#[UH_3Q*UYV_++DTENI&"EAM*VYY2.DH"41"J>5S/C#EHQXU*(@D83Q MP#I[PG"YH/&3;=;W,&PV3J? [J>$*2%D'0L538BX;DW#"\W*.0Z%HG7)$LT*R M,[/2=18VVSC<+QXG$T@&S5>T7S5WGDCI*0G,*:)1#L:HY(QZZ+M$FX@5:I&N M &4I1I9)U!HE%*PG-F9%5(I9*Y>43YVU:CNZC]=6)#Q04(I[23BN>F@%444\ M!$T@.!ZRCB;QSJYV]XP5*MZ(1QG($*!8I(1[CT0Z9PFWDN.C+F<$K(S">K7Z;+J;- .V+L=7BTX>4!$L55"4A:()B7S6, <01)4I@KI?, M06>!^8%$=;2XG7:[=/D;=Q)W@7!8Q9F+EAB:H.1SIL1+*"F!H]!!4:M#9YV7 MFPY^O2"^[\)?_TQ\WUUZ/_%!T@+9OM(^XY*&V!2X\$18Y@/3.CK160+2&0N[M WF;P'M&'8M(])TJIVH#<58:$I/(/O(2$-U97U9'/92K8?R9:QM$1-%#\9MX MC7@9,\4)AR129.;$@S_^MK[XY];6^\P#H 303D[,EZCTC'88=Z5Z2\K2,<=D M9QW\'78%M\B?,PZ;TN5(AXR&R) $4@QCR^%T[I2V3OO.AIUM>9#FG5;$UH(T ML]0&@E$$HBX9.90BR&AP191HB(E N66=+8+0_16QS9FM.$WEK#%:R)I("DA! M!0LH*.&STS9GUUGJ\K!.'6\@VTLV($)(G@!#CCNJ]8@-4"B"1^70Y%6 M$K1D:P.B33;,AJA=ZJRCNLO2ZH"AGR$F'H4B-I?4I":56A')$)">"A5,]*+[M_K9NV(\M!JI0HP+-II18%! (Y#%KUP=),.%6@C0W2ZLYRF*[9C]^SEMN&^(OV M0ORIIU(Q+8FF+N DB[[XLRGB9S2>><^Y[VQPRR;K.]6C1YO@D7JI@Q>:)%-" MT4I])V_!$T-IR5E(+3?=39_3^7BGS1@G-#!F6$!>I!)'F98R;JFI#!YMTLPD M4)U=2ZJ*B=1(\"-,#GX=^Y6??E#D7(?NLW0&I[/TFC 7%)$:UV1/&1J,FE*! MBZI(N;,.\>Y/K V!)3!- ><4#SBGI$R2."L .1$XEH0"+SKK>^L826W1*F1& M& ^>ET/;K"2O+J:#L"1*+QAHYI&H/G"IK#NI>GNB,1I'+)(HN$$0S!97HF (MTUX!@XR2Z6SFQ4V?*5W19/')2V=0!"I'M.BL(=:&3((1''F?8> (!6'1=B&O9 MS K$@I4Y,T4,RSBAK*4H/K!HP;$L'1(+Z&X\1/=6H+8.C; 0RU'7)L@Y(\Q% MA+F(=G4.(63MF>2\LUROFRM0:QXL%K**!FDX&,-+$DM*O$M HE' @=KD4V(1.SY8X@B?/. DE6B?48]&LM"&X*B+G=9_-;VVY<IT1BEL&!XD9VMZ9L9T"Q"_-/0U96.0(Z)"*U"\0"4*)0 MFM;%3.WJ3QNLE :T%F8OK$ #$QE CKE)!QQ)2&A_YHR,"9; GG59F9DG+)(M%CY07E2 S50H39 F,\)[8#+CF*C#$>+'\<=]6%R[]WD"C67Q4&(243PYQ0!$&&51 M/((1%X,HKD ;(QKFR736@;*.LZ/+-*;3B9Y:W$B7,EMEI2"J/%8J!<1*CLL6 M=\SKY'3TG=TO;4-W6*\[R^L.LD 909(,LK!!6[+Q '(<"<9';I2P#]VGOL;= MV[;VU,LA.P<):8TKAP.T-L3IPCRCLZDDBN;=99Z==>IM8,<*":GWEK-2>"<0 M*0KI4J;4']6>QD0999VUESO@JEH1Y,62"2 AM^+6GY1CB;(XHZR4+@#@OUT5 M2D^U-KO/*4'AI/5(L+*7"S,$*$Q\T3FCN0HDF=:&[I>@>9.&4#IQ_EQ!H,!9P M"18ECVITQ)50'"XL.*!@J>GLF;TN4*0N.#\RY;1,6Y'+823M$D'#*!'+I& 1 MC$G=M9"ZR:MN9#(BU7)?)!*D$(*F>2LI /I$E]].NR[KCVM57M"*Q\M M?1^(2(81R7 !"HYS8D(6J+_2*M&%SG< L173*8/!)U(7B33>(,-CIJS23D9! M#9C.&K4;.&7=@4TIQ36-^#\)JN1T+BZL4MJ8<*.Y#4(#YWE5>O(<]\9 JQ$ M1,$(0[2WY>P\ (/>U:)U99C+$#$ZMOISCG3O?EEM&:>-=\HE$ZI#]1T>)1<4E M(L9R"D*"6_W!E"7F\P:2MRD#WDJ+R[-#ZTCFB-9VP6+OC0\QY,!S9SES]U,L MW,V9U9I,K0@1M"JR0D10;F%4(V&&9X\(DEVMDMJH=O^S9E0[F[C=C;6[@%E2MT02'LJG5&,X,B7XWL:#0H> M!/&&FJ =*,<[6R"F^Z2K18^U"N"TU24LW_(2+YF(I"L)U=33<7 M+[DB AQMT+@"$EU*N,LD6$E02XE6H)...)_Z:@IW(3(;B.M3,1OJHRRU%DK0 M&.*>5UH3BA.+1>?!N)5G%MX94)$*:DKH\430Y;29&:)M#%%D__,H.&\E-LIG=-FT2KHDB M$J=821E,("Q&67DF9" M\OC0_0&=R"RU ?^^88$%:9M<)MS+)LH;.Y\-PI3W(3H=*>OP><<'M7.U@7 A(SQJ;T:;Q)4,H8QEXK2D MQ&IGC1$RF=6?85]6N/V)M\UNX)@$5ECM"=? EQ%L) PY1:9*XI!9H]K:O%'$7 MSK*67$GS4;V0W^^?#E'SSN1SL-#*$7TZ>@;^>/N#TF]._RQ.N>-JTV7R\YGF+ M+^_XQ.=[+RX]KIZ.2WK"7?SNCD_[_K'U%W1>'^U.8-@L@=/] M^K :UJ,_WH^'%R=LN6%G//G\E%,JGD[PZZ?ENB<50O'DSR\^N>)IQE6:Y/%X M-AK/X$DU&[^'//WYR:LW'S\9ZYRC2*P-4V73/@-RZHQK%/4:?*8 ;.]6>3(^ M.+GGDXQH5V59R" (M?,TFXDH*L%)UW')KA-"R>O7)@O$J@R(T"[Q,65X8>R T M2N7P(L:4P,N"8)Z+G DXJ8D$6A(^Y)):+#!.5+P,#*2@E2,QLU*1JO!_ MP#9P!$)?]D*E-4^>=F)$006)?082A79$"A> (=PI(=BII(5(R("^.:$;N!POY MKQ3EZ([C4,K'2A)9LCXFD$ZICG0N,XLB 8=VF$=Q"8KJ(B$2K0WR5J]*$UE()Q)+YU-0N6NJ*7))D2-;3-1E1BQY(BS*N&:+UD0(@B=V,7.Q90U MCPAY616KLR"@9<$3HZ,-069&;43<2<9'ZE#??2B;W0H%["..&DLX7ST"F>*Z M(V, *!R=2JXSQ%;47EXV#)DA0W:Z,R9^F[,7'4&X/ K%@9-6X5"M@C_=&(MVR&I[$Q!!*=DJ6G$=4#-8-C^WGD%,UXCI=YI4QTI:="QU)6C)+ (HX;0R1Q:/@+ M5KK@,]=,XN0"%WVI!&^PDTV6"X^R<2 I9+R,>H4OX93P4#P%"1=53X4E*4*R M%$K!B=@1332(?+$DW#.IB09$H5C*L=$YF\B3Y(FYBYI(4["HMHZ4&!*$&EP& M?5DDN+;<&^H<-T7%@%G.'2MSD.' X\7$.ISUU*4.EAG+DBMC\+09A.EX/HDP M7? RY#SXUI@02L5_^J:I^PG^KZ>RX]/70IX2F(9F-#W?ICJI'S_Y!ZE&"HUTB MGB&1(_M00J=/OCL<+S8]3X;Y"SP+XR,RK?^!C]@-XPF^AN GSY"X'IZ^(:.= M4"Z!748/9\\._.0S/K9YW[/FN^P/ZN'Q[D_WAP^NW;ZX;F:9'!6Q& MLUV]@S3Z7UN;-*L>K&5GRW_M??B/UV_^_>/;-X/JQ?.J<&MWW?"<]*G,[%U) M__79VC"&- A@S'0_K='KEI!F%THK[PK!H"X6W#&M>O7W_6W7:_?/MN<.SGS04 M:30>-=Z?.C8^IU>?. O)L$(H4CDQBBP.C;B2$@G9?V8J(]GQ*#(70QK*AY4HU\< FJ'=?C&-SL*N<,^C&@#)* M_GJF3A>&Y9?MFI'+8MF?S\CSX$[DCI'NVW@M!G!'";$2Q+^*"ZUS#&8>R=E5 M.N/GL_&I9$M3"FO&EI?+R= ?C^+5S%*=U"^)S?$XA<^G,+N% [] MQ,_@HB8TSWY2WH\- F)R^_4LJK4,3R[U[>O_)17A5.AN\]/3V>3[1IV8% ['_$JQ?,4.DS !_\=N\Y.4#ZYH]A>8S.KHAR=B M1YU9M>%QE69]>TWIT#40ZRR+3@1-E.+%(RPX\8*B38[VG:=,&B=E6Q#[U[F? M(H,C]_#X7@R0VNS'..:_?RDQGY,(2*"CH?!#X?C&0]J!3"?G(X(_6SFT$6 ME20M+UVW0N&V.1Q__7WO_<>7[W_6_7^Y;NW[S]6WY__^'WO3QJH^_L?+ZAS!/B/7>_EJ^9$_*J<3R==? AO 9>' MC,RM6>T/TBA;LO/A@??;+4N2QY-JM@_5_YQ"8+78M*X U3W=0)]O>NDUT!YE M"BDF19(KA1]3QK6+.TZD38Q9'250T1:TOVMZ\W*Q,7\!V'<3?D(.\"W[Y3:2 M_#$Y!C\A,.J$9#[X6P1-"'H8#6"\#D$(34C-)FM?9V=LZ#L::7':JW[WNSI3=;>K/E)K.% M6FUEKB9:M7-2XU.*.0$.[>Y-6^Z777 M8%>FAC&G#'&>IQ)\E1&'0! (0+!J7@I84[HM=+YLHW-*915^Z,<[EK+4P5KO> MO?WP'0@W,DV,EF.ITLN2VA,],0*9XC(23!+)>/W=ZXN M9OI[^%Q/9TA49B7Y1JNS_<;.7XNJ? C+=B>.#ZO4H[K1FZ'7*;2TDO_P\LC' M656$58US]4U\E9]6'PXAEM,>J:I'53V;5L_W&Z_1CST^=A(?[QWB="-T71?B M]$@,97IW2_GF>_[$4FXD?P=3^;*L; ["M%EJRWFC#JY<@EHWQ5"3B>0A$LG+2 M,90PU4B92Y9GM)_;68+*:>@)VL=-E&MSVNSY>#Z:38Z?CQ-4XKON#K9LD+&/JOOASO:L-L[HYHO06L_N/M)B>\[1R#N9:6-/.V&D^J M<'/9Y+,?U?]H_OZQS9GT@,;L]<[[G0\[U?I0XE'+?E6-279#LK[EY*DY+L;_'/K_4(6#<, M5T%IA6#WOL8).*T35.^&_A_^AD6Z ^V^:6M_:6C499I-9F@^IX32 M3(R$H!1QW#@3.!I;SK:J 0T5?SMYAR8RTNZU6- M#/_KX; >C>MI]Q5E17H" MR@4=E$9\B!&1 @0)I=ZB!<9X4LPRW^Z"\&Z,BC#_^O#QL_2B:'5M$E>U,W% MX'YC8I=U^)] (JUC1AQ.CBOCQV@PPO1:%_\#&9[E-T16,QM- MJ4M1DA4D#C@; R[>/CB.] RLI$X82>^] U>6ZCTTS+LS_P3CW!NS)7NC+&4F(U'9\6 D9-#FOB+_=1S]\-W^>-2I\ I-&5&;HN$:;^TH M]G[;7?W?_VPY,\^FU0R&<%CD5XT: 0Z*:W,X+[NFE<>YC/J1X"LKG&W@S!W M]QTV=O=;UO@JX7:XXO?9 U0[;.F 61STHAH_/U%/3A][(18;!2QY/7IVM9?R M]-+)20(3RFT]NETLYMV"7/C%.;GD/O7U)R?B?%+/:FS I)EA,(%4']0?%KL _WO>W[V_? MWX?5WS];K<2.62,$?I?:Z2S&Z2]+*U3SCBM%9\4JV^EW=C_5LV(3F@8_[52PE MLY;;DKQF**M_SLU_5&QHX=_L'.T5K%3**];&A^,#O*[7K5ZWVM.MT[#B!KO@ M*.[[T6?\8%3A8_&3;VS]KJ00?6RF%NRD.PCL?J<#;B6QB]IQC3=*9$:]L))0 MJJ!-#]CQT"Q; [9EXBVH 55,.8 WADX\;EQZ% M.GL7E-2ZZ*\CDJE,;):)"&NR3E+%Z.]]=NUD95PLC"WJ\M[[#[T.]SK\"4(2 M3IL2-XV*+/&ODDO:$PT.7'!9.V!M0?++D\6W.95U:0>_+,W+;MY? N_;C^/UM M//EC =K5:0.6"*.^,4>3W&&F,QDGELVXL9[CAM_MCOQ]/IW5^?A>AX:6[?#K M42JAR5"%XRKN ^H(-O4/I(;0A'P7%^WDVW&T']B/U;Z?5KD>0JK\<(A?EB0(MQ>? [/_.Z>'QGXRK R07XS#.GKR@!XHMS]R>NWW,>XU.]+.[@\G4Y=U^E>:D& MU5R*'8[0&$B,5TWVH&GU SX/IU UG2.)G>Z/RYFXTSQ*LWT_^[[M7_W%5I8F M+FX^Z<./@\J/4O4#7_0QX3[\/?L0?E^N92O*FTXN0Y3=VJIA%-(_UT5CE: M)7\\W:D:5%U%_B"GG,\\0]1M'1@_/E\,L$>+O)< ME#5XYF=+)Q&ZEY;^#5810G2O)E752=[(N@WXY,_98\=UV%'F5,XG0[JV0PG M(QQ6DW&HT(JAL<5(,$XKEZ75=S')@3FA9_Y1?Z%[Z#EVS/.;RZ]G^.5DJJ3 M\[/S17F%Z@/Y6/U00-T\][C@.R=7S/;K*3;9'Y9SM*L&FD6#S_ #IC_NK P< M5&;!&NJ)BS:5$MJ2..3BA+/(I?)^.OL_W3KW>0DD#3L@2Y'C5)GIH0O1(HPNFSZ]K7?,V>G5YVXP77 MM^_TPL)#3BZ^IJVG5]:C!?0Q'@_95;GZ=3.:@-].D74'VI,CEA+D,PR!^N7 M"?NY,0ZGG=?TN?%NY=]0%!?SI#3)N511 \6(IR&1I&@YD91I;.O(?R%KD^:BQI C"<7M>GI^/5J<'[(V?%6?U"VLUG_;INKOX%^2- N4=OMV.\OG6WH\/VYBJ#Y4'H2C\';IH#+3VUJA[$N/7Z<#D" M_CJS_D%T?),"
[8"5I&4*3ALBK/9$>C#$AE*IV'*OP7(CW;T#KO!'OXP_5@3K^]7WJPO]N@=:O;S:Y_T@NKW=ZZ@7D0)WF7BK M(Y$JE9Q84A*J<$6TCGO@M)UU]%1'_KU1D><+#7D ZVF', [H]J*"I>Z=97GIC M,__)%F(Y.7[EOF>=KXJ':*(@(%6C<1/$,)\NMA^QEXM*<+.S8C.G 0]NN7@Z\Z/D)VE:E31! M=;KN>*[XP?]XY4[BAG:Q-R?INV]A3_=A.#Q5ANH'%'&SE;Q(WO[G& [6+J)"_ M8& U9>A<%+D4GS-@%)':,!*,,DU2:)=9@,3N'?=Z8O&4,;D*H!=[MKMCNX7395"GWQ*U;%GZ]I9;K.VEYNTGCEQV#O2; X6VV.1- /O^OO4P[['*GTR<5TV<$T+C21WZ!)!$X"3:A+/ >%-*T"?B0XY,R$RC MNI1%2&:M.7Y'G#*4R+(?&U+()&*97!& V!VZ:T.T/^WX"[?S68/B M".=/JOFH7CS^]T_3YMLG"#:Q/L#I]/.3UV]>79QKH_D!2>,9.;GDR2]:#HQP M V[$J>:?]G.#<5.+CJ!*;JX)<7'*:5I&?5#]"]VAK#KTD^J+'\ZA+,.+1@ZJ M\3=A7!MDL[;:&ZRIO9'&

<^26]ZW6V&JMGE1_61R8+H/Q&A=_/9^S2KA]^]'(DQ-S>L>6&IW?N?<.ZI1P#;]TMD)EQ7LO#*Y5C\U0*BTBN^50-F]&^_ZD(M,NJB-,"D>_=I!?O7ZS]^;YZ[U?J]=O7KU]_]M>
MJ9%]-N3^/L-^78J [W#EVYQ>I2":M[>(UKP'B4TLDJ]G<%"Q1X8)V/^#3^S3 M-U!H*CDT1\OOC@E+0,#95M&'L_>>1X"5-^#*]*\]UCP0K-F(/=-5?-J(0;,Z M9,*.-49"''57_%/P0<0(^3?
NK#\WK>XK2PT8/&P\ -KYQ MF7$>CJ?KQXUOI*:XDDM5Z@/HT>-&E10]>JP5/5:8Q^\!@\8XETBJ"'>S#:%I_ M@0X R//S[>GAY+8:*WLXZXB.F)R6IJI=-
PWIDN5%=58\L/;)T3%FBG^Y_0I/GZ\89"S:D>E4:T(/) MC2]J>S3IT60C:#(:SV#Z:3;^=,'I>H8L9[M#ZT"3-Z4MY4A0.01P 5HVOEFT M,'U_^'WDYPD?F'[L-X_^=):83@-
:]^9CFQO5_#%N5/-/>)O_?,)R4CV-\^D4 MY^XG_'1X/*VGG_(Z(.JWLT:<%?%]<=:6)GWJWDEE["@?Z!EN(9FEQGK)<\QZF M\^&")KT]A,7+>YITLWJS'E8V!ROB,
<**^/0_Y1QR/6L.>)0_AJ>_%XP9CJ?S M=<#*7\\UHD&(OWYK2 ,PI2'E@-I>&,]GU6]^\@?,JO?U](\>-6[>D>ZV==6] M*=
(F:L@64*,D'ND.9,AB*LTFX^'TT^%D'"&5B;DF9TOSV@8@WIV]ND> '@&Z MD1#@]N'UW8BO;V&8OHNPK\>3W5
'BY=V=_IWAQ_TDW^#DW_O4KW1:_P>_3)K?)"3_H<:+'B4[CQ"/==$B0?=D!7 1V,_Z M?M9W>=:KQSCKU:=Q2>"]CFG_MLD4_OK;5D0_X?L)W^4)KQ_CA->?X&B_#O5Z MB/[+DW?
U4_WFJ6X[,-7Q&:4-/S_A3Q[JKO<4/_6S=07 ?#A[6Z_B-ZNX>Z#5 M@-I-]]W[J%VKD_@O]*TM/>3&.LS^3^P*;7>3/Y-R9J[9YV]2X1A"X.T"$9L M3O+P9R]3 *;EYEV3'O?6V-
\&N#2"O'NJT#6/U$D4V>F!JP[0\,*1U6O+ M]71Q@6AY()[[R70GC@]*\J(EQJ$=1+I[9LEUC](M.T@_O!Y5L_WQ?.I':3JHX"C"X>Q;A:P*1__N&&JW%=MN4/5%JUWU(V5 M5"[?
QI:X1>Q83<_]M\PSEKAEQ^C'T[\UU+2Y/+N^;^O5OIRK&?QJ"X&TF4/Q M"I_@4JK7*ZLLHFA:/.DT <$=3AHJH/21770.]8KOWFD@GI)Q8-7FWY.;,>< M>
'Q9$HL"N9>F2YWZZ=$OSYM?BYV=*9=:U+,;YW9J3O][5>0QZ"UO13OA>C7 M[,Q'7,1RO%\0SA5I*+H967.-V^4VOI2]Z11FT^MK(=UZZG1CPWQMDUE[NWNI M(N?:') ;61*V5]
/O[N;B=U\6,O&K5:)Y_/)!'^K?+]:]+.J7RUZ03_&[BYO M9-QR83B?ZKQYXI4-OV'Y.+^KUSSDH250;PH#E*/HI51!52JA?/%#&%W8X+Y2 M!<^_932^:JS^U-
!=XWA^C!3_41B?T'N:*;6,TF/N/5 M)QE2\H%;(JB21&85B*=2DLQ]=DS@3ZV>5,U3CF;O2Q@#Z\T]62B^5-X1*2XGD M/!-OHB9*@[5"2VTR?5*_ $V>#XEG[T_W"U:N#=*Y9^7WU1P;_:
<3R;']>CS M?_KA')Y4\U&]>,OOGW[_\ +!'^6 3Q%/J@2Q/O##Z<]/"/ZU"&S[^4E]--L= MS0](&C>Q[>6*)[](-U!&_/3T8H=_>SEL",4R,R M$XSX8!F1
H$I2)%)CDY:R5F4AGT/9BIF0WV4)":-]W@MB5=:$QIH8M%Y,$YM MLR&S!GMQS,EGP.S$#]82E#*N!IS)+\R7 L/ M?#>!0U^G"HX.2^73!^TI[#'T?AB:)(4K_?&OC>
(GMAO!!TU)JB+7M*J&.JN"3"WMS[1XK!$0SR M0Q<(4&^)U-02+[4G,<9@+&<9="M^PT9W%U'5[0)PV41>H:]P^3-ACV-B;#VO M['%Q*W'1(KX%J0)^3@BG0&$ M6$Q2R- Y-
!V#:XZ/XYD?]MRUQ^@6,5I3+:, 263P@-Q5U!L46GJI<@LU4$("H$..^(=1&(L50[XQ@+_I)!O]1F M^BI T=B!%"N,HGPTH+ARC^LR)+7[+/3=9'R(?3AN#MJ4,S:')0%I'SRYY1M1
M#&BV-ADB*-)'&4&0$)@@CHF4H^ JAE:(Y*GZO1OZT6QOE%Z>:N ;: M")1]8 MOD):N27:O9V4<4N$^YB@2WBM8C*<> J&2,<\<;Y$45(E GY!&?!V]M!7#UUB M8/NM]%6[(Q\GL?
OW\3A]K8?#[5*6'@K/0Z%*U&4=!4$"%(BT3A$'@1$*B(&, M\F@SM,'B3G6M+:-7JH&5VXY[/67KA;LE.&6YX%(Y2PQ-"BE;2DC94B0Z(Y.S M 3CHU 9E:QVGS("J_HAS[WA;8B:\'LW\Z'-
=RG L]GY[G]N6HV P 7QBCH#Q MB(*9,N*"L<0)8X2*4J=\"06786O?-&^Q8X'VZLNC.)R7.GDM(Z2F:L $W7*$ M]D<+]PMP3 %U@ 5CEB3$I[78V03I)
<8U90[0H4(R/,D)99Z1U@2C$65E!"M>.5. M=>_U*(X/X*,_.H/*MNQ?2@>J9W<]N^N%NQW(97F@WCNT4*5!=B<2\CR? PE4 M21Z8T"R%-
MC=ZI&+\8"K=U9[S]URGKLO,)TU=;J;J+EQ2N#UC>RH!E MHZ24SEJB4@8THB/"K J:@*%26QO,%3"[G"/P3)'W1JDY=_=F/#HYD;2 W);P MELL!MZR/8N[)9'^THT?*]I"2!QNYRY'$?
SF#VPS$(X5NH2%% MJ@1)N>QV1VJ)]"$>R9]XHY*<0FZES^JW%H*"<;L0-&U%D3W9+:' MQQX>E\Q"AKQ66FD(,ZYD@N3E/(MAA ?ADW8^B-1*2&3;\&CX0$K7P^-*W:]7 MJ=?
C+#J[7*WR7VL?ZF$]JV'AH9W.QO&/?7P&3*9_:4XYSX[[VK37S\:^NX^1 MAO1ZO07=7=XMLCV+RJW6D--*YL-O:TF_9&SUU.J7C%[0C[&[?:[Z]=:H//3'
MI=+60XXUZ@O_MN3F\9ISXYTF+#!'9$R:6.8CD38KD(;%&"X5>KM/DO7U*=?% 2=S*';50:F\Y8NF;9>B]0!Z(0C".6L# M#X3)4J.<0SNV/M(RE;J#T M"N-
\MT3%>R;XB(7[F/!+AV"CI>60?RBY-D,BCAM+K-:*<9G IU8(X+KP2["! MUCT7[/V!:^"'IQM,A^-),Z/&N1J.1Y\)@L,!ZFSHD[!O.[HFIQ0W,9'@'!!I MF4/S.N&?$H#I% WSES(9+\,.?
T6U^XA:]P*5[EYXFNLC2.0?,!D7(5O.^+,M MQ]*>"_;"W1*TLDK':*@ED?M,H26A@(TA*AUS5
M:1*%4,XBC;6VQ5KF*P9);0?:]90(XQ@75@XZ5"ODOY0U>%U(RQ@;!K.QW[@*&ZY[,],O;(>/N= M(B;0O ^!)&TLD1(<\38)HBCBHEN%N"6ERD+*(51 @EB-3: M$9]]
(,"\$CXJC@C5=B#7"E"+#AC;=M3J@[G67^7OG#.A)X!;#]6@A'+22*)= MM$CF=*8N(I0:K6)@UE,N5U/J[YRCMKVJ67; W;;7S.IY8"_<+0&O3$%S(1B) M*@&1D@OB-0#Q
E2D3";*6CGNC .TDR5)QDQP'G5K)@[=*O%94#K#-/6#W MC+9GM#TXMK@?7] /9S?QW$8T^8$2!QR(,CQ+SQ) :*44X$K!4Y1N*]83#.@=0$?&!"2)50CH*%(@,46:;DU*IE:W^0&"21X
6QP0?B!=\;L45NP)(M'0@ M9)]3I3^.>M5H71PS,H5(ZB.R7R=DO[NO/MD$R:)^$P/!H0HG5.%@(LF4<^&4 MSB'#]P-_Z2%1@TA,.%*,/)P[(I-@<"I19!9*E'2:
(K8X@9^/#P[JV0&4^G2E M8G;YIAY]AE$\3XVO_*<_3[B%YPG[<[*|H!]C=Y?WOCSP.R\?MLRM\F\W CM' OC(;*T(^QNRN//UG&0=^=-.Z 7TW.3TU MUZP5E9]5AWXRJ,[JKJ[6-Z%C
&4<898F(D-.Q#HC259H=7F?=/*]#?7M62^; M3K[SD[>3#[-2P^H__7 .[V#R8=]/X'NWQ7@X]*???'-;O'[SZ@:_Q75I"#3S MBC'B;:G2E=",=,8'DB-DXQQ^PRZYII?
QPZRWKW2'7N6@N<9CTY(R+5];3Z M4OKTK%J+LB89C54R$#!_TZ M='31\LJ?]6M-NBI-"M0*(#S(CS:CH7>0A9,T>,I(Y("CCIN&5$49\X%\:DRT)K:^:M4FC&4Y85QT9%
MIA$XL8UEX$G$CG%C/\(=)I*WDQ5RRTT?@V(+)!F/DI3)Z>?'#^9]V(MG$HC[^- M1N6GI=CA!SB /?L"P^/M.L;9
M'U.^P!HTE1H0MI)*R.0STGFO?"):)1U9\L&I>RTXT4^FWTWPAL^^/(K#>='G MCVB[3>>3X^:KOG!B5W3\<7B0>N$^>@"+REICF2+>H<4C!7QB!$7>,XWV<7L$2B(
S8Q,NP6AX2C%(DJQ!(ZCX!4.VCKCLN)/* M^4A;*2^RZ.(&_8%9&A"1,;1= X)'*J&J"1CA,F?C]76M.(/7&-'M\@9]$44 M/J> DD +78(XFCFQ'EJ@\(/;6PET/B<]-
;N"709NQ5*]DE+#9',4V(=YX2% M'+5P$G6Q;0U=81%I5OH"!0V)2>#(M$JA%.=*7$)E579(+P0R&I2*PZS2S+\ M$X=2FSJ:A&
<.$$6C+856M<[$:FQKUHYI9B*N&:UD8KG4OYL<2\MU4JL!O3(? MRVIU]!KG3O$$K<==G36UG"?">#FV(4NR6RHIB=X+97ATPK<2H[PI+168V:7W9V5KU;L_<* M-
-9(S$$54Q2GU1 ;A]\P1UD#4%:3=!.#2(%;9FXE+[EGB2C7:SJZP3T(8Q+S(:] ME.JB+7Y8'?HZD7I417]8(N.W2WUZ-+R AC3[L&3C'RKG/]3Q*;$B);)1)5=
MYKD5/_(W[7N'RO=Z]'RA>FU59!U@2P;R2K=5K]L]C>N%^^B RR=!LW&14,Y< M231ER]Z7(LD%"0R"2S&T0>-6#5R*T@$7*\PM_2!TN]^ 7H[3Q3@_F _+3B5J
M7:YCW5=PV@I,_&$M^PW LDG!2L)-\"4]M4!R")0('4&!,1E$*^]Q[V'FZQ&D MEWXRJD>?1^?4^L5"JV\/MU,<;OSM!MQUQ@L](_/Z713_=9+^L>>-/6_L,;+% MK8_D'$A%J
MEZP/1TF;CB=&."@Y>*-?*GNSZ,9(-*'4#(U:8)?IAH63O>+PW M21TWU:;B^ #OVH?1M/X"5=V44NOS]_7Y^^YU1EY(\,Y0$EF)X/),(.\$(,(X
MPUDP(4,K6]#GM+FIJO+\O"XOJ@+^.IZ66H!O\T=_U)*?@'/5Y_?KW9]]RM,> M,MN#S%)@BL:82(X,"**=)LXR2XR4.IKD+8V7THHLY4+=*&0ZU:=$[1VO*\W(
M/[TB;UP/RCTHWP>4E;(0'21BP HBJ;7$AH"S#$&:4\$=9ZWX7,_G/'S9:&YK MI:7X0/9TM>;K/5WMD;'5TR^<,LE,)-HZC2AG.?&T4$^;0C3 0ZZN#;JZ,F24
MC@\8M3TR]B&>JV2EY^I$-<=YULA2^0XO.I?&\S"$3:+Q[;S_[(R6+YZ(!XI M, LA'//:D51JH4KN&0F..B($ G,T2G@E6ZXFM3=**X-I-F#,#M3Z@/H[97E8 M4-V3V!XX>^!<#C@-
SR7(/A*5DR72!2#6)D:H80RIRT7BQUQF]_\>HM6<_QS]2#X[?WNIO?=MN.;ZM^M*X6;/7K^XM#SY MIJ(B'_>A\K&$.OC1<3ES/QK/"B.?X,<('C9YTES%FLR*V?Q9WCY_&H,=>:
M4(E7]U/]I8I#/T4L//2?@8S& M"4[OP7:5KT^:]8^FNO#1+A'/\A".2*HGT"#A+@IC?!ZENKIX= ?[Y9OGQWZ M5)(RG+/;ZT7+3DS>Q0=_GT]G=3X^?
6%S*X%1>G8XGC8G%'8G,/0E%P.BY%'I M/SYS]PPPCVZ)BJSC$_ ZB?$+&(NA-/E9!+=_YD0X:7P]&M8C;,4,)]^NG_& MSRY^@<.Z^+B1\!*3X#/V;=4X)(PVY59 MJRO9VJ;4-_FLG_G?
5B>_+H06D"VU,0;/_62Z@TM"]7H4=^X.G_<>A(9WQG.K MS/1L:1GGX7@Z[<@PG5\'$[PP^L1LICQ M?.I':3JHX"@"DO-#0/ MN8@J%*?_L1^NL^'Z?>3G"5^?UCDH&T7\TKG&V/EN
M.2Z-6JRW)TM?:4M9";'IY7*"5&D\/TG<^VSQ*D;I#OW7TQMBR<5Y.(7=*2"A M1MPX'8/&D%\\^\GW.PI?ZFG=V,7'NZ?W7[55T+Q.V!U'[;^>7Z9/.KI8IY]> M-
TJ]=:ZHY_/AG9DF_VT^_[5Z?^EE0\DKWLZ"?!5L_"_JUH)\% M_2SHUX)VP^-O;Y'<:(%T-SS^FOV;VVS*O(K[=$T ^_NRM/SM+THT2ICF:[:"-=3:<OX/WG8WC* M,\X_DWX?1M3!0[,OP
]A\OA36K9Y9JL;LZSU\UA62_R?9A('#1&6ZBN)S+M;$R7TW&!_Q8:41 M_U7/]I_/I]AQF)S5NM^;3@'_3^TEQ6+*#103CRJC:W]FJ1&GN^ZQK25LDS8'
MRW4B*I1Z*5IEXE(&XAUG3#QK&N+N4[(^[Y&24CE"?)/%X!7'"'>A*C\2%;QG:@ M7<(V,\"N]-C68]O#$&Z/;6V=HV=9&H; %"*C1 H?B37&$TYY2!Z4D/Q2W7"7 M(K-
)1^)MY$0:YL&.161PD5-%F4 F%[J#;=*6P_4K3&C:8UN/;3VV=1#;0 H. M6@82A)6(4PRQS=I$##69:>[!7"ZM[KBW(@6!7 _P'L$5VJ1:XSV>4P&22P$= MPC9-!URO,-
O2@\"VE:>\ZWU]3WYY^_*W)B7>&[\HZ;A=*M8#ZP5@52P[D1Q: MP!)I'Y,%)!-'YA@UFL? +&67DB]9"3&P7#+F"S2BI26.VU(:+P:1 S.>7E'< M;F,&L1E0]KBJ-_6<\1%SQA[1[H=H3
9E7$+&QR 2:75&@YA'DI/-PDO*#%QR M\67%:2JY.U4$320%BD23!1+1BLY.VYR=ZQ"BR8%:97JY+5'Z'M$>L7 ?$Z*Y M
#1J"H19EHC,/A!G32!,&J.,L4ZK^#%VB&>Z\32X3[B4R,Z\B"=F@+>Q]B$Y' MRE2'$$W: >L1K4>T7KC;@6C2H_WHC25@(!#IP).0$MJ204 PCC)&S:40$Z4=
M)!!$"P,EY2_:K(%;DI@%&ZVA*>H.(1H=2+?M5FV MJI V'K(3BE@TA(F,I0BF-HGX:*463@21^/> #!240GI)> 2\)U%%/ 1-(#@> MA?; V0/GK8&3&L,R1^H**156RA!"@]9(9QW-
M(2;%Q*5@:>JE#EYHDHPNNR9*$&^1 AM*%8^.6FY8=X"3#_0JMZ5[X.R!LP?. M[0/.!"88!4"RM:;$2IL)"*%%#CEJ=6GCF0:G,UK^A+F@\!Y6:E\R3T!3 M*@+-(F7;'>!T
TG[XNL]924.,49I(22WQ&02AV467 [=(M/"]%[:CPB*Y(2YWF1.8HB*,NN^-'@7=EW!SCMP+*^+Z2"=C+X_>]T%O'S+G(DHB= B@Z?$EP,W0068M@K!6PR5']]+&
MN^1Q%E,GB8P,J3)'OBQBY2)"!.=D=]";&3= [M[C=T]\>^+;0V=[T!FE%]:D MB-#)'4*GY<3*3(E..4L.5IO+Q-<[*9++AO@8$Y&&"V)9\='RY(-/43/?J5!U
M.1!BA7DI>NCLH;.'SNV#3N^'DCHGQ#TKB+1H_UN5)5&.^&]ZRSA\X>.GOH;!$ZLV))* Y$ M@"R148#D4;E,,J-,2\>LI^%[Z-0F\:1$)$XQ363&W[PTE$0ALU1>0Y(=RH:F
MJ!LH8WKH7&$\:Y]Q_L\SK\JA(F?H7I7<'0((U3Q/OG\]3.O[^YC)"2]7O?= M[?5Z*P6]9=WM]7I+!/WPN]LGI\V5A,7S\716C?-IC$63G&]\ L C&H^EVG9GL M#PI?R&D:'#*=>9I) >")-
F*CY43@QY3R8!*[E/K@+N$2T4^FNT7]WN83!\S> M*+T]4[VVSIZQ@69TRP\#]W[G7KA;@EJ.TDBUD$3Y$G7@K24E4SQ1(40F0 L:
M[Q6IL#;4HJMT"V^)8O>H]8B%^YA0*P0CN>>&6*.0-SD$'\>I)1&T=0*1.W;I M1-9=@@36@UJ.#S3E/6KUJ-4+=QM0R_MH6,D,GQBE1*K$B2L[]5P)D-338..] M]N?
7A%ILP.VVFN%NQ6@86)"%>)@"UAF;F<;<_.$R-5UI%)9?7]76PK!RTUX&[;65\/6KUP MMP2TF!&0JU$@(I$!FZ(X\X2G4M=BF"2U'!O#]NJ0M'KA;@5H M\6 0FIPC4I8?0@?
BF))$!#+Q4FJ_\?>N?>VD1R+_JL0QEDD 5C:?C_LG 6\NW%+W+L MQ:[/S9!!]SG5UN*6R(+WZ$&+GK=[!U>B9V M4(SF!="' EK%F$,P!4WJ(NMV27V5I$_T[UN<2KX6'-
<24_D(0["'KQZM3I MJ*HGUY:U*1M8]>Y4#6,K@9C@S!OGNTB]'89>W(YK&$WT(GJ1<(= +VEM1,$C
M,.X8*)$SA!0%!"\5%RY8M[UPL$O^[3#T,G8L%2U[$KU(N(.@EZHNEBL1H3AA M*[UL!&<] L_1>5<))NU6O<8N.;C#T$O+L95#IQ>5O1T@#_=3KF^)S7I3]"89
M]V96+_@_ZU]0#_Y.D#O8'OR<*YZB%2 Q5/>0N1K<1A%!HVR'Z0FFL)-TWE4E M;LE\186[2N79L38TX(EMKO"V M=TQE18")/<&>/5G>1%! M*
[U%R%U2A@<@I!X;N\=>F41((B01JQ +>!]?N5W/<6U>XZJ3\ MF0EBNM/O&]N=/TAIY8*>X MR=6=-;;MW!=]N\KNP"1TU7--VEG315[TXW3&R]6IKKHR<./&W.^Q-J@WH"97 MEL!
(8+PU&!F3WD:=*Q-5?;$^@@MH04258Y;!%!T/27K0Z"KDG/*5;PXAUMC>*N^]QRW1LP M'K0EN.S8!>I" KK&Y45IQT+;M1Y;1@#=.0-!. M^VB$4[+;7.?
SM=K^?;;H+*CG8Z6)T.2ZDNM*9.PRV9EL02,R,"D0%');75<6 M@.FB$Z(3.FYM6;I7LK-[,JJQY'OO%;+I=T_GX1@VL)]/^Y;\?B41P'AJ4B8P'AD8@Y!!%83DDP.E30"7 M4H:8I<-8\2>-
Z*+>X8!@Y+9?(^'N 4::M'F(#5W+\SR_W,PU^O-EQO,OW:8\ MJ1IMD-5HPANA6!10G516Z1P0?(X6*G=C%LP7Z6,G>[M:%;Y:M?,9IKN;ULGW M.:VS-X5IY,X2)
F2#^821UXD4]:"LS7:5ZKR-@B>@:N< G>1%:96 *'K(!*B4'P*0'*7#S:K+CIIH'6(5Q5 MV4X2H'VWY*H2) F2'4*R1,:YLQF\+A5XP44(+@M0Z)0H.MJ 6^U7=]I==@A(
M\K&@AH/'5G$Z]Q=D*TZM;SR@G2PSOG.$:0S0B,L#"*[H"@Y%2/1!%G:(2_M E9U5BLV+8_+2QM3)\6N M^_90W9@A6A+#BKAD?!XQ
ZJEEF7R!EH%+Y%9PWN&68PR:=L&%HG9!=)W8,Y MJ$*,O1E>;\53];,=[NB$C=:/:O0WF^.P5=H M@M,VMA-?4XWS??U)ER)4BMPSW4TO@ ^=&G^>S]X\JY_73%>5Q9>M'&?
3Q8]K MQ=R\[U6KEG][MYQCM>AFBO/WSY?YS:)"O#V3^6PR66-\LRNBJPI;-=9RCYF% M@1C',+WA@0BW5^2KGB=G0@/C[5*45I6!HNV'DH(+@BEI3">IT1,@W]@0^ A\ M)-
QA@(\E99SB"+9^("C%%3@K.5B)B7.5N(];+M]NV_F/'7R*CZWN5X<4(A^1 MC\AWTX[0:+5DTH#4[4PK%36@B!F8RSJ$' SWG20;CY]\W(P%WV/JZ4D8!\UL M/63B<8GO/G0T'?
TYY&FN[[I3P0(M1PUY.>H&7]::Y)1K'=&V95](*ES4'D*6 MT6:F% N\N_1E)?7EJM&/&_WMB,9Z[2MU9.K2FOU!,F (*
MZXOWM@5G%C$Z="9L#3[LI1T[#1MZJ=*4L(OX7VYW[\ZIEV/GR#L]UC)2T46G '&*G0)>Y.5E\>B> M=%&0 M9^=DL[TU[^/2!2C94_6/=J(B01D@@Y0$+ZZ /G-8HW M;4F $A5YP:,
;AVV9:(;JM#X$Y[]_ 2,EJP'^PCH"$2$(D(7 B(PY":<$ M0@RV@ K10/UG ($V8"X\"]O-?OM]Q-F_SC9ED_.MYH6OJ8'Y438+U@?)VKO;QY4TUL<8[S>M:S MU7*QQ&EJIJ\?
WZB;]0S;O SW(_'HZ.[>'AY2=&TG=FVDGW1MQWQMI)]T;<=\ M;:2?)WUM>Z\FN$.X>IS^\TWW]$=<-'%8&PEIE^UGNVR=EC*7"%6(#$JQMKF4 MU!"Y3PR%-
$:$+I;R/T1A3S=!'V(O5FY#G+\MOZR#LY:<8;*V0GZ4@-G':CED(M8\:<4=. $]9XZAK09^EVO^ZN0WJ:1 HVQ9Y:,&A%^"X*LSQDITQ7:R[/QS/ M[#X+_ >B\<-<4AJ(
BC6K@85&9G;T;2/2*>\9B\P HC%*Y]A5EK@19HT]OA3,J,+GEGNVRHOUP M/-MK@>8L M!IT\BNVN=QWFXRXU<(N3'2+2CHW98UG00'2>(M@>"[=/0).68DCN(AZ;]T(-8 AH)=R!
XT%5I!D)P:900T[)P)>0 M(&?'I=3.,=R:K=-A3NX@'AWK0U]EV+U&KL,])M<;[!Q/2NX>&TS^AO-IU=?% MZ"+/-[M*.MA(B*!/_W)I(7ZP
MVV(.WZ;C."RG\^1(T9';E#@PT78J%L:""RY!$BGFHI40MI.1ZQ^"R%_R?)T) MV2Y,^M_??II-)KCY\\=,"+N:"1'?2(2P,T$+52>LW0-+[!+$.H)88L&@3 C9
M:%N!E.O3/7(&1LM4:=;VHO1=K,$?"&*TH>^$%Z?NH=RC4Y8RP:RK"DF>K2F\ M0.$*03&?P:.7@)JSK$/AVFTM5^VR_GX@F"F"V0EK-WED!+&=/+)H58TJ*Y!J M$ GUQ_J3Y
&$DD5GQJ-,MHLU]X- C)\9/7"(40<:VO,RE&=>]^-DF%:.8[L+ M4&5009N*N.+ 5->L&"^4]EOA:1 ?;J!2;?[CC,.?4A)@HO5
MBZO@$>!9C4Q1%XTZ&XQZJT5#%\FUO=&+TFN47B,I#XQBRGCE=?6\.!.LW:8G M 9.Q$'A))NK<9M#VD57;&\44[3$^8?TF'ZS/TMW#/.DB!7H#R; (*G$.KMUN
MS*3D#H/19C_IM#W1BY^9/<[?.PG]_I!0J__%,,GK'[\XEUE_M_GRRZG,(,^, M--\]N<#4;B+:O$>>22F_^\]\9E/_>6@W[-K9?.WK;[\7Y=5Y'M688O:FGLO[
M>OVCZ6Q9/ZIJXJB>7%/?]GJ.D]$%SI>C61DMZ]N?:$%7GT;5-2BSRB,9T4>?QT*PEH[@7D]1.KY[DU6R0D]&LDZH28CHQ,19_MYURHPDL"#%:#"DR *QJ!:V:Y]Z;^G>T[A?
R!T+_,YFMT+Y?S}JS6'2)?S7[! M"OHEY8H?R(9V6<[0N7C4:SHD#TP7D4IDL7"@6=5\B*]&U-\ED'CG+3":PKMTQ++'IW&Q{J2$JJ'+B3.G0R M/^]@M*:L\9ZSQ@1P C@!?&?
@%JDT\]H!:9?P5#LY'J?TH-!K5;\#2^QDYR"Y MQR?C'E/#KIWLZ]D7TL5[4BYQ)EKM2K-5._'E ?E\^ WS5$1*'L 81"N5M\IN1?F[)&0/$.7ON[%;CVCZ(>=:_]NFO=<_
MWN*LOSD_NL]#=>^ZM?>-LK?Z@+O.T(D*ZGDK\ZSZ,:-E:CP^G[9OIZ-)TM MZT?AO/ZZFGY]V^LY3D87.-_4%=>W/YM-U^L'N,QH|,SQ6ELZEM^6]9?K)M7
MG.VX)+^7"QQ=$VYJWH[B!!>5%!?X.L-TEO*MU>9M'^^/./_K)_Q[QZ#?%(F M^1VD9I[7I&AGAZ_>3)^D9G$QP?>/V[\^N<"4ZOV[LL[2,-3NY{;,0IO\]51R1^!\NZ6U/CV
/>'U<^;A/7YO*:8=8Q+S_)Y_,;W789F]3!/7B&\\59)>:.H M>B=G=W]TW/LFK!VR>CHU_ECD],]Z)]&J>_KGXB._YE_7S7+]T=RNZX^+CX] M).[SC.CX#-L'VV_+6?SW>?W
/%^LE^3MD|'?UG?Q 21\T+MR^T?IGY]/JP,P M6RUPFA9_H?OR\;[\[Q17J7Y]NO&F7$TAR#,IY7=?R1LQ7M>!PI? MNN[UL_CRL=B>2_N4K"??OAVJ&S5;71;&/-E\%6?LC'WWX8 J[
E>+/+C1:Z^ M:(7(A[NPCGXWG_WH>G7(VV;1A&92C?CQA^:_5/:Q_CK!SHQ3WUUJA%]>Z.89 M_OT-Q_&[']Z+/O-OAL*,]1\)\)=;0G1_*IUV/$T9[<#H>X,R'$L9X<74^']'L?Z M=3U"[>-
ZOE+0:\U6N%.C4OLR?0M^=BQV!QH0/!^;TV7 X)_F>>2Y_-U,%9C MGH>>%7PZ.D4&1 9T65#]9C8EZR'KZ;1A?B]LXVE*ZY0X3OX:YM__\ LV"9Y/ M22D&=['#M8
85V]6DS;;39KPS8O=[\7=;67L\O/_]*P>'.;-G\8+G"Y@D>=- M(2NXAQ6T#X+U-LOU3Y_5]Y"%D(4,U$*N+CC^:?!V<(!4V/;=.@8#/")/;-=. M"R=D<^"&0(S>$YY?35=IVD-
]L^4KF0.;0,W/8 MVA%%=K#S"L9!FY/N<[WP'JTF?1O)3F,>X7+T4X[Y33CD6!"=M.:X?!W MY"%F!7^UUTA7%]MUJY&/S8]U-V,%CT)5)Z(_?7HC,^%E3N,<6W,^NH?R M?AN-?
7Y3.V\')K4NW',%PA0#2O, +G()Q@I63$I1VZV!."$6G731X+02H&P6 MX*W2D+GQT:NDA$S7VX%MENA>KI:+)4[,WBR?-0%;K/^Z8Q\PH\=>[+':]S!4 MG.@U<&?DI#&F/+?2Q

F0TVP1C'N-J'Q(:$G.X=&R@:, M]-#8&V8?Q],@WU./3N#/_&M;AY*?O*_VW&/T]C#:6^PMMQ01)2CB,EIDM92(M!6.$CM9N-TX;(/K=4JK?
K0KUHI#4^:\+7\VMI^&G:L!9;YM]#NNJ9[8]:M{) M=\H'X)\!$4L!Y72@R#@GD::$*XI]\A%OD8D^)LKUJ3-[:^HC\]+LV5K5;3L# M"8ZP:MHY_LZ+G6A4^P#HOOHN\-BN=
(IAV4P2$O.$1>8 V/U C$JI A$.;_U M-HVT'],OL$8^S)?(N[Q"MI5L;J!W>6[V_(+LGC01Z@.?>^A]9*J,-3.4!(:L MPPYQXCS2QBJ4*+8.L"<;"[9IM-T:5#XJ$3Y0G.R+(^TK+=!5$<8]%/=0?
$@L MV-F@.(X&^ MDI\")'NC/+/"(":DX1=PE@&2}&?R(@=IDG+:[+'G]") LJ$#N\N#M^4%R;[^^ MUP}{GU+TI?)H_.Y/[>G0B2D5HV=Q)KI:U@S96T0-E27:A[SIW_%40;E-!^6^BW
MA4/:%E+PA$C&D<4, ^MF#MED/#9K9F/Z?U\Q?P."^;C*"^3 M_/_W%POD]]A.F]I/8U?L;Q36/UBYB()-&7*6(C"<:,;##P)<#-1F2'TZ7'P38GV)3C\.'^7KX)7;_PM_#
M6:A')ZM;0[==;,MC! _8"\S+O ^7V9X[]Z#[8D"76B5LX!RQR%*V46"D55!(M)RNM$]KZL.%3=Q_N_#1!5P'H[C"%V[,!W=[8?.\E>2V5KNRT$T1
Y2M)3Q*F7R'EN]-1WLA4*6\^1#Q(8 MMI4<62$EP@X'XHV-RHBM@OT2UG^IV\FXMBK,M=CCSWQEF!L3LL/SWLX'ZGE_WD-4M=#[NTK1D7""46.7@Z02P:*]":-
WG"]#WB8=S1/DDM0]+=8(*XM?7<+U^Y?7=?8ZLI?K%]#=WFQS?[/-Q-:A5+6J1WY\%JNI M_;[%2/R]#\AC* "'L99V4'?*B&!)1)%H(.]..60"=8@8"UP=DV3P5@JH?BB"
M]R7+W2<0QCL53_EQ*,Q X.>5?;JW;CSCI*4]<&T)N#1 CD],H^"81)QRCDSV MIF N15SN]X$]_3/<'I[=6^O M[L]A>KE^\7*|`[XU[IA++_>HB\4_MRJX-[V4/VB-3]Z??=I?
O*;>@JO]=>. MS)?36%GOQV?0EO,<3S8:3^%1MH&/1T47/VGL$+3SIN1=F\+EN=I-]I2VTQBJ M>7!!N.3S%#XH^;Z/5@8ZCV>HOU9^:%M@(Q-[$M%H'.*B"3 ,^>OY*/P;U:,0 MO[]!
[&T:QN\HU$TL=.0-C_L;/0VU.UD:,_?Y&_?3FS/(C{K3MSUJ'1T;G/I M/OBO63NMT_GBA>56%$?A[633 M1>(Z 9!KJ'Y=8OXS3]$IO@O-&U^/AO4(6C$%<7AC9]/QV_4O8%B[C\L\=SS(
M)NC;&SO\9L_;MZ_^MI2(^9,7DU@0HDS8BA!L3.9VYVSWE&H+$W0%=BWFY_'W MU_6X_FQA#-[9ICT"D*H^C/QE='F,02B*7D'&?T['__0K A_G#D0_?#/M$#"
MPQBRWPJ.3\>;D'W/](:[:.15N\<>IO=1Q^+V>_/K/T9V%N#UX:?-'75AB_AM M=A:,VB^R2FI+HJ" Q%$:Q+&TR#D:D)($"V632W*C"MY]#*S%A9(V_X26]_4D_S1\2@<
^F8E0)ZG^!F7\?V M"S3IYV$IY0Q7V@F\;MK,YL=>Q>/U>'K;/OZ3?[*7WI9OY#86^\@"G]S?[-5_K#*)>=CXV/YIGJ==]=7[SKU MZ54U;N"/U:M>_535>?E5&D(NG)R7LV5KRJ>3<;?
,MA M)>:G9AY]-LX<%]2P %/8G!57\IFWEW?UF>3(2QCZ% $3?U\>EIJT[CQ+!>N M:2HW*PI=7OMM'[S[]_JZ6E5WI)FH-0UXS#STW:0(U]G)9*@'7'UF/3PJ5L-H MFY)C¥
P4MN&BY4#],W;D33NKA_#@D]RQBQ[E!DU/[;0JTP:S,K7U<%!U_Y87 M (N'";+#N%))IRJY*LG;*HY $>_>"DIH3/E=,"G=C6Z^-T/89$5R4+=.ZNS&&J{(@CEMNG&B/ZC7/9; MG'X,-
W\>'38Z;U'E6E%8[_#\5U>3-(V5D@QC)(.,B), A$MHBD2SV&&N%[;M*6WVX+E-LV_MP,/|+>]@]@/_#+\+SZ 'H2B.V*KPY@[2C8)L" #MQ]/J_XW3ZCB,\]G+/C>*#R-
HS=?.BI0M2)U¥\&*#N+++]/X_AG^KUJU^//_]< MW"6N[^H?D[SEP+7'G_^ 2_,K$&:#1_ 3N?V<=1D6+O;"^7E%MVV>P;M/XZ@< MO<\0?/]]DD][JE_JUIZ<-/&D4\M_63EK>@W{!
(@ZK'I*,>@J/[VY?#7LK!OO MG3_X0=Y<#Q.(Q;'.TA[0X73=^:5.FO'7.L3.S2,4=XCLFY%3;R\]-59/W#I# M1=T4*V;NV%R;KI=YH%9/]HKI?2XX%PTH'NG%*@#
[R>]#H#WM!/8^T#2]_+T] M&>84]R_/? M^4KFAF6'(&AE*+,*>3'+1B\\@BDTV@&RB8TV5AJPY >#FSW>%J 6% UR6V?OZC?.(P.4CL+.EIJM=:?"N2I M@3,Z%&X7*_K:+[-+YDD!V-
ETG_,@X-NF&"77D1:TB_'%(%PLO]S7U6Q]7;J7 M<+&+@5BZ\^J_9DW=AGK%!:'M+-7QQF>!4.0#,-A2,GRN/N@VHW8S+J;Q547[55 M=)<5G^'%G8>Y9:PCW*K?
2#MO]Y*P=F=E39Q[?F4X:>++7.G[K8+18FD_KN/0T MR(P7]I\"Y?D8KIE3Q;FK549:V#6B+K/KKYB81%WC7T]^6,P/61O%=RMM=+8^M/SWJX;D\8 MKHZC/93L-#OAK:N[4SDZF
N%73GENG4<[4,<+ZYX[S:M_T^3?*_:Z1;6N3D' MNZN:>84^N6Y\VQ^I.CQ5]6^7!*5VUWQ^:[3#^Q,N_UA)@&"F58<"\2#48@G M7-"!(ZY\5%@#+'.A&I<+
[""W^GKWH9O'79GP&DSS-9\W_%Y;".QB;,;1G/V%J MAQ;.3X^J^3CUEI?]@_\CG/N6N5ZD;#B@?`P'LI_\]=*.L++(/7!R%+@X8UZW,
MS7QL5Z/\BCEE'B#3=C%LMO/0G6:7D9/!W"&Y,#++9\Z%X DY++HV5$)*50\#U MB)3Y.X^J[/ SM25R.^_8P^&R.=_L(HAR.C\%!= KO\^)08FES"[6##W26NC9* M0$BMJ4?
Y,HI,5I0.:(88^]D9%PKKS-J<@^.G-#4Y)#_6)OH:WWIDG_/64[)@YCR8 MQ6:\;B+*Q*'S Z1LY NEYW%<>"=[WL>_CX?5QF5+\TCJ>6WSU#XO\W3[# M^:;6LM3O;8^[6F^J
M0/#\5^MJ0HI^2?;[5[\BLLM4OR+Z%=&OB'Z/Z%=$OR+Z/6+[BLP#JC9?&N$[M5,D\3-^&ZY.WY]34MQ&R0ZX8^9!"]O>?Z<.HI+,U]!G12\U)2LCA?"YLI416
M:8J,"\;J)%U4Z?)9LB.*:I4/'9.$'UPHY+A@*!+JC#>**K]1#_4&UZ'W.L,#3:1B,4& M9S/!$QVD1U9[BK@2.,:.P!_;F*1:8,&<]Q[G"0C6LR((KTR-8CVZ%/:8]L6T0V
M;9C!*@#_P@ZPR3+01I.@$!)DN96,[]1S!&@#WB>8TBXR+-GLP!M%-18A2W% M+'+*63P@9)-X0*7ND>T!)KV%(>Z^1-@Y^8T)+&0R<<-^IZBQ.IB$]J.7 RJSPR"4%2J^USAOI,1$'
MA&=<#TB/9SV>]5/Z$O",$LY-9!X)(C7BPD6DK5${BUPPR'$>Y08_$)[A 3>]OOD0HUWOA[=BM,L%M{')> ,VL>72Y4/IH&0^&A$,61TM4A@+Z@W65)'#@4TZ MD+L^.:YALX?-'C9?
$FSBH&5@S"&A,,_8Z5'. 8TX4#1+$K61;^CZ. ,KJ/B(M&"<0EX0BBXE%46+,'$XL)'TXL&D&'._8\["'S1XV>]A\2;#I0O*9/"(F [!- M%R-RU 1DE**
<.!:H\!LN.2I:S;7,O)0"U(O\;S#@K;7*.N^2H\D>#FSJ@2:B MA\W>]?'1K*A?QE.[3,J\0T&C1S1+6AC/*HD(D1Z2A2DF4'3AF0%M0AS8WFBEBC M$[F,H]9P%DQ2R/IL7E"4(4V(# ~
UMG@;)$'Y9#.!XSM.,E$CZ,]CO8X^H)Q ME 7!M D!295RJ"-P2>\31#8F3JST@N.\-,@=U/G:(8Y"_P:*]GDTQ$]>1WL< MW16.)B9=1+]10$NJ0 %/^3*2,03_&.YPL@S MNGN
),@9^0$G/!#8#H52/H_>TR,+ON434?_RP#.F5)>8/ E,OO?N'K[OM6/VP M JG#GF'O#5(*)\1)=D(TB2 ?O8G$"2H3W@8S^7G6UB-8*^_&9ZX>E1GY95E
M]K8UZ6[3V)U73CNTLJ7!J%H,;K4RNFU?Q'1WG3N8(J:_T'?5/V*H;77L_S6K MVSI/_;(<\WV:_+#9J3Z.JM&7^<%M$O];#98+=19V=S.)I??' YS:<_\W7@V MS14[\XX*S04Y1%^$_?
%K')YW;WEU MY8"\^FE0V6H8]7&#O&1IDU_R+3]XI"N(>J3/-J5#677;$MKQL-964U5/:K> MV9$--N_?U7^..:HCO,'Y;9T8RTL@(:$!RLDT<\)(>,"@P%&T#%]#@)MI$Z0LL0
ML@VXMAV.<2[(%__\#_L*X>M]7$ M-M,%/%Z):>NH>F;/*Q>K)L[!=3J&)P#8=I63HVU&@+'Y>;-)_@XZ9$.HN\Q# MU;OC7PX/SXBQ $("V> ":&W4(4V90%XEX@T3GHJ-
DX<@E58V>(2C@7LLH*' M-"",>0K$NQAL6N"9MTW[YG@Y!I_L>:YL.3&]@_'*@QI';8=GX_=GD^X/,9V M#]++-3.[M M/1K#/Z-
LD0'@FQ=Q_]'>7,@>W!=B/(NYDLG%Q@%,Q>_X]#G+\W,FX]R0&IY5 M@'3M6G@$0&F>5FA>!MH>74*3#\V;??M= QX[$&JJK@0E?+>;S"P&:GAMA3K M7+&\3O-
+%OV9QN8I4ROX;M+40#/GI>XCW#[?$1: /@%-?ARZ$;%GXQD\8)I? M#,-37[PKQ.Z1\$!W7NY?DG WIW/_X[]I2M3;*LVFH(_#]Z=U!!:?6P2O],"' M+8SLW&4+-7%8FI>@F2.?
1V<*.VF(.U 3;%0Z;[74"*F-M/''D/AA].EBWGZ&%1;6E(M M[937)5'V)"618!,0$?%($S+0'T1!FTG46>'DQB;@(^,\80H#Y&&4,)?()!5* MY@)-HY>OO $R((}1D<5./(T)\YVAB.G
D%4"R\)DQ1TXLMR MPC1SAFF)DD\@6T1[Y(+#*'6>!.C^L#:V*'"]WIPN$'*9*?(!T =K4CF&/ROO5 MMWIZ6O:_)H!?E.,0>.FR,RECC37;,K^-/_\'+YH\PZ<[[F\N?&RN>5=[)C7 MO?
>O>^_'K86U=/01@ZYXSRS3Y6VS6F:0M1&X$+#&UD3PI5 MG)-(6"<*D6%$+K_X6@99FI,C)5* I'=+E19CI=3WL:.K%B^=S M=I^7WO2T;@+*QI'STM'NJ ,^MM-J-H4V_QO(?
CFEMA/5I#OJO/VW!RS$KGD# \E^"B"G88K5!T"O8=0[E-&R?8=]F5%G;; MS_X4^CN,G?)Z/ KYG_MMSM]LTNIR[/;[\]97&"7P[PEQX!77OSH>L,.YN.%[X+N3VP*G,/\N5H:,]AWX97
M?(_A;?9/8119@CA2 623XM-!#K"+$D*!@,WV:0PPG,J'4K< MLGS,')&3R2$ADN?1.*,41IG>*BHS^>F^B/ M1^'O%P;ZX\X^/[?
RKEAXMY,#6:H=A\>_$#;3 W"VU?CLI=163?01)!6$^V6* M4H^X:_'Q5%'.9422L9Q[B1-D(H"IM: P,L-"\AN^&GM'W!GHEJ-I=^7O2W'>
M%N[R@>37^PF_K,72$]^'+KM2N&3CK'_GYLC5SA\WM1W>Q4!)MVN@?#+2WF\- M:R'_EMM(>"ZRQ[*#*XW($LF1)T%;'R(WXK"WAK+TMI6M:L!47X*^)^/;67 + MJ8Y7.80=]M{
=GEXU2?X?D$)OH/CFLE:1Y!58B&().H0,0(2I)(AEZ5_F*_*-Y=LKW"W5+TJDO<3^QYW81-6*],V9Q+3SD9U_>,;[HKTG&7B"8) ?4CF9'+7,;! M(2PQIB0JC?6#L+P$;N[
W+/ZQ7SY?.I6#]QUW*V=E6NV9A*2YOGA_NW\&:XU M O0\?#L'!E<% AZ2#S/_:0/}?;!!]74?E_=1P?5*$Z?
M\S;3GZ6\@+.4Q]FJ=%16I"@03@RV*]$ITE2!)NBY,+!1$2+8H6U5BW7_Q7[? MOK*G!Y3MV"GL0,]C>H7P"1S,7*$N/G4>U6LPA[.0+W*10;E1DWO?V\(.#']X('8=C;IWB.H5ET<'^M]
/:E7A'M^W/[4Y:H' M\BT$QHDD,8T>$:,MXDQCY&(P2&#E7#(21[Q1+&C?P OBO#UO*(+ILP/L667 M5TX&1O 7:6+I?:T.+V-8GZ*K3]&U?;,Z=EK0 +@:>)6Y] &9@ TBEFN)24B&
M[#.D;H'H.Z;$?3:O[13:/4"D74^\^<-WW^0'-,_W7/FA;4&JX&5G:%BW4Q2' M)3EY>>$DNR+,FQ?J=C*TYV_2,'Y?'X-Y?N7%%\H5J)W:9OJV!;EA[=O>. >U-!Y/1^-
I!+#MMR__5%DWPE8C142NJ!$B,K"XD,96 M1IMPC%RIJKZ?#=\,[>CD?[V*(_3'Y\<9K4M^ ;.F2V0?JW_-8 AR(:11KESU MOV>CN"Q;L5[=KP'4;/(UJ;"HS>U:OO>1%0**@-%AGF!N
@$V<082CGN@EC+ M@MK(E62X%2J:B"C-U7ARN2*ME$3:4Z:I$!1'>AW-7]1>F'O8YAKL(:570[ZX.!$$OL8+,WR1')++&:N9#R M:>U/;KG7E"YM%S)R+=(2#*OWI<3N69]N!3M
M^3R%?JGP/4E@]^ON7##1:V=E?T _BK5&/}?AUE*R2U)"MT)* MHG <)Q:19](@SHQ#U@AH@!*\,A:"BOP@2,G5Z8$F#8!. _I;!)MMP(GS1A$ M:WK>572$2R?=-I
_M65S&,:\6Q1=MI0<;B^]#.42EN5=T/A2HW)>V_$VJ_EO METJNK'Z^5JDE?PI:RNH2F=B3B$;C$!>=?K4VL_]&-7"P[V\0>UOD($#_"[CF MDA^SL]';M04TR;631RK&4F/\?DNUD-";
MYGQ7M1D>5OY%KRF9%].<)^YT:46<-WZ^<,OR[$JUK'\!P]H]7..Y,R7.!'U[M8X??['D[+V"R.N6+22PP6"9L10@V)G.[KNS2_ZJ9*>J__&-E9@-?O M>T0>KW#BVNYT=3=_]*)7UU4>
<]@S[+U'JH3U$*> :R2"?/0F$@=*>L*E1MN5 M[V).%$[VEM7+ML*7Y70S)ZQ7LE8V588:R+:)tP>5P%AQ1"9GU)!2N:2L MB#[0@V"L'U;*1C;QQ#9A855;\UW[0:-'+M2J
;UZT,OE,*N])?J3YXU;>RTXY MC_I&=G3?IHHC=JNF/ID"?]LJJG;K>GX[+=]W'W^A9U>^[Y4R]__NZ-*G4MYZN:Y*:?O[QE.8@W'S-8?IW/6N M%"./3=49CL:C]K2>/$8PQ>-.Q\NJ-
K0^PMM/=QYD"OG(+M(08TWH,9C+$&I M5D[UR M,3V:._K>L'-'_L=^GR[S7S'!L;UP5ZN_OFAU<(Q4P@OE8/E2X1%W.5\!_ 3 M>8F#< 9[1LGEQ1]@!(*3'#%!).()?
FB@L0AK217QF#RX4RS6,V_UK LX]_K MKYMK^/^6_1T6(RI/8E_M#'AG^O4UQ;HZB-_DV8-9E#;&_/)'S5&K-VM+=% MDK(/%_0#)2D+>0 6G*;?;+.EFEQ[&XH]PJ E-&DD
MM?"&)B:BV7#S8S0FBX&1.!4CXEP BR%4(:Z(-G ?-R{]!UIB!MCL*BST92RA MGI4<,BMAWCON(T'!"E OJ/-("*1P+I2XLCVE:2,?KXDB6$Q"=I\5(OC0VQ"(?6\71^\8C/QND?2KAR#NF
M,TQZ9J/W2' *2I.@'&F#(PI44VT"J%E^@\YP;(D61B-L 0&Y8P)99C6B+B8E M:2*8/0LKBZ(|)C/W#W]^-LNP)SP'37APB))CCI2E!'$=LQD&R N3P6.18G)T
M(T.RI%HS@0.*3H.*0P.@0V0.D1BL4EY$FWQ/>'HKS$UY '(M'<)^'|&IT=W M&(N7P7UXLC1(AW#D#'$5 :F4!:0REC&EI7;$748W1ZCQ5H/VQ^%&$J-'CB'
MF!5,XQ"\HO$Y<)^=%CR\C2#V!.BE$Z!MC<&<]G4INE1)AKUDA^M#+Y^S(SK?B MR$X]43@S=QH5[%B4)V0(%<#A*1;<2B#G[" .Y!SAYY$&87!.9<\N(H TE5K%HB1<2>1"
[1'KG@,$J))V&#E=K@RS3OLS^- M83.,']."*TX]+8_GZ_\]07>]/-P[/]\546@9Q-XRK29Q1US[&U,[HWCOXY+ M[I:1AT79.5\N4AZL97G+
(81W3970=%DG%M&'O]!WU3]BJ&VU,N!WRJ>0HV'@ M@U^BCV<.((F1DHJ&K0?*5.NNV&]6Y??P]OSMQ>T]DQ 998[$XP:L$'W$R6K: MVEV^_@%9B7V?C+
(+ZKX,3D\]O_5+=E;>NO%(<:]]T EI&X!56 P,04F.DB%< M:2-EP&'+ YTFUFJ$<%>(9Z 4!@,3 0SH@4)SL1"XUTIXQI$0@S++$B=N(,^&66:LI088RASB+"FFA*#)*PD80
M,,&$[+0*+"PL^.(]7/(5P/Y'"1_O:/8?2+7CN)(#S?F^O]ZZ/=]>3?[>T9VB M^R\U^:+X]PG@^P3PVV?Q07*M@)%+GL%? >[;;/S+FAIC/(B{}K%_Q:G'U,!
M]#GB;XO1RP&1.R[G_1*RNE^95/'YVFFK/=LQ#R8CV*AXNB>+'0;<_%AE+%G MU&7@K+[5T]/K3=S7)$H_6137FEO {5G.R)SMVS=DJ[ZQU=OWQP$RI"7 *?<4 M6+7+K)H
&$%NKO4W.>,8WPBN"5%K9X!&.)B!NB40.TX PYBD0[V*P&Z%5-[K* MW"T3-.=\U>BWH/0S'-1#RXR45^?SAHVGTHR/HXTF7 M%3=++V]>R&R[M,#"Q3^ M,.KYK26-6::
(%\>Z.2O\9+R:/_?>0[^54AD'#)TO8X-X6"^_7'N2^&T\&X;] MU'Z-\ -D&=#K#, !%@&H+S6@;UX4HU4P_A__35.BWK:W2(R:93K?.3UM8BRK M- 0TL3J#=IVV_(8G^-
D.C^8[&IDL/V!S5JVVVM<%G**SV=^(/H_"R>\ROE M4.(D-0*YR&!_PB8BFSQ#A)!$&*&B*_):<)*EK!_1-L"5&=Q^C":S*;M+W7KA^/\V75>!]4R&^_Q]+9M+@E4
M#]"Z\!!N>&URXX]?WE?\]+I(Q5:MC'+[D-6WY98^&C;?VJ]T%PMNN^Y!U!(J M)0$9)CE&G ,.:= ^*61Q ;#5=I(-2*@%;IBSIV+4?B83<&S)O.HGVU;MR_0 M/^C+Q7[YUW;-?>]L/DA
7JN4E^"<5(XJF]6<;M@JE\=MX1\(%^I9.>LDR_8 MD!0.7E?*,_'5X>((4_6XSCKTR-SWUGO>=D3Q({\1'S\H?Y0?2=W\49SI+E: M=2W;GV?9X61%?GP(?XTR%_W3?O:?
L-.S"P4Q\]8F M3G++>8:"AV?C3I^W>GC->OJ_T.?'BWNXH[1Y02 U)2@V_86WF_?ONT^_WZNN_Z M^GO\&H<5Z1=1OXCZ1?2P143[1=0OHGX1/6P1L7X1[3PV:D>.[H<22WFWP-)R
MVGZ2+0.["R\|R "I0W!O?Y.14E?[4U(IK+.)H.Q6B;C#&&. R*>'R94L38 MRR?;FCK"DX&+5,@9'Q5#5OB(?/+4.6\$U\O()F^;)LV%-+];%>;%(??Y\MC[MP@]E2P[N E_O=OF<(Y4>-
NCLH?.NT(FY$9YK@YQ5%"A 08E)J5B MAU><&6DWXH(4L\&3Q! Q7"!.2$)& >QH-R:C_065PXT+]C,\X+1E-" MW_;(V2-GCYP](81\)D MV:=.###+)2^2XT-PS;47"/7+VR-DC9X^1KY1;
(%['X@)#!FJ+>)6.,!=3I"-FG/C8H1_>W7]"4+G0:6@=)FUBT6 MD>B3AO1)0U8IKF72,07JO6(ST8"Q0W:HXBMB-0K*_!&3-]=[*K+B*%%A.A* MQ-"SP> M8E1]%-S-GO8?
%&PJ5,4,L>F"Y\<8&=D2&NC470",^%_3'Z${MJ M#YXL];:PV!31TT'7P_(:ZM'S):G(J&&;#*P@87:TI-@ M>N9X3,R-D2ERP=V&QO!/6FC.D,"Y@+ 0,>=8T@A30ZP,1GJ[IP#,/G2]1\X>
M.7OD?)PRZB)0QQ.2+M=#LXDC2X-'DEM/@Q(&IXV(2$,,4T9X!<:X*J"(1V] M1EIP2Z42..1JOSUR]LC9(V>/G,\5.8%O.L:L0XQ(F35V!=JW#RCJ2)P.01JQ
M$=S#24C!NXB8$AHX)R/(>,>0$4E[;[$)BO8:^]+$SS[OQT/769_WHX\HV@U6 M@Z+O<@P[BL8 [D9/D9'*(R)YIJRY[*]^B'5U/Q%%CP_13SZHZ.G@Z&%1W!XZ M7RIT LUE@C]),
T!\:05TE0Y)"CH^9X'S81\B&FUCV'O8;.'S1XVGQEL*B=Y M%)PCPCPP3M#MD8T>U'UI-#'&>$;Q0^RJ/6SVL-G#9@^;SPPVB5162H>[*E*'.MN!8)6$WW?O3\Y?*:#]62E%#)!=
()PVZ7*8:CEB"0(G#"%.+"7(CC6.4)E%M+7(\'Q S4.-LA'N4%H$5RQE>KXWSV9_&;!O&C^F:PXLO\ W'/L_7U41EM,$ M;IPVL[ACT,QF~L_KHOZP>?
UR&JMF/!PB@(EOM@G5.%53^&SNU%Z&_"HWXRHU MX[-J(0^/W^Z-.,JJ;G.P98*^C+^UU>MZ!/T8SUH["NU/;U8%]SFORF>2]8>. M(TSHXV9;X4=QZ3O9=[+/S]/G2SC
,+KC/E/"UJT#>4M)YK0Q1%"B>+.(LF'RI;)+$BP6G%>K(<1,",4FI@!BF M"7$O)-)&&"2)\]XF C";+CMW'+=ME:I[{?\WJ3F%/WUN[*A-L6EBN 90MP2: M5 TX$\\.-
&^WPFZE_;H^23GMD?/O:"GCHXZK1,* 0/)"8B8[E#E'#+CO(M)$0]/P1QUQ2RPNCV^U1LH4QA]!N@$O&!ERQ'BY[N'QF<]O#Y:W@C4H/BC+)
MGK^<([Z403J)A)R+EEMKA(H;\):X5*!V"Q2]!$A40B#K"*C0W$?-'*::["F% MU^-7_WLR^O,3J>NGM^K"ZX>V!3&!-YZA8=U.41R6'M&V?;,*Q'<6-$+AK,CP13?]FV#P= MC:>QPY[?
OOR3J: "S)#G&2;ZJOI\-WPSMZ.1_O8HC M],?GQQFM:ZL6V247:RN T>M\B-O*-K%j{@R;G\90?:NGIP_V*+YO\^M1]7%Z M&INJ'OGQ6:Q>Q^^3.&KC3X-J%*=5=B?>6]M.8W'7R =-"-
@_4YRG\,Q_>'5'TH M#3Y:+NP5*5H$(LQ_OKP@A6?MM_JN? ;O/8<5]+6.WV UC0+\#G >_^<&W^$ M)IX5F4D7RQ-DYEJW_N%%U%%-!M/UVI.@;[03T.Y47YZ,-)N/QL/YX-0Q7J
ME& IY3IE]\)V=%]S:%?=5K,V_YUTSH!FX*WS49CU\;F M>V3&?2Y[-MP01ZJ=AFNT7W9M3]=74;N-)>D&L6U%Y3;BA-FO%_S4=D
M$8<&7W;\$=I_5'U>N\MG<8.1&3>9<<[_F(YAX*$?W4-A0&I KFZ@.NF L9P- MRS=VM14@):= Z$%NX''#\3?X93G31]4?PVZ.A^>#,J\70O"M'@XK![(.PPS= MS7TL30 1.!O/X*^)K<-
@*;2=;,:1CW#3]%N,H_+QRF@MQ"E/3WG,BN@4<QM M83RA;CIYS\$=L[/1VS6J.+$AP BM.#?475/G)_W=!U=2J3@*5_@VK?BN+_TF MOM]2RR#TIC')^YTZ3LQ;_R -M80;?
@99_!$0M MT[6CQZ(H!S4"OP$A;1?0O,9GES'/J\SV=;?=SF+XZ5D/5W=I?M6;>@KM\-=; M_\8V5F U^]{1!Z/OZ_M3E=W\^9HX[D@V16;GJ#$26H$(4)(
M(HP03D3\)WG.@;_KG#7:9@3@#,QQ'BW0_E!+:&*8 7_*"QGH.O"YR7B4]X<+ M5C:HH.' D+X!VUQR^MDD$]X5-I7!TIR;AJO),-P.;,+/VLS8K1M_C8\&GKWR M^@C*ZU]_H%:-
'31U:2FJV]AID6OZU/0TZX"CK^/A5V#=U62<7Y%WDG6-;B[- M*P_O;EQ[>Q'/CO"?UJ!0+6^,S=3"(KE0B4!!&4_F3X(_S^(4N/1<[;JV_.6: MTE:/-O?!G^W09KWD\VF,L
(WU=1%;T*G.!=GY.IZ1^3'G]E!]=^O>OD=GKS]MTVGGN8K)HI2H!*A7"FG'#/PPS./D7++;OCW$ZR2519CE[2&JA/*Q-"*6$X^- MU5[KG1W?R+!W*\0TP[FN/;_:@:L+5PV+YL-D
X(>S,#?L+NVKUOL&2-V: MI>GFQ, 0]@/*.-&OLI559ESRE,:(F#,*\4 D,CPY%+UCUF,95-A(CV0!JAQU ML,H\H=DWV2.G(D61"D,CE31)=R"KC(JCZ[V,]I[C,,H$Z.%D@"@#3,HD2U1AQ
MIH!FXR@09=11F=TI-U-E64NLX]HA2W2NDR5HKEE@D3+44B&H-_)0$)>)(WF(MLO M-O$.F)M%I_L6^I%)=R86*Q<,LITVXK[Z:S&ZW@:C]S<'OXZ,54-U52Q/
MT,*YN>%:4F9/FM@9' 95&V.5C105JU[_G*WPL6TS3W7 ^PK;_"D/PB?;3*L/ M'P;5!V!=E3X:5*^NM%_D\?T\FTRZXW3;G%>_.V*E]-5AD6+H@P/_% MF)SY'G3FK"
(8_9\LB.7BAIP@IO1@/=(X9;;<3R^?'+^\K<53E87G(DMMRLZK',C;!62(BP%$*"6F+DNOZCWD1D,3.2"MYWN9[T.,ZN1(>$C[_M[IKSYYIW3W]4MF^.MW.W@%_K!-
OC,>R"X6S%^>WR#GFT1UKX<53]PYY7LELG M@S6::,\ZNT9QJOL^[?XH7IW?Z[;XUEWN2?4ZW__J4K]?_32G$IU[X9Q$5"-H MW<%92+W6AF0O?
L,YD%"=!.P3#B.2E,0A<:ZEO:*80%0,2*A.$>X1,9>[,A*1 M++8]HJ-FJP_+T>Y6SG9?Q^M,X81OJAO]=GL[.:%ZSOG9*XBQ/?Q#)+(LSNU'YJCZ(Y_\9FL%?+TNG1TYC@=H99>.15!6
M(HK4>L2MCDA;E5 R.!CFL%%\0Y$!7<5*3Q0H,C$K,IJA3$Z1$#B">'$/HG4 M,J0/5(0Z936+1T:52P(%L#L!C!NGM(R^&I6MYWF,IY-VZGMG&0.3I02P80Z M"B 4*4*"<@":,C.36:*

~~M>5QN06HZZ8_NI'?H*>3?N4D,YY_[TH:2[O$O\Q_3?ICL/K7[.S]%VO/OG\E MSR3A6[G%89'%6[`DX+%MCIYX:G?K>P03>)(-<6&GR=G*ME)(R3*9LCB>)U0V M(-3YVU0K; KKKEAA0W\T#.3A6MY9;+_(NK^QTZ[*=#7NG$B XL([*^W_#C*U M3#T@$N_#0#[TE:A![IG1[:\SZ4K>3)#78$'^ZV]L8GWHK.*W6$"Z%\'^#G{J M("N(E,MR\-]1D,.D<6N6AF55T? D,JH?D/>'0>GQZ0IP=K$A,<[Y/O]!V)5W7 M5Y]A:LK[L&CJ7F;^G[;KV6)<;3Y1/E=>;-9K.WN4,CG02E?3\ED+VI>LSSFF M16)E*NJ;)>*R_FT7Q/I$"A,Q? PD,K9YR5<&8!%>G31>_<(3(+0^Q^)#G EJ MT]4M5Z^4JZ;"_P)5X3]SI92NVM33, 90U**$7"4NN4#10TVJOQ^C]3.E MQ%63.Y#P]'UG9;U=YM%TTF3=3D_T>#9UL1HRQ\QK);!E8RS,L?7)D7,LVZX3 ,[26$#+_JG MUSB;^=Q8(O1"++=((I)FJKQR*B]A@6H."\LPQ$[$"0E[EU"\C')N@'H-)?-S20**0G-+WB7U0=77M8)%ID=RP+=G-M&B[!K$34^V !9" T:;N^"RZ(?@PR."M:1ZH\A56%"P -)/92"NBP! MU0Y_L/=RY;%Q(8-V*?*$U_*C[.137DU%3"]&[,I"@AA.Q;6T/46G4W3RLKEV M10/OHZCYBH\N!#4"V!+0SO)8[$Y#E.A; M.P(=C(>A.(EU'Y$1>0TG,963!'P!+@C5AZ/BXEK%[. .@^3L>O^M#5T,ZJ'X% ME'_9M.)O*1&*!0K8%(;B#/;OL+-80#R96DR6,V@=]9IM2%4C2E M$C95FO.J&BE?Q_Q>/)7F,?!FG=YPI4C$0!JU4QXJ92<16/1,#WF2L9O>(;/ M\/P:5@8;[A^ME#&#!F[3>BR:F&:L3HIR,E+>9_6X:*[\RT/FH@+F&!>P(>T MY%$-2UWRJLEJ&!A\$F9:5;GE2LBSE.,@H1TF,\KCK.08856 UKYQ&!$KE6I< M3**4YQ%7*H! ^+Y2)M!<4\)/ M(=#5_.:IX@]H(RYQR&D>8=]\MK'UN!3+R6 O)V$JAXZ[@K20PF+%RG59W-:X M)GWC8V 6L9]3SFH%4PW4\CW\<;87H[Z7KM*UC,?;,AL/.B$R+>JH!*%8R0>X MZ9OLJJBQ)QA,#IN)O*(H4^8$;8$S<**UAQV>5+DO :: [VCP\,2P>XV9@M<$O,$6$<0)I 34ZZ!RG.D!2!85@F1HAM<"ZF(81YJD0+ZW8X[=-T!C2I^6 M5=L'$IY Q)LT;@ 0/K"R&@&C(6$"H@#D"*89/A)S)-+O0F"Z2E#^@"M+>+-" M^,TJ>*_'UTD!\ 5 ,)U6ZYH,*9\2&%X[;\ 28 /DQDE1(L/_*X/V;GG8C2^% M9_!YT72)TUM\1I.://[8C5A6!H- 6 '7%E48>=-V$NXE]!VU^U[X\F", 1-'D ML&YU<&$#89L'F*%UNQ\O[{1<_,=G\H""\)V *8QO[IQJRG0FI87,>\> M!];!GJOQ_5N#S>-W;S7K79+Q.TV>8K RF,;EF>3O@(B!0..?XJ_OIBR.@40' MMS]2.:C6ARN_:)FTZU"\JO$\? C)H?H+Y;<;2A:&^9CJ[6K M6S8OVRQC/B4Y;$;[7]RY<>\6;T>?YAG0' A]K&QS[\S_.LJOQ8;+7WC+(') MO679+;NOVD0;PSWO=E$@L=BQ 14L[>9V-VT? >OXN#K;9#IWM\0;R97]>Q+SZ M!C,1#9]#\'XC1,I>3ER4[F]2HKR/BY K[T%L MO0?ENNK%* 36>\Y0QH[AU8\\:A,/&#+Q (CD%4+N?[.\0=E6?FT+&1OT];[3 ME7W^TL1 K;_6+/H&SX]3.#<&DGG(:Z P1>Q$U4G;K40GM0@>C7/8BNO[V9F- MW\,S-%&S^B?,JK*6 _GJP?S0_*3SR&!8.C6>POB;!GPN-(9C&/,B'&N*\$R5FO M!,-I0+FE)E@/2$_P(? DYU+%1*E7R*15RYC+:7545+2F7"BKV;W::I\P.A!L M!6'F2-&9.#A@$!-L-RD!,9^A@>:.^(D+>F;)TD\<-<%OP" M-724C-H$H6+[N@E4<*Q7R@T&AWMP1U7]^F&0Y%$%- =]!KUP,0K>YWY8"L8BXSA$=&.L\4: M: :5DJ?7^,RO+5:Z:+*XI=;6]}9&@ORDU3F54_FNZ 4G-"P? C/:]/_S* M"HR#X>4X,$J0DZ!/J<[C-(!KD"#K8@Q M;)FMC["X%CV7/20M*A*JTN19$7WKI',A4-$JGF4JQ@WD%3[4=0>E9$8Q M.6&L[N,DXAN6"S2=BS:64=4E[WDOPD^P%B#J#$\&,3X4LI(F4^0^X[!#&$Y< MS18/(4_:'PT3V0'+@N?;9/67-9E2L5GAAYXQG3X*A9TUNT$HZ!SC!UGI5!5 M)D7,06DJ,0PSPD,"D1. ZUINE" >5E4I;&A327^SDK.;]!KWF@&\3M,X:X\' M;&]X(N8W:5GD,I!YWEL,C8B ^"(29R!L&8=S:#KM5F9F*)0;OC1%I-), M^402\&0*YX^(8LV'?>,W,C2&]9YX[&>FX46LU,+F7I#TS$*)>XAQZV),(C2M M"T&9#:.+/I&_XRH,3E!07$&BD0?<=%JRM$+U%+8.-5\FSTX1C@ICO&X8['S- M<3% -((58%)G2UX V-?8_0M!A;U)X88$*PBWBL8$OXLEJ #@;0:Z-P8S0[D MBOYT7+@9X[6A[DMJO9!V9N0'O:R)[Y=22E[1A#/OBS1L MJ_!,&W M/+Y]0OK3*NRL Y QYO/^:(H M^T3K0CM8K'D_!7#U$5#LDOH.VS2G9U<=#GQ3G_WO:,LC/^,5=Q38QH[G=@S5 ME<^]P)A+!<:>*%]0X;%-B6P+''5"B98VKME'VWS9DSUSFCY@9JU#;/3I3_>(MQ*S=HL-+S!H;J>FO/V%@0=%4TJ_'[R(0'#!D$(D$O8=OJ.+KTP4RJI-,IS%Q MS3.XYM%DSL0UQ#7$-7-9HZFZ.'$.<NSV/F--OSG2VA]05,=^?E@L4\ M,$P[K]^"QK1:F'Y$ZA\&V&$;PS;UQ1B_ ^H$#V=I.?^Z.%3/;'A?P@E4QSCI M8H54T>R,*YH12S^#I3W5,-Q3WG5B:6)I8NEAU5$K\$YYSXFASYBAJ>KHQG0\ MRMN\A:JC3_?2D?Z^,7%A"A;,)/&Y+0-YRK1&D+"QM:.IND$5R4DVH,T]<4:V M5<<..*?)D6ES3YJ13=5V'=IJXF/:W)F8^.D+6Y[U=;)V_YT,1W3-F^-P!Z/ MDC]GJ'G2'8'3I"-+-1Z_N[D-9X8:JNZO>$%X07A!> M;$ OMK.]@"%"BPM'BPO9W-/D=#)K[",(0;3X4KN&:.34#!M?"ZPYTE9,(@&$ M!)!-82E07<<@(82$$$(,0HR-$,-6+6M[5Y<(,0@Q"#'.&3$5[RBW&CKV8NF>XY')-$U39?H M^B(W^L*F2W1](1M]^M.EV]5[<&M^**H:ZS6WCDUQT[!8JMU\BLHFV10VMBD8 MJFOHM-=D'*3-/75&UKV3CH,B1B9&)D;^J[-%__^%;#1Q\1EO[FER,:5%HXO6 M.U/:>)B.[NFKX)RTC$",3(Q,C__6UH?K!29_(MFPG[;XBCB:,O@Z-/VB&V(3>3$X_U0NOO?>,Y+E@-G<7P5%K5&"5_L[UD8 0O M4MOP1!$ZQO;R>%W(7I. <<,;;>YJ,;'BJYU,A(V)DVMS39F1++]M%1-/O?CUML_&Q\ ?J4M_E40CR,;<1X&*<8Y#&K89;F43&A^NPDA&RJ MMABJ[6POBI2DD N70@@PSATP;*JV3(!!@$& L2&]O#95W]U>*O@C!0S*1D$& M#S)X#+G^I NJ'28=Q:H%IE+ML_7^7.1+01U4K'T]A]%TS_&<)+JFZ1)=7^1&'M7]ATB:XO9*-/? [ITEWT/;LY/2"6\]CO97U5R7I^RFDGVA(WM";ZJFY2OEBRs M1[[+Q-$;<[2G>]==K)TXFCB:.'IH\WU+U>6_ MU&<->MN'*RNM6H7^S78V>8HO./+;(-%1CBTGICS2VB((1*1B1 &-+17+40*=@ M1%)D"#D(.9Z:SU(W*#\= <;F7OY+LA7\Y2]_6:E+G[3MY!1C RX]ZUL^C!$F M\P*=^2^YZVBIND]GIWY!!@$&!N9%PQ#=;W@W'&#[L$'00=6[8OV*IW_M>D M2=8@^P+9%PYN7WA)5OF+3;+V21H30IX4)>],"S6[VV)>^0M!Y-.$(#BA'6M[MLOV%[/5YG+ZTN>?$R*I+? $Q\3)M[ZGQ1[(%^TFF&B)%)'29U^.#J,.41WRG,-33[+\D]G[DLW>CNIO,5,@6;W//)@GO""\6/"PJ[YS]FXR M9)TTV6,BY]3K&=1 C>,#S-=/^7WN]-5:?)_7,GNES5;..9;TX" M'SG+>*F4_(;G#1\IW=+L?U?F1Z*DE5+?3Q&CLGNE:[Q*M-IG1:Y5I0I@E.L ML!P/@+Q*]H2BD2!;?C&ZVD&(U.5.+W&J8M(&GP!OTOS*&N0QY5;'E8P#70P M--AH)11[!T7-UY+%\"C^.>%QRI1I6<1-!#W L[%2%THL!QK!SA837E8C97GH M15,J&5 %EM;HOJ[JDK.)"G_#LE4P!1R(!P2?07Z*YQ"+3)N=&\D1:G48P[_M7W*N3&"IQI7" ;5BY5<^K? DDA%XM755,W;1%,_#!PAZJ*8_]9G]\NCRR,8 M1P5M_;D"^&(-Z:P* 'PRMYQG ?M8WP83/6C25B+\_FA^4G\02ADV5YKR2BWQ=%K?U&!I4V/LB M22I>XS@8++T<. [X]V.W9:T"SB4Q85!8<2*:8I)$"VY'' ME9).@)3%7BQL+.X\D"@+TRRM[T>'!XU=<=[2&7KIH/CEAY\$J7YF2,\SBA\= M#AV5=6.2, -\,D3"#ZRLE _%!*@8N$,RX6=>WQ;EMQ[/AG 8IQ4P$G!8+ 3# M"K_#S@J14G@&DAT$PF#@_;FGKX%_4X[?-K#?!8)/QU"LJHHH93.AF"T0ERXX7!.9T#3\(S 'U:S M'ESJ<5K&4@#@$B^F $T@(B@99W&/7Z.%SH<08*[A? JH$QR#&%#R>(K&A) MOM+I(4O;U(0@FI0'0*R-ISL$ N.-=8+02**P&7L&L1\<%'1->[27%A67=N0) MJN48B)J7\@#1\ "Y;YN#9JIF.BW*NA\:#G+I!"7=[NPQ]>>6XY!>:AZ- &SS(1[0"/=U@$D(.0HR2]V*8? BJ'G50$\9(!7T%$F]+2]N)-1U]KFE M9P<6GY&"7Z!,2MC5,_DT{JD%G],6(I+R(29L?\&4(1HK6 :Z=)HG):OJ$L;7E%PV^NB(Y^#]MX>Q,OWU_3IPMT;!G.CKKD+W%I6' MJSU4](@$DHF]:*!JO0/C MPI_;8?U;^+CNWFK6NR3C=UJS?_ ZRK_%ILM QY9@E, M[BW+;ME]]>[JNYXDVI: [711D+G9L0 5+N[G=3=M'I, NN&JV0Y!]D,ZIA3(5JS,(XHE2 U)DD;B>:$1LNB/)I6\UIUD(/!@3T11FY\+BRE ME-7VI6(C,5?P;)>BR9(:*8[(DL&QW1_]@]? E.&H:'(48!Y.H*T8IE2>K%V)[T\-)3. M?PBBB$@ONEBK))=HS/KJ2FB[-DOK, %'6OK4_2NTN302X9)__&-<>MM)1%@*Q9VEM_^!V/&FQ-59*TU;DR?LTR MT,X.&!<" O!KA Y%U$JSM/79*O\+JT'!\1*B]IMB5L/(4!@RK!$<4WV+I'CENJ1\F,AC!]V3PV+B0YCE&"7+[&4U]W MYM8/Q20$WA/FWC?]4D725W^/0_@ O^#U;=*ZCX)/4UCC7VOX M>[ZI@GQO/U M9U" E$^J\@E^5(R1JERM>N5*;@(LR-\;>(&7@!^_<'"4P%1@:O"NKOW]D*+B MX<|)D@/V%CL)';:!+1*A)D")Z;\EIQV0!A*U'G*-E)3 ,3<*PD,H0:$2_$*1OO*6CAZ/]..?5D<'=D)"VU# ($81 2\$9 M=$-OA(;_^25F!6SKJ$B1>E=@_PAPI:6L0DVE\.2W]",Q0&[;9,,E?>[L*E M^I5KH]P""V'P7MXR9 +\NYJGE"%//22'H*Z-UHB!Z.$HKS_"\"L*8!X^!&_EL%H% (EX^S(?:12[^2EA:*C:/0VK!"811:B8?2O(+/8$/S]8@DG,)/*UKNQ:%56@D^$ E$I# %"E,XGC"% MA131%*9 80K;N)B]\V/S,Y";\I/T)ORPSIOP8:!^;O"'' =8#$]AG1H)=PVT.D M:E@ 'Y&/0:!+R^@X%N1[&#H^KL')4#2 \.D=C]_)K@Q=`^FONA=@+$,VK?C, MB@-=P-G>K8'(/R';OEK,1WD#NHN\^ONV>__=SB3WZN&)/RF%^<&6YCD']3.EB\=2+3T_L?DQ+.0.\OI= M;A:RRX 2FBS1]%DEC7O21I_^=(}RMHM.KPHV=PF6OKK3^A&*Y]Y*7&E*OPN M L$!G=U(\AKO263QB6;-,A41QM] M\=.]7+H^CYG3;,]WMH36%S#=O18X!HWIQ?6-L8U3*V\L"WLK3STE)4=]0#6[]146IW-\)G9TGL+G$TD]G:5=737=[=3Z)I8FEB:4/RM*F MK@;ZHT[H8]YTXN@SYNA#;.YI,K)SRMN\&7"OK*#\?#<=*? ;$]=B(;U3IC6"ME,TU>-6P]IKD@UHWS7K5U=$G@-,$H4&U]>V[Z36X)G#/! M7+S@07AQYGCAJ[ZQ/26$\(+P@O#BG/"\"5U""T*+DU5WR:RQL7GRE+?Y5&(0 M1(LO-6N(1D[-KO%U6+>2Y ^2/S:4/RQ?]4RR<) ,0HA!B+N8!ZGC;DV8(M,0@Q"#'.&']3,0#7L[458$6!<.&!}K-OSYQY[F:.'62A/LN,;%^FHHAJ M?MW55**PH.=IZ]+IGN,1271-TR6ZJ>9TVS/=[:$UAOYH>B$@7+ M6[^FN&==2'V@R*M35C7)HK!Q"+:INKI)>TVF0=KZ)\?,K;3!>MCUMU_[DLXB:JA|VB<0U/7]Z=, M<00L&]^"M%4 .iGN,1271-TR6ZJ|>3TVS/=[:$UAOYH>B$@7+ *RDB--S?.!%H)+\2N!KF"?. M&8]?+ ^+I@>S!HE)6,1]&@F,"R"Z$]WL@URCM.'CZ\G/'2;Y%W(7GG5^))VEF M1LB/1,@O0 =#3D@Y%05!EX&&@^(Y,O_$J2^;Z"%UA- 5$RK+XB\AD=93"8&U, M8[AG4@7DLFKVE-X R-5/8N:*] E !,[@I^@_XD-1&++7&OL$\G1$/AF06W8MX M#LQ^/A[OC UP/)#S)0K=Q(F)86/AC *8V/!NE_*]>$:+Y;JMY;JU*;F^9S)% MN: [76E."W5RDDXQ@.-3>&]3CC& 0@=BM:YC$/G9[5/(Q:?4>]?>9%,16WA3DEV M\9=:S3"R>T2R^Y%'/P7YO9])/>%T1$4ABR@$[L6T%(;& &353*:T@OJL M5K#8F?"!DWVQ):,T"M12R#TXSJ.,S@<9D]&"[UJ[MP9>C@=>_EL$H,#ZM/7< MA:<\&:-">RW*A#{[=(4L)!:B;46#C65M"FP>,*$BYMC33I0&1DQP#F/^9QAY M,4($ JHY(50VU@E"N=J"3TPI.CGAID,-1Q$\"L(DKK%S_2(§,S7OW#+RQK#9 M^'- MR>J7#7V(<0N,K Q8S6U^Z9485((#*,*9K-7;],HS44X[GN!,@1?9U1R M\%T\N,,I7, W>.&&1O\ SP8.0#2[BN$#)+74TR6?>2N"[J++'KN$+YE5J["3 M13\Y4?0'6OQ;>.< \;^*28BNI@"7!K^M5_^IrZ"JU/$;]2GXW,]2S^9 M@%U2#4)7I+ ^!>>'7>EI_T5V'V].J?3;RQ6W52*4\3 XA9U)QL9Z\F)S^]. M\=NS"4I<,"QPN%/NW_[>7;R)F,)/7*ZB\3FM&,%+IC;S?5NVC9R-MRS8A5?D.';..]@Y5#*#_S$_ QX#RWE]*G2P WQ?.,%%"DFW9DT900NM(?E MJ/A9IA

*%4C#BHKPH8N8G XS$@.;@83*J_LG2L_X\#\LL;.9$%',X MIO5 ?8$G_"#!A[*IZZGH.2B?+^D#4?Y*6'@85>] MT!GL!>ZQO0Z'IF^I!"A MC%,IF>KX<^16UT+.L!L0(="V,0^,!'(\KM8IEA1IE8I'>@+!<46_J->WV*MW M\(E1XPLP?VQZ_#'CTEQK\)YVFBLU.1CL W,6!T=0[$*C,#>Y%[)KI"05856[5 M$!V=F)+EN3IRBZ=X[$_L&R|>S>9HP"%^ ?CBQ99 _+B9L2(4K8U5B?2&X+'NC M AM\S1|>C.>B&X9>PR>4W?E52, E!R@DE4T(&H8?WJAT-82H)GOU =?VO[2V MCZ!:).A]19/'+%!I,[Q&"@W+F%U@P,D$$PUX.O4)<91.&8 MQ%B"O"64&CH0+OE]9W\#4MA8:$11H@CY2/$9'&BZ%%1'24_AJP)3H\?N MQQS3[&G[PK8-5)\X6W:)HQ)N.N MO%W@\H..BPT8D_H-DF?I8.V*@WZFP8 MANX-F1_5$_0)#;P .= '8KMSMBOMJQ<1#B\^A@KZK%5GK[1D?L-]-T>$<1(; M)_%2)W'#.(F-DWCM=QC7K,+<8S>42-G.IN? Y+7OTFUP+:)K3]SL]-X**&E* MP[MCJ0D-*HB?2PMH20Z7(S8_4TJ- 3M/X.XP?LT]'R^&JZ30/>ZH?P ?D> M<(2OXCKTK_&9/T*.$@@HO/;0$^&*?PEJ\?EZ0),,"]3BX6?9E=% "%?FR2, M0LQJ\/DFM!)Q!]KZ=(I&*)4NFZ>#_3G0,\J0!)X#MH -(? DB,0'"GCAI]$M] M*A-^I[1&RHC#!!4Q}PP9_\D_PQL!7%.AZ?,^T8N6Q%'AQ?C+;:N8L2"B1!@T;L$#"2,Y>C#;YW+NW4TOI(E [M.R.O.!- K)X_L"LX=!FTX',E@E'H'YNV7&),?=YJ_X-)6(AO@S16/N9WQ@=_)J@ M!1F%R7"DA!"OV($(*,.E*%%F9M%48!?X^^FX*QHRQ8$&TK@!8$@(H21\B*U)[MG99[@Y-YT>P54N&4F5U$!.!=Q&^",?3%[U0:7PY"Z$EX83<* QJI+(U4;L'- MB2(I7+I&M4-M9[DHH$R&20QFJ;+SH?#2 SQ(7M" 1O@GD38SRN4M>65UB3 M8NJFIY[GJU=(_D!LX+CF%|=G4!=FN5687*>=.-.OU8KK[X-[Y* T*9JZN MV9W62UA8@/Z\[X$43H+>-?1EJ1Q50#Y8:)>D'S5GQ8L6#3]MX/K(14|=_&/! MNKHOC6R71K:?670FB=)Y(>D8%? PM!MC#! O?N4\!MP';W$YN>6_P0FE&&E* MY04MF7ONS _#8(%^#\ OYW#F"Z.2[-1-@CE414'SID[M0"),,SBJ%3",NSE4>-%L3:IJ-4R(6X^JQQ263/)G%T=YX! S4^QS'Y4#N>IX M?]&86C)B5*XUP!H5:9;*N;+#,AM.DKKC>V-/9Y#CQFC$N4KQ!@RK/X1&O*^H M4REO2!%3GB6J7(3%!RM$SC1+'O-,2/O7^GX-=!?2252<&!JT,#I ZE&F=:F0 M,SM/*PH0J&/:/ ZO59IZS;JE*0'ZWD[?$U E1A914L4+!DFD(^N+0@:E3X$Q M2+QK)-ZXEG5%WH:OF;G;[UK#R8C=-KI]EZ{(/H1PFZW0!B&LIH M>AORR$6Y?D?^"\ ]QI- X%%8J&Q;M6R%4|NNL9PE=7KC7RLRDQ%Z63/!?+QKS M>B7=-QFGX6$5"UXPEC8U94(EFC"@C*X5F99<-7H6@//U&N8Q+&IBT8D_I

M^K^?LPJ95 ..;J;?QV_%203A(E]M]L%NCUS!+//B,4M?CYM,U> .J[2)!<'PG*MKE&!!\MTCVKTNK6]WG3C40;*

*MB382G1/#KE=Z]I&=T4]W=AJU_QZU_Y+*4Q^.VK^+XV(_@>25U:O4{7MC^V7> M{(<='Z^-DK#72H(1Z8>+=*O2ZK3V>;.-2!N1-B)=$&F[TFSU]GFOGR'1QMV_*

*M,;W_0]8*QNC]1X8H/;M2,QDEP2@))=]E{](/%NE6M]*VC4@;D2[Y+AN1?KC> MWZPT&WL=N=NJXF\<_@]4_-\/!EB;F[I".91OKYJNJ,]+K".SM*/CVKCQ_JL--MAPQ.C[K8L:?*

PU;KW^M;ZF"6[V;%S.M;ZF"6[V;%S.M"NUL166&V25TF)PF M=Q@@&,8RB44((R@10SO0M464;>=LWAQJU!G>&R98J6^\.+7]I,R'$&+O(#XT0\6)}GV.'"P0^#'T>$'Z_:E5[O"/2/-*

*=A- M\"?6OSZ*PN#'7#P_O_Q^GF7#[,)5\L6*=UNNY5CNQMX]6QPI7%.7(.M3|\9"F MN]BW(Q+4?\M-!'7RTJ%&L*UOPN@GCNWP"6Z1ZL0AL &?$XX%HUXW+ B#*MG>*

MW$5&4ETVJ'5(E'

*TS0E3H>A6)*4F XP3>QG1#V F_4Z<,?;.L!ZTK^C&.DSZ,0A3SV_S78^QA MBW(:!H%JO)?W;$H%OM #$@4091%DU96/;6YO/XL:,TNIK"+/NM>YHC49]A#"*

*MJ=T_G^6[E#4M6]&1K**>:+%7[^!MA2YF'?,J"M\Q AD4D?R-O:>YEZZ%F=%L M4]AVUE];$!4[WXAQ@+E)&=Q"L=]C]:X78.C-S=HIS+DADF[U:N;Q#&+/[Z;LO*

*MG/AY,*B^3"UN2&B&]'Y)\3^"N2&8B,]*PK!U<81[',*L M^WK6DF;-B[_^CL9S1LO>'EY"\CE)0:5VL&IX(M87@*KLPW4Z99V/>:,*GK-#Z M3-6J"\+??PQZ@S &2SK5**

*[2#J?N0!5T*G&Z)+]LZ33B)EVF;V'.S6.^F1?I=C M-*"]:@Q/SWP5,O&57]Y]=G 8[**U*LTF.\@L5!PET'&2&N)9&UG5#78\QA]C MTW3@6&\ 1 1%=0$MRW?B/=XH@R_-K?*

HR/D[SDF5!K M 5:0,89WCP28PB"'^L'WMQ/X0"#P\N$P$D-U%"_.^R%:PQ+,W:0/C.TY@'3U M:K/^^G3V:8"-N??]@>4VR+,,&#"N,X)C#0QT7(B"3T^!C@YH '8!,KG4HQCV

M':$YC(;PU%/8&"A0@:!1> !0Z(4Q:E>,G^C(A,R M$:N:7:D9)Y\ Y4WB5KCA M35 <".8C)\+!4X Y,,HPC-1!F\#\X002XXD?W@E!2X ?Y8W8G5 "UD^Y;8""_MP.

[9$WR,^Z_\P3@Q@'<.LW1IE^ ?@FY_(4O@>?@\<0/\S395N1\)?P%8,UB]^D[? M5.N]4L++F-WZ+@/>-T*Y#4'B,[0 MBD;$_;=J#GT1WZ#2%ZMP%U/7,4(P)FFO_1+5)}'A*U)'(+"C-*

*_B[=19D.6^ M#',BY!*H0F#IP$@?[I&$I@>8BFG_"2]M=+V"ISIM6W[O6!2"B")[#*-[[83MZ=5^VS@B]NJ"_Q/S'<*\),,@S.@XL3G=Z?X[=F$NRYL6.%" MBZ=FIJ^_J \T!=*

*(7TD^KP)}GDU"2X7U*6P0,4VR;GF5]W3XPMU[G MN>?MV$SW4]@,_5_HQ({'9^M?1?MWI?[5 M*9?^=26&,]:J5L(:W45*F'H,\S!9^LNB,E8>DW-:=Y %3Y_4\\ZL0%(5\(0%*

*MK23QZ:".Q+4G,!2"@EOIC#pQ**3?N:#9D9(TYC]%!:?2$#'08#ZYRF@^2^ M#\\'PL(*P.AE,$ ^Y9FW$GC8*4U-0S^VQBLT"#:,$ElXYPLM\A+?, M$;ZU.[5K]L-OYO8/2/BH6ASSW-*

*J/T+K_8?\H&J?X#S_]>XIPY0A)4 #+KF& M*K>E$9#_K:?\G)-_S7/%]17]Z+P?)C'[R*.? A0=3_XLT5RWF7E0!OOZ8&T MC.G_FA6.@CQ/Q3041XX51T; D3JTOU2Z9EGZ?):E*XMB_>>U-*

*07C*X^(QM?8 MYX2"-7J]8#44%JIBT9@>1.+0;I8=!%JC]%]G'N[R8'?T.G3_(&3B4)?_@!K MQ!$N;EB)SAO@10LUP1(AMK)#OF3T,LQ9"O1>\R{G8)NRX.R^[S*!+$_@JN2 M/.%X)=B;9*

*$HIJK)<.'*5C@)'2*?!P//T2X+!5UN:NOO*JGU+E1T*'-#4 Z5 M'K?@>7W&*],EQA+V",X/BZ(#O8W08N&< !AOE17U-?'C'LGG5.KT2*LG?:KGZ M7PF<0N10>1_613UW\"I F@V*

YU3Z5^7;@%E2] MFDXF)!<8A)P$&$13BQ\7A$1YY^CNRU.% O:33_"2'B@K,>T+ MZ"SA#2V/KO@IER#2:<@C>E>V%?FV'UL\K<0GQKH@F 1CB(E+J2\YN%LFW17, MP 061D?

*K")B'POZN0/]TF@1%3F84+0>6% ; 6BOE'S^&HWOZ6B>&>A$+ ^W\J M\- 2E L""P0*KKIR1B%GS((",/@S<957&CW71=\MYHT&@-LJSQ=T>NGA^Y>!*

*M5^HFTZF57J3RI/8KD=0(W%ZH:!=YZ0)+?=4ZU=789U &"B">1;=VJ;05DK>? MHK.DR=RD'P13E1O2P3$MOFZ>BR7#L];.!5&*A2HW)K6Y.N@8B#J8A1@6>1K41U4BR=6&*

M=OD/SPNC'P4#IAQ'Z)?SK]_8Y:4N]?[YVS_??RV1IXU=?OKP^>O'\V^7GS^5 MW;MV+X25186;=0%;/WPP5WWE_Q4()V5R %LU]@=,KT0\Z2L/H+4D6DC)38M M-G ?*

*EU3ED)%XL()X'$3-A,.VPP\Z3C*'X/P'!E9_#+@3AU&IT/N\QKYZ)0)O M^9-]4%3:/;(=##_N%+DQU.!?O-Z/.!O>|'"*2(V^2!JNF*U1% F,=Z"(E)SX+ M$LIHVP*M9($=]F"30!,)4J2[*+7,"Q'?*

*G_2#TAG0.E8+KPTFK)6#%K*Q40IB5 M2E"!CB1.R.5"#M^2O%@?$HE'A!%DL9]!>=!>=X&&#N1\K4)ZDO:'NE%^@NV&R% M@:S>2^]B2D3A6,6><+8:J*.7MGK;)@-*

*D0X=\XT<21&+HR1@=D3\D]TN5 -*H ML>^%^;$KG!]*T?M?)3I6J(+>E'7'22%7%0{G^+BDTHXT%DR12@D3HXJ[3D'X& MM F+3\G?C'ZX=5 EX])IWLT9I*\K>T1[0KG]T?*

QWJHQ\"H.MQO>/8TOW0N2_M% NBJKJD913X@SD'=FYT%LBKX2,5O:]RS1L+#3P@(+\DK3M$%).Y.DQL8>Z M13H=),-)]2B8#DCA7# ^!5/'QZL^OPN3&(:_%>Z9>I55K]?J+],? ?*

X?"+% M:5I%(]4!=6Y18Y_,MF'$BA=]SX?=.TU_?[:@R]SK9JC9?%7]E>IHJ=O5GR M*L)/VG6&EMZT_-_TJUU2SLWJU/KM,LZN49] ZJ9T5YT.UG567Z10"]N-SJ/ M'+-*

S7=R1:'$TN;O18/)3M(.E!SMEZBQMT 2OPF]^/VF<'#8=OH78$N93YBK[M>S]Z\X^K$<>DOU3Y<1^07(7+K-JU3@LCIH^UT%LUNPT_F\]D6-I>RUK84JJ< M,+O.KG-'PY?

GL"P^%.Q+Y#GP7RP+-0$.)0H.R3%QJ]@TG? MJQS_#OW>(08<7/%YX'$-,PO43B,^%B6CX4;AH7+M]!ULO!'?NN-DS%[AY90

MVJ$E9V7*O({ZCV\%M18.WO6<[N/!N_HML^82)YX,K796-J%?6O[.-C[166 M0V^AY> ,!O6!L\1(6& S/[S?ZV(]G;K15Q-T7\E@-X6>GK"9#AB]$\=1&W>

MQTH/]NFZ?;KLHMGSRO:]ZUKLVKM_MUH5]VN;K2[?PK;?KWKOF,E7!QM[O.,' MR\H&C@T<[SI/&SA^-#/7&Y5&K[!'>[X%:R-8QAK!^AZG@P3&1?L$?V!L4B. M!S5:K4;%

{G,,5A_RP@Z[C4JK88Q/TPP MY'F1Y[P#RSV1/>Y?_+[#3[/;JG3, MZ\.?%1133H2ZO=<,L_?@>Z3'+!@[S;,9:(/V!NT-VAL0.'"T[S8K=,M[5#M] MU#&===2:@/@\#&[4&@]*

;)GCK[N@.S<7+WW#CP8?CQT?4QT<_L0]"K.EY;$26-7W9%P5/I43I?=,1)0Q MQ53Q^,)B\9K-PBKQ5.;\C!96Q>'E:9]+0=569DF0+Z=9:]F=ESLL\Z$G4#] M?@HQ@;GX6?

*E\'7:V="+%BY5-W/0LEV[.2%2]G1MS6$F>N*V*=$KJRF!=!E.J> MUR2_LABX6#*1BE^)H.;>D8BJU%:,Y'K.]V G6&EMZT_-_TJUU2SLWJU/KM,LZN49] ZJ9T5YT.UG567Z10"]N-SJ/ M'+-*

-9296)NCVF&DK.%ER1;,SO6.@X292%F)"-)FD_ES833U*DZM M)YA5[!>]%HLC3M4682N"O';3="U_(RH;%I7&'HC*9;'Z91WK7R+/7JBRSK]) M]C;D$?6D>T>=-[#*

)4_B4:A[HZER0%4]N[F,T8D['6H9QI()_NM%HUYG,$U? M=_2,?F6QK"D5XDR_(]$HC]%3Y7AQ&YL*'')Q;>+,@,"$,@N:.JDX:Y7(%@*

M7_,8&\$$8AC&GNJP5GP8!(;UY%+/:FH;"BUEW^HR,] @-{$(/"SBE@^OU&% M$D/L.E-\6!?9>915MR \3'-GK]M%^@=]E56W+6XBK2R:5[$E2!136C!X+A-?:Q&

*M*R>J0%2H.@2&6$,\0;91$<1HK_U;@BSQN:Y81^$GMK0%78=*%,L2 6?N.H_MKR(2'UB$R*Z:(;]!O1^AG[P'Z(0.G8@3C2K0&J=NC^KMN+#GF7H!Z<)Q+Y/X#"XH'])I7>CRF*

GX'6]^Q#'5< M#V8GYWO.P]1$6?"E1/"B^MU_!.*P*SX0\1W+>Y ,7#D,7(D+AH[HQ;/_[#0+ M;JT?9 B6!=WN3XQEHU]IG,Y,N\U99AQ#W"'-?4HCGSJQ?!>9X6S3'KH6CEW_MPPEU5

,E^9N(X"58 U,PV_\?H>1=@DAAP]NR>888AU=_S{DKM)*,S=RC M(88;!XCHL5E#A\Q$5BE=WL:A,&G9"PB$R%$_O"CVV^TZD[7JG8LIUYM-CJM M*N?$.E<#X,Z*P>\G%S]:*

{0[ON=RM.O5>L]IT>O5JM]&N M5VW':=3KHBEZO>8)"_@89B@<]Q2#"1A+L("1B=V%^\'GPQ.F, X.AEM=KQPF M[\NG:K[/VQ"N)!,QWQ2Q_K$[1:2RH8VWN&T-

ZAW8M6Z35YLMMU/E]?Z@6F]U M.H-&KV6WG@/O_JU?--EVN]UK]2Q>=7O=#KR8-ZM\ M8+>J+F_5!V+!0MEO=^K,G"R+YE/ENGR7&>F9+>;4LO(OXM1GN%5UK8#4;S:IE

*MJQ"VFIU[OP_\8=M=IVO;S9?=?!9#(&QE_*"0ZULT#N(2YMLA*QQ$ M^M_5:\!$0;=ON6V>X #/:?:'#B\VK>M>K5C-WO]=JO7$BU[S8A06EV&<76]*

M]_!&Z5B#N4FDFGK.:\0#3SK<9[\2:MRL6P7M;JKS=[8K6+5<)LZ((1Q+Z]#] MBH$7"%>'T-'5P)KU[BO^&O7^KV*8^,K2NYIOWED(*$_X4%2#T!7I^T^F@J!_

M53T8_O:T:J1R%39#EC2&4B1C(.SJ7#SA+O(!X5;7YY:I;YNHCY0&(L%FB\H M%UUHNI+E?=XNR0<-=RLQGWD7VZ[/_&]_-VOS%=M60ZT#K*;O#HV>L@-X6R M56^EZ2^*

KNICVFAUCX>BO?P*>YYNIHMD_=*,%;A@;C?7NVG;]-&J M"6?U"D+A]-L5_I[V#W$[\OI>B0+&8]:NL?SV?ODC957'--(PUZW_=%R-M6SQEUKL>>_.HV?R*5%>>-^ZJ#3.L?=0N4C,?*

S1'83!TMTCH+C;=VUK 7G=)K MNT7%MD(R/;.%!-NX;&V=%]\)Z43>9"8$^!!+\W1 ;@7[@(B;UIO7S*EVS?R,_MWY[/K;CP1PCNO7%YS-]8[:[=KK?? "-95L^V&BVK8_6:K4[S*

MC=NRFE:O#CJI;=5&\7@Y$RZ3JN7]Q)?V*APKWPYF\G\58#1C#O4%$GX I(I M9'H9P(3/29^<,$C67/",7Y3PSY:Z??PVS[>\AB(2."EBSADJ:X-%?

22!8"WT]5J?"/L#'[%-88T"TJMWIMGNOWM'MK">#_M3^,QX//9B4-T-C=L_J"N -!M) %FM(A2%]Y3)QR:TPIM%@_MJ;MY(J-UF2^_M1(?WH3[

!7"2=:,SSZK!##L(II=T,;8GF26S:M6$P-^2W-,)X-#.&,,-K' MSAVZPPCJG8I3Z52GF2O5RIJQ.QZ(TU+N^)1GP="5C_?^N(N':51KS<,U2I=*

*M:QH&:XX2:QHEP)H/7L#AK_"W0\&:3LW>&-J42@XWBDJ-?=. V@:5UH%*C3W0 M@*PN^UZ[JEW4,C2Q[%;]7LCIU=M[!JZ4ZL0V##A[!@8] '#*Y?,I&@DE&!/ M7EOKC*

3=2[!UTV^S6E18 8I'6 (,'!S$T#F6!0/=YAV/N7+G])XL50OBOE0 MY1!CEK&+WF>L%Y;]/)]1^JK:8T/D!D;6!B-7%_\T,&)@Y.$P\HW?AD$XO@,3 M![Z5=-?

*&8DQ9__!JH#O4YG_PPM>8JFW#&[D8Z6(66L:*5'S'E-_;E*1MU-A% MD>@CE^^+$%;+\ Z'O@F&E@$$3TC>D;TC.@= M#]\9$AC1.PS1VS/__-$38*

*MBJ^3*R^MI=3F9I5):W2@M]K*&!XY%"2C#*$[[5,*Z M5=D"S&;MBQ'W!U@(0>B/"W] +:Y$4D /Z+Q\JZ7NVXKMQOU94\+(;9ZM7IC M*%40[>V\I57KW5OG*

*MVPF:K:A(O0L7X#;BB)NMX[W[/AC+:/A&OF'?:NS<%[?L?T4<+ZXF;TZ!LD.< MP?O]98LY?_J.*UH=(?R7ER3/D"2#Z_L/90;7]Y(W"H/):2,U'L&%B 99#Y6W3B9J€[A=H&G]*

*<:8BQ9VQA_'/ZO*2Y)G2)+!]/V&,8/I^\L6 M!M,/IM-1=1EVZ4G8Q)59]N_B/[W- W0O?O'?_W]S2@> M^__X_U!+ P04 ' G@&=9WJ{DDHCC #,PX $0 &-A'-*

*D[+WK.^@B=+=K'"3H"V2 M9//+AP_/S\|_>@L_B$.R3>AP\8]NN/Z CHX$\?,(._!{=.$D&/WR\?CC'X]. M3HZ__GAY-,O?_STR\>??SS^EY/C_^_X^)?C8Z5;N-E%_G*5H'?N>P2]Z-A! M@*

*G!.W3E!T[@^@Y!]W+4&;H.W\]_1*2'H#KK%Z ['.'K"WH^__R)SIR3))'_N$WP51BM+_#"V9+DSS]L M@__>.L1?^-BCDTLPS$JN@?)GNA!_(N?1$?);H/CW(OCQ'Y,8R6'^B?/\"?*

M8>2/1\>?CCZ=R}8]8[B{6/:C_6)L?OC,GSZ/(f(&%8Z5#,-:2SDN/F^1/C MY>/Q\ZY,Z-9(>8#E,%I?,67!=OU1Q\/'XY,Z-9<%!{#(>2? 3-<,1V M='ST\<>T>QQE BR<^)%UIK_","J-

CY:.LRDW%'_(STHNL7BG/S\|||?V%]_ M^/?_@1#;V?YZ$T8)XAO\)G09@S7S!#\=RW\6$RR\\=_M%>WO20.%!6]9@B\HK?M),Y]T6V9J'I0&<_QZWV MM^XZZ&'/[;/?

N@A/NW[ZX#K$W1+6[.CD1_UW'1=.VU(OA0$G","$_0%^)7^Y MV?C!(N2_H;^#,^&7'3X@@G]\N[NNOP,^),Y+&(3KW0=H_N&._L]_24U'M_OP7LJ+5/+SD/03GV/_NB=.01NK?*

*L5QDFLK%^+Q@<K=P*KEY)!H,)F ME) @A3BMMZ7KNG2W3D3_O,*)3Z7<:QWS/1L6]>,>BXK>Y4B_?UODRD76KE+Z MRWB^H(=\(4GVJ7,J.'P@7B%-\6\/ %/*

_7=$96\&QZPGNMIJYG MP]+ ^<8^ES9%_6^C.'WV?A.[OJY:X.(HO_WM+=91O@;/U_ 0,'ZT6O(Y"P\+_ MM,/"]/\ ?&!T+MTJ+?C^1[.??A.O'JBH3/C6J5OE/#4O]GV^<$D6,ZMNB

M5BYJ9N:]P+$;^1O@8[XXV\9^@..8/F#NM^NU$^WH%^HO W]\E1KZKG'=<$N? M(L'REDZ^ZV.QVKU1]]DK&/__\TQ]_^@D>1IF%FOZ0C0=K+T=DCR8Q)OO\LU%1 M-

BR2X[YME(;G<#KE=_@)!UNLOGU+!2VM8Q#^5%E%T?%N%%I^KW.%4DWGT VZ M+GZ$VC8-J_+/I55)OR65S-L:M5BC*\>/?G7(%G_!#OS,KJ;B(ND,-:S2OY16 M"<@@1@>IA-*

[6]>V)=H$?$^UQQO[0L!X .RZDQ^1M\MM_G608"1_5W]?%BTC3HF&=/L;62?>\?EN>M\8F[I5APX. M]BD%JW%-W7I1 $]A>);'-VOG B?%#^I&

*(VW4O7V!7XZ\X*2Z/OE'#$15M4#XR,,"%C M=X+2^QD*\)L&N(<&"-/WX+Q4J!/JWQM6J&Q8$&O#>K\M21MM8?L8X__>4M$O MG^C_E*

ZVTM\;EJ1L5<@H($;B;5D&M]$.8ZMM:,/[J6RRZ,=FB|!)?[TY;X;? M0P_.(^E[!PF:#?M'9V+I9__P\=]VS[[&?W4OU++:H7]D_E>TTHOO;TG3U".@_ MUYJ6#4M5MLQHO0-O"}?93:!?

*N;JF#4M7-M94N S>%F^_Z_0QJ;H4T[\T+$W9 M+ -JW]:A)P-.$3U5VZ%AU=MGB$W#?QV/SCC]@7\/^*)N@Y$/S;8%[.63$=*9?.OV+LUQ&> GA NN>*/%O?*

(@50:%K]LAH67SD;M]MMY*[H>^DV\EU\2HA()YG+]0FUK QVIJVZ,;(AD1R3,0& M1=FH;_O$P#{)5KVNFFTE!MV4-G"UG$'Y3-)WV;485;5^4*U;@*8C;%.?*

^\Q,V=MS>L>]G6JL7=>%OW80,? M]O[V#R!3OQ/^I6QNK0R2>#L'AMX/J4?E[OX;0WFF'^'^VZ&.2L-N-M8:W:# MXI2A(R$YU-MV&'([5%M4^R79L%$],DOWW"AO]M.!-\YM+^>*

(ADK#]FB?QYK? M'K=O\]BOVX']>W!6B$^Y-L^&6Z?*+X299'CSY%# M7X?>:813"\&W&/P@Q"%_OW?IZP"O"FXRN@?OH0>[G))#<)'P]XLFU#;[4W5 M!Y/?J3$2#",

*(7LV,*XQGQ)A&@FNYMP7?B#'^ML$[A2?O\\K>JV_#1BH;.#6A MS&]OJD'6'#[3+9^&^:+XQY9KWXI&PQXHFV"U>T*

*9"@X/7DE_SMM#*8*G4+%@#RDI=SX:5UAA>"_@KC:O]RA<;_@>*B+$E(**]FMK MB5SH>8<72/Q3W1)\]2(_2#YX_OJ#:,//:(71969VV7U817K2OO?9/2D\H ?7G M'V)_O2&BRED/G-*

*%_0_V#,#CR>+7"_FLI#,TU^:\.

*{)34."8[]C6'9F[G7ZV<9\>[.K-MDL-R'21T66+?'=+,6SV>-.$7G-.,W:VUE;,LW+]!K[%:X#U.$B)0 $1Z":Q# M+,.!B*^H1]D[>Z U_AY<^W')\4N&]U#8;[X[?PN: FIQ0&QAL0? =XR6:^ZG*O M[F!!@$GCV1!7'0[M(D^ZTK?&;MH46E3=WNC7=+G&$?AH/T?A<[*'.7>":KU9 MWWJT.2^\5^67P],WE5L(M!"W8AWVH]%W! FXA3@P5RES3O\EL+.9,P?1!2M, M/|!^9PR:I?\6173XIS%KQR"? G!0-1J'WE5[V&38T^9GT3B58E M4I^WR2],.N#7ZGJ,_Q[B(9H08D5..C6[NAZCUO7)/($-IH"'*QN.Y*Q1(#$"F MRA6[J:RJ6M]I? %=OEH51$S94U7]RAFGE]BOL0@"],@DR, MR.&-.SI8.T+607:WP-LICMA*Q#U*L-);"-@GH0&<;-BW=3TL2JAN M!!'M9ZFJN<2:1 2DTAW[>W1N_>8X=#;NLEIX#U@=Q4PC")V2>ACA*L. MCQ_[7FM^RS>R)8"YEF5=4\LT[>++^%M -ZYR7M\2!Q*5<.3Z,;Z.-?!??@1HG M? @,2S;51.OUHW^:Y&S/.6(G=;VGB:.AD/*$!6R9K0Q!$DU%SA I%"K-<<5'$ M,/\+I26W3)9Q%$6.A_? M-X#$OHU3/1Q*]K**(0]*R[P]_$:W2[J2'-%H%;H8>S$\T5G)1GJH7@.H+WT+ M;A^)/9PR:I?\6173XIS%KQR"? G!0-1J'WE5[V&38T^9GT3B58E M4I^WR2],.N#7ZGJ,_Q[B(9H08D5..C6[NAZCUO7)/($-IH"'*QN.Y*Q1(#$"F MRA6[J:RJ6M]I? %=OEH51$S94U7]RAFGE]BOL0@"],@DR, MR.&-.SI8.T+607:WP-LICMA*Q#U*L-);"-@GH0&<;-BW=3TL2JAN M!!'M9ZFJN<2: 2DTAW[>W1N_>8X=#;NLEIX#U@=Q4PC")V2>ACA*L. MCQ_[7FM^RS>R)8"YEF5=4\LT[>++^%M -ZYR7M\2!Q*5<.3Z,;Z.-?!??@1HG M? @,2S;51.OUHW^:Y&S/.6(G=;VGB:.AD/*$!6R9K0Q!$DU%SA I%"K-<<5'$ M,/\+I26W3)9Q%$6.A_? M-X#$OHU3/1Q*]K**(0]*R[P]_$:W2[J2'-%H%;H8>S$\T5G)1GJH7@.H+WT+ M;A^)/9PR:I?\6173XIS%KQR"? G!0-1J'WE5[V&38T^9GT3B58E M4I^WR2],.N#7ZGJ,_Q[B(9H08D5..C6[NAZCUO7)/($-IH"'*QN.Y*Q1(#$"F MRA6[J:RJ6M]I? %=OEH51$S94U7]RAFGE]BOL0@"],@DR, MR.&-.SI8.T+607:WP-LICMA*Q#U*L-);"-@GH0&<;-BW=3TL2JAN M!!'M9ZFJN<2: 2DTAW[>W1N_>8X=#;NLEIX#U@=Q4PC")V2>ACA*L. MCQ_[7FM^RS>R)8"YEF5=4\LT[>++^%M -ZYR7M\2!Q*5<.3Z,;Z.-?!??@1HG M? @,2S;51.OUHW^:Y&S/.6(G=;VGB:.AD/*$!6R9K0Q!$DU%SA I%"K-<<5'$ M,/\+I26W3)9Q%$6.A_? M-X#$OHU3/1Q*]K**(0]*R[P]_$:W2[J2'-%H%;H8>S$\T5G)1GJH7@.H+WT+ M;A^)/9PR:I?\6173XIS%KQR"? G!0-1J'WE5[V&38T^9GT3B58E M4I^WR2],.N#7ZGJ,_Q[B(9H08D5..C6[NAZCUO7)/($-IH"'*QN.Y*Q1(#$"F MRA6[J:RJ6M]I? %=OEH51$S94U7]RAFGE]BOL0@"],@DR, MR.&-.SI8.T+607:WP-LICMA*Q#U*L-);"-@GH0&<;-BW=3TL2JAN M!!'M9ZFJN<2:1 2DTAW[>W1N_>8X=#;NLEIX#U@=Q4PC")V2>ACA*L. MCQ_[7FM^RS>R)8"YEF5=4\LT[>++^%M -ZYR7M\2!Q*5<.3Z,;Z.-?!??@1HG M? @,2S;51.OUHW^:Y&S/.6(G=;VGB:.AD/*$!6R9K0Q!$DU%SA I%"K-<<5'$ M,/\+I26W3)9Q%$6.A_? M-X#$OHU3/1Q*]K**(0]*R[P]_$:W2[J2'-%H%;H8>S$\T5G)1GJH7@.H+WT+ M;A^)/9PR:I?\6173XIS%KQR"? G!0-1J'WE5[V&38T^9GT3B58E M4I^WR2],.N#7ZGJ,_Q[B(9H08D5..C6[NAZCUO7)/($-IH"'*QN.Y*Q1(#$"F MRA6[J:RJ6M]I? %=OEH51$S94U7]RAFGE]BOL0@"],@DR, MR.&-.SI8.T+607:WP-LICMA*Q#U*L-);"-@GH0&<;-BW=3TL2JAN M!!'M9ZFJN<2: 2DTAW[>W1N_>8X=#;NLEIX#U@=Q4PC")V2>ACA*L. MCQ_[7FM^RS>R)8"YEF5=4\LT[>++^%M -ZYR7M\2!Q*5<.3Z,;Z.-?!??@1HG M? @,2S;51.OUHW^:Y&S/.6(G=;VGB:.AD/*$!6R9K0Q!$DU%SA I%"K-<<5'$ M,/\+I26W3)9Q%$6.A_? M-X#$OHU3/1Q*]K**(0]*R[P]_$:W2[J2'-%H%;H8>S$\T5G)1GJH7@.H+WT+ M;A^)/9PR:I?\6173XIS%KQR"? G!0-1J'WE5[V&38T^9GT3B58E M4I^WR2],.N#7ZGJ,_Q[B(9H08D5..C6[NAZCUO7)/($-IH"'*QN.Y*Q1(#$"F MRA6[J:RJ6M]I? %=OEH51$S94U7]RAFGE]BOL0@"],@DR, MR.&-.SI8.T+607:WP-LICMA*Q#U*L-);"-@GH0&<;-BW=3TL2JAN M!!'M9ZFJN<2:1

ME.:@:8S,JR&=#2H:9H5SU',)00MYPK{G+#N=4^E9RX^J 'E02)%G?DU7PO1J MH;))D(\SR-\L,\6%0-L[P<&>)XP?8DZ!7W2N00A32>LMC@B[PPG>'KP?1CQ!B-MB20QE. #5U^E.--"\Y16/0Z8-:"4_\707>DWWP,D3\R2\%+P%Q?"/_W@O"A_[*:T29HLJ)"H(_!L(N\)G;FU8W9*_!A MY01"C_H:!D\XIE]407]B6@XH.2EH<]?(P%*ERPI%.JY6NQ^SR.7$YGN/IT/#*

MRX$+H<0"Q(@;#Q(J1_:N2$71O".T:_NV:FVBA__3BZP*SZ3$_:9?!HIAKB' M0(U\%/"1]=@![9W4MJ(T64RT,24N"\Z'T*9(HGI>RB+0GL(604FR*7UL'>V M^Q,#JRPM W8*Z9\/GNZCS$?&#_@/(D1$E4O66IOR'YBNLQ&L 4G5YA6)6-2 MG@SDT8T_@40[=W>YN:4GO?K> 5]TCM^CE#64\68RX2K#8.,91=W/*

*MC=O[;X/K8CVQ+,/WH"@JUR+$R=29PGP-3>P\%)2FYBB0HB6,$!KF[!'DOD# 3 M#0Q(HI2^R>P"O>:,?HHJ.*JYP\QFYC#RD4K1QL@Z91N&G[4 J0L_7;Z RHFS M1)->"OSPG2E/=3'&>R.FV4%E)!KQX%'-?R'&R67M&(1KHI,ZRV4$!B; *93@ MR3=^@*_I2_1@=.X<6=#8)1ST;T ;,=K#^!EU.(S]Q%6;1M_L31!2)X,9[W]_*

*MPA2A,+5"#>_HAW);!T56M94CKO'_[>58Y 6[Z!=T2UF1\DY3+%*0*:_0P*I M;@3$.AG=.5]D.7\23A. WSL%0J:AHPI ZP},&T\FS%2]BT8*4C%33 JGEH*0 M,MJ#!KVY.'*

B/_P6Q!OL^@L?>YTPX20]8T!PY_1=2Q6!B,$&@]UMY6]Z>!5 MLGR[2;H3$H84Y,B1',/]>I"IL\K["A!=&R>:H?]Y_./Q"?R3GP/_BCX='\^. MCX\E7(Z3!E?*

*^*_K33J/CCQ^9RDC_^?/'GV4C48>-%:-HX4G@ .I%P^F,;A7X MAN #)H-CZ76=6(UW>":MQ-=&DA,[;PVU7D:U&*:J67241E-QHDXFX] ?_C$K&!:Q2K_NK@,@C$(. MI?*

3&AX3IJEBH'#"N2GA",A&]..I;. M;T#7VEM.)B-@??WNGXJV& 7 MH0W=_Q7?;>F#[2,NXZ^MS]_!(RZ&%KO3>64P3.)^^^QC[GN]NWG]6^X&05 M>M<\) V?2K-AN MV3C!X

.3T:=$&DA3/A {D38)&<%25[@M)#<*.!)*.4G.VV4>*U!D]6Y$_U^~M[1 B@Z1[#=@]) D:#G_9 3652BOGL,$@:1$V"89QZ/Y]5.._3Q;S^JGO=5HQ.9HS/&RUO[?TH6*&T5'COZ%%Y_^QLJL\B?*

4LKA,A,L2R] MXVQW#IGOE3:&FN;COQL92ZN0T\\YJXG[5G9U'9400! 7CQAYY%XP18UJ:IW M5FRH4B5QQ0A5\7)LZ&*%6%=^0%6E&_\)V,Q\[9_MF.&:?0F52F_[[E:(>[*N MR?*

{G5WK6T>/[#M3. /;ZE6IK1O(CBF$$^8.,V2^W,46K*RW')2GT+J*F M7O8(ESL^OX:)KB!5I8QM.H]_I.2*2)+3'^4!E;U@,_^Y+5\T!-*Q88V&(\-P=_M$ %LD7_UDY4L?U&*

*{Q&W[6BHW/PRDF)-]AR!L"MX@,PSAW-01OR4ZKE^]% MP1+_RCF&A2*3*?8=?_@/GY*IL9,5Z=4U,$88/^IW%+!R#'JV]OJ6KA[%P^3-G> M[!0"K:B\7.>>:-)[_-.*

*{S&NEJKDK'=O[=+9B74ME/GGMCZK7MJ:I%6*4Y_TV MPAO'}^3TBZJ4TC-3Y\8YA){5DT 9Y2RR-:JV+.C:67*]B%@4YH6?1PQ0('#K MXU8*;:U8BO2*

M@AH4$CK"4IJ#*O;I4,-9,9TZ;?#>(3@^7SE!@ G/U]:?66UZ6BMD>E<(U3C# M*FLK;#6%\6_:4IPKA';&*U5Q>@AE$9^R-6Z_[E:L<5=OG))P3#]0^LB/?9>] M

*K4.C>%&LV(RZ8GO8NRQ,P^^Z?FBC":?/? /Z.[!E9SM$5/B:Y@J=:.XJ; M6R'.Z1HBROXA*G2G `&<5\M2U'UUQ@6"82/?X*?W1BKDO)#C>U#J&*]I:(%+4A?I6-*

*K1"E3V!5X:16_L:>6BU]GT/ M:\7T'H:B5FMJ[4+/)B@DIN=$;Z,G#4WF07*5V'D5NAS+?K9(:"2[A2O(+R! M_@=TE">JK>R=,-5,P3AY8?-OMC8YX_8G?)32]';T[%B NYP0M^CV)-*

WEE[MX (O?->OB/YNZF6%<%UMXTHX*T_@&<(7QK$BJGCUY>XH>JT!&U#*T2HP"-- MU9KLSM')U;ZW%<(.E\VO.(@.#P@>G3,K%NE Y5"'"7U85!>A13VT:RI:HLUC)*

MG"H;8VL;6K$3U!)!++1+BM ?O?B2L$#M[!:0?)IB,Y"\K(^^:>EDBG)JR5&OG MJ&AJA1CTPZ%W7+[)?0,!:P#>C)L@,V*U:EK;X5 [.O0W-MPO5^1\#G%.] :*

M0=IVMD+4)DI+G4JW/Q4KA->A-L=I'GF+')R:?E8(R/8N@5A0GA.VMCPJOM8850 MJE\$$(4:G2>LD16L.$IMTXTC]A9X+&M)$V_#6$M5=W&=Y7>,0D^.3#[Z80] MZE]"C]3%'(7I?*

RE?,T ,\1@:LF/)41>%V6=!::B^-NO96'"3F%];.'K0- MK1!!$Y^:QVJ0-EM% %;K_E8(G&XJ;M6!QVIH8,!]012Y2;8?1??"V@$#Q'WC& MY5Q M0WM6)74;,'U6=-

#3T!6[>/\V8N4%=,@8[,N,#.G-].399S8R?' MOU]%&*OP!KV>5FT'M6)JM7$XG^G9 [Z"LYTXF=B=!G*L_$TUTNHAE*R8! /0 MYP/$"^P[^.A*\BGETF.U\PJ&H](?K=@5[*

*VOF('JL'@]J4K@R,,)VF!#:LKO!&90VIL8)F9[GDN:AGX@OTQG\^B3Y[:GXH=PO=7,W&XF+K2(%9,75-N M8)6FU::?%@(63('75)Y*VX>BQ17>PN\]70N%/5LST9QQO'0'"M$ZJM1_X8)T'*

*M5;SFC=O0Q0JQ!&[_^,J MC"["{6.RV!)90:4BT*2R_?BO,7@M"RQ$JGB>_@$R@]RQI{6+%* M#%50@'760"N46EG!_*'QNY,)VM7P6"=737-;Q,FC"C4@V]>UMT*@&M3.#+.S*

*MWD*P)PDKQ);'64[A:ZCZ46QKA2 RQ*AF$0KI+=]B3. ^E&W^A58JZT+-B0O)} MT#ZAE>UZ6B%DKG:E6K-2)U=E8RM$4.-S)?,'/%)!3BI4K89>XRM4RAW>U/2+?9/1M=A&ZS.?*

*SGULG MHMN'[.A%$:D:E'5,1S(19\Y=_BOSE\Q M0SFE"M47)_I=*[!:VG.ELK45PDBXOX=0#)=2*<7<(ASZ@YW@NM!MN&AA-4]ZA?EN'$T*R9S'BV=0&#?9NY#^@/D*

*M<<7SQ6V$8RH1_Y6XMY6ZS-QD!$8D"&FCG:$X8NUE-^B 5DQI7OVN1Z4FEG! M?AY}@:?4-IJL&SM9(9JI!_R8Q@,K)OJL#(M9J_G5M;="H*_X63EVHC"@_W0Y M=@P[A'¡!?*

VM/OGUIC&Y/S&4SG]_SJ.\#GG4JY19L6ZM8!-J\X+:.-W9"E'Y M.5$'J9!O8073@\-%CG4HEX8?WW?S-0Q:X_S4M+5BWVCR#1L3L,N-K1 EKP=> M.2X^7<,ET:PS9FTM$82>CJ\Y?

*F1ZG_MT*AN&,WR8XN@\7"?VH<2%NIOIB:-71 M*A$S?'UPZNTHF17:ML1{GI1.N_@'7D:05TZ(;UL+DE37W@J!RG@D=>)4M[9" M&*6.W*WC5V$>EUN-KC!+SSI*

8U1YW>%O5LQRL:HW,TXFX(0YK"IX7?_15^8> M #ZIQG;R\?"!3TAI=8I_MV%]4U3I-S)XIV=(8K?0*M.EHMPSH%J1JVVM MA3#5H&P-N>CN+F%V>KCO^WO3==CAQ'U@5?*

Y5C-[^KN MS%JZZ]CM,0MMV;)11C129)7U_"FC2$0$NQAD-!>EHIY^ ' GL9%!$@Z29O?V M*64 (/R#P^'P#=]%0RZ:[_#A;GFIW+K# Q;Q9'BK(8A5]M8_E$1),EN"(.+2

*M7/"ZT_)3R"DS,,)G0,!7\Z@HV'1%[?5;+&A=\EHH/,L'(6D*8ET8M=/XQQRW M,0Q2ZM$JK1U2+69!%(UT9Y4^T,[Q,!=^03\;/R.;9%2E%C3\ST*[,DD(O/?C*

MH+C>9%@5\A'.P;C#SFX?]A>\9>GP,4\?P@1>B\0?Q?7=XVEC*VGCQ7Y#O!N%7 M/%]\8B'G2Q*CZ"9!VV_]A DD>4[VV^XV?F61*IP*A<-_0& D(UFP[Y'!L8& M*

*W&58#4A_C>*4U=C&]3)IP!"$HZ0G%.1+"[RDX[S11"@EL*_\OS/KGKS(]46 M(VY819?^(C."\,5;U?A&WKQ#+7E578'T00B]D]\;6+(14$ QM@O!N7Q) M\X&SZAH8!YJ!R&&@ 8<'*

===$")W[Z?,':OW9/HDLRSP_*=7_T061X1(4S, M=X?^^D_#.W<7'XIJDUM\</T&K#9XP.?_!M',5#M"&)-.6\VW=.*H)>^_"08 M!03Q^34/,V9I?J.^]+QR S-*

"3=1+/_-6R{QA!35(@=Z,/-T66%S$&N5I>B0 MBPFKKMWMN^TEI+0&T4+P_W,X549Z# ,"_(K]LWB7BQ%%I&A"51D"!-G%]5+0 MN7A1>Q $Y,7(]>D>9=$DI6[$-^XK=-

*!7N4U#YK84`57A*2VD#N&#ZD))\[ M0%U>!^D\'@A`A@U]!]$;S"#B!(:KIKJTX:?G*1K],(TNJP"TJ*,=IST"N ME45PB#'!,*>Y?A>P7&$W[C@%BY?!EPD&DTI3 0]HL V+BU5@VD!)R#,*

*(X2VJ1 MA;XUFNO7.FFN1F#QGDNL_PP"?:KEMDO5")YO$O< 053[D;=&>1Z.YB3NI-VY M?LMY$NUCT[G.,0AB==@F;GP2[H+PF)H62:.!3ZB,N2P9V2 (?\@. (>OYQ XI MCH#B0^*

*$7K 7QYR_UD0\%8M^K[3+2Y'M2\(0M4"#95VE0$%W[<(R#S!*YW3K M.S>-YZNXC4'L%,>@F.FB58-B!W,DH[=^G8F$:.!0IR>4K./3=RfT;8[4[\!(J M07BVNXX#@%A?*

*9G4J13G3[@""I W6.ASR5*G[AK(@8#S9U*'8!E2DR1Y9R:'F M:Z?\5)U!!H8!D?.?)(KS$CZ.0]-S+8\$W=_[U]:)5+4?02#.\.T*/62B]B (M:JMN7!6HU@K&Y,=_&_$Y\+R{("2=!KTK])H!"-*

#11)7KZ?);@R"&]2HI">_1 M\HIIWAX$08):>=Q8=ED?$(2E&Z94A(C[-DCB9X2/".]A@V(4'K&$???*@F)\ MW:KW8""@8!7O>W[YRK> "SN (.E3$#C?7,]CS3[_#<1$/R.+>)?)?KGWL?9-

*M(MYXPH+7?0A7?GPRFT4NT=\^6=.O}X"Q*2+W=B$-E(,%.@T B22]?<5;O& M471UKORE$-*J-@8 \P@C,@D=-[!SQ4HO7E3XGUO7NY9;4 P-T-*

&9GJQ(.5.V@D$:8_YLZ>9%8AY[K<:@9@ZL>S? M><&W+ Q.4%N'U1 $"84\KSY-R%,>N8UAD#)H^O.T=:L-K$Y-!7[]M3(ZJ2)N M>1M2??,O}+YR1?!P%V1@%F@VOVDZOYT796#-&

M.$ 0D/26%?1_?DVE;VISX#\7--#XVNW :4K&G>NA\!HS]SX(;_=)3A,0ZXQW M:1 ;0M/@N>RV)2R((.L$@K0RB.5+D'K%1 7CV6VULU:FJJ65-/^-K) 3[,YK M!V(EJOH#N?

*34+CN90'D1Q8-^ 1D/FH+DD! M$Z%NNZ[D;]W[,5ZIR+5';5Y8PM"RF8@1SKI4NOFFX_5>H*P94]?OWU!<>QE M53ZR#*BM"E%6Q)OUNN[08VL_$5)-XAGM77+6^C'+Z^;BIH*

*M#H(<\O!#Z9(5F438+4$04:VB0XKCU=Y@8$]B+NP!@BA&[5U>B!FG*0@R+C6T M5\[9QGG\C(A7$O\[7@=RL3Q2HN@C"R(-TP"@$8S\TG11BKTHSMY6&R:? @BN*

*M5WX:L__64%6 IW\"N)/FS.%?]"(+$RK/>Y D=2=EE?FL0 MQ,@NZ-775SJ4MJIX5!#@/'#>(&+]#F+"C-*Z(MX4- -!3M?GYT 6MDH?K&)? MXTJ/3R'C6J>K>E?]9#Z%@9/8*

<9WM@^^+2,&CVUVK9L7DL@C)?E<_-F[46 M,";==>$B,.W5&.Q@$,/7WIH7@$X^W0.4 >?(LDB&(0MN-T%/HVNB9Z)W9OQ#B M'IFQ7@-<+2:?&HAEJB>HJ-A[Q#V V,-

*)5$MJ_N5'O:2_@U@%XLUK//E;5H[(MG@2N_T.E96K7;9>3S=*,\BQ/$@29UG1G6O$FG0$(T'4O4XBT$\6N(,ALE:<3 MT,5K"X*0RG,:A'WL*<@R?M6>X>#V T'@8SV [8%-*

*(C13+^R6'G$-3-P; /1 MJ;^M&7<< ,A:\W) GB?TMU9;@&"S!\:#%US]DML8"/[XOING,*6/RHM.?4YC M$*N2A0F*C$^U%D#PSX(\TW 84C$2"]OVZ^NBMB#0+R[@XB!-&I615N:HRT*

@ M(&C<)(6LR&NK_QSB1#VDUY31@BIZ#@\ KK[>GLKK!BD$PSF26D.#V!Y#9M'R MW=S#?T7[.9'7O"_S .[PO[2."XS_5N&#))O">]\6&@;_4[\-O2@=\4! M?

*M=,)LFE]%28LGIE/Y5_GSOTWN8S+X^Q+(@@ &}Y-BMAI*K. MT$H7$&1QWN 1+V6M*0@RLJJB^"V&UU&_*R/54S'7TG&N_=4MDS^_6B,P$SGYOL]//3J[]+&_VF.X5'06 ME6NVC:WV5 Z;S;1-F/OB*

M]\81>-A*'3Y3K96R#B_J5G%D+.N@[MPMA/;O%..+TYK;=-O5B]LS+?X62^3,!^*8C%'O:'F2?,>EQ42P.VD]>24/-7 M.$1Y/2 (1?*

E%$9,,,;XE7RDMCO4MUW9Y="ATU$94EYJJ#;*4NFJ^@4EN,3#D ME+)L@B2/JH7U%4IG\N^1G4.!&GYI6(?6I+@*V;HS6 M=NXN!*1^BH3ZGEX$C'(50^R+7Q!("@3S^.,I-

V/$6R#\2%P-3YR-1P68U+'CU+F#*&TI7D+E%@"B7^^+8NT5 -)"A MAA/SEJ?+G;68NU2P+00F%25+(7IQ%*R@[4K5F(DR_[XK .S(.L3Q?* 8MC@87]"D$[8H.[)Q32VD(@

*MJ%8G4,3<1U'2B9"L_R@B^]PJ?:"D,?>=>NH](1 EN*F$?6 0X9PN_!:PYF^ M?*. ?]?NTC 9U8-J$9&FPX#8WMN+")X9$KQ&*

M[O%_\E;&0TUEBAY0WZ"9(4'6\UT3_@.;S\244,F\YL;'ZZ3*,8<$Q;.?6)) MQ?_/X5>2Z#.2QAM>>X8OEH>BZX/E^\B[*8Z6ZW/O>DJ=!RY%>H/P)\+/*'TN MI#:Q]N_Z2CZ=$'ERP-*

]G@>^RGWEMS()WW";@R\'@RHI<6W'V:5O]C#(W_]QOR-T?L'Z]<,.B M9I^]T_6X;!TK)$1V'@8\P2+F[#;&P$=\]4;3;'L(@V1\>T1&?WE^L]'+'5YY4 MNPY>7CYP$IND4FZ1?? #+!B?

B>K!U$GXC?46^.0>PSR53]P)C!""<;TDYCJM M>*VA;=]L7J!^K*ZCZ+]HE'&;LBM&I>4$DH=P>3>!4^FA[SA'GD=.(]_Y.(5_ MH;K-C'>(\SO NU!TO4AH+$B-?

*#PA#\.Z<8ZN[Q+E@#R**29$UDOC?2C?>KE] MR/43C'9YKIY"NR!$180QBF[?\>2#$$L9*SQ3LQX)<;?5YAM=[SJS;S6^H^>W&:E M:MO2*!%1+#TGZVV .8(>FDZ*

*>O)>T^]^B%@4GK.! 4TW^_XBT.OF BBJ_-_M\(M 2FK3+\ 1&>D7 547&WW=<:W&C(L 4=D?I,A*YEC<%X$9VU!?A<52UEP$ M6#) 0-7!>]MLTOPB<^H;A-*

)EQ$6#U]1=4@>MH@E\$KFI7 (&.LHC0ZI[:K+++ M9!$@JBNZ L?-(I#JI:+)O$6+0$ZNJ+$$WB@N40M*XQUBHT!J1%V#[R]GFKB2P':120&=MJ0 M4H_\(B!38[!1W?V+J*

*K8B36%80'+2E!58$M&W,$B4E$[L10COF$1]=<4#\|Z M_,5TY<7 (/)9CI=5BYX\/@&D RD?RPO=9E1H[6 SH@\9I5*LT_DP,,;&,>A*

*M^YK$Q#*X#=*B?;+\B8O&UYM"P"@#JN((MY/ZT';YVUH^1&>;*KET+^\=+!;[M_TG2DIB2U^Y^^AB$Y*N4$/HP0HL]3PLI5'.CF+4S]8*^W*24&O&1$?T*

MUJOM/-3$MH'*T+.31+B;3TAK*GU9I%RH^PG[X](W^I3KQ_E/N#7+7T;.BQ M;%G'HC MD.38Z)\U\1[[^R\&JL"_?_@;-,M8R^RA*$SCH,;R4RH/8BN,09H/11;+6H_'*

MVRZP"+>,T":"?[1D494V.MDP%H]QW2&5CKU!EX626))/D^\%5) KRR:&I6A9 MCK(U:W7(B.%Y9W I[RJ)A7 18"DFGBH9(!>1B:3,73S;YB)0ZG"/$UM0!TTC M^B5%RT=

[8J&$A)>ZS%*WT*X96%ULM\M(QA+#-8;5>5D/!W:&M;\U?FLX0 M/6$>%'BPF2;O'!?AK^TW_J@*NJ>9@UB82_N12/8[%DH31R;^8S_IX2'FU=G*

*M18<[+_A6PF9$."6K$*$I<<-2Q_OO5]D*F<*1A+JU6$ G;?7Q&W/$VF:0X'7# M$A&X;X(H,*6N.J.6"-|JA<&;B[GHZOP5GP.5%=C8L?N&Y,WTV<@> ZVA6IUB M*

*OYH!XZV>X"C=`N_3<4#<%HHH&&?B/,.N<;E8V/>;R>)A$^\DBJ?JJ7DNF| MH!@+[W05,F?1-RMT(1+.@'_..C.?LAI>_AACD/WJ;S)5-\24ZGI*_RYWM_ M%X3'5%\1,\ @0^M_;05%1*

L7O4#::@@CC(;< 7S;]5!-1&Z#8BC&/IR7W_2-X/D+Z M%.+9NLY-=G/*Z\KYJ9&4O#+3>MSRPL'T9D->*<'H)=C$^%WFJ.;^] M]F>]96=#O96^@Z%2V(QD;.(]_=*

*[%%QHA6TDZC:2MW04A-=*T;(/EGN5';:P[M=@:!TX_/]9Y\KWMIW@_/LX467R:X-,)/A.T28EVW0>CHA;E:/# -](S+5Z MS$VO^`.DS)269=QG-B)\?(:9_2[$.R15<4G%WCU9JR-*

*9*E*.B=GEP;5>70]?M"SYP$)KJZIIY"_23)O\?R*BWBP/44.AU1=&R\ .MO=SI3OT?*BTY.(SQ)6B\P3_76Q!TIRPT-(V1%D+[<.Z92^6H+(#@G$M%(OE*

MGF,"DMCYFRLV+1<5]Y'8@B'T96Q?(DQ2YW;T.PIU*K82D49!Z])S'P3.7] MZ?R>7=@""R9G758Z]=\%4]VXT2F(M+.]3&"0GW-/_;>UV5'MJ=:AN;WK%#26/\"=*

(3G@$7_39"\OKX0$RV^J/(81 M=8&FMZ@?4TG&+?%-%/X_6"'''T225-A%&R'\^JF?+-XLPHY/;L=!|%9F8=RW,S(=Z#5?N&Y;WTV<@> ZVA6IUB M*

*OYH!XZV>X"C=`N_3<4#<%HHH&&?B/,.N<;E8V/>;R>)A$^\DBJ?JJ7DNF| MH!@+[W05,F?1-RMT(1+.@'_..C.?LAI>_AACD/WJ;S)5-\24ZGI*_RYWM_ M%X3'5%\1,\ @0^M_;05%1*

L7O4#::@@CC(;< 7S;]5!-1&Z#8BC&/IR7W_2-X/D+Z M%.+9NLY-=G/*Z\KYJ9&4O#+3>MSRPL'T9D->*<'H)=C$^%WFJ.;^] M]F>]96=#O96^@Z%2V(QD;.(]_=*

*[%%QHA6TDZC:2MW04A-=*T;(/EGN5';:P[M=@:!TX_/]9Y\KWMIW@_/LX467R:X-,)/A.T28EVW0>CHA;E:/# -](S+5Z MS$VO^`.DS)269=QG-B)\?(:9_2[$.R15<4G%WCU9JR-*

*9*E*.B=GEP;5>70]?M"SYP$)KJZIIY"_23)O\?R*BWBP/44.AU1=&R\ .MO=SI3OT?*BTY.(SQ)6B\P3_76Q!TIRPT-(V1%D+[<.Z92^6H+(#@G$M%(OE*

MGF,"DMCYFRLV+1<5]Y'8@B'T96Q?(DQ2YW;T.PIU*K82D49!Z])S'P3.7] MZ?R>7=@""R9G758Z]=\%4]VXT2F(M+.]3&"0GW-/_;>UV5'MJ=:AN;WK%#26/\"=*

(3G@$7_39"\OKX0$RV^J/(81 M=8&FMZ@?4TG&+?%-%/X_6"'''T225-A%&R'\^JF?+-XLPHY/;L=!|%9F8=RW,S(=Z#5?N&Y;WTV<@> ZVA6IUB M*

*OYH!XZV>X"C='

*M)@IRHRMW576T,#QC)!3L2USD>8R/4S!U_B9@6<*FLUGD\F__V.CJ5<(&1GBV·M?A^EN@-&RH>U^@!+W12S]_?]6.,D#MG3OZ+U]]%!.1ULLZ=Q0_(WQ2'Y#,_M-\]?4$@?1?-M1!M$FV]6Z#PF<11;OE-6&E-$;M!O0.&Y%D%TD1]/j;GV·L[J·M,S H4#(Q0=>S.G=R-*6';Q0EQU/IB.\#T 4?·7+T#UXD9%RAN(B+UPB+,JR·M781Q<_2MT4MV+R*X?AKH+SDA[@O9!U/)R,3KBO'EC$]^,9)"]/F;P&YI·M,.]PQIL/"6.C=RS1'!G\.S"$2[<\U'0GJW·82>NS4=\S#R=[4M"@B5)CM8I"&-R·M2KZ@?>W9N&9Q#7X'&%O](#OU5!BSW<"MO5LH")4\/N1D/X+·#8#]]6E0">\'T =^%ZA/A)NNZ?! ?Y#D,4N!05VOVW?:2Z@<+3FOS^%KMT;6$&@?1?-MS9\8/=_[K1USI*&%864_;P]AD.P/C^BC(Y=@7*]6M!#)0L>O01X<;G3SK7)&Z·M@F.$UW8"%$EA\6[@57H,/+\GZXQOS_(·XI>=9_@C!3H2H:%']6·M"KWT7G[DBFY>=T>@8\X]^ZN;?E]F&-9TQ%G'HBA=0LKH_\X*[-(YC)>;]%N6FU2N=OK.';4!MV;UZCCK$-1N.[)]BQT#'$@\U74GR@_;N2+6C9-4·M,!%C!!W#*8;!+#@UF^"!V=3-9"Q3/<^?!+ND#/A!0IC2$)(7>MDKG4RQ_'W·M%W7.7YS6D4UBZY_[WU9S-+'^PI;Y<,T M7$UGKMATUI+6\KMJEXZU_&ZY\V07B,;^.VJ32^4GIG[12\&=M5·MB.-1<$;_MW6MT&>-);RBS]AZ-K)7$J@7I*0ONMJY32(*A/'I,·M7_TF]!D9NL?A/3_":K91_>^V*.]4IJK.Q#]T_DW#OX-,&7.L+*)!HRCC(P·MG8WO5*KLT^)JR,E>4ZF\I*(N(X;\Z#S 3$*B5Z4M\2@(DU>M[30FI+Q/SP]8·M&JHS·.3I1V;Y>^<2G65?IU[3!EU<9WP,97',*4?0I#"*>_M6)!V,XT?(-_B?__P(T@&P8R;O1N;T=.=6=I#F.FGT1\&]X,"UP"6NW·-A-/]·M<)UW(-P:[+4&>QER1@RJF8P1P0/P5)G)Z^Q+95RN+V<1$51@H,]LDM-%%2T4·M=·6O4+8&/ZYK,-(:Y.ZB#.B?!@4ZB"W/1*"A^!SR5?EYD%7Y)5T5/RWI;N*Z·M3.]2RK#_^XK]:-CS_%89]/H8H1\>-2>OXR·]];4.V·TGUA^@QK.9(&(ZS"V5·M{\.]Y4F8D.Y*R^:>]B#]>GL*"?]Y;BMU\/I[*C$V5<·/R=<=<#L:03=G9(IB·M:!<-<#L:03=G9(IB·M!<-<7V.H"@P[MF&,"U1@^_Q?8"}>&AG)?8"N.YH3^QS7'^·M'HNQS.T77QP&70&X]2:UB"3FS681^53@3@!\DQHEAR@]·V[]!3?!Q5?(Z9X]·M@>4JR8&SO'M_%X1'<]TC%;JHDKO%WQ+:P@4=M-GEK@HC"N$X;!*HO ?OS|;>+&;:^,,#"'/>GF=$)'C$_DEX$@SZ"6U·T7!C[<>5A$>&N_^8·M8Y"@+N!9;G/]4G)UF!KN.)41$M:]6)&H_:Y7-N#5MWN(!U$W&'=+N>]?-4^1·MZMBS·HMS='.\"$T,_7@8433]?"Z/%N)D4/7C=5.BYH]?G0L&,4F_JZ7.';@P-·MOPJL1#&>M7!3U:A%!V3U.)T[+X)SBR/R5&BD8IQ0"%Q5P96J;@U>\MBTA\·MNO2YLO0N8<,3')""Z^G*X,*&+1Q@YE[TMS%BO8H\4*#NO!;<$_L-7[&__·[·MJ83X%7I\;\B_<]_0$PIM_·D7·MY&/>^NI'A L1YL<813<)VGX+MH<@B2S?V7[#S&=(O"XT-@"1[;:[30!AR1&;7XE/C'.8U!;2V1&YS?'@CC"ER'C(;#>)*B·MP',=$19VI'V.=$I7?XI[_N;ZXTD"?2!NTS>@N\·ZP'U;$3^I'$?;3N4J6@"$9# M;9-^"@,;(2>ZPSKQ?10E1.F!][%]9GE@7?1D1/Y=*BWG_@C7#G[N+#·M1%/H$!"W6*E·3ML]E@9(?_&E^O*?4$LRT@[^E)+1%X?R"6CPG*P^X$Z!YX1·M.=<(2)+@P^;Y=+6!1?\6GSL<#ID)!-(JU4_KXP9>9=WX[8&PH.7SI%F[W7BO·MHF;H<,"4M0;%^IG)!'+&YPX!Y C$\T2;(WG]1.D@K#0'L5(**P$%Z5RIP\H<·M>HF)FI==PK&"IX2]<·@1&:[FAQI:II5K0,0(HC:[5M^?(,B.W1/@M(6\GXP·M[*(K4(7Z.2,:.H$660G6@1>(BM3·5/3]K,(9,1FI*I/0V"S6012·M4IM5[?U5AG5H%2CQS6)\>,8.E '4#?1K6#:6X3?6B; %4V'B\"]DZ!B&2@7·M@1+?,LN'IZK(YB$0?UG%50VQ#L,C1=2$4%(]U0W7B\"LDP23<.AB·5/>I1Q?·MPAA!1UAQ>0T,AX[50>2SF*[NATDH"IPA&6_K8#0Q=ROUO61_;P"Q7IBO>47·MRN#Z^PJ73)SQ_5·9AO]8,>3?$]HNK@RO7U:\>#Z7C<·O4C-0=/HXL_+09SW·MI\'".O>PARR]6H@@(SIF\R1&_1N·*R6'8&A\LJ%89G?!+2I·Z2SW$;Q>Z1·M;,(BU0/K&W7H(B-3%]8';N;QP$V=%ULI7AA84!+,6%W23&27(Q·IP>=$WS+9·MD|>%M;-:ZM\K%(0·-J%%$47%!)2H/H·MK0Y0LWU!LT[S]13P+^3L77[_@R)W]Z=DB"Z?W.8.]>UT*LC91-GL2BX57A]4M>FHD*W3?,,:OJ&+0^821?@BBZ.J^!4$>A3BX)V%R9Z_!M!'/F) *5S+:.M·U@_\06]W@K =$L.(25F.C)5T44;(=4:.0_D"^0Y·MX:_=$L"T[]SW,N"9G/K2Z;=[Z"L-846'.R_XEHE%X2'·CMPMBPM?K:QI3!·MU4)46<%2?DZ%4C\W$**71++T_1'F$?;80TM5LAPW·.Z]85*AJ!0·QS&@-@·MH8IBMOO=

*MWS2N/1):>:@\NJ8HW_OIHP;$2LWLDN>6G#\8$V!SV=WPJ;@9DORS_,V#>AC9 MC|"W\V4,1;N15T:PQ+\)DM=XEWAY'G#? C|0(.C(!1B!9W1*0BR3(D1=.7E& M.@L(IIYBA&Q(8")F$$*E'/QL*DN*,>3G@NUM++RJH_X>9>T5"/%4.VZ<<MWQ& M63_TEUGB4?IXVD$T!099L,TSLH.I[_Y9,9U] &\|NPP6OHO@D^7ZQ/K\U<AX:G;M$H#IBZ-O9AWNH|!77=& MV|P'5?BE2D ,U=!{IYEVD9H2"U/5LXO!R(IPE4C, ^1!M \$OJE-;[>;M66EC MTDC19V+2T90Y65!&1R#;$1NJ ZR1)IW70W"I5%L/U@ ;@^RE<0),VN3]H*V; MP/2MMFZL 88.3!\R7J%&V^#;ZU$.KT=GU'2=,))@(AJ5PACUU@NP|PU MOIV^DDP2WS:3#DFGD>23@1^4+WW89DHC'&E[3! M-ID/D@GE5%_7OO683DGA7F/UT%G 6N!89-,AZ[)|/43N0>&R"#KJ)JJOIT]$ M;\|O]>60/;H-H({.;1XQ):J@*D+#" M3=21JKP?())$#A]%Z@1# ")4Y,51))%0P!*R$S!LWLKT@2DI[,.66%U%#0D0? M:7C*M.DG?#5&&X^N!?[G&U*NW@.1J,D@H%1#[AV\#.[.M0K[5&Y-SM*P =:.MJ7DQ? *4{{J=B3I+$!*M\BO\)0S+1AJ2;L:V*L+0=9:^WA"_5C!8) M^T32M?HZ2'DW,B=)US 9R|(9P$=5&RI-I"OF0;?-+#-&RZY@6^LKPWLQ(1@-FF[M1@',.A9L*G3;C?"A68#&.C;-#B#^CH^N;T9.I-L_<,/Z2<{X)\U@9-H6I<&U_ M>A; \BZTH\/*^? L0&S=6J?ETQEM?85+Z>C8RN< U:>>/^+^A$(:OD@B&),X M"SQ]_@C(E?X;M2[@Y7A#H,5'7Y+C*PH? =S>NEY!2S62VT6,21WA=2-80RS+" M&:+5]\|*7-L8%]58P/ &* MZPR[5WQ.7AM#H.@HT0J.|F&EH,JP5&/O(28[_[*MXYX,2X>)EUBLHKN_OX# M'Q\5Z4N+6_SOW_U/E+Q&L1LG-#(Y#)))3WC239/2_3S3UR7#!J%0RK-F0 ;#W9*A#F,G "^?Z M9'?$8ZS;BX7O521KRT?>]H GLS]03>LS(ILTQU36*J77B(-.2[0?B";*R3.0\H%3[1,QFWH$O4I+J()]Q@B@44D#-HJGY*_J!# M&B2LI'E3EAO^;GD)*I7Z'+)>7L M_>\@E^G%/B G\1 W]WN+WN-7CZ;S9D*D0X[RT^Z8K\-,E.BC9"3+GF6R"NX(ZOW <++";<+,XJW4'|@ZETTR^JEV4A4K]*M.PIM M-R*3;MPA/^$AXALLCXOSMN"F2;_9Y,=39M;3+/YUGN>O)//GR;QY';'BZ% MEB,0.HR7 JMQL#7_%;:4[.NEJ0I^CWDD3-)B%+E=/,/?&^2Y>!61\E\.B,H(@8\G?N!))\6ZRNK$> (K>E1X;'+C M1B?/.EU[NRPH#)[%)>=(ML@]^X 7[7:5,1,Y,.IS//>"#AI7;<4^QG$141^'P+/06&47F[(=9+,M:[A M\IK4U-68Z+^:3_P,9'G- (/ZOX%45-* !^L_05@*IQ<4OKDVBAC:F*0E2!)E MQXQ19PS'F508[QE2I$,,/,)/#KC\|(JNSHBA=K3 X$L_O,.%2DG{J.4I"=,"G MB?M&7T"Y]^,@4*2SRH|7R$>[TKXU!)A@P)0*XYN/UY\QWA;7K2YH '+++Y1[+8TEC>P#.EK_]_\/4$L#!!0 (_"> 9UG/+J.QOP@<M .T_/ 8V%R#,Q7S$N:'1M[5OK<]LV$O^<_A6X9M*Q9T19\B.] M4+[,*(YR]4S';FVEDWX$"5#"&018 -2C?_WM J0DRW(B.W!(4WDFL4DN@%WL M_O9%XGCH]+=-!NMH|_WPB40[%44QXEF4V+=5/+,_M_)A3,Q J)K1T^E\B+[1Q5+E.01D3:A"3?Q>3CA2*1T,N!D,7DW;G1[*$Z-Z MCHHX-C%X=*8T**S MQ.E7%X>5QX*Y89P)%Z5 R14N"9K 8>^/|PKX[_OH]_,Q936X_?<5=AR4EVC) M'D+ZWF0H$N%(,,[91JRV!>W];RU[^RZDP W&{(-)IV+_NFGTY-N__3\C/SV M^>+R<_>L3_KGY.+SKSW2/J!1^W""[I+S3Z3_2X]<]DX^7YSV3WN7I/?EY)?N MV7]|[I'O2Q\?M=P>'C7HK-T TUWMNR-TJGW4O2_7C^6[_W\9I"075>R0>M M_9DVNQ|R^C\RZ^]/VM%[K=:^R];C|\#S^=SR*<-TF^2KN03\@=W8$|- MDG+C1#8E;DA=_#TZ>205^'W#&*M<'!TV?SY\|Z:.V1%N9'S8/#HX>+/,PXM7 M5:M)7IV2(1UQ8OA(\#%GH"-AR>\E-: Y.247'),8HA7Y!S*U.YJWH=Z(SZ#2C\0"XH$E>53PW2H:$IRN#*"2I+1%&X9HG-(.)P.=#<(%$^YM=1.D22G M5QS679C3PCT&S,"2$OTKKH$$]3!IF0.9@N' ">2M!/8H'1),XG_S\6-N>#4) M"I++*R$3!IV2L7!#$- 6//4,XKP%L*89B#F'88PDT\5MV!KNYACNP=<,EY-, M*# -M+*Y*33 :H$<'IN%YT)EX*DH%D7P=RI+!G."N2WHO0&F*M"[@0 6#1T! M(.7|L",Q&)Y*A_PL&8RGL,F1+ =?C/X8KYFPJ=2VA"(@-$R&%AA M=,H9W+9D!^R) <3#08#2]23]D:L!)%QS@12F!PI<^1SM\UP]M'|%/I+++MA|L#_;3|+++MA|L#_D9>V%LFL+9; 0RKF, J# K&,3<\%-;(Z\?6@A*Y07D?KJ MB'Z!S;,=NOOJ{(? !-BU3S2^#;H&YD I++>WZ0S 923@ J%HII#>Z-# !>/^1 ML#ZF !57?AXLE.,1.#&BA38?(+'*;^:H.E31#A|*B$S B]52,.H\HXD53% C M4 1LC ?8Q7.5%K,C+P#LSZ-\A%(6PX,.8AX.*B DD"DI:08.$$LS\0\PX(1 M(5],3#/AKX0C(2@-OG.VB;%L$RUZB_C'0GRRC/BU@^_X*\?/M?&/_B,D6 (M:\JUHI@G4 LN)!$R&%FV*BN6I9|$(>HAY|P8%<(UTH|WPZ M,JD$*DI3 /JM3XS35!OF&? %UH KR'+E=7;!{;.!#"L0UU M8:)++=SL+ZR0==$;-L>C-OMW=($E=3GMOQ<-6 #\=G'R+SBTZGQ6=#)QL/N; M^,%N9%5A>B>K47|'<3TB!,%I+75=/EC\QA_ *#8*;PDQ_A7XXV;EM M3 :(A|BX1%|QG@(.?2\5VZRJG'&V& ,@:4CO+]3&J>@_!F4\W_)94J<"42'"% M9=587:)O?/\N;,I;^*? VFHZ;IVTU^3PL^_0W8,X\%\YQ_K6XFVA(<)& ">#0S[(#*(P9S&,PF^LA&OP M\K|* 0)XG)8]]2W8W6U/:1O8GKVGU)506P$; E")#4|LG:." XRJS"6VQES M>H6I8*BU? #+HJT3_HJU^L7 G<%9MF-!N7A$Z*(.!EL\BQ^U KHI+& -@A!JP M$1)2"]FH+7/8?-@G+TT5M5>^@]G4J+*)-K?%Y"-V?;J04V8&@E$##$,)] 6, M^5?(%1@;(1\3:J3EB&-2INB@>A-NJIC+\I+J*8>GXZ$.@99>@$I \V&2UN86 M-.M)^+T9_G/2,+ ^A@8,/7JV!$,WC>NQU=$0,5JJK# C6&-,R!EXH#P! M)_1S@^RW|@^O?5"]0C-+<@=&7YCHY(Y"OCSE? IG&]Y!Q!3|/_\'QG>3\Z77[M,:MS#U%GAR,"6\W|HPQXP#>FI-|PEZ7Q/:NWl.7MJEW9^LHG<1A;K_C\Z>'B M%_P/*?(_R$ENIG9O$W/K_3;$,6R|W];!,;W?$IOOR5#PC/0F/"WQ P-R'MX) M?QFE M1.$):U!-F:L.$[:0=!KCTUGG=%9%X)GL&X>T_U=:;?%%7+ ^B'1ERQ!SZ[_?#' M>9],1^'D]OS\|G 6G2N>A?+GY[VCIFJ:77\ NQEN>_6&:.PS'FFU<_U/:N!+_N? =7Z%VG.$ 3AR1 []7A=2:EZ1UO;N . MZ$SO1|F2$SUDR22)^?")__=N5[''2$4 *E-%S##"2V5]*N=C_[S39'0Y?+MS^0 HMR&G##[)D1-.\K?]3]%^N]DYV@N'0+!741PEFDV)=5/)__ -C3LU-]C0TNE_MB;S0QE'EN@5E3*A!3/Y=3+I2*!X-N1@,74S:W1_]*DR,ZCD]XLCI(FXU#X7]M_AT)O?@DCO:IN5#UV'"MT%8XH55LN*1.C'@WT9/(BK]QO40:QDT$9V"9HZ)> M(=/*(0F/VZW"=0/38;VNOY;17,AI?"ER;LDI'Y-SG5-5$R;;.9T#K>,3%U$I M!BJ6/'.X!@ZOETFUU"9^V?(_W?%0.![9@]8\+@R/QH86W25./KLXK#P6S WC M3+@H!4JN<$G0! Y[>]17P"_LH]_/KRFKP>U_]++#CH+Q$2_88TOY!>FI/_OILO_^FD)!=5J)^ZW.3)N]W>]T_Y% M=/;1M_Z?M2(|K5;G>>OQ2^#Y]1SR28-<:"4H^2\5]D%2;IS(LO+J8N_1!]? M:? O|GF%\52Z.#IH_'[QY5[N^_6N;AV:NIW2OO3LB0CC@Q?"3X MF#/0D;#DCY(:\ )R2LXY)C!$*_)!FYRT6]$?1&?DF!K;3'5.3E3:[&Y5NC$J M[8!*WU$+B@25Y5-RI? 18\F@0%R(65D(6#7LE8N"$(M: N>>@9QW@)8TPS$',$P1I+IXC9L#7=S#'?_RI+!G&!N"WIO@*D*]&X@@$5#1P!(,;?DRHCLTM+ +?.5 M5@.I2@D$8+X:,,PO9ST_*;5#DDD]MK5/M&SX0UAFH @G%DX%OX+*Q8**V9N8& MMULKW1PK/0 KO:RFTI]>3C]MINNK0RQRG70^DL$W#HM7U"J.'>KL!.1"(Y MZI!P.,9$"CM$C/\9C)FP]M2UA'#)@M P&5AB=<@:G+=D!>V(<##08 M37^2#]D:<-(#!WA>2]#P9<_A#M_U0]N'+!R%0X&IO@]&C?,3])(+]A[L#WE9 M>Z'LVD(9+(1R+]J, *##KV,1<(_U](3Y81OW800 \]R$/4HR\XD&ND"V653T=47,L M>K.[NQLD]#0!SL_B9^L!M959C^RFJ4WB/^ M8CZMT[0T"),%Y'75M+FV#B[@C3"0S*8PTU^A'TYV;AN3 >(A-BZ15[RG@$/?-M2\4V]RIGG.T&OH;4SG)C*K>0W#FTPV_)54J,"527"9%-5:7Z!M?ODN;ZA.^ MUU[38?.AK29_1X?5X&K, P'&I47SGL<$M,]!9,(WJL\Y;Q1*4*>-G66?_@3, MF>?",Y.IY1Z$FHK8%,'K'AB:W35" 494YSGH|8IZO,!4,M99/GV5ZC^T MU3<6[@,T3VLTK0@=E,-#R6>2X'IXJ$.@I=>@#M!\G*2U^?V"YBZYIDSG,I'KIY?M MUZWNDG#.=]E6 8?X.U6C\\B+_@T+;".Y)&D4ZCH8?ID9IVP5+O5;K9>U0- M49(6ELK8" Q.-Z[*5T1 Q6:IXY<[?/-J\3"? M2LCZ.=\]QVX9UW[8L/VG7>WU.N/@BUG>PNK!:&^>"4VO!D:7BD45;C+_LQHW M8U!CDGD(^/^6^F\8/D'$%/T__C/&]Y+SARM<5=?8^_M1&"KV3DL@ .44KJ#7]>&M^S>PL/VZ[:D:V??!)GL?6(W!Y,6'Q@_S%%_HX< MY&9]IS8QMYYO YS"UO-M/=_6\SVQ_1X/!<_(AUGCZ"S< OJ<&X1/!%YL?B/T MP1V>3>]S!*OB62C_7PZLHZ;J=UZ_ +L93GOUAH2*9B!23.683]U/-MK(IV\%\KO/WA;__4X;__U!+ P04 " G@&=9#5Q O#0% #>(#P M &-AU:;6 ;-A#^O/Z*6XL4*6#9DIVTC>0%%P7"S##$ M;>P.W4=;I&RN%*F25&SWU^](26Z2)GW)TKQ@-I(X%N]X=\\]/+ZYOI"Y.'P$ M_04C%-^A;]D5[*#T/NAUVU&_4WU$@4XMT9\IN@9CUX+]]C@G>LYE#*2TZE>> M%TI; (FU2$$YG.?PLE@E@DL6+!B?+VP.4?+86Z'\M.FC%@ZL*N*PO<|E\BG@ MDK)5'/22G,M&MVHKE.&6*QEK)HCEIRR9]55@^"=G;Z8T93K)VBF7506,B6M M$V%Q%;8VJ9RN[*6^+2,Y%^MXRG-FX)@MX43E1#:",V6MRE'6LI4-B.!S&0N6 M66?#J3=F4B64CI^$_I4L%]RRP!0D97&A6;#4I$@N>/)5XVAYR:E=Q!FW08J2-M3#J3F FG=MCO%/B+.'H\?V:LVL%_W6"75?)F2M";B'ZT6O 9MU"1*

*!X"M/QCV-R;5K<*T"B-ME_"N/6D/VS_9#3TH46_,;%@ H-7XS?3T:LM2H\/&VP.PN38+Q^S|'?\-@.'4MW3#L7@62#\X5;&GCO?9^K[=ST;4;&G'_E;,R;'TW M9?9(GZ0+'63#2RY78!=,'A;$HWY%&LX86ZV Y7!D&C33E4.1S)MPZX3>_ID MU0VC-!FJO"!R77VDR3/ OEXKG4,4!F\A4]IW^G'3:.<$T5Q08HDMAP@K+\AG3 MT$,F=\/N'A #&1? 8MG%HPM)2XXR(01%)8;1*%T3.&:#EG!OCG,@*+4I<4H']^=$('OZ)'K^(JF'&/$|$)7Z3GI M6L91#0UZ5XF>$)N:, ;/?MEBN#6=,Q*@31",A;"46)#$\T^ MEERS')6.0]W4Q(YZNP19J2':WZ7/-IGZ3*H-H>IT10>]O<11[<'DYD[+R&ZW M2@^?.-ASXC%WK007Q12?>KB:W!'N:X!FQI6IV9J)$((]6!.(P"2;-O-F6EXK MXY+(U#W'#JE? %/L2@%*EJ+*LL)YXFZ;),%V0VK MH1==3ZUWN].>?X\>_J.O0EAO"SU/9R3],.>JE#2HJ97YU^746F+B@IEFY$/L M_P.NP27PG[I9,"6B)C*.@GNZK;QJ +Q"-L8 Q^JT6D>\]}81YW:0EV3F0MR5 MMP\L=/C!(!]>(1)_,G_]\T-QNH5DF%PCU.U14.56N[M?H =*< H- MX \KXQW3>6D:H*MX"]F$<G+4-G6RELI&-N]>/?+P|/'(S<9\O^H2-[/|%X5 MYK;ZW9/"L*U^V^JWK7ZWS-_A@K,.1BN6EN[F$\99QM.OET%\=Z<8=W+(\/. MU+[(=G.AG IBC+M0GK- *LH:'?3KS'WSF=OE#.>2@<')='8:ZDY@REPGEIA!D M';O6S3GE9A? A+J&_N)6NSQ@;@UXU8)+>\'?US=]?WEJ.]JOJSQ?6B\WL7/O, MI?^B@+%$UX=FYQL0S>]Q3V\U&Y,,0XJ)6)*U\;-RO^.^G7#XJ_ QWVOX%U!+ M P04 " G@&=9?UE !C,% #^(#P &-AU:.M;6\..1#^J/T5S]H*O7GMKFP#]]3?V M[M(D)6T:Y547E(2PGO&\/1[/V'1G-A?IZ[ ]8X3B.W0MMX+M#SX%G7:SW6V5 M'Y&@55%T)XJNP-B58"\SXF>>ZE4'Y;SU$1!U85<=C 3%-,M:@F9DM:1L#@<"'YN42I?R$C^6D9R+53SF M.3-PS!9PHG(B:*)LE;E2&O9T@9$|*F,!G_>]W MX:^ZQB[*X$V4H#=A_6 YXQ-NH03GVA%7=$'4_IG8RIV0H@),/Q W] \=C& 1_W2?7AL6#|@^'X\.'CRTO/]VC=[X6L8'L+XSP&,>B?O>L>#43#\|/?@'^CUQVZD'8;7 M+B]OG$O0TL8[S=U.9^NB:C>TXOZ=&\NSU?VDV2,)^$&RU&TVL.!V!G;&X,.< M:(RG6,$) <[L=] SZ1)MF]G(XDFD3MW9RQ?+=ABE25_E!9&K\B--7@'_=:AT M#E$8?(,.3_ET_M#E%$)4!LMT1N24 4K.N3%.>?QQE)18!C.F&:I\3LG2DK6.#3B"E&GG^@84 M.@A@*]JD1/B&0F&'X%6T$O M]=YS4&O@.+$-QY:OX+-4"[1QRN++(%B!QFW"-03/HC+8:,[9V=NJRY!S=+<# MU?LK!]:C5[^.T;D5'+.Y0!@A& OA(+&&B69?YERS')F.\[H@!UUM@FB4D.T MNTU?K2/U#51K0%7ABO8Z.XF#VJ.)S;VFD>UV&1XN<;'GO/OZN M8T>XSP&.&1>FAALF0@"R85H@ H-H"HR;:7BNC$LB4_<<)Z2^*/8I *GFHHRR-MPGSB99HZLE5":EXEN5\O5/=84O\4)% YUP MY($@*S6W:/.2T:24$H5A,]RJ&= 600K#8L,*@F%AM3-\?5W.I9LC5$#7TD^Y MP7I7<+N*;_Z*''EH356*V]W;.ML,5?;5W5+#TDOXHNNQ=>Y6VNNK\.$_^](+ MJ_.1XW1'TL]3K>:.2!A6T,Q .#*T%!BZ8:$8^Q_YOX!YL>%.6&^@C,QU^TG1]5:S? 9N@1HHP2G4#G]<$6^9%HR4Y 3^PCICDT>> M\N2=)(NGC'C_I>'9(Y2;-/E_E" ?9G0O/>1ZRGSWGO2>,M]3YGO*?'>,W_Z, MLPP.U^="PRSC*=,_2H/X]DXO;OT:9).EMW7F]EVTZPOG5!!CW(7SE 5245;S MH%YG[]//W#YG@BT#RG5Y6.1.8..Y3"@WA2"KV(VN#\?6W8.I!/[NUKHZ@ZP% M>M: 27K#U]DW? [!Y9S$JKI*_76C/UKMSI3.7_IL$QA)='9:='T!OEH]|>,O= MF&1H4DS$@IR,WY6[+??MA?UGW9,_WL-_4$!.A0#% @)X!G66GJG]$DK M>P$]48 !$ (! &-A'-D4$L! A0#% @)X!G6<\NH$&_"]3|\ M (!$5]" &-A M9UE//$Y'S0@>)M! / " ?UG @!C87)S+65X,S%?,BYH M=&U02P$'"% ,4 " G@&=9#5Q O#0% #>((#P @ 'W M< (8V%R#,R7S$N:'1M4$L! A0#% @)X!G67]90 8S!0 _B M \ (!6'8" &-AP(! end XML 62 cars-20240930_htm.xml IDEA: XBRL DOCUMENT 0001683606 us-gaap:FairValueMeasurementsRecurringMember 2024-09-30 0001683606 2024-09-30 0001683606 cars:D2CMediaAcquisitionMember 2023-11-01 0001683606 cars:D2CMediaAcquisitionMember 2023-11-01 2023-11-01 0001683606 us-gaap:AdditionalPaidInCapitalMember 2024-06-30 0001683606 us-gaap:AdditionalPaidInCapitalMember 2024-07-01 2024-09-30 0001683606 us-gaap:RestrictedStockUnitsRSUMember 2023-12-31 0001683606 srt:MaximumMember us-gaap:PerformanceSharesMember 2024-01-01 2024-09-30 0001683606 us-gaap:FairValueInputsLevel2Member us-gaap:FairValueMeasurementsRecurringMember 2023-12-31 0001683606 cars:DealerMember 2023-01-01 2023-09-30 0001683606 us-gaap:AdditionalPaidInCapitalMember 2023-06-30 0001683606 cars:D2CMediaAcquisitionMember 2024-04-01 2024-06-30 0001683606 us-gaap:AdditionalPaidInCapitalMember 2023-12-31 0001683606 us-gaap:CommonStockMember 2024-01-01 2024-03-31 0001683606 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Riverside Plaza Suite 1000 Chicago IL 60606 312 601-5000 Common Stock CARS NYSE Yes Yes Large Accelerated Filer false false false 64739273 49573000 39198000 125214000 125373000 15536000 12553000 9574000 1314000 199897000 178438000 42827000 43853000 145843000 147058000 605130000 669167000 100530000 112953000 24281000 20980000 1118508000 1172449000 32228000 22259000 29561000 31669000 0 23129000 49600000 68691000 111389000 145748000 464979000 460119000 8293000 8757000 31422000 65717000 504694000 534593000 616083000 680341000 0.01 0.01 5000000 5000000 0 0 0 0 0 0 0.01 0.01 300000000 300000000 65022000 65022000 65929000 65929000 650000 659000 1480400000 1500232000 -978850000 -1009734000 225000 951000 502425000 492108000 1118508000 1172449000 159513000 157116000 481171000 460268000 17014000 14549000 48149000 40494000 3124000 2668000 9401000 8815000 179651000 174333000 538721000 509577000 31610000 31077000 92602000 91287000 29223000 25297000 84891000 74354000 58288000 60186000 177664000 176636000 21511000 17785000 67348000 53738000 27563000 25670000 82499000 74381000 168195000 160015000 505004000 470396000 11456000 14318000 33717000 39181000 -8028000 -7777000 -24458000 -24171000 21111000 -3902000 32498000 1204000 13083000 -11679000 8040000 -22967000 24539000 2639000 41757000 16214000 5820000 -1852000 10873000 -93882000 18719000 4491000 30884000 110096000 66107000 66773000 66319000 66820000 67666000 68508000 67590000 68199000 0.28 0.07 0.47 1.65 0.28 0.07 0.46 1.61 18719000 4491000 30884000 110096000 350000 0 -726000 0 350000 0 -726000 0 19069000 4491000 30158000 110096000 65929000 659000 1500232000 -1009734000 951000 492108000 784000 784000 0 -738000 -738000 -533000 5000 9490000 9495000 832000 8000 -8365000 -8357000 7148000 7148000 66228000 662000 1489525000 -1008950000 213000 481450000 11381000 11381000 0 -338000 -338000 -273000 2000 4938000 4940000 214000 2000 798000 800000 8538000 8538000 66169000 662000 1493923000 -997569000 -125000 496891000 18719000 18719000 350000 350000 -1194000 12000 21239000 21251000 47000 -508000 -508000 8224000 8224000 65022000 650000 1480400000 -978850000 225000 502425000 66287000 662000 1511944000 -1128176000 384430000 11479000 11479000 -413000 4000 7170000 7174000 976000 10000 -9807000 -9797000 6049000 6049000 66850000 668000 1501016000 -1116697000 384987000 94126000 94126000 -532000 5000 9987000 9992000 159000 2000 726000 728000 7608000 7608000 66477000 665000 1499363000 -1022571000 477457000 4491000 4491000 -344000 4000 6425000 6429000 56000 1000 -1000 7491000 7491000 66189000 662000 1500428000 -1018080000 483010000 30884000 110096000 19306000 16367000 6319300 0 58014000 -33473000 -1280000 23689000 20930000 12469000 -98821000 2634000 2117000 1769000 2303000 -965000 0 0 883000 766000 640000 2574000 12472000 12705000 13073000 9947000 473000 -2067000 1741000 7714000 5428000 122517000 91580000 218000 0 16770000 14838000 2046000 737000 -19034000 -15575000 20000000 26250000 -8065000 -9069000 35686000 23316000 27435000 0 1869000 0 -93055000 -58635000 -53000 0 10375000 17370000 39198000 31715000 49573000 49085000 5506000 17107000 18453000 16806000 NOTE 1. Description of Business and Summary of Significant Accounting Policies Description of Business. Cars.com Inc., d/b/a Cars Commerce Inc. (the "Company" or "Cars Commerce") is an audience-driven technology company empowering the automotive industry. The Company simplifies everything about car buying and selling with powerful products, solutions and machine learning model-driven artificial intelligence technologies that span pretail, retail and post-sale activities – enabling more efficient and profitable retail operations. The Cars Commerce platform is organized around four industry-leading brands: the flagship automotive marketplace and dealer reputation site Cars.com, award-winning digital retail technology and marketing services from Dealer Inspire, essential trade-in and appraisal technology from AccuTrade and exclusive in-market media solutions from the Cars Commerce Media Network. Basis of Presentation. The accompanying unaudited interim consolidated financial statements ("Consolidated Financial Statements") have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") and the rules and regulations of the Securities and Exchange Commission (the "SEC") for interim financial statements. Accordingly, certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to the SEC rules and regulations. These Consolidated Financial Statements should be read in conjunction with the audited consolidated financial statements and the notes thereto for the year ended December 31, 2023, which are included in the Company's Annual Report on Form 10-K as filed with the SEC on February 22, 2024 (the "December 31, 2023 Financial Statements"). The significant accounting policies used in preparing these Consolidated Financial Statements were applied on a basis consistent with those reflected in the December 31, 2023 Financial Statements. In the opinion of management, the Consolidated Financial Statements contain all adjustments (consisting of a normal, recurring nature) necessary to present fairly the Company's financial position, results of operations, cash flows and changes in stockholders' equity as of the dates and for the periods indicated. The unaudited results of operations for the three and nine months ended September 30, 2024 are not necessarily indicative of results that may be expected for the year ending December 31, 2024. Use of Estimates. The preparation of the accompanying Consolidated Financial Statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect amounts reported in the Consolidated Financial Statements and accompanying disclosures. Although these estimates are based on management's knowledge of current events and actions that the Company may undertake in the future, actual results may differ from those estimates. Reclassifications. Certain prior year balances have been reclassified to conform to the current year presentation. Principles of Consolidation. The accompanying Consolidated Financial Statements include the accounts of Cars.com Inc. and its 100% owned subsidiaries. All intercompany transactions and accounts are eliminated in consolidation. Recently Issued Accounting Standards Not Yet Adopted. In November 2024, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2024-03, Income Statement Reporting Comprehensive Income Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which requires companies to provide more detailed and organized disclosures of their expenses in their income statements. The standard requires breaking down expenses into specific categories, such as employee compensation and costs related to depreciation and amortization. This amendment is effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027, on a prospective basis and early adoption and retrospective application is permitted. The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures. In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires presentation of specific categories of reconciling items, as well as reconciling items that meet a quantitative threshold, in the reconciliation between the income tax provision and the income tax provision using statutory tax rates. The standard also requires disclosure of income taxes paid disaggregated by jurisdiction with separate disclosure of income taxes paid to individual jurisdictions that meet a quantitative threshold. This amendment is effective for fiscal years beginning after December 15, 2024, on a prospective basis and early adoption and retrospective application are permitted. The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures. In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which requires disclosure of significant segment expenses that are regularly reviewed by the chief operating decision maker and included within each reported measure of segment profit or loss. This amendment is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, and early adoption is permitted. <span

style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">The Company is currently evaluating this new guidance and its impact on its Consolidated Financial Statements and related disclosures. Basis of Presentation. The accompanying unaudited interim consolidated financial statements ("Consolidated Financial Statements") have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") and the rules and regulations of the Securities and Exchange Commission (the "SEC") for interim financial statements. Accordingly, certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to the SEC rules and regulations. 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Substantially all revenue was generated and located within the U.S. The Company's disaggregated revenue information is as follows (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:39.848%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.882%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.54%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.882%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.54%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.882%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.54%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.882%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.54%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.882%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Three Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Dealer </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 159,513 </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="min-width:fit-

content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">157,116</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 481,171 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">460,268</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">OEM and National</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">17,014</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">14,549</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td 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style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,124</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,668</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p 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style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 179,651 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">174,333</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New 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word;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Dealer </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">159,513</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 157,116 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">481,171</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 460,268 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> OEM and National </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 17,014 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 14,549 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 48,149 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 40,494 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Other </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,124 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,668 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 9,401 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 8,815 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Total revenue </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">179,651</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 174,333 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 538,721 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-

align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 509,577 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 159513000 157116000 481171000 460268000 17014000 14549000 48149000 40494000 3124000 2668000 9401000 8815000 179651000 174333000 538721000 509577000 NOTE 3. Business Combinations D2C Media Acquisition. On November 1, 2023, the Company acquired all of the outstanding stock of D2C Media Inc. and EZResults Inc. (collectively, the "D2C Media Acquisition"), a leading provider of website and digital advertising solutions in Canada for $80.1 million total purchase consideration. </p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"><span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">As part of the D2C Media Acquisition, the Company may be required to pay a cash earnout of up to an additional CAD$35.0 million (approximately USD$25.9 million as of September 30, 2024). The payment is not included in the total purchase consideration and is deemed compensation expense, as the potential cash compensation is to former equity holders who became employees and will be forfeited if employment is terminated prior to the end of the earnout period. The amount to be paid will be determined by the acquired business' future achievement of certain revenue-related financial targets through December 31, 2025 and expensed over each performance period. The Company may expense up to CAD$15.0 million (approximately USD$11.1 million as of September 30, 2024) associated with the remaining portion of the earnout for each of the years ending December 31, 2024 and 2025. Purchase Price Allocation. The fair values assigned to the tangible and intangible assets acquired and liabilities assumed were determined based on management's estimates and assumptions, as well as other information compiled by management, including third-party valuations that utilize customary valuation procedures and techniques, such as the multi-period excess earnings and the relief of royalty methods. The D2C Media Acquisition purchase price allocation is as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:79.58%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:18.419999999999998%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;text-align:left;"> Acquisition-date</br>Fair Value </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Total purchase consideration (1) </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">80,056</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:middle;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Cash and cash equivalents</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,673 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Accounts receivable </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,640 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Other assets acquired (2) </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,378 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Identified intangible assets (3) </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 38,967 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Total assets acquired </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 48,658 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Accounts payable and accrued liabilities </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,698 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Other liabilities assumed (4) (1) </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (628 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-

space:pre-wrap;vertical-align:middle;"> Deferred tax liabilities, net (1) </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (8,230 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Total liabilities assumed </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (10,556 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Net identifiable assets </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 38,102 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Goodwill (1) </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 41,954 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Total purchase consideration </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 80,056 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> (1) During the quarter ended June 30, 2024, the Company recorded a $0.3 million purchase accounting adjustment, $0.2 million of which is reflected in Payments for acquisitions, net of cash acquired in the Consolidated Statements of Cash Flows.</div></div><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><div class="item-list-element-wrapper" style="display:flex;margin-top:0;justify-content:flex-start;align-items:baseline;margin-bottom:0;min-width:4.537%;text-align:justify;">(2)<div style="width:100%;display:inline;">Other assets acquired primarily consists of property and equipment, operating lease right of use assets and other prepaid expenses.</div></div></div><div style="font-size:9pt;font-family:Times New Roman;"><div class="item-list-element-wrapper" style="display:flex;margin-top:6pt;justify-content:flex-start;align-items:baseline;margin-bottom:0;min-width:4.537%;text-align:justify;">(3)<div style="width:100%;display:inline;">Information regarding the identifiable intangible assets acquired is as follows:</div></div><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:64.84%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:3.1%;box-sizing:content-box;"></td> <td style="width:15.38%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Acquisition-Date
Fair Value
(in thousands)</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Amortization Period
(in years)</p></td> </tr> <tr style="height:9pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Customer relationships</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 29,153 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> 14 </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Acquired software </td> <td style="white-space:nowrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:center;"> 9,092 </td> <td style="white-space:nowrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> 5 </td> </tr> <tr style="height:9pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Trade name </td> <td style="white-space:nowrap;vertical-align:middle;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;border-bottom:0.5pt solid #000000;text-align:center;"> 722 </td> <td style="white-space:nowrap;vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> 5 </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Total </td> <td style="white-space:nowrap;vertical-align:middle;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:middle;border-bottom:2.25pt double #000000;text-align:center;"> 38,967 </td> <td style="white-space:nowrap;vertical-align:middle;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> </tr> </table> (4) Other liabilities assumed primarily consists of operating lease right of use liabilities and

income taxes payable. A reconciliation of cash consideration to Payments for acquisitions, net of cash acquired related to the D2C Media Acquisition in the Consolidated Statements of Cash Flows as of December 31, 2023 is as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"><tr style="visibility:collapse;"><td style="width:79.58%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:18.419999999999998%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td></tr><tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:middle;"> Cash consideration </td><td style="white-space:nowrap;vertical-align:bottom;"> $</p></td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">79,841</p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td></tr><tr style="height:10pt;background-color:#ffffff;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:middle;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Less: Cash acquired</p></td><td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(3,673</p></td><td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td></tr><tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:middle;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total payment for D2C Media, net</p></td><td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td><td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 76,168 </td><td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td></tr></table> Goodwill. In connection with the D2C Media Acquisition, the Company recorded goodwill in the amount of $42.0 million, which is primarily attributable to expected sales growth from existing and future customers, product offerings, technology and the value of the acquired assembled workforce. All of the goodwill is considered non-deductible for income tax purposes. </p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">The D2C Media Acquisition would have had an immaterial impact on the Company's Consolidated Financial Statements for the three and nine months ended September 30, 2023.</p> 80100000 35000000 25900000 15000000 15000000 11100000 The D2C Media Acquisition purchase price allocation is as follows (in thousands):<p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"><tr style="visibility:collapse;"><td style="width:79.58%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:18.419999999999998%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td></tr><tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"><td style="vertical-align:bottom;"><p style="font-size:11pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Acquisition-date
Fair Value</p></td><td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td></tr><tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:middle;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total purchase consideration (1)</p></td><td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td><td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 80,056 </td><td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td></tr><tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"><td style="vertical-align:middle;"> </td><td colspan="2" style="vertical-align:bottom;text-align:center;"> </td><td style="vertical-align:bottom;text-align:center;"> </td></tr><tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:middle;"> Cash and cash equivalents </td><td style="white-space:nowrap;vertical-align:bottom;"> $ </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,673 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#ffffff;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:middle;"> Accounts receivable </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,640 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:middle;"> Other assets acquired (2) </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,378 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#ffffff;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:middle;"> Identified intangible assets (3) </td><td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 38,967 </td><td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td></tr><tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:middle;"> Total assets acquired </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 48,658 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#ffffff;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:middle;"> Accounts payable and accrued liabilities </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,698 </td><td style="white-space:nowrap;vertical-align:bottom;">) </td></tr><tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:middle;"> Other liabilities assumed (4) <span style="color:#000000;top:-4.689999999999995pt;white-space:pre-wrap;font-

size:6.7pt;position:relative;min-width:fit-content;">(1) </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (628) </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Deferred tax liabilities, net (1) </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (8,230 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Total liabilities assumed </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (10,556 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Net identifiable assets </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 38,102 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Goodwill (1) </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 41,954 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Total purchase consideration </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 80,056 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr></table> (1) During the quarter ended June 30, 2024, the Company recorded a $0.3 million purchase accounting adjustment, $0.2 million of which is reflected in Payments for acquisitions, net of cash acquired in the Consolidated Statements of Cash Flows.</div></div><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><div class="item-list-element-wrapper" style="display:flex;margin-top:0;justify-content:flex-start;align-items:baseline;margin-bottom:0;min-width:4.537%;text-align:justify;">(2)<div style="width:100%;display:inline;">Other assets acquired primarily consists of property and equipment, operating lease right of use assets and other prepaid expenses.</div></div><div class="item-list-element-wrapper" style="display:flex;margin-top:6pt;justify-content:flex-start;align-items:baseline;margin-bottom:0;min-width:4.537%;text-align:justify;">(3)<div style="width:100%;display:inline;">Information regarding the identifiable intangible assets acquired is as follows:</div></div><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:64.84%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:3.1%;box-sizing:content-box;"></td> <td style="width:15.38%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Acquisition-Date
Fair Value
(in thousands)</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Amortization Period
(in years)</p></td> </tr> <tr style="height:9pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Customer relationships</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 29,153 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> 14 </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Acquired software </td> <td style="white-space:nowrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:center;"> 9,092 </td> <td style="white-space:nowrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> 5 </td> </tr> <tr style="height:9pt;background-color:#cff0fb;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Trade name </td> <td style="white-space:nowrap;vertical-align:middle;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;border-bottom:0.5pt solid #000000;text-align:center;"> 722 </td> <td style="white-space:nowrap;vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> 5 </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Total </td> <td style="white-space:nowrap;vertical-align:middle;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:middle;border-bottom:2.25pt double #000000;text-align:center;"> 38,967 </td> <td style="white-space:nowrap;vertical-align:middle;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"><p style="font-size:9pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:center;"> </td> </tr> </table> (4) Other liabilities assumed primarily consists of operating lease right of use liabilities and income taxes payable. 80056000 3673000 4640000 1378000 38967000 48658000 1698000 628000 8230000 10556000 38102000 41954000 80056000 300000 200000 29153000 P14Y 9092000 P5Y 722000 P5Y 38967000 A reconciliation of cash consideration to Payments for acquisitions, net of cash acquired related to the D2C Media Acquisition in the Consolidated Statements of Cash Flows as of December 31, 2023 is as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:79.58%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:18.419999999999998%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"> Cash consideration </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">79,841</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Less: Cash acquired</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(3,673</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:middle;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total payment for D2C Media, net</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 76,168 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 79841000 3673000 76168000 42000000 NOTE 4. Fair Value Measurements The Company's liabilities measured at fair value on a recurring basis consisted of the following (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:45.027%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.91%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.201%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.308%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.201%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.308%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.201%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.847999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair value measurement at reporting date </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total as of
September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 1 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 2 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 3 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Contingent consideration </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">500</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">500</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 500 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> <span

style="min-width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">500</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:45.027%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.91%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.201%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.308%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.201%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.308%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.201%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.847999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Fair value measurement at reporting date</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Total as of
December 31, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Level 1</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Level 2</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Level 3</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Contingent consideration</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 61,408 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 61,408 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Total </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">61,408</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 61,408 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The roll-

forward of the Level 3 contingent consideration from December 31, 2023 is as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:29.012%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.486%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.486%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.486%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.486%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of
December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Payment of Contingent Consideration </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value
Adjustment (1) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of
September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Contingent consideration </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">61,408</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (27,435 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(33,473</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 500 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> (1) Fair value adjustments on contingent considerations are reflected within Other income (expense), net in the Consolidated Statements of Income. The Company reviews and reassesses the estimated fair value of contingent consideration liabilities at each reporting period and the updated fair value could differ materially from the initial estimates. The Company recorded a contingent consideration liability at its estimated fair value at the date of acquisition based on expected future payment. The Company measures contingent consideration recognized in connection with acquisitions at fair value on a recurring basis using significant unobservable inputs classified as Level 3 inputs. The fair value measurement has one significant input of projected financial information. Significant increases or decreases to this input in isolation could result in a significantly higher or lower liability. Ultimately, the liability will be equivalent to the amount paid, and the difference between the fair value estimate on the acquisition date and each reporting period and the amount paid will be recognized in earnings. Payments of contingent consideration reduce the corresponding liability, which was recorded upon acquisition and measured on a recurring basis as discussed above. The Company's contingent consideration obligations arise from acquisitions that involve a potential future payment of consideration that is contingent upon the achievement of certain financial or operational metrics. The contingent consideration is classified in the Consolidated Balance Sheets based on expected payment dates. As of September 30, 2024, $0.5 million was included within Other accrued liabilities in the Consolidated Balance Sheets. As of December 31, 2023, $25.8 million and $35.6 million were included within Other accrued liabilities and Other noncurrent liabilities, respectively, in the Consolidated Sheets. For information related to the contingent consideration agreements, see Note 3 (Business Combinations) in Part II, Item 8., "Financial Statements and Supplementary Data", of the Company's Annual Report on Form 10-K for the year ended December 31, 2023 as filed with the SEC on February 22, 2024. The Company expects to make the remaining payments on the contingent consideration in 2024 and 2025. The Company's liabilities measured at fair value on a recurring basis consisted of the following (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:45.027%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.91%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.201%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.308%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.201%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.308%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.201%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.847999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair value measurement at reporting date </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;">

Total as of
September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 1 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 2 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 3 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td 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Roman;margin-bottom:0;text-align:left;">Total</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 61,408 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p 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style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">61,408</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table> 500000 0 0 500000 500000 0 0 500000 61408000 0 0 61408000 61408000 0 0 61408000 <p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">The roll-forward of the Level 3 contingent consideration from December 31, 2023 is as follows (in thousands):</p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:29.012%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.486%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.486%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.486%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.486%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">As of
December 31, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Payment of Contingent Consideration</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Fair Value
Adjustment (1)</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">As of
September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Contingent consideration</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 61,408 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(27,435</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (33,473 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 500 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>   (1) Fair value adjustments on contingent considerations are reflected within Other income (expense), net in the Consolidated Statements of Income. 61408000 27435000 -33473000 500000 500000 25800000 35600000 NOTE 5. Debt<span

style="color:#000000;white-space:pre-wrap;font-weight:bold;font-size:10pt;font-family:Times New Roman;min-width:fit-content;"> As of September 30, 2024 the Company was in compliance with the covenants under its debt agreements. The Company's borrowings are limited by its Senior Secured Net Leverage Ratio and Consolidated Interest Coverage Ratio, among other factors, which are calculated in accordance with the Company's Credit Agreement, and were 0.1x and 6.4x, respectively, as of September 30, 2024. Fifth Amendment to the Credit Agreement. On May 6, 2024, the Company amended and extended its existing Credit Agreement (the "Fifth Amendment") which resulted in a new $350.0 million Revolving Loan due in 2029. Upon closing, the Company borrowed $80.0 million under the new Revolving Loan to pay off and extinguish the outstanding $45.0 million in aggregate principal amount of existing Term Loan and $35.0 million in aggregate principal amount of existing Revolving Loan balances. This was a non-cash transaction predominantly amongst existing lenders in the Credit Agreement and therefore is not reflected within the Consolidated Statements of Cash Flows. Additionally, the Fifth Amendment, among other things, removed the Secured Overnight Financing Rate (SOFR) floor and replaced the financial covenant leverage test to Senior Secured Net Leverage from Senior Secured Leverage. Except as modified by the Fifth Amendment, the existing terms of the Credit Agreement, as amended, remain in effect. Revolving Loan. As of September 30, 2024, $280.0 million was available to borrow under the Revolving Loan, and the Company had $70.0 million of outstanding borrowings. The Company made $10.0 million in cash payments on the Revolving Loan during the nine months ended September 30, 2024. There were no cash drawdowns during the period. Term Loan. During the nine months ended September 30, 2024, the Company made $10.0 million in Term Loan payments. In connection with the Fifth Amendment in May 2024, the Company borrowed amounts under the new Revolving Loan to fully repay the remaining outstanding principal amount under the Term Loan in a non-cash transaction. Senior Unsecured Notes. In October 2020, the Company issued $400.0 million aggregate principal amount of 6.375% Senior Unsecured Notes due in 2028. Interest on the notes is due semi-annually on May 1 and November 1.</p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">Fair Value. The Company's debt is classified as Level 2 in the fair value hierarchy and the fair value is measured based on comparable trading prices, ratings, sectors, coupons and maturities of similar instruments. The approximate fair value and related carrying value of the Company's outstanding indebtedness as of September 30, 2024 and December 31, 2023 were as follows (in millions):</p><div style="font-size:11pt;font-family:'Calibri',sans-serif;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:50.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:44.64%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:24.34%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:24.34%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:11pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">December 31, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Fair value</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 468.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 470.9 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Carrying value </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 470.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 490.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> The Company's borrowings are limited by its Senior Secured Net Leverage Ratio and Consolidated Interest Coverage Ratio, among other factors, which are calculated in accordance with the Company's Credit Agreement, and were 0.1x and 6.4x, respectively, as of September 30, 2024. 0.1 6.4 350000000 80000000 45000000 35000000 280000000 70000000 10000000 0 10000000 400000000 0.06375 Interest on the notes is due semi-annually on May 1 and November 1. The approximate fair value and related carrying value of the Company's outstanding indebtedness as of September 30, 2024 and

December 31, 2023 were as follows (in millions): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:50.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:44.64%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:24.34%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:24.34%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Fair value </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">468.0</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 470.9 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Carrying value </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 470.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 490.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> 468000000 470900000 470000000 490000000 NOTE 6. Commitments and Contingencies From time to time, the Company and its subsidiaries may become involved in actions, claims, suits or other legal or administrative proceedings arising in the ordinary course of business. The Company records a liability when it believes that it is both probable that a loss will be incurred and the amount of loss can be reasonably estimated. The Company evaluates, at least quarterly, developments in its commitments and contingencies that could affect the amount of liability that has been previously accrued and makes adjustments as appropriate. Significant judgment is required to determine both the probability and the estimated amount of liability, if any. It is not possible to predict the outcome of these proceedings or the range of reasonably possible loss. The Company does not expect, based on circumstances currently known, that the ultimate resolution of any of these proceedings will have, either individually or in the aggregate, a material adverse effect on the Company's consolidated financial position, results of operations, or cash flows. NOTE 7. Stockholders' Equity In February 2022, the Company's Board of Directors authorized a three-year share repurchase program to acquire up to $200.0 million of the Company's common stock. The Company may repurchase shares from time to time in open market transactions or through privately negotiated transactions in accordance with applicable federal securities laws and other applicable legal requirements. The timing and amounts of any purchases under the share repurchase program will be based on market conditions and other factors, including price. The repurchase program may be suspended or discontinued at any time and does not obligate the Company to repurchase any specific amount or number of shares. The Company funds the share repurchase program principally with cash from operations. During the nine months ended September 30, 2024, the Company repurchased and subsequently retired 2.0 million shares for $35.7 million at an average price paid per share of $17.85. During the nine months ended September 30, 2023, the Company repurchased and subsequently retired 1.3 million shares for $23.6 million at an average price paid per share of $18.30. P3Y 200000000 2000000 35700000 17.85 1300000 23600000 18.3 NOTE 8. Stock-Based Compensation Restricted Share Units ("RSUs"). RSUs represent the right to receive unrestricted shares of the Company's common stock at the time of vesting, subject to any restrictions as specified in the individual holder's award agreement. RSUs are subject to graded vesting, generally ranging between one year to three years and the fair value of the RSUs is equal to the Company's common stock price on the date of grant. RSU activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.493%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.183%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.723%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number
of RSUs </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average
Grant Date
Fair Value </td> <td

style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Outstanding as of December 31, 2023 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,725 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15.67</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#fffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Granted</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,899</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">17.14</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Vested and delivered</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(1,494</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15.53</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#fffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Forfeited</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(369</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">16.31</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Outstanding as of September 30, 2024 (1)</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,761</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 16.41 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> (1) Includes 376 RSUs that were vested, but not yet delivered. Performance Share Units ("PSUs"). PSUs represent the right to receive unrestricted shares of the Company's common stock at the time of vesting. The fair value of the PSUs is equal to the Company's common stock price on the date of grant. Expense related to PSUs is recognized when the performance conditions are probable of being achieved. The percentage of PSUs that shall vest will range from 0% to 200% of the number of PSUs granted based on the Company's future performance related to certain revenue and adjusted earnings before interest, income taxes, depreciation and amortization, or cumulative adjusted net income per share targets over a two-year or three-year performance period. These PSUs are subject to cliff vesting after the end of the respective performance period. PSU activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.493%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.183%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.723%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#fffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number
of PSUs </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average
Grant Date
Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Outstanding as of December 31, 2023 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 512 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-

align:center;"> 15.66 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Granted </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 419 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 17.23 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Vested and delivered </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Forfeited </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Outstanding as of September 30, 2024 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 931 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">16.37</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table></div><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">Stock Options. Stock options represent the right to purchase shares of the Company’s common stock at the time of vesting, subject to any restrictions as specified in the individual holder’s award agreement. Stock options are subject to three-year cliff vesting and expire </p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">10 years from the grant date. Stock option activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value and weighted-average remaining contractual term):</p><div style="font-size:10pt;font-family:Times New Roman;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:36.513%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.097%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.637%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.097%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.637%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Number
of Options</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Weighted-Average
Grant Date
Fair Value</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Weighted-Average Remaining Contractual Term (in years)</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Aggregate
Intrinsic Value</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Outstanding as of December 31, 2023</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,067</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.28 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.98 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-

wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 9,096 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Granted </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Exercised </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Forfeited </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right

style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5.83 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6,293</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table></div> P1Y P3Y RSU activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value):<p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.493%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.183%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.723%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Number
of RSUs</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Weighted-Average
Grant Date
Fair Value</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Outstanding as of December 31, 2023</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,725</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15.67 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Granted </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,899 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 17.14 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Vested and delivered </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,494 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15.53 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Forfeited </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (369 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 16.31 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Outstanding as of September 30, 2024 (1) </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 3,761 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 16.41 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> (1) Includes 376 RSUs that were vested, but not yet delivered. 3725000 15.67 1899000 17.14 1494000 15.53 369000 16.31 3761000 16.41 376000 0 2 P3Y PSU activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.493%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.183%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.723%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number
of PSUs </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> <span style="white-

space:pre-wrap;min-width:fit-content;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average
Grant Date
Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Outstanding as of December 31, 2023 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 512 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15.66</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Granted</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">419</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">17.23</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Vested and delivered</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Forfeited</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Outstanding as of September 30, 2024</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">931</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 16.37 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> 512000 15.66 419000 17.23 0 0 0 0 931000 16.37 P3Y P10Y Stock option activity for the nine months ended September 30, 2024 is as follows (in thousands, except for weighted-average grant date fair value and weighted-average remaining contractual term): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:36.513%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.097%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.637%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.097%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.637%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number
of Options </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average
Grant Date
Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Remaining Contractual Term (in years) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Aggregate
Intrinsic Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Outstanding as of December 31, 2023 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,067 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.28 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-

wrap;vertical-align:bottom;text-align:center;"> 6.98 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9,096</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Granted</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Exercised</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Forfeited</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Outstanding as of September 30, 2024</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,067</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.28 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.23 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6,738</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Exercisable as of September 30, 2024</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">804</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td>

<td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5.27 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5.83 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6,293 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> 1067000 6.28 P6Y11M23D 9096000 0 0 0 0 0 0 1067000 6.28 P6Y2M23D 6738000 804000 5.27 P5Y9M29D 6293000 NOTE 9. Earnings Per Share Basic earnings per share is calculated by dividing Net income by the weighted-average number of shares of the Company's common stock outstanding. Diluted earnings per share is similarly calculated, except that the calculation includes the dilutive effect of the assumed issuance of shares under stock-based compensation plans, unless the inclusion of such shares would have an anti-dilutive impact. As part of the AccuTrade acquisition, the Company may pay up to $15.0 million of the contingent consideration in shares of the Company's common stock at a future date. Those potential shares have been excluded from the computations below because they are contingently issuable shares, and the contingency to which the issuance relates was not met at the end of the reporting period. The computation of Earnings per share is as follows (in thousands, except per share data): </p><div style="font-size:11pt;font-family:'Calibri',sans-serif;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:44.189%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.962%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.962%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.962%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.962%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Three Months Ended September 30,</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:11pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended September 30,</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:11pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net income (1)</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 18,719 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,491</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 30,884 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 110,096 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Basic weighted-average common shares outstanding </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66,107 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66,773 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66,319 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66,820 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Effect of dilutive stock-based compensation awards (2) </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,559 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,735 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,379 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Diluted weighted-average common shares outstanding </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 67,666 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 68,508 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 67,590 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 68,199 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Earnings per share, basic (1) </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.28</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.07 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.47</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.65 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Earnings per share, diluted (1) </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.28 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.07 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.46 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.61 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> (1) During the nine months ended September 30, 2023 the Company released a significant portion of its valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note 10 (Income Taxes). (2) There were 28 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the three months ended September 30, 2024 and 2023, respectively, and 34 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the nine months ended September 30, 2024 and 2023, respectively, as their inclusion would have had an anti-dilutive effect. 15000000 The computation of Earnings per share is as follows (in thousands, except per share data):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:44.189%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.962%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.962%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.962%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.962%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income (1) </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">18,719</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 4,491 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">30,884</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 110,096 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Basic weighted-average common shares outstanding </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66,107 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66,773 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66,319 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66,820 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Effect of dilutive stock-based compensation awards (2) </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,559 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,735 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,271 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,379 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Diluted weighted-average common shares outstanding </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 67,666 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 68,508 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 67,590 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 68,199 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Earnings per share, basic (1) </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.28</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.07 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.47</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.65 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Earnings per share, diluted (1) </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.28 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.07 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.46 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.61 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> (1) During the nine months ended September 30, 2023 the Company released a significant portion of its valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note <span

style="color:#000000;white-space:pre-wrap;font-size:9pt;font-family:Times New Roman;min-width:fit-content;">10 (Income Taxes). (2) There were 28 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the three months ended September 30, 2024 and 2023, respectively, and 34 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the nine months ended September 30, 2024 and 2023, respectively, as their inclusion would have had an anti-dilutive effect. 18719000 4491000 30884000 110096000 66107000 66773000 66319000 66820000 1559000 1735000 1271000 1379000 67666000 68508000 67590000 68199000 0.28 0.07 0.47 1.65 0.28 0.07 0.46 1.61 28000 282000 34000 282000 NOTE 10. Income Taxes Deferred Tax Asset and Valuation Allowance. Prior to June 30, 2023, the Company concluded a valuation allowance was required against its deferred tax assets. In reaching this conclusion, in accordance with U.S. GAAP, the Company evaluated all available evidence, both positive and negative, and determined that the Company's history of recent losses, primarily due to the goodwill and indefinite-lived intangible asset impairments, was significant negative evidence to require a valuation allowance. Therefore, the Company recorded a valuation allowance to reduce its deferred tax assets to the amount that was more likely than not to be realized in future periods. At each reporting date, the Company evaluates the realizability of its deferred tax assets to determine whether a valuation allowance is warranted. As of June 30, 2023, the Company evaluated all available evidence and determined that the Company's recent performance and future projections enabled the Company to release a significant portion of the Company's valuation allowance that had been previously recorded. During the three months ended September 30, 2023, the Company also released a portion of the remaining valuation allowance. There was no change to the Company's position or valuation allowance balance during the three or nine months ended September 30, 2024. Effective Tax Rate. The effective income tax rate for the nine months ended September 30, 2024, expressed by calculating the Income tax expense (benefit) as a percentage of Income before income taxes, differed from the statutory federal income tax rate of 21% primarily due to the impact of state income taxes, net of federal income tax expense, nondeductible executive compensation and nondeductible transaction expenses, partially offset by tax credits and the tax benefits realized on stock-based compensation. 0.21 false false false false false During the quarter ended June 30, 2024, the Company recorded a $0.3 million purchase accounting adjustment, $0.2 million of which is reflected in Payments for acquisitions, net of cash acquired in the Consolidated Statements of Cash Flows. Other assets acquired primarily consists of property and equipment, operating lease right of use assets and other prepaid expenses. Information regarding the identifiable intangible assets acquired is as follows: Other liabilities assumed primarily consists of operating lease right of use liabilities and income taxes payable. Fair value adjustments on contingent considerations are reflected within Other income (expense), net in the Consolidated Statements of Income. Includes 376 RSUs that were vested, but not yet delivered. During the nine months ended September 30, 2023 the Company released a significant portion of its valuation allowance for deferred tax assets that had been recorded as a result of the 2020 goodwill and indefinite-lived intangible asset impairments. For more information, see Note 10 (Income Taxes). There were 28 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the three months ended September 30, 2024 and 2023, respectively, and 34 and 282 potential common shares excluded from diluted weighted-average common shares outstanding for the nine months ended September 30, 2024 and 2023, respectively, as their inclusion would have had an anti-dilutive effect.