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UNITED STATESSECURITIES AND EXCHANGE COMMISSIONWashington, D.C. 20549FORM 10-Q (Mark One)Â â˜’QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934Â For the quarterly period ended SeptemberÂ 29, 2024orâ˜TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934Â For the transition period from _____ to _____Commission File Number: 001-35625 BLOOMINâ€™ BRANDS, INC.(Exact name of registrant as specified in its charter)Delaware20-8023465(State or other jurisdiction of incorporation or organization)(IRS Employer Identification No.)2202 North West Shore Boulevard, Suite 500, Tampa, FL 33607 (Address of principal executive offices) (Zip Code)(813) 282-1225 (Registrantâ€™s telephone number, including area code)N/A(Former name, former address and former fiscal year, if changed since last report)Securities registered pursuant to Section 12(b) of the Act:Title of each classTrading Symbol(s)Name of each exchange on which registeredCommon Stock$0.01 par value BLMNThe Nasdaq Stock Market LLC(Nasdaq Global Select Market)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˜’Â 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).Â Â Yes â˜’Â Â No â˜Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company.Â 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.Large accelerated filer â˜’ Accelerated filerÂ â˜ Non-accelerated filer â˜Smaller reporting company â˜ Emerging growth company â˜ If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. â˜Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).Â Â YesÂ Â â˜ NoÂ â˜’Â As of NovemberÂ 5, 2024, 84,843,072 shares of common stock of the registrant were outstanding.Table of ContentsBLOMINâ€™ BRANDS, INC.INDEX TO QUARTERLY REPORT ON FORM 10-QFor the Quarterly Period Ended SeptemberÂ 29, 2024 (Unaudited)TABLE OF CONTENTSÂ PART I â€” FINANCIAL INFORMATIONPage No.ItemÂ 1.Financial Statements (Unaudited)3Consolidated Financial Statements:Consolidated Balance Sheets â€” September 29, 2024 and December 31, 20233Â Consolidated Statements of Operations and Comprehensive (Loss) Income â€”For the Thirteen and Thirty-Nine Weeks Ended September 29, 2024 and September 24, 20234Â Â Â Consolidated Statements of Changes in Stockholdersâ€™ Equity â€”For the Thirteen and Thirty-Nine Weeks Ended September 29, 2024 and September 24, 20235Â Condensed Consolidated Statements of Cash FlowsÂ â€”For the Thirty-Nine Weeks Ended September 29, 2024 and September 24, 20237Â Â Â Â Notes to Consolidated Financial Statements8ItemÂ 2.Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations26ItemÂ 3.Quantitative and Qualitative Disclosures About Market Risk47ItemÂ 4.Controls and Procedures47Â PART II â€” OTHER INFORMATIONItem 1.Legal Proceedings48Item 1A.Risk Factors48Item 2.Unregistered Sales of Equity Securities and Use of Proceeds48Item 5.Other Information48Item 6.Exhibits48Â Â Â Signature50 2Table of ContentsBLOMINâ€™ BRANDS, INC.PART I: FINANCIAL INFORMATIONItem 1. Financial StatementsCONSOLIDATED BALANCE SHEETS(IN THOUSANDS, EXCEPT SHARE AND PER SHARE DATA)Â SEPTEMBER 29, 2024DECEMBER 31, 2023(UNAUDITED)ASSETSÂ Â Current assetsÂ Â Cash and cash equivalents$83,632Â $111,519Â Restricted cash and cash equivalentsâ€”Â 2,854Â Inventories71,949Â 75,939Â Other current assets, net105,477Â 153,002Â Total current assets261,058Â 343,314Â Property, fixtures and equipment, net1,069,447Â 1,031,922Â Operating lease right-of-use assets1,081,498Â 1,084,951Â Goodwill268,594Â 276,317Â Intangible assets, net437,602Â 442,985Â Deferred income tax assets, net177,798Â 159,405Â Other assets, net137,612Â 85,187Â Total assets$3,433,609Â $3,424,081Â LIABILITIES AND STOCKHOLDERSâ€™ EQUITYÂ Â Current liabilitiesÂ Â Accounts payable$168,293Â $189,202Â Current operating lease liabilities169,407Â 175,442Â Accrued and other current liabilities217,773Â 255,814Â Unearned revenue293,497Â 381,877Â Total current liabilities848,970Â 1,002,335Â Non-current operating lease liabilities1,141,936Â 1,131,639Â Long-term debt, net1,092,189Â 780,719Â Other long-term liabilities, net105,543Â 97,385Â Total

liabilities3,188,638Â 3,012,078Â Commitments and contingencies (Note 13)Stockholdersâ€™ equityBloominâ€™ Brands stockholdersâ€™ equityPreferred stock, $0.01 par value, 25,000,000 shares authorized; no shares issued and outstanding as of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023â€”Â â€”Â Common stock, $0.01 par value, 475,000,000 shares authorized; 84,830,409 and 86,968,536 shares issued and outstanding as of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, respectively848Â 870Â Additional paid-in capital1,291,576Â 1,115,387Â Accumulated deficit(846,376)(528,831)Accumulated other comprehensive loss(203,929)(178,304)Total Bloominâ€™ Brands stockholdersâ€™ equity242,119Â 409,122Â Noncontrolling interests2,852Â 2,881Â Total stockholdersâ€™ equity244,971Â 412,003Â Total liabilities and stockholdersâ€™ equity$3,433,609Â $3,424,081Â The accompanying notes are an integral part of these unaudited consolidated financial statements. 3Table of ContentsBLOOMINâ€™ BRANDS, INC.CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME(IN THOUSANDS, EXCEPT PER SHARE DATA, UNAUDITED)THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDEDSEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023RevenuesÂ Â Â Â Restaurant sales$1,025,090Â $1,064,413Â $3,308,142Â $3,429,977Â Franchise and other revenues13,681Â 15,420Â 44,822Â 47,296Â Total revenues1,038,771Â 1,079,833Â 3,352,964Â 3,477,273Â Costs and expensesÂ Â Â Â Food and beverage304,285Â 321,865Â 998,177Â 1,057,305Â Labor and other related312,968Â 314,432Â 985,083Â 981,908Â Other restaurant operating280,018Â 281,084Â 851,111Â 837,349Â Depreciation and amortization50,208Â 47,998Â 149,015Â 141,865Â General and administrative68,485Â 62,246Â 196,413Â 191,408Â Provision for impaired assets and restaurant closings5,597Â (6,008)32,731Â (857)Total costs and expenses1,021,561Â 1,021,617Â 3,212,530Â 3,208,978Â Income from operations17,210Â 58,216Â 140,434Â 268,295Â Loss on extinguishment of debt(225)â€”Â (136,022)â€”Â Interest expense, net(15,953)(12,843)(44,371)(38,248)Income (loss) before (benefit) provision for income taxes1,032Â 45,373Â (39,959)230,047Â (Benefit) provision for income taxes(6,509)(58)5,159Â 21,186Â Net income (loss)7,541Â 45,431Â (45,118)208,861Â Less: net income attributable to noncontrolling interests629Â 903Â 3,439Â 4,745Â Net income (loss) attributable to Bloominâ€™ Brands$6,912Â $44,528Â $(48,557)$204,116Â Net income (loss)$7,541Â $45,431Â $(45,118)$208,861Â Other comprehensive (loss) income:Foreign currency translation adjustment(11,849)3,103Â (23,638)6,471Â Net loss on derivatives, net of tax(3,474)â€”Â (1,987)â€”Â Comprehensive (loss) income(7,782)48,534Â (70,743)215,332Â Less: comprehensive income attributable to noncontrolling interests629Â 903Â 3,439Â 4,745Â Comprehensive (loss) income attributable to Bloominâ€™ Brands$(8,411)$47,631Â $(74,182)$210,587Â Earnings (loss) per share:Basic$0.08Â $0.50Â (0.56)2.30Â Diluted$0.08Â $0.45Â (0.56)2.08Â Weighted average common shares outstanding:Basic85,063Â 88,707Â 86,258Â 88,794Â Diluted86,164Â 98,548Â 86,258Â 97,987Â Â The accompanying notes are an integral part of these unaudited consolidated financial statements. 4Table of ContentsBLOOMINâ€™ BRANDS, INC.CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERSâ€™ EQUITY(IN THOUSANDS, EXCEPT PER SHARE DATA, UNAUDITED)BLOOMINâ€™ BRANDS, INC.COMMON STOCKADDITIONAL PAID-IN CAPITALACCUM-ULATED DEFICITACCUMULATED OTHERCOMPREHENSIVE LOSSNON-CONTROLLING INTERESTSTOTALSHARESAMOUNTBalance,June 30, 202485,776Â $858Â $1,309,482Â $(834,926)$(188,606)$2,885Â $289,693Â Net incomeâ€”Â â€”Â â€”Â 6,912Â â€”Â 629Â 7,541Â Other comprehensive loss, net of taxâ€”Â â€”Â â€”Â â€”Â (15,323)â€”Â (15,323)Cash dividends declared, $0.24 per common shareâ€”Â â€”Â (20,375)â€”Â â€”Â â€”Â (20,375)Repurchase and retirement of common stock, including excise tax of $177(969)(10)â€”Â (18,362)â€”Â â€”Â (18,372)Stock-based compensationâ€”Â â€”Â 2,360Â â€”Â â€”Â â€”Â 2,360Â Common stock issued under stock plans (1)23Â â€”Â 109Â â€”Â â€”Â â€”Â 109Â Distributions to noncontrolling interestsâ€”Â â€”Â â€”Â â€”Â â€”Â (1,082)(1,082)Contributions from noncontrolling interestsâ€”Â â€”Â â€”Â â€”Â 420Â 420Â Balance, September 29, 202484,830Â $848Â $1,291,576Â $(846,376)$(203,929)$2,852Â $244,971Â Balance,December 31, 202386,969Â $870Â $1,115,387Â $(528,831)$(178,304)$2,881Â $412,003Â Net (loss) incomeâ€”Â â€”Â â€”Â (48,557)â€”Â 3,439Â (45,118)Other comprehensive loss, net of taxâ€”Â â€”Â â€”Â â€”Â (25,625)â€”Â (25,625)Cash dividends declared, $0.72 per common shareâ€”Â â€”Â (62,212)â€”Â â€”Â â€”Â (62,212)Repurchase and retirement of common stock, including excise tax of $328(10,073)(100)(5,681)(260,645)â€”Â â€”Â (266,426)Stock-based compensationâ€”Â â€”Â 5,291Â â€”Â â€”Â â€”Â 5,291Â Common stock issued under stock plans (1)734Â 7Â (1,617)â€”Â â€”Â â€”Â (1,610)Distributions to noncontrolling interestsâ€”Â â€”Â â€”Â â€”Â â€”Â (4,556)(4,556)Contributions from noncontrolling interestsâ€”Â â€”Â â€”Â â€”Â â€”Â 1,088Â 1,088Â Issuance of common stock from repurchase of convertible senior notes7,489Â 74Â 216,078Â â€”Â â€”Â â€”Â 216,152Â Retirement of convertible senior note hedges(289)(3)126,543Â (8,343)â€”Â â€”Â 118,197Â Retirement of warrantsâ€”Â â€”Â (102,213)â€”Â â€”Â â€”Â (102,213)Balance, September 29, 202484,830Â $848Â $1,291,576Â $(846,376)$(203,929)$2,852Â $244,971Â (CONTINUED...) 5Table of ContentsBLOOMINâ€™ BRANDS, INC.CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERSâ€™ EQUITY(IN THOUSANDS, EXCEPT PER SHARE DATA, UNAUDITED)BLOOMINâ€™ BRANDS, INC.COMMON STOCKADDITIONAL PAID-IN CAPITALACCUM-ULATED DEFICITACCUMULATED OTHERCOMPREHENSIVE LOSSNON-CONTROLLING INTERESTSTOTALSHARESAMOUNTBalance,June 25, 202387,339Â $873Â $1,132,732Â $(582,738)$(181,943)$2,944Â $371,868Â Net incomeâ€”Â â€”Â â€”Â 44,528Â â€”Â 903Â 45,431Â Other comprehensive incomeâ€”Â â€”Â â€”Â â€”Â 3,103Â â€”Â 3,103Â Cash dividends declared, $0.24 per common shareâ€”Â â€”Â (20,901)â€”Â â€”Â â€”Â (20,901)Repurchase and retirement of common stock, including excise tax of $45(590)(6)â€”Â (15,995)â€”Â â€”Â (16,001)Stock-based compensationâ€”Â â€”Â 4,411Â â€”Â â€”Â â€”Â 4,411Â Common stock issued under stock plans (1)422Â 5Â 9,080Â â€”Â â€”Â â€”Â 9,085Â Distributions to noncontrolling interestsâ€”Â â€”Â â€”Â â€”Â â€”Â (1,306)(1,306)Contributions from noncontrolling interestsâ€”Â â€”Â â€”Â â€”Â â€”Â 229Â 229Â Balance,September 24, 202387,171Â $872Â $1,125,322Â $(554,205)$(178,840)$2,770Â $395,919Â Balance,December 25, 202287,696Â $877Â $1,161,912Â $(706,109)$(185,311)$2,540Â $273,909Â Net incomeâ€”Â â€”Â â€”Â 204,116Â â€”Â 4,745Â 208,861Â Other comprehensive incomeâ€”Â â€”Â â€”Â â€”Â 6,471Â â€”Â 6,471Â Cash dividends declared, $0.72 per common shareâ€”Â â€”Â (62,905)â€”Â â€”Â â€”Â (62,905)Repurchase and retirement of common stock, including excise tax of $93(2,072)(21)â€”Â (52,212)â€”Â â€”Â (52,233)Stock-based compensationâ€”Â â€”Â 12,453Â â€”Â â€”Â â€”Â 12,453Â Common stock issued under stock plans (1)1,547Â 16Â 13,862Â â€”Â â€”Â â€”Â 13,878Â Distributions to noncontrolling interestsâ€”Â â€”Â â€”Â â€”Â â€”Â (5,946)(5,946)Contributions from noncontrolling interestsâ€”Â â€”Â â€”Â â€”Â â€”Â 1,431Â 1,431Â Balance,September 24, 202387,171Â $872Â $1,125,322Â $(554,205)$(178,840)$2,770Â $395,919Â _____(1)Net of shares withheld for employee taxes.The accompanying notes are an integral part of these unaudited consolidated financial statements. 6Table of ContentsBLOOMINâ€™ BRANDS, INC.CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS(DOLLARS IN THOUSANDS, UNAUDITED)THIRTY-NINE WEEKS ENDEDSEPTEMBER 29, 2024SEPTEMBER 24, 2023Cash flows provided by operating activities:Â Â Net (loss) income$(45,118)$208,861Â Adjustments to reconcile Net (loss) income to cash provided by operating activities:Â Â Depreciation and amortization149,015Â 141,865Â Amortization of debt discounts and issuance costs1,993Â 2,305Â Amortization of deferred gift card sales commissions17,155Â 17,891Â Provision for impaired assets and restaurant closings32,731Â (857)Non-cash operating lease costs64,729Â 64,845Â Stock-based compensation expense5,291Â 12,453Â Deferred income tax benefit(18,166)(3,610)Loss on extinguishment of debt136,022Â â€”Â Other, net(3,653)(3,067)Change in assets and liabilities(231,617)(67,133)Net cash provided by operating activities108,382Â 373,553Â Cash flows used in investing activities:Â Â Capital expenditures(198,668)(227,086)Other investments, net2,192Â 1,551Â Net cash used in investing activities(196,476)(225,535)Cash flows provided by (used in) financing activities:Proceeds from borrowings on revolving credit facilities2,040,000Â 728,000Â Repayments of borrowings on revolving credit facilities(1,646,000)(768,000)Financing fees(6,945)â€”Â Repayments of finance lease obligations(2,060)(1,302)Principal settlements and repurchase of convertible senior notes(2,335)(214)Proceeds from retirement of convertible senior note hedges118,197Â â€”Â Payments for retirement of warrants(102,213)â€”Â (Payment of taxes) proceeds from share-based compensation, net(1,610)13,878Â Distributions to noncontrolling interests(4,556)(5,946)Contributions from noncontrolling interests1,088Â 1,431Â Purchase of noncontrolling interests(100)(100)Repurchase of common stock(265,695)(52,347)Cash dividends paid on common stock(62,212)(62,905)Net cash provided by (used in) financing activities65,559Â (147,505)Effect of exchange rate changes on cash and cash equivalents(8,206)1,331Â Net (decrease) increase in cash, cash equivalents and restricted cash(30,741)1,844Â Cash, cash equivalents and restricted cash as of the beginning of the period114,373Â 84,735Â Cash, cash equivalents and restricted cash as of the end of the period$83,632Â $86,579Â Supplemental disclosures of cash flow information:Â Â Cash paid for interest$41,914Â $30,486Â Cash paid for income taxes, net of refunds$19,509Â $22,244Â Supplemental disclosures of non-cash investing and financing activities:Â Â Leased assets obtained in exchange for new operating lease liabilities$79,758Â $70,305Â Leased assets obtained in exchange for new finance lease liabilities$1,163Â $5,435Â Increase in liabilities from the acquisition of property, fixtures and equipment$2,662Â $15,486Â Shares issued on settlement of convertible senior notes$216,152Â $â€”Â Shares received and retired on exercise of call option under bond hedge upon settlement of convertible senior notes$(8,346)$â€”Â Financing fees in accrued liabilities$2,040Â $â€”Â The accompanying notes are an integral part of these unaudited consolidated financial statements. 7Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED)1.Â Â Â Â Description of the Business and Basis of PresentationDescription of the Business - Bloominâ€™ Brands (â€œBloominâ€™ Brandsâ€ or the â€œCompanyâ€) owns and operates casual, upscale casual and fine dining restaurants. OSI Restaurant Partners, LLC (â€œOSIâ€) is the Companyâ€™s primary operating entity. The Companyâ€™s restaurant portfolio includes Outback Steakhouse, Carrabbaâ€™s Italian Grill, Bonefish Grill and Flemingâ€™s Prime Steakhouse & Wine Bar. Additional Outback Steakhouse, Carrabbaâ€™s Italian Grill and Bonefish Grill restaurants in which the Company has no direct investment are operated under franchise agreements. Basis of Presentation - The accompanying interim unaudited condensed consolidated financial statements have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission (â€œSECâ€). Accordingly, they do not include all the information and footnotes required by generally accepted accounting principles in the United States (â€œU.S. GAAPâ€) for complete financial statements. In the opinion of the Company, all adjustments necessary for fair financial statement presentation for the periods presented have been included and are of a normal, recurring nature. The results of operations for interim periods are not necessarily indicative of the results to be expected for the full year. These financial statements should be read in conjunction with the audited financial statements and notes thereto included in the Companyâ€™s Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.Recently Issued Financial Accounting Standards Not Yet Adopted - In November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) No. 2023-07, â€œSegment Reporting (Topic 280): Improvements to Reportable Segment Disclosures,â€ (â€œASU No. 2023-07â€) which requires disclosure of significant segment expenses regularly provided to the Companyâ€™s chief operating decision-maker (â€œCODMâ€). ASU No. 2023-07 also allows for multiple measures of segment profit (loss) if the CODM utilizes such measures to allocate resources or assess performance. ASU No. 2023-07 is effective for the Company beginning with the 2024 Form 10-K, with early adoption permitted, and is required to be applied retrospectively for all prior periods presented. The Company expects ASU No. 2023-07 to only impact its disclosures with no impacts to its results of operations, cash flows and financial condition. In December 2023, the FASB issued ASU No. 2023-09, â€œIncome Taxes (Topic 740): Improvements to Income Tax Disclosures,â€ (â€œASU No. 2023-09â€) which expands existing income tax disclosures, including disaggregation of the Companyâ€™s effective income tax rate reconciliation table and income taxes paid disclosures. ASU No. 2023-09 is effective for the Company beginning with the 2025 Form 10-K, with early adoption permitted. The Company is currently evaluating the impact ASU No. 2023-09 will have on its disclosures.In March 2024, the SEC adopted the final rule under SEC Release No. 33-11275, â€œThe Enhancement and Standardization of Climate-Related Disclosures for Investors,â€ which requires registrants to include climate-related disclosures in their annual reports, including, but not limited to, material Scope 1 and Scope 2 greenhouse gas emissions, climate-related financial metrics, and governance, oversight and risk management processes for material climate-related risks in their audited financial statements. The final rule also requires certain disclosures regarding expenses incurred in relation to severe weather events and other natural conditions. The disclosure requirements are first effective for the Company beginning with the 2026 Form 10-K. In April 2024, the SEC voluntarily stayed the final rule due to pending legal challenges. The Company is currently monitoring legal challenges to the final rule and evaluating the impact the rule will have on its disclosures.In November 2024, the FASB issued ASU No. 2024-03, â€œIncome Statement - Reporting Comprehensive Income (Subtopic 220-40): Disaggregation of Income Statement Expenses,â€ (â€œASU No. 2024-03â€) which requires detailed disclosures in the notes to financial statements of expense categories within relevant income statement captions including purchases of inventory, employee compensation, depreciation and intangible asset amortization. ASU No. 2024-03 is effective for the Company beginning with the 2027 Form 10-K, with early adoption permitted, and may 8Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - Continuedbe applied either prospectively for reporting periods after the effective date or retrospectively to prior periods presented. The Company is currently evaluating the impact ASU No. 2024-03 will have on its disclosures.Recent accounting guidance not discussed herein is not applicable, did not have or is not expected to have a material impact to the Company.Reclassifications - The Company reclassified certain items in the accompanying consolidated financial statements for prior periods to be comparable with the classification for the current period, including presentation of certain items within the notes to the consolidated financial statements. These reclassifications had no effect on previously reported net income.2.Â Â Â Â Revenue Recognition The following tables include the disaggregation of Restaurant sales and franchise revenues by restaurant concept and major international market for the periods indicated:THIRTEEN WEEKS ENDEDSEPTEMBER 29, 2024SEPTEMBER 24, 2023(dollars in thousands)RESTAURANT SALESFRANCHISE REVENUESRESTAURANT SALESFRANCHISE REVENUESU.S.Outback Steakhouse$518,152Â $7,542Â $526,960Â $7,517Â Carrabbaâ€™s Italian Grill159,840Â 635Â 165,742Â 704Â Bonefish Grill118,941Â 97Â 128,425Â 87Â Flemingâ€™s Prime Steakhouse & Wine Bar78,424Â â€”Â 76,919Â â€”Â Other1,695Â 30Â 3,092Â 16Â U.S. total877,052Â 8,304Â 901,138Â 8,324Â InternationalOutback Steakhouse - Brazil127,175Â â€”Â 138,187Â â€”Â Other (1)20,863Â 3,331Â 25,088Â 3,496Â International total148,038Â 3,331Â 163,275Â 3,496Â Total$1,025,090Â $11,635Â $1,064,413Â $11,820Â THIRTY-NINE WEEKS ENDEDSEPTEMBER 29, 2024SEPTEMBER 24, 2023(dollars in thousands)RESTAURANT SALESFRANCHISE REVENUESRESTAURANT SALESFRANCHISE REVENUESU.S.Outback Steakhouse$1,684,669Â $23,938Â $1,732,132Â $24,280Â Carrabbaâ€™s Italian Grill518,845Â 2,123Â 530,450Â 2,257Â Bonefish Grill397,723Â 385Â 429,572Â 353Â Flemingâ€™s Prime Steakhouse & Wine Bar262,976Â â€”Â 272,543Â â€”Â Other5,823Â 86Â 10,448Â 41Â U.S. total2,870,036Â 26,532Â 2,975,145Â 26,931Â InternationalOutback Steakhouse - Brazil370,369Â â€”Â 379,498Â â€”Â Other (1)67,737Â 10,029Â 75,334Â 10,980Â International total438,106Â 10,029Â 454,832Â 10,980Â Total$3,308,142Â $36,561Â $3,429,977Â $37,911Â _____(1)Includes Restaurant sales for Company-owned Outback Steakhouse restaurants outside of Brazil and Abbraccio restaurants in Brazil. Franchise revenues primarily include revenues from franchised Outback Steakhouse restaurants. 9Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - ContinuedThe following table includes a detail of assets and liabilities from contracts with customers included on the Companyâ€™s Consolidated Balance Sheets as of the periods indicated:(dollars in thousands)SEPTEMBER 29, 2024DECEMBER 31, 2023Other current assets, netDeferred gift card sales commissions$11,137Â $18,081Â Unearned revenueDeferred gift card revenue$283,810Â $374,274Â Deferred loyalty revenue6,633Â 5,664Â Deferred franchise fees - current491Â 473Â Other2,563Â 1,466Â Total Unearned revenue$293,497Â $381,877Â Other long-term liabilities, netDeferred franchise fees - non-current$3,939Â $4,036Â The following table is a rollforward of deferred gift card sales commissions for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Balance, beginning of the period$12,650Â $12,694Â $18,081Â $17,755Â Deferred gift card sales commissions amortization(4,494)(4,711)(17,155)(17,891)Deferred gift card sales commissions capitalization3,570Â 3,766Â 12,426Â 13,509Â Other(589)(608)(2,215)(2,232)Balance, end of the period$11,137Â $11,141Â $11,137Â $11,141Â The following table is a rollforward of unearned gift card revenue for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Balance, beginning of the period$300,590Â $304,942Â $374,274Â $386,495Â Gift card sales42,541Â 44,374Â 148,486Â 162,717Â Gift card redemptions(55,733)(60,412)(225,057)(248,870)Gift card breakage(3,588)(3,641)(13,893)(15,079)Balance, end of the period$283,810Â $285,263Â $283,810Â $285,263Â 10Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - Continued3.Â Â Â Â Impairments and Exit CostsThe components of Provision for impaired assets and restaurant closings are as follows for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 29, 2024Impairment lossesU.S. (1)$1,251Â $3,103Â International (2)17Â 14,065Â Total impairment losses$1,268Â $17,168Â Restaurant closure chargesU.S. (1)$615Â $11,834Â International (2)3,714Â 3,729Â Total restaurant closure charges4,329Â 15,563Â Provision for impaired assets and restaurant closings$5,597Â $32,731Â _____(1)Primarily includes charges in connection with the 2023 Restaurant Closures,

as discussed below.(2)Primarily includes charges in connection with the Q2 2024 decision to close nine restaurants in Hong Kong. 2023 Restaurant Closures - During the fourth quarter of 2023, the Company closed three U.S. and two international Aussie Grill restaurants and made the decision to close 36 predominantly older, underperforming U.S. restaurants (the â€œ2023 Restaurant Closuresâ€). Following is a summary of expenses recognized in the Consolidated Statements of Operations and Comprehensive (Loss) Income for the period indicated (dollars in thousands):DESCRIPTIONCONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME CLASSIFICATIONTHIRTY-NINE WEEKS ENDEDSEPTEMBER 29, 2024Asset impairments and closure chargesProvision for impaired assets and restaurant closings$11,890Â Severance and other expensesGeneral and administrative3,403Â Closure-related labor costsLabor and other related434Â Total (1)$15,727Â _____(1)During the fourth quarter of 2023, the Company recognized $32.4 million of net charges in connection with the 2023 Restaurant Closures. 11Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - Continued 4.Â Â Â Â Earnings (Loss) Per Share The following table presents the computation of basic and diluted earnings (loss) per share for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(in thousands, except per share data)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Net income (loss) attributable to Bloominâ€™ Brands$6,912Â $44,528Â $(48,557)$204,116Â Basic weighted average common shares outstanding85,063Â 88,707Â 86,258Â 88,794Â Effect of dilutive securities:Stock-based compensation awards84Â 674Â â€”Â 719Â Convertible senior notes (1)744Â 5,367Â â€”Â 5,067Â Warrants (1)273Â 3,800Â â€”Â 3,407Â Diluted weighted average common shares outstanding86,164Â 98,548Â 86,258Â 97,987Â Basic earnings (loss) per share$0.08Â $0.50Â (0.56)2.30Â Diluted earnings (loss) per share$0.08Â $0.45Â (0.56)2.08Â Antidilutive stock-based compensation awards2,155Â 373Â 1,541Â 951Â _____(1)During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6Â million of the convertible notes due in 2025 and settled the corresponding portion of the related note hedges and warrants (the â€œ2025 Notes Partial Repurchaseâ€).5.Â Â Â Â Stock-based Compensation PlansThe Company recognized stock-based compensation expense as follows for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Stock-based compensation expense, net of capitalized expense (1)$2,342Â $4,392Â $5,237Â $12,395Â _____(1)The thirty-nine weeks ended September 29, 2024 includes a cumulative life-to-date adjustment to decrease expense for PSUs granted in fiscal year 2023 based on updated assumptions regarding the criteria set forth in the award agreements. 12Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - ContinuedThe following table presents a summary of the Companyâ€™s performance-based share units (â€œPSUsâ€) and restricted stock units (â€œRSUsâ€) activity:WEIGHTED AVERAGE GRANT DATE FAIR VALUE PER UNITAGGREGATE INTRINSIC VALUE (1)(in thousands, except per unit data)PSUsRSUsPSUsRSUsPSUsRSUsOutstanding as of December 31, 2023818Â 631Â $26.92Â $23.58Â $23,026Â $17,757Â Granted (2)290Â 619Â $27.26Â $20.25Â Performance adjustment (3)237Â â€”Â $25.40Â $â€”Â Vested(473)(288)$25.40Â $24.26Â Forfeited(150)(73)$27.55Â $23.93Â Outstanding as of September 29, 2024722Â 889Â $27.42Â $21.02Â $12,133Â $14,937Â Expected to vest as of September 29, 2024 (4)264Â 889Â $4,432Â $14,937Â _____(1)Based on the $28.15 and $16.80 share price of the Companyâ€™s common stock on DecemberÂ 29, 2023 and SeptemberÂ 27, 2024, the last trading day of the year ended DecemberÂ 31, 2023 and thirty-nine weeks ended September 29, 2024, respectively.(2)The weighted average dividend yield for RSUs granted during 2024 is 4.53%.(3)Represents adjustment to 200% payout for PSUs granted during 2021. (4)For PSUs, estimated number of units to be issued upon the vesting of outstanding PSUs based on Company performance projections of performance criteria set forth in the 2022, 2023 and 2024 PSU award agreements.Assumptions used in the Monte Carlo simulation model and the grant date fair value of PSUs granted were as follows for the periods indicated:THIRTY-NINE WEEKS ENDEDSEPTEMBER 29, 2024SEPTEMBER 24, 2023Assumptions:Risk-free interest rate (1)4.37Â %4.26Â %Dividend yield (2)3.49Â %3.47Â %Volatility (3)51.41Â %51.02Â %Grant date fair value per unit (4)$27.26Â $29.01Â _____(1)Risk-free interest rate is the U.S. Treasury yield curve in effect as of the grant date for the performance period of the unit.(2)Dividend yield is the level of dividends expected to be paid on the Companyâ€™s common stock over the expected term. (3)Based on the historical volatility of the Companyâ€™s stock over the last seven years.(4)Represents a discount below and a premium above the grant date per share value of the Companyâ€™s common stock for the relative total shareholder return modifier of (1.6)% and 2.7% during the thirty-nine weeks ended September 29, 2024 and SeptemberÂ 24, 2023, respectively. The following represents unrecognized stock-based compensation expense and the remaining weighted average recognition period as of SeptemberÂ 29, 2024:UNRECOGNIZED COMPENSATION EXPENSE(dollars in thousands)REMAINING WEIGHTED AVERAGE RECOGNITION PERIOD (in years)Performance-based share units$5,787Â 2.4Restricted stock units$14,308Â 1.9 13Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - Continued6.Â Â Â Â Supplemental Balance Sheet InformationOther current assets, net, consisted of the following as of the periods indicated:(dollars in thousands)SEPTEMBER 29, 2024DECEMBER 31, 2023Prepaid expenses$30,102Â $26,674Â Accounts receivable - gift cards, net7,887Â 67,424Â Accounts receivable - vendors, net23,466Â 13,648Â Accounts receivable - franchisees, net3,789Â 3,671Â Accounts receivable - other, net21,534Â 18,100Â Deferred gift card sales commissions11,137Â 18,081Â Other current assets, net7,562Â 5,404Â $105,477Â $153,002Â Goodwill and Intangible Assets - The Company performs its annual assessment for impairment of goodwill and other indefinite-lived intangible assets during its second fiscal quarter. The Companyâ€™s 2024 assessment was qualitative and its 2023 assessment was quantitative. In connection with these assessments, the Company did not record any impairment charges.Other assets, net, consisted of the following as of the periods indicated:(dollars in thousands)SEPTEMBER 29, 2024DECEMBER 31, 2023Company-owned life insurance$31,874Â $28,018Â Deferred debt issuance costs - revolving credit facility (1)11,310Â 3,813Â Liquor licenses22,583Â 23,125Â Judicial deposits (2)64,493Â 20,485Â Other assets7,352Â 9,746Â $137,612Â $85,187Â _____(1)Net of accumulated amortization of $0.1 million and $11.7 million as of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, respectively. During the thirteen weeks ended September 29, 2024, the Company recorded $9.0 million of deferred debt issuance costs in connection with the Third Amended and Restated Credit Agreement, as defined below. See Long-term debt, net below for details regarding the Third Amended and Restated Credit Agreement.(2)These assets arise from the Companyâ€™s Brazilian operations and their realization could take several years. Includes $43.2 million as of SeptemberÂ 29, 2024 related to the Brazil tax legislation. See Note 12 - Income Taxes for details regarding the judicial deposits in connection with Brazil tax legislation.Accrued and other current liabilities consisted of the following as of the periods indicated:(dollars in thousands)SEPTEMBER 29, 2024DECEMBER 31, 2023Accrued payroll and other compensation$72,976Â $98,903Â Accrued insurance16,995Â 19,310Â Other current liabilities127,802Â 137,601Â $217,773Â $255,814Â 14Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - ContinuedLong-term debt, net, consisted of the following as of the periods indicated:SEPTEMBER 29, 2024DECEMBER 31, 2023(dollars in thousands)OUTSTANDING BALANCEINTEREST RATEOUTSTANDING BALANCEINTEREST RATESenior secured credit facility - revolving credit facility (1)$775,000Â 6.86Â %$â€”Â Former credit facility - revolving credit facility (1)â€”Â 381,000Â 6.96Â %2025 Notes (2)(3)20,724Â 5.00Â %104,786Â 5.00Â %2029 Notes300,000Â 5.13Â %300,000Â 5.13Â %Long-term debt1,095,724Â 785,786Â Less: unamortized debt discount and issuance costs (2)(3,535)(5,067)Long-term debt, net$1,092,189Â $780,719Â _____(1)Interest rate represents the weighted average interest rate as of the respective periods.(2)During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6Â million of the 2025 Notes and as a result, wrote off $0.8Â million of debt issuance costs. See Note 7 - Convertible Senior Notes for additional details.(3)Obligations under the 2025 Notes, which mature on May 1, 2025, have been classified as long-term, reflecting the Companyâ€™s intent and ability to refinance these notes through its existing revolving credit facility.Third Amended and Restated Credit Agreement â€“ On SeptemberÂ 19, 2024, the Company and OSI, as co-borrowers, entered into the Third Amended and Restated Credit Agreement (the â€œThird Amended and Restated Credit Agreementâ€), which provides for senior secured financing of up to $1.2 billion consisting of a revolving credit facility (the â€œSenior Secured Credit Facilityâ€). The Senior Secured Credit Facility matures on SeptemberÂ 19, 2029 and replaced the Companyâ€™s prior senior secured financing of up to $1.0 billion (the â€œFormer Credit Facilityâ€). The total indebtedness of the Company and interest rate applied to the Companyâ€™s borrowings remained unchanged as a result of the Third Amended and Restated Credit Agreement.The commitments under the Third Amended and Restated Credit Agreement may be increased in an aggregate principal amount of up to; (i) $550.0Â million or (ii) at the Companyâ€™s option, up to an unlimited amount of incremental facilities, so long as the Consolidated Senior Secured Net Leverage Ratio, as defined in the Third Amended and Restated Credit Agreement, is no more than 3.00 to 1.00 as of the last day of the most recent period of four consecutive fiscal quarters ended, after giving effect to any such incurrence on a pro forma basis.Under the Third Amended and Restated Credit Agreement, the Company may elect an interest rate at each reset period based on the Base Rate or Term SOFR, plus an applicable spread. The Term SOFR rate is the forward-looking term rate based on the secured overnight financing rate (â€œSOFRâ€) that is published by CME Group Benchmark Administration Limited (â€œTerm SOFRâ€). The Base Rate option is the highest of: (i) the prime rate of Wells Fargo Bank, National Association, (ii) the federal funds effective rate plus 0.5 of 1.0% or (iii) the one-month Term SOFR plus a 0.10% Term SOFR Adjustment, plus 1.0% (the â€œBase Rateâ€). The Adjusted Term SOFR option is the Term SOFR rate plus a 0.10% Term SOFR Adjustment, subject to a 0% floor. The interest rate spreads are as follows:BASE RATE ELECTIONADJUSTED TERM SOFR ELECTIONRevolving credit facility50 to 150 basis points over the Base Rate150 to 250 basis points over the Adjusted Term SOFRThe Third Amended and Restated Credit Agreement requires a Total Net Leverage Ratio (â€œTNLRâ€) not to exceed 4.50 to 1.00 (with a limited ability to temporarily increase TNLR to 5.00 to 1.00 in connection with material acquisitions). TNLR is the ratio of Consolidated Total Debt (Current portion of long-term debt and Long-term debt, net of cash, excluding the 2025 Notes) to Consolidated EBITDA (earnings before interest, taxes, depreciation and amortization and certain other adjustments as defined in the Third Amended and Restated Credit Agreement). Debt Covenants - As of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, the Company was in compliance with its debt covenants. 15Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - ContinuedMaturities - Following is a summary of principal payments of the Companyâ€™s total consolidated debt outstanding as of SeptemberÂ 29, 2024:PERIOD(dollars in thousands)YEAR 1YEAR 2YEAR 3YEAR 4YEAR 5THEREAFTERTOTALDebt repayments$20,724Â $â€”Â $â€”Â $â€”Â $1,075,000Â $â€”Â $1,095,724Â 7.Â Â Â Â Convertible Senior Notes 2025 Notes - On February 29, 2024, the Company entered into exchange agreements (the â€œExchange Agreementsâ€) with certain holders (the â€œNoteholdersâ€) of its 5.00% Convertible Senior Notes due 2025 (the â€œ2025 Notesâ€). The Exchange Agreements provided for the Company to deliver and pay at the closing of the transactions on March 5, 2024, an aggregate of approximately 7.5Â million shares of its common stock and $3.3Â million in cash, including accrued interest, in exchange for $83.6Â million in aggregate principal amount of the Companyâ€™s outstanding 2025 Notes (the â€œ2025 Notes Partial Repurchaseâ€). In connection with the 2025 Notes Partial Repurchase, the Company recognized a loss on extinguishment of debt of $135.8Â million and recorded a $216.1Â million increase to Additional paid-in capital during the thirty-nine weeks ended September 29, 2024.In connection with dividends paid during the thirty-nine weeks ended September 29, 2024, the conversion rate for the Companyâ€™s remaining 2025 Notes decreased to approximately $10.79 per share, which represents 92.643 shares of common stock per $1,000 principal amount of the 2025 Notes, or a total of approximately 1.920 million shares.The following table includes the outstanding principal amount and carrying value of the 2025 Notes as of the periods indicated:(dollars in thousands)SEPTEMBER 29, 2024DECEMBER 31, 2023Principal$20,724Â $104,786Â Less: unamortized debt issuance costs (1)(97)(1,138)Net carrying amount$20,627Â $103,648Â _____(1)During the thirty-nine weeks ended September 29, 2024, the Company wrote off $0.8Â million of debt issuance costs as a result of the 2025 Notes Partial Repurchase.Following is a summary of interest expense for the 2025 Notes by component for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Coupon interest$259Â $1,310Â $1,524Â $3,932Â Debt issuance cost amortization41Â 201Â 239Â 594Â Total interest expense (1)$300Â $1,511Â $1,763Â $4,526Â _____(1)The effective rate of the 2025 Notes over their expected life is 5.85%. The decrease in interest expense during the thirteen and thirty-nine weeks ended September 29, 2024 relates to the 2025 Notes Partial Repurchase in February 2024.Based on the daily closing prices of the Companyâ€™s stock during the quarter ended SeptemberÂ 29, 2024, the remaining holders of the 2025 Notes are eligible to convert their notes during the fourth quarter of 2024.Convertible Note Hedge and Warrant Transactions - In connection with the 2025 Notes Partial Repurchase, on February 29, 2024, the Company entered into partial unwind agreements with certain financial institutions (the â€œDerivative Counterpartiesâ€) relating to a portion of the convertible note hedge transactions (the â€œNote Hedge Early Termination Agreementsâ€) and a portion of the warrant transactions (the â€œWarrant Early Termination Agreementsâ€ and together with the Note Hedge Early Termination Agreements, the â€œEarly Termination Agreementsâ€) that were 16Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - Continuedpreviously entered into by the Company in connection with the issuance of the 2025 Notes. Pursuant to the Early Termination Agreements, the Derivative Counterparties made a termination payment to the Company which consisted of approximately $118.2 million in cash and 0.3 million shares of common stock, and the Company made a termination payment to the Derivative Counterparties in an aggregate amount of approximately $102.2 million in cash. In connection with the Note Hedge Early Termination Agreements and the Warrant Early Termination Agreements, the Company recorded a $126.5 million increase and a $102.2 million decrease, respectively, to Additional paid-in capital during the thirty-nine weeks ended September 29, 2024. The Company also recorded an $8.3 million increase to Accumulated deficit in connection with the Note Hedge Early Termination Agreements.The remaining warrants have a dilutive effect on the Companyâ€™s common stock to the extent that the price of its common stock exceeds the strike price of the warrants. In connection with dividends paid during thirty-nine weeks ended September 29, 2024, the strike price for the remaining warrants decreased to $15.11.8.Â Â Â Â Stockholdersâ€™ Equity Share Repurchases - In February 2024, the Companyâ€™s Board of Directors (the â€œBoardâ€) canceled the remaining $57.5 million under the Companyâ€™s former share repurchase authorization and approved a new $350.0 million share repurchase authorization (the â€œ2024 Share Repurchase Programâ€). The 2024 Share Repurchase Program includes capacity above the Companyâ€™s normal repurchase activity to provide flexibility in retiring the 2025 Notes at or prior to their May 2025 maturity. The 2024 Share Repurchase Program will expire on AugustÂ 13, 2025.On March 1, 2024, the Company entered into an accelerated share repurchase agreement (the â€œASR Agreementâ€), in connection with the 2024 Share Repurchase Program, with Wells Fargo Bank, National Association (â€œWells Fargoâ€) to repurchase $220.0 million of the Companyâ€™s common stock. Under the ASR Agreement, the Company made an aggregate payment of $220.0 million to Wells Fargo and received an aggregate initial delivery of approximately 6.5 million shares of common stock on March 4, 2024, representing approximately 80% of the total shares that were estimated to be repurchased under the ASR Agreement based on the price per share of common stock as of that date. The $176.0 million fair value of the initial shares received was recorded as a reduction to Accumulated deficit and the par value from Common stock, with the remaining $44.0 million recorded within Additional paid-in capital during the thirteen weeks ended March 31, 2024. The exact number of shares the Company repurchased under the ASR Agreement was based generally on the average of the daily volume-weighted average price per share of common stock during the repurchase period, less a discount and subject to adjustments pursuant to the terms and conditions of the ASR Agreement. On AprilÂ 23, 2024, the Company received 1.4 million additional shares of common stock from Wells Fargo in connection with the final settlement of the ASR Agreement. In connection with the settlement, the Company reduced Accumulated deficit and the par value from Common stock by an aggregate of $38.3 million based on the fair value of the shares delivered on the date of settlement, with an offset of $38.3 million within Additional paid-in capital during the thirteen weeks ended June 30, 2024.The Company funded the payment under the ASR Agreement, together with the cash portion of the amounts payable under the Exchange Agreements, primarily with borrowings under the revolving credit facility and net proceeds from the Early Termination Agreements. 17Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - ContinuedAs of SeptemberÂ 29, 2024, $96.8 million remained available for repurchase under the 2024 Share Repurchase Program. Following is a summary of the shares repurchased during fiscal year 2024:(in thousands, except per share data)NUMBER OF SHARES AVERAGE REPURCHASE PRICE PER SHAREAMOUNTFirst fiscal quarter6,948Â $27.13Â $188,500Â Second fiscal quarter (1)2,156Â $27.36Â 59,000Â Third fiscal quarter969Â $18.78Â 18,195Â Total common stock repurchases (2)10,073Â $26.38Â $265,695Â _____(1)Includes $44.0 million of share repurchases in connection with the ASR Agreement that settled during the thirteen weeks ended June 30, 2024.(2)Excludes $0.4 million of fees recorded in Accumulated deficit related to repurchases under the ASR Agreement.Dividends - The Company declared and paid dividends per share during fiscal year 2024 as follows:(dollars in thousands, except per share data)DIVIDENDS PER SHAREAMOUNTFirst fiscal quarter$0.24Â $21,075Â Second fiscal quarter0.24Â 20,762Â Third fiscal quarter0.24Â 20,375Â Total cash dividends declared and paid$0.72Â $62,212Â In October 2024, the Board declared a quarterly cash dividend of $0.24 per share, payable on DecemberÂ 11, 2024 to shareholders of record at the close of business on NovemberÂ 25, 2024.Accumulated Other Comprehensive Loss (â€œAOCLâ€) - The following table is a rollforward of the components

of AOCL for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Foreign currency translation adjustment:Balance, beginning of the period$(189,478)$(181,943)$(177,689)$(185,311)Foreign currency translation adjustment(11,849)3,103Â (23,638)6,471Â Balance, end of the period$(201,327)$(178,840)$(201,327)$(178,840)Loss on derivatives, net of tax:Balance, beginning of the period$872Â $(615)Change in fair value of derivatives, net of tax(2,917)(584)Reclassification realized in Net income (loss), net of tax(557)(1,403)Balance, end of the period$(2,602)$(2,602)Accumulated other comprehensive loss:Balance beginning of the period$(188,606)$(181,943)$(178,304)$(185,311)Other comprehensive (loss) income attributable to Bloomin' Brands(15,323)3,103Â (25,625)6,471Â Balance, end of the period$(203,929)$(178,840)$(203,929)$(178,840) 18Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - Continued9.Â Â Â Â Derivative Instruments and Hedging Activities Cash Flow Hedges of Interest Rate Risk - In March 2024 and December 2023, OSI entered into 11 interest rate swap agreements with ten counterparties (the â€œSwap Transactionsâ€) to manage its exposure to fluctuations in variable interest rates. The Swap Transactions have an aggregate notional amount of $375.0 million and include one and two-year tenors with the following terms:NOTIONAL AMOUNTWEIGHTED AVERAGE FIXED INTEREST RATE (1)EFFECTIVE DATETERMINATION DATE$100,000,000Â 4.92%December 29, 2023December 31, 2024100,000,000Â 4.34%December 29, 2023December 31, 2025175,000,000Â 4.40%March 29, 2024March 31, 2026$375,000,000Â 4.52%_____(1)The weighted average fixed interest rate excludes the term SOFR adjustment and interest rate spread described below.In connection with the Swap Transactions, the Company effectively converted $375.0 million of its outstanding indebtedness from SOFR, plus a term SOFR adjustment of 0.10% and a spread of 150 to 250 basis points, to the weighted average fixed interest rates within the table above, plus a term SOFR adjustment of 0.10% and a spread of 150 to 250 basis points. The Swap Transactions have an embedded floor of minus 0.10%.The Swap Transactions have been designated and qualify as cash flow hedges, are recognized on the Companyâ€™s Consolidated Balance Sheets at fair value and are classified based on the instrumentsâ€™ maturity dates. The Company estimates $1.9Â million of interest expense will be reclassified from AOCL to Interest expense, net over the next 12 months related to its Swap Transactions.The following table presents the fair value and classification of the Companyâ€™s swap agreements as of the periods indicated:(dollars in thousands)SEPTEMBER 29, 2024DECEMBER 31, 2023CONSOLIDATED BALANCE SHEET CLASSIFICATIONInterest rate swaps - asset (1)$â€”Â $320Â Other current assets, netInterest rate swaps - liability$1,617Â $253Â Accrued and other current liabilitiesInterest rate swaps - liability1,879Â 893Â Other long-term liabilities, netTotal fair value of derivative instruments - liabilities (1)$3,496Â $1,146Â _____(1)Â Â Â Â See Note 11 - Fair Value Measurements for fair value discussion of the interest rate swaps.By utilizing the interest rate swaps, the Company is exposed to credit-related losses in the event that the counterparty fails to perform under the terms of the derivative contract. To mitigate this risk, the Company enters into derivative contracts with major financial institutions based upon credit ratings and other factors. The Company continually assesses the creditworthiness of its counterparties. As of SeptemberÂ 29, 2024, all counterparties to the Swap Transactions performed in accordance with their contractual obligations.As of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, the fair value of the Swap Transactions was in a net liability position, including accrued interest but excluding any adjustment for nonperformance risk, of $3.3 million and $0.8 million, respectively. As of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, the Company has not posted any collateral related to the Swap Transactions.The Swap Transactions contain provisions whereby the Company could be declared in default on its derivative obligations if the repayment of the underlying indebtedness is accelerated by the lender due to the Companyâ€™s default on indebtedness. If the Company had breached any of these provisions as of SeptemberÂ 29, 2024 and 19Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - ContinuedDecemberÂ 31, 2023, it could have been required to settle its obligations under the Swap Transactions at their termination value of $3.3 million and $0.8 million, respectively.10.Â Â Â Â LeasesThe following table includes a detail of lease assets and liabilities included on the Companyâ€™s Consolidated Balance Sheets as of the periods indicated:(dollars in thousands)CONSOLIDATED BALANCE SHEET CLASSIFICATIONSEPTEMBER 29, 2024DECEMBER 31, 2023Operating lease right-of-use assetsOperating lease right-of-use assets$1,081,498Â $1,084,951Â Finance lease right-of-use assets (1)Property, fixtures and equipment, net8,733Â 9,941Â Total lease assets, net$1,090,231Â $1,094,892Â Current operating lease liabilitiesCurrent operating lease liabilities$169,407Â $175,442Â Current finance lease liabilitiesAccrued and other current liabilities2,481Â 3,197Â Non-current operating lease liabilitiesNon-current operating lease liabilities1,141,936Â 1,131,639Â Non-current finance lease liabilitiesOther long-term liabilities, net7,127Â 7,414Â Total lease liabilities$1,320,951Â $1,317,692Â _____(1)Net of accumulated amortization of $5.3 million and $4.7 million as of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, respectively.Following is a summary of expenses and income related to leases recognized in the Companyâ€™s Consolidated Statements of Operations and Comprehensive (Loss) Income for the periods indicated:CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME CLASSIFICATIONTHIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Operating lease cost (1)Other restaurant operating$44,622Â $46,686Â $135,557Â $138,670Â Variable lease costOther restaurant operating2,085Â 2,081Â 6,867Â 5,434Â Finance lease costs:Amortization of leased assetsDepreciation and amortization732Â 572Â 2,299Â 1,609Â Interest on lease liabilitiesInterest expense, net191Â 191Â 581Â 501Â Sublease revenueFranchise and other revenues(1,833)(2,530)(5,426)(5,873)Lease costs, net$45,797Â $47,000Â $139,878Â $140,341Â _____(1)Excludes rent expense for office facilities and Company-owned closed or subleased properties of $3.7 million and $3.1 million for the thirteen weeks ended September 29, 2024 and SeptemberÂ 24, 2023, respectively, and $10.9 million and $9.1 million for the thirty-nine weeks ended September 29, 2024 and SeptemberÂ 24, 2023, respectively, which is included in General and administrative expense.The following table is a summary of cash flow impacts to the Companyâ€™s Consolidated Financial Statements related to its leases for the periods indicated:THIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023Cash flows from operating activities:Cash paid for amounts included in the measurement of operating lease liabilities$147,845Â $147,051Â 20Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - Continued11.Â Â Â Â Fair Value Measurements Fair value is the price that would be received for an asset or paid to transfer a liability, or the exit price, in an orderly transaction between market participants on the measurement date. Fair value is categorized into one of the following three levels based on the lowest level of significant input:Level 1Unadjusted quoted market prices in active markets for identical assets or liabilitiesLevel 2Observable inputs available at measurement date other than quoted prices included in Level 1Level 3Unobservable inputs that cannot be corroborated by observable market dataFair Value Measurements on a Recurring Basis - The following table summarizes the Companyâ€™s financial assets and liabilities measured at fair value by hierarchy level on a recurring basis as of the periods indicated:CONSOLIDATED BALANCE SHEET CLASSIFICATIONMEASUREMENT LEVELFAIR VALUE(dollars in thousands)SEPTEMBER 29, 2024DECEMBER 31, 2023Assets:Short-term investmentsCash and cash equivalentsLevel 1$12,106Â $23,920Â Short-term investmentsRestricted cash and cash equivalentsLevel 1$â€”Â $2,854Â Interest rate swapsOther current assets, netLevel 2$â€”Â $320Â Liabilities:Interest rate swapsAccrued and other current liabilitiesLevel 2$1,617Â $253Â Interest rate swapsOther long-term liabilitiesLevel 2$1,879Â $893Â Fair value of each class of financial instruments is determined based on the following:FINANCIAL INSTRUMENTMETHODS AND ASSUMPTIONSShort-term investmentsCarrying value approximates fair value because maturities are less than three months.Interest rate swapsFair value measurements are based on the contractual terms of the derivatives and observable market-based inputs. The interest rate swaps are valued using a discounted cash flow analysis on the expected cash flows of each derivative using observable inputs including interest rate curves and credit spreads. The Company also considers its own nonperformance risk and the respective counterpartyâ€™s nonperformance risk in the fair value measurements. As of September 29, 2024 and December 31, 2023, the Company determined that the credit valuation adjustments were not significant to the overall valuation of its derivatives.Interim Disclosures about Fair Value of Financial Instruments - The Companyâ€™s non-derivative financial instruments consist of cash equivalents, accounts receivable, accounts payable and long-term debt. The fair values of cash equivalents, accounts receivable and accounts payable approximate their carrying amounts reported on its Consolidated Balance Sheets due to their short duration.Debt is carried at amortized cost; however, the Company estimates the fair value of debt for disclosure purposes. The following table includes the carrying value and fair value of the Companyâ€™s debt by hierarchy level as of the periods indicated:SEPTEMBER 29, 2024DECEMBER 31, 2023(dollars in thousands)CARRYING VALUEFAIR VALUE LEVEL 2CARRYING VALUEFAIR VALUE LEVEL 2Senior secured credit facility - revolving credit facility$775,000Â $775,000Â $381,000Â $381,000Â 2025 Notes$20,724Â $31,767Â $104,786Â $265,896Â 2029 Notes$300,000Â $280,887Â $300,000Â $277,809Â 21Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - Continued12.Â Â Â Â Income Taxes THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Income (loss) before (benefit) provision for income taxes$1,032Â $45,373Â $(39,959)$230,047Â (Benefit) provision for income taxes$(6,509)$(58)$5,159Â $21,186Â Effective income tax rate(NM)(0.1)%(12.9)%9.2Â %_____NM Not meaningful.For the thirteen weeks ended September 29, 2024, the benefit for income taxes includes: (i) the impact of changes to the estimate of forecasted annual pre-tax book income relative to the prior quarter in 2024, (ii) the benefit of FICA tax credits on certain tipped wages and (iii) the temporary reduction in the Brazilian income tax rate from 34% to 0% under the new Brazil tax legislation.For the thirteen weeks ended September 24, 2023, the benefit for income taxes includes the benefits of Brazil tax legislation, that included a temporary reduction in the Brazilian income tax rate from 34% to 0%, as well as the income tax exemption on Brazil state value added tax (â€œVATâ€) benefits. The effective income tax rate for the thirty-nine weeks ended September 29, 2024 is lower than the effective income tax rate for the thirty-nine weeks ended September 24, 2023, primarily due to the impact of nondeductible losses associated with the 2025 Notes Partial Repurchase which, relative to a pre-tax book loss during the period, resulted in a negative effective income tax rate.On January 24, 2024, the Companyâ€™s Brazilian subsidiary received an unfavorable second level court ruling related to its ongoing litigation regarding its eligibility for tax exemptions under the Brazil tax legislation. This legislation temporarily granted certain industries a 100% exemption from income tax (IRPJ and CSLL) and federal value added taxes (PIS and COFINS). The Company claimed this benefit for the periods between September 2022 and December 2023. The Company is appealing this ruling and in connection with the appeal made a cash judicial deposit of $42.9 million, inclusive of principal, interest and potential penalties, in July 2024. The deposit was recorded in Other assets, net, on the Companyâ€™s Consolidated Balance Sheet. The judicial deposit accumulates interest income until final resolution of the judicial proceedings. The Company believes that it will more likely than not prevail in this appeal and, accordingly, has not recorded any expense or liability for the disputed amounts.On NovemberÂ 6, 2024, the Company entered into a purchase agreement to sell 67% of its Brazil operations. In connection with the purchase agreement, the Company expects to retain the legal rights to fully recover the judicial deposit related to the Brazil tax legislation. The Company is still evaluating the value of those legal rights to recovery and the accounting for such amounts. See Note 15 - Subsequent Events of the Notes to Consolidated Financial Statements for additional details regarding the purchase agreement.During the second quarter of 2024, Brazil enacted new tax legislation that temporarily grants certain industries a 100% exemption from income tax (IRPJ and CSLL) for the periods between MayÂ 23, 2024 and December 2024 and 100% exemption from federal value added taxes (PIS and COFINS) for the periods between MayÂ 23, 2024 and December 2026. The Company applied for this exemption and was approved by the Brazilian tax authorities. The Companyâ€™s estimated annual effective income tax rate for the thirteen and thirty-nine weeks ended September 29, 2024 includes the benefit expected from this legislation. The new Brazil tax legislation also established a country-wide limitation to the total benefits that will be granted under this law. The exemption from value added taxes could end before December 2026 due to this country-wide limitation. In the U.S., a restaurant company employer may claim a credit against its federal income taxes for FICA taxes paid on certain tipped wages (the â€œFICA tax creditâ€). The level of FICA tax credits is primarily driven by U.S. Restaurant sales and is not impacted by costs incurred that may reduce Income before provision for income taxes. 22Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - ContinuedThe effective income tax rate for the thirty-nine weeks ended September 29, 2024 was lower than the Companyâ€™s blended federal and state statutory rate of approximately 26% primarily due to the impact of nondeductible losses associated with the 2025 Notes Partial Repurchase which, relative to a pre-tax book loss during the period, resulted in a negative effective income tax rate.The effective income tax rates for the thirteen and thirty-nine weeks ended September 24, 2023 were lower than the Companyâ€™s blended federal and state statutory rate of approximately 26% primarily due to the benefit of FICA tax credits on certain tipped wages, benefits of Brazil tax legislation that include a temporary reduction in the Brazilian income tax rate from 34% to 0%, and the income tax exemption on Brazil state VAT benefits.13.Â Â Â Â Commitments and Contingencies Litigation and Other Matters - The Company recorded reserves of $5.1 million and $13.3 million for certain of its outstanding legal proceedings as of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, respectively, within Accrued and other current liabilities on its Consolidated Balance Sheets. While the Company believes that additional losses beyond these accruals are reasonably possible, it cannot estimate a possible loss contingency or range of reasonably possible loss contingencies beyond these accruals.Lease Guarantees - The Company assigned its interest, and is contingently liable, under certain real estate leases. These leases have varying terms, the latest of which expires in 2032. As of SeptemberÂ 29, 2024, the undiscounted payments that the Company could be required to make in the event of non-payment by the primary lessees was $11.1 million. The present value of these potential payments discounted at the Companyâ€™s incremental borrowing rate as of SeptemberÂ 29, 2024 was $8.7 million. In the event of default, the indemnity clauses in the Companyâ€™s purchase and sale agreements generally govern its ability to pursue and recover damages incurred. As of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, the Companyâ€™s recorded contingent lease liability was $1.8 million and $5.3 million, respectively.14.Â Â Â Â Segment ReportingThe following is a summary of reporting segments:REPORTABLE SEGMENT (1)CONCEPTGEOGRAPHIC LOCATIONU.S.Outback SteakhouseUnited States of AmericaCarrabbaâ€™s Italian GrillBonefish GrillFlemingâ€™s Prime Steakhouse & Wine BarInternationalOutback SteakhouseBrazil, Hong Kong/ChinaCarrabbaâ€™s Italian Grill (Abbraccio)Brazil_____(1)Includes franchise locations.Segment accounting policies are the same as those described in NoteÂ 2Â - Summary of Significant Accounting Policies in the Companyâ€™s Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023. Revenues for all segments include only transactions with customers and exclude intersegment revenues. Excluded from Income from operations for U.S. and international are certain legal and corporate costs not directly related to the performance of the segments, most stock-based compensation expenses, a portion of insurance expenses and certain bonus expenses. 23Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - ContinuedThe following tables summarize Total revenues, Depreciation and amortization, and Income (loss) from operations by segment for the periods indicated:THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024(dollars in thousands)U.S.INTERNATIONALCORPORATECONSOLIDATEDTotal revenues$887,325Â $151,446Â $â€”Â $1,038,771Â Depreciation and amortization$41,922Â $6,184Â $2,102Â $50,208Â Income (loss) from operations$38,853Â $15,608Â $(37,251)$17,210Â THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023(dollars in thousands)U.S.INTERNATIONALCORPORATECONSOLIDATEDTotal revenues$912,972Â $166,861Â $â€”Â $1,079,833Â Depreciation and amortization$39,829Â $6,231Â $1,938Â $47,998Â Income (loss) from operations$68,014Â $22,034Â $(31,832)$58,216Â THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024(dollars in thousands)U.S.INTERNATIONALCORPORATECONSOLIDATEDTotal revenues$2,904,602Â $448,362Â $â€”Â $3,352,964Â Depreciation and amortization$122,506Â $20,140Â $6,369Â $149,015Â Income (loss) from operations$216,014Â $30,496Â $(106,076)$140,434Â THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023(dollars in thousands)U.S.INTERNATIONALCORPORATECONSOLIDATEDTotal revenues$3,011,197Â $466,076Â $â€”Â $3,477,273Â Depreciation and amortization$117,367Â $18,276Â $6,222Â $141,865Â Income (loss) from operations$304,265Â $67,028Â $(102,998)$268,295Â The following table is a reconciliation of segment income from operations to Income (loss) before (benefit) provision for income taxes for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Income from operations$17,210Â $58,216Â $140,434Â $268,295Â Loss on extinguishment of debt(225)â€”Â (136,022)â€”Â Interest expense, net(15,953)(12,843)(44,371)(38,248)Income (loss) before (benefit) provision for income taxes$1,032Â $45,373Â $(39,959)$230,047Â 15.Â Â Â Â Subsequent EventsOn NovemberÂ 6, 2024, Bloom Group Holdings, B.V., (the â€œSellerâ€) and an indirect wholly owned subsidiary of the Company, entered into a Quota Purchase Agreement and Other Covenants (the â€œPurchase Agreementâ€), by and among the Seller, Bloom ParticipaÃ§Ãµes Ltda. (â€œBParâ€), Outback Steakhouse Restaurantes Brasil S.A. (â€œOSRBâ€ and, together with BPar, the â€œTarget Entitiesâ€), and Osaka ParticipaÃ§Ãµes SocietÃ¡rias S.A. (â€œBuyerâ€). Buyer is owned by a fund managed by an affiliate of Vinci Partners Investments Ltd.BPar is a wholly owned subsidiary of Seller and owns substantially all of the capital stock and all of the voting rights of OSRB. Pursuant to the Purchase Agreement, the Seller will sell to Buyer shares representing 67% of the capital stock of BPar and, as a consequence, Buyer will hold the corresponding pro rata portion of the

capital stock of the Target Entities (such purchase and sale, together with the other transactions and agreements contemplated by the Purchase Agreement, the â€œTransactionâ€). The Company will retain an indirect 33% interest in its Brazil operations through the Target Entities.Under the terms and conditions of the Purchase Agreement, the aggregate 24Table of ContentsBLOOMINâ€™ BRANDS, INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS(UNAUDITED) - Continuedconsideration paid to the Seller consists of 67% of the enterprise valuation of the Target Entities in the amount of R$2.06 billion Brazilian Reais, which equals R$1.4 billion Brazilian Reais (approximately $243 million in U.S. Dollars based on the current exchange rate), subject to customary adjustments for working capital, net indebtedness and unpaid transactions expenses, and withholding for Brazilian taxes (the â€œPurchase Priceâ€). The Purchase Price will be paid in two installments: 52% on the closing date (the â€œClosing Dateâ€) of the Purchase Agreement and 48% on the first anniversary of the Closing Date. The Purchase Agreement contains customary representations, warranties and agreements by the Company, customary conditions to closing, and customary indemnification obligations of the Company. Subject to satisfaction of closing conditions, the Company expects the Transaction to close on or before DecemberÂ 31, 2024.Following the closing, the Brazil restaurants will be operated as unconsolidated franchisees and a subsidiary of the Company will enter into amended and restated franchise agreements with OSRB.At the closing, the Seller will also enter into a Shareholders Agreement (the â€œShareholders Agreementâ€) by and among Seller, BPar, OSRB and Buyer, pursuant to which Buyer and Seller will have representation on the board of directors and in executive management of the Target Entities based on their respective post-Transaction interests. The Shareholders Agreement will also contain customary corporate governance provisions, customary restrictions on transfer of shares and customary shareholdersâ€™ rights. The Shareholders Agreement will set forth a put-call mechanism pursuant to which: (i) Buyer may cause Seller to sell the totality of its interest in the Target Entities for a period between October 1, 2028 and December 31, 2028 (the â€œOption Exercise Periodâ€), and (ii) the Seller may cause Buyer to purchase the totality of Sellerâ€™s interest in the Target Entities during the Option Exercise Period.In connection with the Transaction, the Company expects to mitigate most of the exchange rate risk associated with the Purchase Price installment payments by entering into foreign exchange forward contracts. 25Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONSItem 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of OperationsManagementâ€™s discussion and analysis of financial condition and results of operations should be read in conjunction with our unaudited consolidated financial statements and the related notes. Unless the context otherwise indicates, as used in this report, the term the â€œCompany,â€ â€œwe,â€ â€œus,â€ â€œourâ€ and other similar terms mean Bloominâ€™ Brands, Inc. and its subsidiaries.Cautionary StatementThis Quarterly Report on Form 10-Q (the â€œReportâ€) includes statements that express our opinions, expectations, beliefs, plans, objectives, assumptions or projections regarding future events or future results and therefore are, or may be deemed to be, â€œforward-looking statementsâ€ within the meaning of Section 27A of the Securities Act of 1933, as amended (the â€œSecurities Actâ€), and Section 21E of the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€). These forward-looking statements can generally be identified by the use of forward-looking terminology, including the terms â€œbelieves,â€ â€œestimates,â€ â€œanticipates,â€ â€œexpects,â€ â€œfeels,â€ â€œseeks,â€ â€œforecasts,â€ â€œprojects,â€ â€œintends,â€ â€œplans,â€ â€œmay,â€ â€œwill,â€ â€œshould,â€ â€œcouldâ€ or â€œwouldâ€ or, in each case, their negative or other variations or comparable terminology, although not all forward-looking statements are accompanied by such terms. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this Report and include statements regarding our intentions, beliefs or current expectations concerning, among other things, our results of operations, financial condition, liquidity, prospects, growth, strategies and the industry in which we operate.By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Although we base these forward-looking statements on assumptions that we believe are reasonable when made, we caution you that forward-looking statements are not guarantees of future performance and that our actual results of operations, financial condition and liquidity, and industry developments may differ materially from statements made in or suggested by the forward-looking statements contained in this Report. In addition, even if our results of operations, financial condition and liquidity, and industry developments are consistent with the forward-looking statements contained in this Report, those results or developments may not be indicative of results or developments in subsequent periods. Important factors that could cause actual results to differ materially from statements made or suggested by forward-looking statements include, but are not limited to, the following:(i)Consumer reactions to public health and food safety issues;(ii)Minimum wage increases, additional mandated employee benefits and fluctuations in the cost and availability of employees;(iii)Our ability to recruit and retain high-quality leadership, restaurant-level management and team members;(iv)Economic and geopolitical conditions and their effects on consumer confidence and discretionary spending, consumer traffic, the cost and availability of credit and interest rates;(v)Our ability to compete in the highly competitive restaurant industry with many well-established competitors and new market entrants;(vi)Our ability to protect our information technology systems from interruption or security breach, including cybersecurity threats, and to protect consumer data and personal employee information; 26Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - Continued(vii)Fluctuations in the price and availability of commodities, including supplier freight charges and restaurant distribution expenses, and other impacts of inflation and our dependence on a limited number of suppliers and distributors to meet our beef, pork, chicken and other major product supply needs;(viii)Our ability to preserve and grow the reputation and value of our brands, particularly in light of changes in consumer engagement with social media platforms and limited control with respect to the operations of our franchisees;(ix)The effects of international economic, political and social conditions and legal systems on our foreign operations and on foreign currency exchange rates;(x)Our ability to complete the Brazil franchise partnership transaction and the impact of such transaction on our future results;(xi)Our ability to comply with new corporate citizenship and sustainability reporting requirements and investor expectations or our failure to achieve any goals, targets or objectives that we establish with respect to corporate citizenship and sustainability matters;(xii)Our ability to effectively respond to changes in patterns of consumer traffic, including by maintaining relationships with third-party delivery apps and services, consumer tastes and dietary habits; (xiii)Our ability to comply with governmental laws and regulations, the costs of compliance with such laws and regulations and the effects of changes to applicable laws and regulations, including tax laws and unanticipated liabilities, and the impact of any litigation;(xiv)Our ability to implement our remodeling, relocation and expansion plans, due to uncertainty in locating and acquiring attractive sites on acceptable terms, obtaining required permits and approvals, recruiting and training necessary personnel, obtaining adequate financing and estimating the performance of newly opened, remodeled or relocated restaurants, and our cost savings plans to enable reinvestment in our business, due to uncertainty with respect to macroeconomic conditions and the efficiency that may be added by the actions we take;(xv)Seasonal and periodic fluctuations in our results and the effects of significant adverse weather conditions and other disasters or unforeseen events;(xvi)The effects of our leverage and restrictive covenants in our various credit facilities on our ability to raise additional capital to fund our operations, to make capital expenditures to invest in new or renovate restaurants and to react to changes in the economy or our industry;(xvii)Any impairment in the carrying value of our goodwill or other intangible or long-lived assets and its effect on our financial condition and results of operations; and(xviii)Such other factors as discussed in Part I, Item IA. Risk Factors of our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.Given these risks and uncertainties, we caution you not to place undue reliance on these forward-looking statements. Any forward-looking statement that we make in this Report speaks only as of the date of such statement, and we undertake no obligation to update any forward-looking statement or to publicly announce the results of any revision to any of those statements to reflect future events or developments. Comparisons of results for current and any prior 27Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - Continuedperiods are not intended to express any future trends or indications of future performance, unless specifically expressed as such, and should only be viewed as historical data.OverviewWe are one of the largest casual dining restaurant companies in the world with a portfolio of leading, differentiated restaurant concepts. As of SeptemberÂ 29, 2024, we owned and operated 1,173 restaurants and franchised 290 restaurants across 46 states, Guam and 13 countries. We have four founder-inspired concepts: Outback Steakhouse, Carrabbaâ€™s Italian Grill, Bonefish Grill and Flemingâ€™s Prime Steakhouse & Wine Bar.Financial Overview - Our financial overview for the thirteen weeks ended September 29, 2024 includes the following:â€¢U.S. combined and Outback Steakhouse comparable restaurant sales of (1.5)% and (1.3)%, respectively;â€¢Decrease in Total revenues of (3.8)% as compared to the third quarter of 2023;â€¢Operating income and restaurant-level operating margins of 1.7% and 12.5%, respectively, as compared to 5.4% and 13.8%, respectively, for the third quarter of 2023;â€¢Operating income of $17.2 million as compared to $58.2 million in the third quarter of 2023; andâ€¢Diluted earnings per share of $0.08 as compared to $0.45 for the third quarter of 2023.Agreement to Sell Majority Ownership of our Brazil Operations - On November 8, 2024, we announced an agreement to sell 67% of our Brazil operations at a total enterprise valuation of R$2.06 billion Brazilian Reais, which equals R$1.4 billion Brazilian Reais (approximately $243 million in U.S. Dollars based on current exchange rates) to Buyer. We will retain an indirect 33% interest in our Brazil operations. The sale transaction is expected to close on or before DecemberÂ 31, 2024. Following the closing of the sale, our subsidiary will enter into amended and restated franchise agreements with the buyer and our Brazil restaurants will be operated as unconsolidated franchisees. See Note 15 - Subsequent Events of the Notes to Consolidated Financial Statements for additional details regarding the sale agreement.Key Financial Performance Indicators - Key measures that we use in evaluating our restaurants and assessing our business include the following:â€¢Average restaurant unit volumesâ€”average sales (excluding gift card breakage and the benefit of value added tax exemptions in Brazil) per restaurant to measure changes in customer traffic, pricing and development of the brand.â€¢Comparable restaurant salesâ€”year-over-year comparison of the change in sales volumes (excluding gift card breakage and the benefit of value added tax exemptions in Brazil) for Company-owned restaurants that are open 18 months or more in order to remove the impact of new restaurant openings in comparing the operations of existing restaurants.â€¢System-wide salesâ€”total restaurant sales volume for all Company-owned and franchise restaurants, regardless of ownership, to interpret the overall health of our brands.â€¢Restaurant-level operating margin, Income from operations, Net income (loss) and Diluted earnings (loss) per shareâ€”financial measures utilized to evaluate our operating performance. Restaurant-level operating margin is a non-GAAP financial measure widely regarded in the industry as a useful metric to evaluate restaurant-level operating efficiency and performance of ongoing restaurant-level operations, and we use it for these purposes, overall and particularly within our two segments. Our 28Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - Continuedrestaurant-level operating margin is expressed as the percentage of our Restaurant sales that Food and beverage costs, Labor and other related expense and Other restaurant operating expense (including advertising expenses) represent, in each case as such items are reflected in our Consolidated Statements of Operations and Comprehensive (Loss) Income. The following categories of revenue and operating expenses are not included in restaurant-level operating income and corresponding margin because we do not consider them reflective of operating performance at the restaurant-level within a period: (i)Franchise and other revenues, which are earned primarily from franchise royalties and other non-food and beverage revenue streams, such as rental and sublease income;(ii)Depreciation and amortization, which, although substantially all of which is related to restaurant-level assets, represent historical sunk costs rather than cash outlays for the restaurants;(iii)General and administrative expense, which includes primarily non-restaurant-level costs associated with support of the restaurants and other activities at our corporate offices; and(iv)Asset impairment charges and restaurant closing costs, which are not reflective of ongoing restaurant performance in a period.Restaurant-level operating margin excludes various expenses, as discussed above, that are essential to support the operations of our restaurants and may materially impact our Consolidated Statements of Operations and Comprehensive (Loss) Income. As a result, restaurant-level operating margin is not indicative of our consolidated results of operations and is presented exclusively as a supplement to, and not a substitute for, Net income (loss) or Income from operations. In addition, our presentation of restaurant-level operating margin may not be comparable to similarly titled measures used by other companies in our industry.â€¢Adjusted restaurant-level operating margin, Adjusted income from operations, Adjusted net income and Adjusted diluted earnings per shareâ€”non-GAAP financial measures utilized to evaluate our operating performance.Â Â Â Â We believe that our use of these non-GAAP financial measures permits investors to assess the operating performance of our business relative to our performance based on U.S. GAAP results and relative to other companies within the restaurant industry by isolating the effects of certain items that may vary from period to period without correlation to core operating performance or that vary widely among similar companies. However, our inclusion of these adjusted measures should not be construed as an indication that our future results will be unaffected by unusual or infrequent items or that the items for which we have made adjustments are unusual or infrequent or will not recur. We believe that the disclosure of these non-GAAP measures is useful to investors as they form part of the basis for how our management team and Board evaluate our operating performance, allocate resources and administer employee incentive plans. 29Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedSelected Operating Data - The table below presents the number of our restaurants in operation as of the periods indicated:Number of restaurants (at end of the period):SEPTEMBER 29, 2024SEPTEMBER 24, 2023U.S.Outback SteakhouseÂ Â Company-owned550Â 557Â Franchised123Â 127Â Total673Â 684Â Carrabbaâ€™s Italian GrillCompany-owned192Â 199Â Franchised18Â 19Â Total210Â 218Â Bonefish GrillCompany-owned162Â 170Â Franchised4Â 5Â Total166Â 175Â Flemingâ€™s Prime Steakhouse & Wine BarCompany-owned63Â 64Â Aussie GrillCompany-owned4Â 7Â Franchised2Â â€”Â Total6Â 7Â U.S. total1,118Â 1,148Â InternationalCompany-ownedOutback Steakhouse - Brazil (1)172Â 153Â Other (1)30Â 37Â FranchisedOutback Steakhouse - South Korea94Â 92Â Other49Â 47Â International total345Â 329Â System-wide total1,463Â 1,477Â System-wide total - Company-owned1,173Â 1,187Â System-wide total - Franchised290Â 290Â _____(1)The restaurant counts for Brazil, including Abbraccio and Aussie Grill restaurants within International Company-owned Other, are reported as of August 31, 2024 and 2023, respectively, to correspond with the balance sheet dates of this subsidiary. 30Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedResults of OperationsREVENUESRestaurant Sales - Following is a summary of the change in Restaurant sales for the periods indicated:(dollars in millions)THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDEDFor the periods ended September 24, 2023$1,064.4Â $3,430.0Â Change from:Restaurant closures (1)(31.6)(92.8)Comparable restaurant sales (2)(18.1)(65.5)Effect of foreign currency translation(16.5)(9.5)Restaurant openings (3)26.5Â 64.8Â Brazil value added tax exemptions (4)0.4Â (18.9)For the periods ended September 29, 2024$1,025.1Â $3,308.1Â _____(1)The thirteen and thirty-nine weeks ended September 29, 2024 include the restaurant sales impact from the closure of 58 and 67 restaurants since June 25, 2023 and December 25, 2022, respectively.(2)Comparable restaurant sales for the thirty-nine weeks ended September 29, 2024 includes an estimated $16.5 million negative impact from a one-week shift in the fiscal calendar.(3)The thirteen and thirty-nine weeks ended September 29, 2024 include restaurant sales from 56 and 75 new restaurants, respectively, not included in our comparable restaurant sales base.(4)During 2023, we were eligible for certain value added tax exemptions under the Brazil tax legislation until August 2023. Beginning on MayÂ 23, 2024, we are eligible for certain value added tax exemptions under the new Brazil tax legislation. See Note 12 - Income Taxes of the Notes to Consolidated Financial Statements for details regarding value added tax exemptions in connection with Brazil tax legislation.Average Restaurant Unit Volumes and Operating Weeks - Following is a summary of the average restaurant unit volumes and operating weeks for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDEDSEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Average restaurant unit volumes (weekly):Â Â Â Â U.S.Outback Steakhouse$72,108Â $72,072Â $77,952Â $78,325Â Carrabbaâ€™s Italian Grill$64,038Â $64,067Â $68,867Â $68,348Â Bonefish Grill$56,477Â $58,111Â $62,342Â $64,343Â Flemingâ€™s Prime Steakhouse & Wine Bar$95,755Â $92,452Â $106,296Â $108,066Â InternationalOutback Steakhouse - Brazil (1)$52,606Â $64,554Â $56,351Â $62,030Â Operating weeks:Â U.S.Outback Steakhouse7,148Â 7,269Â 21,461Â 21,947Â Carrabbaâ€™s Italian Grill2,496Â 2,587Â 7,534Â 7,761Â Bonefish Grill2,106Â 2,210Â 6,380Â 6,676Â Flemingâ€™s Prime Steakhouse & Wine Bar819Â 832Â 2,474Â 2,522Â InternationalOutback Steakhouse - Brazil2,219Â 1,982Â 6,387Â 5,661Â _____(1)Translated at average exchange rates of 5.50 and 4.85 for the thirteen weeks ended September 29, 2024 and SeptemberÂ 24, 2023, respectively, and 5.17 and 5.03 for the thirty-nine weeks ended September 29, 2024 and SeptemberÂ 24, 2023, respectively. Excludes the benefit of the Brazil value added tax exemptions discussed in Note 12 - Income Taxes of the Notes to Consolidated Financial Statements. 31Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedComparable Restaurant Sales, Traffic and Average Check Per Person (Decreases) Increases - Following is a summary of comparable restaurant sales, traffic and average check per person (decreases) increases for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDEDSEPTEMBER 29, 2024 (1)SEPTEMBER 24, 2023SEPTEMBER 29, 2024 (1)SEPTEMBER 24, 2023Year over year percentage change:Comparable restaurant sales (restaurants open 18 months or more):U.S. (2)Outback Steakhouse (1.3)%(1.1)%(0.9)%1.6Â %Carrabbaâ€™s Italian

Grill(1.5)%3.0Â %0.4Â %4.4Â %Bonefish Grill(4.1)%(0.5)%(3.7)%2.2Â %Flemingâ€™s Prime Steakhouse & Wine Bar1.2Â %(4.1)%(0.8)%(0.9)%Combined U.S.(1.5)%(0.5)%(1.1)%1.9Â %InternationalOutback Steakhouse - Brazil (3)(4)(3.6)%4.1Â %(1.9)%7.3Â %Traffic:Â U.S.Outback Steakhouse(3.9)%(6.1)%(4.0)%(4.3)%Carrabbaâ€™s Italian Grill(3.4)%(0.1)%(2.7)%0.3Â %Bonefish Grill(8.5)%(5.7)%(6.7)%(3.1)%Flemingâ€™s Prime Steakhouse & Wine Bar(7.3)%(4.4)%(6.7)%(2.1)%Combined U.S.(4.4)%(4.7)%(4.2)%(3.1)%InternationalOutback Steakhouse - Brazil (3)(7.7)%(1.0)%(4.9)%(1.0)%Average check per person (5):U.S.Outback Steakhouse2.6Â %5.0Â %3.1Â %5.9Â %Carrabbaâ€™s Italian Grill1.9Â %3.1Â %3.1Â %4.1Â %Bonefish Grill4.4Â %5.2Â %3.0Â %5.3Â %Flemingâ€™s Prime Steakhouse & Wine Bar8.5Â %0.3Â %5.9Â %1.2Â %Combined U.S.2.9Â %4.2Â %3.1Â %5.0Â %InternationalOutback Steakhouse - Brazil (3)3.4Â %5.1Â %2.4Â %8.3Â %_____(1)For Q3 2024, U.S. comparable restaurant sales, traffic and average check per person compare the thirteen weeks from July 1, 2024 through September 29, 2024 to the thirteen weeks from July 3, 2023 through October 1, 2023, and for the thirty-nine weeks from January 1, 2024 through September 29, 2024 to the thirty-nine weeks from January 2, 2023 through October 1, 2023.(2)Relocated restaurants closed more than 60 days are excluded from comparable restaurant sales until at least 18 months after reopening.(3)Excludes the effect of fluctuations in foreign currency rates and the benefit of the Brazil value added tax exemptions discussed in Note 12 - Income Taxes of the Notes to Consolidated Financial Statements.(4)Includes trading day impact from calendar period reporting.(5)Includes the impact of menu pricing changes, product mix and discounts. 32Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedCOSTS AND EXPENSESThe following table sets forth the percentages of certain items in our Consolidated Statements of Operations in relation to Restaurant sales or Total revenues for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDEDSEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023RevenuesRestaurant sales98.7Â %98.6Â %98.7Â %98.6Â %Franchise and other revenues1.3Â 1.4Â 1.3Â 1.4Â Total revenues100.0Â 100.0Â 100.0Â 100.0Â Costs and expensesFood and beverage (1)29.7Â 30.2Â 30.2Â 30.8Â Labor and other related (1)30.5Â 29.5Â 29.8Â 28.6Â Other restaurant operating (1)27.3Â 26.4Â 25.7Â 24.4Â Depreciation and amortization4.8Â 4.4Â 4.4Â 4.1Â General and administrative 6.6Â 5.8Â 5.9Â 5.5Â Provision for impaired assets and restaurant closings0.5Â (0.6)1.0Â (*)Total costs and expenses98.3Â 94.6Â 95.8Â 92.3Â Income from operations1.7Â 5.4Â 4.2Â 7.7Â Loss on extinguishment of debt(*)â€”Â (4.1)â€”Â Interest expense, net(1.6)(1.2)(1.3)(1.1)Income (loss) before (benefit) provision for income taxes0.1Â 4.2Â (1.2)6.6Â (Benefit) provision for income taxes(0.6)(*)0.1Â 0.6Â Net income (loss)0.7Â 4.2Â (1.3)6.0Â Less: net income attributable to noncontrolling interests*0.1Â 0.1Â 0.1Â Net income (loss) attributable to Bloominâ€™ Brands0.7Â %4.1Â %(1.4)%5.9Â %_____(1)As a percentage of Restaurant sales.*Â Â Â Â Less than 1/10th of one percent of Total revenues.Thirteen weeks ended September 29, 2024 as compared to thirteen weeks ended September 24, 2023Food and beverage cost decreased as a percentage of Restaurant sales primarily due to 1.1% from increases in average check per person driven by an increase in menu pricing and 0.2% from cost-saving and productivity initiatives. These decreases were partially offset by an increase as a percentage of Restaurant sales of 0.6% from commodity inflation.Labor and other related expense increased as a percentage of Restaurant sales primarily due to 1.7% from higher hourly and field management labor costs, primarily due to wage rate inflation, partially offset by a decrease of 0.6% from an increase in average check per person.Other restaurant operating expense increased as a percentage of Restaurant sales primarily due to 0.7% from higher restaurant-level operating and supply expenses, primarily due to inflation, and 0.2% from higher pre-opening expense. These increases were partially offset by decreases as a percentage of Restaurant sales of 0.2% from an increase in average check per person and 0.2% from certain cost-saving and productivity initiatives.Depreciation and amortization expense increased primarily due to restaurant development and technology projects. 33Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedGeneral and administrative expense increased as a percentage of Total revenues primarily due to increases in professional fees and executive transition costs. Provision for impaired assets and restaurant closings increased primarily due to impairment and closure charges in connection with the Q2 2024 decision to close nine restaurants in Hong Kong and a net gain in Q3 2023 of $6.7 million in connection with the lease termination and closure of one U.S. restaurant.Interest expense, net increased primarily due to higher balances and interest rates on the unhedged portion of our revolving credit facility partially offset by a decrease in interest expense from the 2025 Notes Partial Repurchase.Benefit for income taxes for the thirteen weeks ended September 29, 2024 includes: (i) the impact of changes to the estimate of forecasted annual pre-tax book income relative to the prior quarter in 2024, (ii) the benefit of FICA tax credits on certain tipped wages and (iii) the temporary reduction in the Brazilian income tax rate from 34% to 0% under the new Brazil tax legislation. Thirty-nine weeks ended September 29, 2024 as compared to thirty-nine weeks ended September 24, 2023Food and beverage cost decreased as a percentage of Restaurant sales primarily due to 1.3% from increases in average check per person driven by an increase in menu pricing and 0.4% from cost-saving and productivity initiatives. These decreases were partially offset by increases as a percentage of Restaurant sales of 0.4% from unfavorable product mix and 0.4% from commodity inflation. Labor and other related expense increased as a percentage of Restaurant sales primarily due to 1.8% from higher hourly and field management labor costs, primarily due to wage rate inflation, partially offset by a decrease of 0.6% from an increase in average check per person.Other restaurant operating expense increased as a percentage of Restaurant sales primarily due to: (i) 1.0% from higher restaurant-level operating and supply expenses, primarily due to inflation, (ii) 0.4% from higher advertising expense and (iii) 0.2% from higher pre-opening expense. These increases were partially offset by decreases as a percentage of Restaurant sales of 0.3% from an increase in average check per person and 0.2% from certain cost-saving and productivity initiatives.Depreciation and amortization expense increased primarily due to restaurant development and technology projects.General and administrative expense increased as a percentage of Total revenues primarily due to increases in professional fees and executive transition costs. Provision for impaired assets and restaurant closings increased primarily due to impairment and closure charges in connection with the Q2 2024 decision to close nine restaurants in Hong Kong and the Q4 2023 decision to close 36 older, predominately underperforming restaurants within the U.S. segment.Loss on extinguishment of debt during the thirty-nine weeks ended September 29, 2024 was in connection with the 2025 Notes Partial Repurchase, which is described in further detail within Note 7 - Convertible Senior Notes of the Notes to Consolidated Financial Statements.Interest expense, net increased primarily due to higher balances and interest rates on the unhedged portion of our revolving credit facility partially offset by a decrease in interest expense from the 2025 Notes Partial Repurchase and interest income in connection with the Brazil judicial deposit. 34Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedProvision for income taxes for the thirty-nine weeks ended September 29, 2024 includes the impact of nondeductible losses associated with the 2025 Notes Partial Repurchase which, relative to a pre-tax book loss during the period, resulted in a negative effective income tax rate.SEGMENT PERFORMANCEThe following is a summary of reporting segments:REPORTABLE SEGMENT (1)CONCEPTGEOGRAPHIC LOCATIONU.S.Outback SteakhouseUnited States of AmericaCarrabbaâ€™s Italian GrillBonefish GrillFlemingâ€™s Prime Steakhouse & Wine BarInternationalOutback SteakhouseBrazil, Hong Kong/ChinaCarrabbaâ€™s Italian Grill (Abbraccio)Brazil_____(1)Includes franchise locations.Revenues for both segments include only transactions with customers and exclude intersegment revenues. Excluded from Income from operations for U.S. and international are certain legal and corporate costs not directly related to the performance of the segments, most stock-based compensation expenses, a portion of insurance expenses and certain bonus expenses. Refer to Note 14 - Segment Reporting of the Notes to Consolidated Financial Statements for reconciliations of segment income from operations to the consolidated operating results. Restaurant-level operating margin is widely regarded in the industry as a useful non-GAAP measure to evaluate restaurant-level operating efficiency and performance of ongoing restaurant-level operations, and we use it for these purposes, overall and particularly within our two segments. See the Overview-Key Financial Performance Indicators and Non-GAAP Financial Measures sections of Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations for additional details regarding the calculation of restaurant-level operating margin.Summary financial data - Following is a summary of financial data by segment for the periods indicated:U.S.INTERNATIONALTHIRTEEN WEEKS ENDEDTHIRTEEN WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023RevenuesRestaurant sales$877,052Â $901,138Â $148,038Â $163,275Â Franchise and other revenues10,273Â 11,834Â 3,408Â 3,586Â Total revenues$887,325Â $912,972Â $151,446Â $166,861Â Income from operations$38,853Â $68,014Â $15,608Â $22,034Â Operating income margin4.4Â %7.4Â %10.3Â %13.2Â %Restaurant-level operating income$100,315Â $114,869Â $31,210Â $32,404Â Restaurant-level operating margin11.4Â %12.7Â %21.1Â %19.8Â % 35Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedU.S.INTERNATIONALTHIRTY-NINE WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023RevenuesRestaurant sales$2,870,036Â $2,975,145Â $438,106Â $454,832Â Franchise and other revenues34,566Â 36,052Â 10,256Â 11,244Â Total revenues$2,904,602Â $3,011,197Â $448,362Â $466,076Â Income from operations$216,014Â $304,265Â $30,496Â $67,028Â Operating income margin7.4Â %10.1Â %6.8Â %14.4Â %Restaurant-level operating income$398,746Â $457,533Â $80,411Â $96,092Â Restaurant-level operating margin13.9Â %15.4Â %18.4Â %21.1Â %Restaurant sales - Following is a summary of the change in segment Restaurant sales for the periods indicated:U.S.INTERNATIONALTHIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDEDTHIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in millions)(dollars in millions)For the periods ended September 24, 2023$901.1Â $2,975.1Â For the periods ended September 24, 2023$163.3Â $454.9Â Change from:Change from:Restaurant closures (1)(26.2)(83.8)Effect of foreign currency translation(16.5)(9.5)Comparable restaurant sales (2)(13.5)(57.2)Restaurant closures (1)(5.4)(9.0)Restaurant openings (3)15.7Â 35.9Â Comparable restaurant sales(4.6)(8.3)For the periods ended September 29, 2024$877.1Â $2,870.0Â Restaurant openings (3)10.8Â 28.9Â Brazil value added tax exemptions (4)0.4Â (18.9)For the periods ended September 29, 2024$148.0Â $438.1Â _____(1)The thirteen weeks ended September 29, 2024 includes the restaurant sales impact from the closure of 47 U.S. and 11 international restaurants since June 25, 2023. The thirty-nine weeks ended September 29, 2024 includes the restaurant sales impact from the closure of 56 U.S. and 11 international restaurants since December 25, 2022.(2)U.S. comparable restaurant sales for the thirty-nine weeks ended September 29, 2024 includes an estimated $16.5 million negative impact from a one-week shift in the fiscal calendar.(3)The thirteen weeks ended September 29, 2024 includes restaurant sales from 18 U.S. and 38 international new restaurants not included in our comparable restaurant sales base. The thirty-nine weeks ended September 29, 2024 includes restaurant sales from 24 U.S. and 51 international new restaurants not included in our comparable restaurant sales base.(4)During 2023, we were eligible for certain value added tax exemptions under the Brazil tax legislation until August 2023. Beginning on MayÂ 23, 2024, we are eligible for certain value added tax exemptions under the new Brazil tax legislation. See Note 12 - Income Taxes of the Notes to Consolidated Financial Statements for details regarding value added tax exemptions in connection with Brazil tax legislation.Income from operationsU.S. - The decrease in U.S. Income from operations generated during the thirteen weeks ended September 29, 2024 as compared to the thirteen weeks ended September 24, 2023 was primarily due to: (i) lower restaurant sales, as discussed above, (ii) higher labor, operating and commodity costs, primarily due to inflation, (iii) a lease termination gain in Q3 2023, (iv) higher advertising expense and professional fees and (v) unfavorable product mix. These decreases were partially offset by increases from an increase in average check per person and the impact of certain cost-saving and productivity initiatives. 36Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedThe decrease in U.S. Income from operations generated during the thirty-nine weeks ended September 29, 2024 as compared to the thirty-nine weeks ended September 24, 2023 was primarily due to: (i) lower restaurant sales, as discussed above, (ii) higher labor, operating and commodity costs, primarily due to inflation, (iii) higher impairment, closure costs and severance, including a lease termination gain in Q3 2023, (iv) unfavorable product mix and (v) higher advertising expense. These decreases were partially offset by increases from an increase in average check per person and the impact of certain cost-saving and productivity initiatives.International - The decrease in international Income from operations generated during the thirteen weeks ended September 29, 2024 as compared to the thirteen weeks ended September 24, 2023 was primarily due to: (i) lower restaurant sales, as discussed above, (ii) higher closure costs and severance and (iii) higher operating, labor and commodity costs, primarily due to inflation. These decreases were partially offset by: (i) favorable product mix, (ii) an increase in average check per person and (iii) lower advertising expense. The decrease in international Income from operations generated during the thirty-nine weeks ended September 29, 2024 as compared to the thirty-nine weeks ended September 24, 2023 was primarily due to: (i) higher impairment and closure costs, (ii) lower restaurant sales, as discussed above, (iii) higher operating, labor and commodity costs, primarily due to inflation and (iv) a lower benefit from value added tax exemptions in Brazil. These decreases were partially offset by: (i) an increase in average check per person, (ii) favorable product mix and (iii) lower advertising expense. Non-GAAP Financial MeasuresConsolidated Restaurant-level Operating Income and Adjusted Restaurant-level Operating Income and Corresponding Margins Non-GAAP Reconciliations - The following table reconciles consolidated Income from operations and the corresponding margin to restaurant-level operating income and adjusted restaurant-level operating income and the corresponding margins for the periods indicated:ConsolidatedTHIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Income from operations$17,210Â $58,216Â $140,434Â $268,295Â Operating income margin1.7Â %5.4Â %4.2Â %7.7Â %Less:Franchise and other revenues13,681Â 15,420Â 44,822Â 47,296Â Plus:Depreciation and amortization50,208Â 47,998Â 149,015Â 141,865Â General and administrative68,485Â 62,246Â 196,413Â 191,408Â Provision for impaired assets and restaurant closings5,597Â (6,008)32,731Â (857)Restaurant-level operating income$127,819Â $147,032Â $473,771Â $553,415Â Restaurant-level operating margin12.5Â %13.8Â %14.3Â %16.1Â %Adjustments:Asset impairments and closure-related chargesâ€”Â â€”Â 434Â â€”Â Partner compensation (1)â€”Â 1,894Â â€”Â 1,894Â Total restaurant-level operating income adjustmentsâ€”Â 1,894Â 434Â 1,894Â Adjusted restaurant-level operating income$127,819Â $148,926Â $474,205Â $555,309Â Adjusted restaurant-level operating margin12.5Â %14.0Â %14.3Â %16.2Â %_____(1)Costs incurred in connection with the transition to a new partner compensation program. 37Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedSegment Restaurant-level and Adjusted Restaurant-level Operating Income and Corresponding Margins Non-GAAP Reconciliations - The following tables reconcile segment Income from operations and the corresponding margin to segment restaurant-level operating income and adjusted restaurant-level operating income and the corresponding margins for the periods indicated:U.S.THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Income from operations$38,853Â $68,014Â $216,014Â $304,265Â Operating income margin4.4Â %7.4Â %7.4Â %10.1Â %Less:Franchise and other revenues10,273Â 11,834Â 34,566Â 36,052Â Plus:Depreciation and amortization41,922Â 39,829Â 122,506Â 117,368Â General and administrative27,945Â 24,868Â 79,853Â 72,809Â Provision for impaired assets and restaurant closings1,868Â (6,008)14,939Â (857)Restaurant-level operating income$100,315Â $114,869Â $398,746Â $457,533Â Restaurant-level operating margin11.4Â %12.7Â %13.9Â %15.4Â %Adjustments:Asset impairments and closure-related chargesâ€”Â â€”Â 434Â â€”Â Partner compensation (1)â€”Â 1,894Â â€”Â 1,894Â Total restaurant-level operating income adjustmentsâ€”Â 1,894Â 434Â 1,894Â Adjusted restaurant-level operating income$100,315Â $116,763Â $399,180Â $459,427Â Adjusted restaurant-level operating margin11.4Â %13.0Â %13.9Â %15.4Â %_____(1)Costs incurred in connection with the transition to a new partner compensation program.InternationalTHIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Income from operations$15,608Â $22,034Â $30,496Â $67,028Â Operating income margin10.3Â %13.2Â %6.8Â %14.4Â %Less:Franchise and other revenues3,408Â 3,586Â 10,256Â 11,244Â Plus:Depreciation and amortization6,184Â 6,231Â 20,140Â 18,275Â General and administrative9,098Â 7,725Â 22,240Â 22,033Â Provision for impaired assets and restaurant closings3,728Â â€”Â 17,791Â â€”Â Restaurant-level operating income$31,210Â $32,404Â $80,411Â $96,092Â Restaurant-level operating margin21.1Â %19.8Â %18.4Â %21.1Â % 38Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedAdjusted Restaurant-level Operating Margin Non-GAAP Reconciliations (continued) - The following tables present the percentages of certain operating cost financial statement line items in relation to Restaurant sales for the periods indicated:THIRTEEN WEEKS ENDEDSEPTEMBER 29, 2024SEPTEMBER 24, 2023REPORTEDADJUSTEDREPORTEDADJUSTED (1)Restaurant sales100.0Â %100.0Â %100.0Â %100.0Â %Food and beverage29.7Â %29.7Â %30.2Â %30.2Â %Labor and other related30.5Â %30.5Â %29.5Â %29.4Â %Other restaurant operating27.3Â %27.3Â %26.4Â %26.4Â %Restaurant-level operating margin12.5Â %12.5Â %13.8Â %14.0Â %THIRTY-NINE WEEKS ENDEDSEPTEMBER 29, 2024SEPTEMBER 24, 2023REPORTEDADJUSTED (1)REPORTEDADJUSTED (1)Restaurant sales100.0Â %100.0Â %100.0Â %100.0Â %Food and beverage30.2Â %30.2Â %30.8Â %30.8Â %Labor and other related29.8Â %29.8Â %28.6Â %28.6Â %Other restaurant operating25.7Â %25.7Â %24.4Â %24.4Â %Restaurant-level operating

margin14.3Â %14.3Â %16.1Â %16.2Â %_____(1)See the Consolidated Restaurant-level Operating Income and Adjusted Restaurant-level Operating Income and Corresponding Margins Non-GAAP Reconciliations table above for details regarding restaurant-level operating margin adjustments. All restaurant-level operating margin adjustments for the periods presented were recorded within Labor and other related expense. 39Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedAdjusted Income from Operations Non-GAAP Reconciliations - The following table reconciles Income from operations and the corresponding margin to adjusted income from operations and the corresponding margin for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in thousands)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Income from operations$17,210Â $58,216Â $140,434Â $268,295Â Operating income margin1.7Â %5.4Â %4.2Â %7.7Â %Adjustments:Total restaurant-level operating income adjustments (1)â€”Â 1,894Â 434Â 1,894Â Asset impairments and closure-related charges (2)5,127Â (6,586)33,873Â (6,586)Executive transition costs (3)4,121Â â€”Â 4,121Â â€”Â Strategic initiative fees (4)3,000Â â€”Â 4,000Â â€”Â Transaction-related expenses (5)1,490Â â€”Â 1,490Â â€”Â Other (6)â€”Â 3,436Â â€”Â 3,436Â Total income from operations adjustments13,738Â (1,256)43,918Â (1,256)Adjusted income from operations$30,948Â $56,960Â $184,352Â $267,039Â Adjusted operating income margin3.0Â %5.3Â %5.5Â %7.7Â %_____(1)See the Consolidated Restaurant-level Operating Income and Adjusted Restaurant-level Operating Income and Corresponding Margins Non-GAAP Reconciliations table above for details regarding restaurant-level operating income adjustments.(2)The thirteen and thirty-nine weeks ended September 29, 2024 include asset impairment, closure costs and severance primarily in connection with the Q2 2024 decision to close nine restaurants in Hong Kong. The thirty-nine weeks ended September 29, 2024 also includes asset impairment, closure costs and severance in connection with the Q4 2023 decision to close 36 older, predominately underperforming U.S. restaurants. The thirteen and thirty-nine weeks ended September 24, 2023 include a lease termination gain and related restaurant closure costs. (3)Compensation costs and professional fees related to our CEO transition and severance related to other executive level changes.(4)Represents fees incurred in connection with a project-based strategic initiative. The costs incurred represent third-party consulting fees related to a strategic initiative to develop revenue growth management capabilities for Outback Steakhouse and are included in General and administrative expense. We expect to incur additional fees for this project for the remainder of 2024. Given the magnitude and scope of this initiative and that it is not expected to recur in the foreseeable future after 2024, we consider these incremental expenses to be distinct from other consulting fees that we incur in the ordinary course of business and not reflective of the ongoing costs to operate our business or operating performance in the period.(5)Costs incurred in connection with the strategic review and agreement to sell the majority ownership of our Brazil operations and pending franchise partnership transaction.(6)Primarily includes professional fees, severance and other costs not correlated to our core operating performance during the period. 40Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedAdjusted Net Income and Adjusted Diluted Earnings Per Share Non-GAAP Reconciliations - The following table reconciles Net income (loss) attributable to Bloominâ€™ Brands to adjusted net income and adjusted diluted earnings per share for the periods indicated:THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(in thousands, except per share data)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023Net income (loss) attributable to Bloominâ€™ Brands$6,912Â $44,528Â $(48,557)$204,116Â Adjustments:Income from operations adjustments (1)13,738Â (1,256)43,918Â (1,256)Loss on extinguishment of debt (2)â€”Â â€”Â 135,797Â â€”Â Total adjustments, before income taxes13,738Â (1,256)179,715Â (1,256)Adjustment to provision for income taxes (3)(2,498)(2,650)(4,466)(2,650)Net adjustments11,240Â (3,906)175,249Â (3,906)Adjusted net income$18,152Â $40,622Â $126,692Â $200,210Â Diluted earnings (loss) per share$0.08Â $0.45Â (0.56)2.08Â Adjusted diluted earnings per share (4)(5)$0.21Â $0.41Â $1.41Â $2.04Â Diluted weighted average common shares outstanding (5)86,164Â 98,548Â 86,258Â 97,987Â Adjusted diluted weighted average common shares outstanding (4)(5)86,164Â 98,548Â 90,057Â 97,987Â _____(1)See the Adjusted Income from Operations Non-GAAP Reconciliations table above for details regarding Income from operations adjustments.(2)Includes losses in connection with the 2025 Notes Partial Repurchase. See Note 7 - Convertible Senior Notes of the Notes to Consolidated Financial Statements for additional details.(3)Includes the tax effects of non-GAAP adjustments determined based on the nature of the underlying non-GAAP adjustments and their relevant jurisdictional tax rates for all periods presented. The difference between GAAP and adjusted effective income tax rates during the thirty-nine weeks ended September 29, 2024 primarily relates to nondeductible losses and other tax costs associated with the 2025 Notes Partial Repurchase. The thirteen and thirty-nine weeks ended September 24, 2023 include a $2.9 million adjustment related to a Brazil federal income tax exemption on certain state VAT benefits.(4)Adjusted diluted weighted average common shares outstanding for the thirteen weeks ended September 29, 2024 and SeptemberÂ 24, 2023 and the thirty-nine weeks ended September 29, 2024 and SeptemberÂ 24, 2023 were calculated including the effect of 0.7 million, 5.4 million, 2.0 million and 5.1 million dilutive securities, respectively, for outstanding 2025 Notes and the effect of 0.3 million, 3.8 million, 1.4 million and 3.4 million dilutive securities, respectively, for the Warrant Transactions, as defined below. In connection with the offering of the 2025 Notes, we entered into convertible note hedge transactions (the â€œConvertible Note Hedge Transactionsâ€) and concurrently entered into warrant transactions relating to the same number of shares of our common stock (the â€œWarrant Transactionsâ€). If our stock price is in excess of the conversion price of the 2025 Notes ($10.79 and $11.26 as of SeptemberÂ 29, 2024 and SeptemberÂ 24, 2023, respectively), the Convertible Note Hedge Transactions deliver shares to offset dilution from the 2025 Notes, which, in combination with the Warrant Transactions, effectively offset dilution from the 2025 Notes up to the strike price of the Warrant Transactions ($15.11 and $15.77 as of SeptemberÂ 29, 2024 and SeptemberÂ 24, 2023, respectively). Adjusted diluted earnings per share and adjusted diluted weighted average common shares outstanding for the thirteen and thirty-nine weeks ended September 24, 2023 have been recast to remove the 5.4 million and 5.1 million share benefit, respectively, of the Convertible Note Hedge Transactions which was previously included as a non-GAAP share adjustment.(5)Due to a GAAP net loss, antidilutive securities are excluded from diluted weighted average common shares outstanding for the thirty-nine weeks ended September 29, 2024. However, considering the adjusted net income position, adjusted diluted weighted average common shares outstanding incorporates securities that would have been dilutive for GAAP.System-Wide Sales - System-wide sales is a non-GAAP financial measure that includes sales of all restaurants operating under our brand names, whether we own them or not. Management uses this information to make decisions about future plans for the development of additional restaurants and new concepts, as well as evaluation of current operations. System-wide sales comprise sales of Company-owned and franchised restaurants. For a summary of sales of Company-owned restaurants, refer to Note 2 - Revenue Recognition of the Notes to Consolidated Financial Statements. 41Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedThe following table provides a summary of sales of franchised restaurants for the periods indicated, which are not included in our consolidated financial results. Franchise sales within this table do not represent our sales and are presented only as an indicator of changes in the restaurant system, which management believes is important information regarding the health of our restaurant concepts and in determining our royalties and/or service fees.THIRTEEN WEEKS ENDEDTHIRTY-NINE WEEKS ENDED(dollars in millions)SEPTEMBER 29, 2024SEPTEMBER 24, 2023SEPTEMBER 29, 2024SEPTEMBER 24, 2023U.S.Outback Steakhouse$120Â $119Â $381Â $386Â Carrabbaâ€™s Italian Grill10Â 11Â 33Â 36Â Bonefish Grill2Â 2Â 7Â 7Â Aussie Grillâ€”Â â€”Â 1Â â€”Â U.S. total132Â 132Â 422Â 429Â InternationalOutback Steakhouse - South Korea76Â 84Â 228Â 254Â Other25Â 26Â 73Â 78Â International total101Â 110Â 301Â 332Â Total franchise sales$233Â $242Â $723Â $761Â Liquidity and Capital Resources Cash and Cash EquivalentsAs of SeptemberÂ 29, 2024, we had $83.6 million in cash and cash equivalents, of which $18.9 million was held by foreign affiliates. The international jurisdictions in which we have significant cash do not have any known restrictions that would prohibit repatriation.As of SeptemberÂ 29, 2024, we had aggregate undistributed foreign earnings of approximately $35.7 million that may be repatriated to the U.S. without additional material U.S. federal income tax. These amounts are not considered indefinitely reinvested in our foreign subsidiaries. Borrowing Capacity and Debt ServiceCredit Facilities - Following is a summary of our outstanding credit facilities as of the dates indicated and principal payments and debt issuance during the period indicated:REVOLVING CREDIT FACILITYTOTAL CREDIT FACILITIES(dollars in thousands)SENIOR SECURED CREDIT FACILITYFORMER CREDIT FACILITY2025 NOTES2029 NOTESBalance as of December 31, 2023$â€”Â $381,000Â $104,786Â $300,000Â $785,786Â 2024 new debt845,000Â 1,195,000Â â€”Â â€”Â 2,040,000Â 2024 payments(70,000) (1,576,000)â€”Â â€”Â (1,646,000)2024 repurchases and conversionsâ€”Â â€”Â (84,062)â€”Â (84,062)Balance as of September 29, 2024$775,000Â $â€”Â $20,724Â $300,000Â $1,095,724Â Interest rates, as of September 29, 2024 (1)6.86Â %5.00Â %5.13Â %Principal maturity dateSeptember 2029May 2025April 2029_____(1)The revolving credit facility interest rate represents the weighted average interest rate as of SeptemberÂ 29, 2024. 42Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedAs of SeptemberÂ 29, 2024, we had $407.2 million in available unused borrowing capacity under our revolving credit facility, net of letters of credit of $17.8 million. Third Amended and Restated Credit Agreement - On SeptemberÂ 19, 2024, we and OSI, as co-borrowers, entered into the Third Amended and Restated Credit Agreement which provides for senior secured financing of up to $1.2 billion consisting of the Senior Secured Credit Facility. The Senior Secured Credit Facility matures on SeptemberÂ 19, 2029 and replaced our Former Credit Facility financing of up to $1.0 billion. Our total indebtedness and the interest rate applied to our borrowings remained unchanged as a result of the Third Amended and Restated Credit Agreement. See Note 6 - Supplemental Balance Sheet Information - Long-term debt, net of the Notes to Consolidated Financial Statements for additional details regarding the Third Amended and Restated Credit Agreement.Our credit agreement, as amended, contains various financial and non-financial covenants. A violation of these covenants could negatively impact our liquidity by restricting our ability to borrow under the revolving credit facility and cause an acceleration of the amounts due under the credit facilities. As of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, we were in compliance with our debt covenants. We believe that we will remain in compliance with our debt covenants during the next 12 months and beyond.2025 Notes Partial Repurchase - On February 29, 2024, we and the Noteholders entered into the Exchange Agreements in which the Noteholders agreed to exchange $83.6Â million in aggregate principal amount of our outstanding 2025 Notes for approximately 7.5Â million shares of our common stock and $3.3Â million in cash, including accrued interest.Convertible Note Hedge and Warrant Transactions - In connection with the 2025 Notes Partial Repurchase, we entered into the Early Termination Agreements with the Derivative Counterparties. Upon settlement, we received approximately $118.2 million in cash and 0.3 million shares of our common stock from the Derivative Counterparties and paid $102.2 million in cash to the Derivative Counterparties during the thirty-nine weeks ended September 29, 2024.See Note 7 - Convertible Senior Notes of the Notes to Consolidated Financial Statements for additional details regarding the 2025 Notes Partial Repurchase and related Early Termination Agreements.Use of CashCash flows generated from operating activities and availability under our revolving credit facility are our principal sources of liquidity, which we use for operating expenses, development of new restaurants, remodeling or relocating older restaurants, investments in technology, dividend payments and share repurchases.We believe that our expected liquidity sources are adequate to fund debt service requirements, lease obligations, capital expenditures and working capital obligations during the 12 months following this filing. However, our ability to continue to meet these requirements and obligations will depend on, among other things, our ability to achieve anticipated levels of revenue and cash flow and our ability to manage costs and working capital successfully.Capital Expenditures - We estimate that our capital expenditures will total approximately $260 million to $270 million in 2024. The amount of actual capital expenditures may be affected by general economic, financial, competitive, legislative and regulatory factors, among other things, including raw material constraints. 43Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedBrazil Judicial Deposit - In July 2024, we made a judicial deposit of $42.9 million, inclusive of principal, interest and potential penalties, in connection with our appeal of an unfavorable court ruling regarding our eligibility for tax exemptions under the Brazil tax legislation. The judicial deposit includes the disputed amounts through DecemberÂ 31, 2023 and was recorded in Other assets, net, on our Consolidated Balance Sheet. The judicial deposit accumulates interest income until final resolution of the judicial proceedings. We believe that we will more likely than not prevail in this appeal and, accordingly, have not recorded any expense or liability for the disputed amounts.Dividends and Share Repurchases - In October 2024, our Board declared a quarterly cash dividend of $0.24 per share, payable on DecemberÂ 11, 2024. Future dividend payments are dependent on our earnings, financial condition, capital expenditure requirements, surplus and other factors that our Board considers relevant, as well as continued compliance with the financial covenants in our debt agreements.In February 2024, our Board canceled the remaining $57.5 million under our former share repurchase authorization and approved a new $350.0 million share repurchase authorization. The 2024 Share Repurchase Program includes capacity above our normal share repurchases activity to provide flexibility in retiring our 2025 Notes at or prior to their May 2025 maturity. The 2024 Share Repurchase Program will expire on AugustÂ 13, 2025.On March 1, 2024, we entered into the ASR Agreement, in connection with our previously announced 2024 Share Repurchase Program, with Wells Fargo to repurchase $220.0 million of our common stock. Under the ASR Agreement, we made an aggregate payment of $220.0 million to Wells Fargo and received an aggregate 7.9 million shares of our common stock during the thirty-nine weeks ended September 29, 2024.See Note 8 - Stockholdersâ€™ Equity of the Notes to Consolidated Financial Statements for additional details regarding the ASR Agreement.As of SeptemberÂ 29, 2024, $96.8 million remained available for repurchase under the 2024 Share Repurchase Program.Following is a summary of dividends and share repurchases from fiscal year 2023 through SeptemberÂ 29, 2024:(dollars in thousands)DIVIDENDS PAIDSHARE REPURCHASESTOTALFiscal year 2023$83,742Â $70,000Â $153,742Â First fiscal quarter 2024 (1)21,075Â 188,500Â 209,575Â Second fiscal quarter 2024 (2)20,762Â 59,000Â 79,762Â Third fiscal quarter 202420,375Â 18,195Â 38,570Â Total$145,954Â $335,695Â $481,649Â _____(1)Share repurchases amount excludes $0.4 million of fees recorded in Accumulated deficit related to repurchases under the ASR Agreement. (2)Includes $44.0 million of share repurchases in connection with the ASR Agreement that settled during the thirteen weeks ended June 30, 2024. 44Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedSummary of Cash Flows and Financial ConditionCash Flows - The following chart presents a summary of our cash flows provided by (used in) operating, investing and financing activities for the periods indicated:Operating Activities - The decrease in net cash provided by operating activities during the thirty-nine weeks ended September 29, 2024 as compared to the thirty-nine weeks ended September 24, 2023 was primarily due to changes in working capital, lower net earnings and a judicial deposit in connection with tax exemptions under the Brazil tax legislation.Investing Activities - The decrease in net cash used in investing activities during the thirty-nine weeks ended September 29, 2024 as compared to the thirty-nine weeks ended September 24, 2023 was primarily due to lower capital expenditures.Financing Activities - Net cash provided by financing activities during the thirty-nine weeks ended September 29, 2024 was due to net draws on the revolving credit facility exceeding cash used to repurchase common stock and pay dividends on our common stock, and net cash received from the Early Termination Agreements. Net cash used in financing activities during thirty-nine weeks ended September 24, 2023 was primarily due to cash dividends on our common stock, repurchases of our common stock and net repayments on our revolving credit facility partially offset by proceeds from stock-based compensation.Financial Condition - Following is a summary of our current assets, current liabilities and working capital (deficit) as of the periods indicated:(dollars in thousands)SEPTEMBER 29, 2024DECEMBER 31, 2023Current assets$261,058Â $343,314Â Current liabilities848,970Â 1,002,335Â Working capital (deficit)$(587,912)$(659,021)Working capital (deficit) includes: (i) Unearned revenue primarily from unredeemed gift cards of $293.5 million and $381.9 million as of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, respectively, and (ii) current operating lease liabilities of $169.4 million and $175.4 million as of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, respectively, with the corresponding operating right-of-use assets recorded as non-current on our Consolidated Balance Sheets. We have, and in the future may continue to have, negative working capital balances (as is common for many restaurant companies). We operate successfully with negative working capital because cash collected on restaurant sales is typically received before payment is due on our current liabilities, and our inventory turnover rates require relatively low investment in inventories. Additionally, ongoing cash flows from restaurant operations and gift card sales are typically used to service debt obligations and to make capital expenditures. 45Table of ContentsBLOOMINâ€™ BRANDS, INC.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OFFINANCIAL CONDITION AND RESULTS OF OPERATIONS - ContinuedRecently Issued Financial Accounting StandardsFor a description of recently issued Financial Accounting Standards that we adopted during the thirteen weeks ended September 29, 2024 and, that are applicable to us and likely to have material effect on our consolidated financial statements, but have not yet been adopted, see Note 1 - Description of the Business and Basis of Presentation of the Notes to Consolidated Financial Statements of this Quarterly Report on Form 10-Q. 46Table of ContentsBLOOMINâ€™ BRANDS, INC.Item 3. Quantitative and Qualitative Disclosures about Market RiskWe are exposed to market risk from changes in commodity prices, labor inflation and foreign currency exchange rates and interest rates. We believe that there have been no material changes in our market risk since

DecemberÂ 31, 2023. See Part II, Item 7A., â€œQuantitative and Qualitative Disclosures about Market Risk,â€ in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023 for further information regarding market risk.Item 4. Controls and ProceduresEvaluation of Disclosure Controls and ProceduresWe have established and maintain disclosure controls and procedures that are designed to ensure that information required to be disclosed by us 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 Securities and Exchange Commissionâ€™s rules and forms, and that such information is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure. We carried out an evaluation, under the supervision and with the participation of our management, including our Chief Executive Officer and Chief Financial Officer, of the effectiveness of our disclosure controls and procedures (as defined in Rule 13a-15(e) under the Exchange Act) as of the end of the period covered by this report. Based on that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures were effective as of SeptemberÂ 29, 2024.Changes in Internal Control over Financial ReportingThere have been no changes in our internal control over financial reporting (as defined in Rule 13a-15(f) under the Exchange Act) during the thirteen weeks ended September 29, 2024 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting. 47Table of ContentsBLOOMINâ€™ BRANDS, INC.PART II: OTHER INFORMATIONItem 1.Â Â Â Â Â Legal ProceedingsFor a description of our legal proceedings, see Note 13 - Commitments and Contingencies of the Notes to Consolidated Financial Statements of this Quarterly Report on Form 10-Q.Item 1A. Risk FactorsIn addition to the other information discussed in this report, please consider the factors described in Part I, Item 1A., â€œRisk Factors,â€ in our 2023 Form 10-K which could materially affect our business, financial condition or future results. There have not been any material changes to the risk factors described in our 2023 Form 10-K, but these are not the only risks facing our Company. Additional risks and uncertainties not currently known to us or that we currently deem to be immaterial also may adversely affect our business, financial condition or operating results.Item 2. Unregistered Sales of Equity Securities and Use of ProceedsThere were no sales of equity securities during the thirteen weeks ended September 29, 2024 that were not registered under the Securities Act.Share Repurchases - The following table provides information regarding our purchases of common stock during the thirteen weeks ended September 29, 2024:REPORTING PERIODTOTAL NUMBER OF SHARES PURCHASEDAVERAGE PRICE PAID PER SHARETOTAL NUMBER OF SHARES PURCHASED AS PART OF PUBLICLY ANNOUNCED PLANS OR PROGRAMSAPPROXIMATE DOLLAR VALUE OF SHARES THAT MAY YET BE PURCHASED UNDER THE PLANS OR PROGRAMS (1)July 1, 2024 through July 28, 2024663,184Â $18.62Â 663,184Â $102,650,393Â July 29, 2024 through August 25, 2024305,555Â $19.13Â 305,555Â $96,805,100Â August 26, 2024 through September 29, 2024â€”Â $â€”Â â€”Â $96,805,100Â Total968,739Â 968,739Â _____(1)In February 2024, our Board approved a new share repurchase authorization of up to $350.0 million of our outstanding common stock as announced in our press release issued February 23, 2024 (the â€œ2024 Share Repurchase Programâ€). The 2024 Share Repurchase Program will expire on AugustÂ 13, 2025.Item 5. Other InformationRule 10b5-1 Trading Plans - During the thirteen weeks ended September 29, 2024, none of the Companyâ€™s directors or executive officers adopted, modified or terminated a Rule 10b5-1 trading arrangement or any â€œnon-Rule 10b5-1 trading arrangementâ€ (as defined in Item 408 of Regulation S-K) .Item 6. ExhibitsEXHIBITNUMBERDESCRIPTION OF EXHIBITSFILINGS REFERENCED FORINCORPORATION BY REFERENCE 10.1*Form of Restricted Stock Unit Retention Award Agreement for restricted stock granted to executive management under the Bloominâ€™ Brands, Inc. 2020 Omnibus Incentive Compensation PlanAugust 7, 2024, Form 10-Q, Exhibit 10.210.2*Employment Offer Letter Agreement, dated as of August 21, 2024, between Bloominâ€™ Brands, Inc. and Michael L. SpanosFiled herewith10.3*Separation Agreement, dated as of September 3, 2024, by and between Astrid Isaacs and Bloominâ€™ Brands, Inc.Filed herewith 48Table of ContentsBLOOMINâ€™ BRANDS, INC.EXHIBITNUMBERDESCRIPTION OF EXHIBITSFILINGS REFERENCED FORINCORPORATION BY REFERENCE 10.4Third Amended and Restated Credit Agreement, dated September 19, 2024, by and among Bloominâ€™ Brands, Inc., OSI Restaurant Partners, LLC, the guarantors party thereto, the lenders party thereto, and Wells Fargo Bank, National Association, as administrative agentSeptember 24, 2024, Form 8-K, Exhibit 10.110.5*Amended and Restated Severance Pay Plan for Salaried Employees L-8/Vice President and Above effective October 21, 2024October 24, 2024, Form 8-K, Exhibit 10.110.6**Quota Purchase Agreement and Other Covenants, dated November 6, 2024, by and among Bloom Group Holdings, B.V., Bloom ParticipaÃ§Ãµes Ltda., Outback Steakhouse Restaurantes Brasil S.A., and Osaka ParticipaÃ§Ãµes SocietÃ¡rias S.A.November 8, 2024, Form 8-K, Exhibit 10.131.1Certification of Chief Executive Officer pursuant toÂ Section 302 of the Sarbanes-OxleyÂ Act of 2002Filed herewith31.2Certification ofÂ Chief Financial Officer pursuant to Section 302 of the Sarbanes-OxleyÂ Act of 2002Filed herewith32.1Certification ofÂ Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (1)Furnished herewith32.2Certification ofÂ Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (1)Furnished herewith101.INSInline XBRL Instance DocumentFiled herewith101.SCHInline XBRL Taxonomy Extension Schema DocumentFiled herewith101.CALInline XBRL Taxonomy Extension Calculation Linkbase DocumentFiled herewith101.DEFInline XBRL Taxonomy Extension Definition Linkbase DocumentFiled herewith101.LABInline XBRL Taxonomy Extension Label Linkbase DocumentFiled herewith101.PREInline XBRL Taxonomy Extension Presentation Linkbase DocumentFiled herewith104Cover Page Interactive Data File (formatted as inline XBRL and contained in Exhibit 101)Filed herewith* Management contract or compensatory plan or arrangement required to be filed as an exhibit.** Portions of this exhibit (indicated by asterisks) have been redacted in compliance with Regulation S-K Item 601(b)(2)(ii).(1) These certifications are not deemed to be â€œfiledâ€ for purposes of Section 18 of the Exchange Act, or otherwise subject to the liability of that section. These certifications will not be deemed to be incorporated by reference into any filing under the Securities Act or the Exchange Act, except to the extent that the registrant specifically incorporates them by reference.49Table of ContentsBLOOMINâ€™ BRANDS, INC.SIGNATUREPursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.Date:November 8, 2024BLOOMINâ€™ BRANDS, INC.Â Â Â Â Â Â Â Â Â Â Â Â (Registrant)Â By: /s/ Philip PaceÂ Philip PaceSenior Vice President, Chief Accounting Officer (Principal Accounting Officer)[Remainder of page intentionally left blank] EX-10.2 2 blmn-092924_ex102.htm EX-10.2 - EMPLOYMENT OFFER LETTER DocumentExhibit 10.2August 21, 2024Michael SpanosDear Mike,This letter agreement (the â€œAgreementâ€) confirms the verbal offer extended to you by Bloominâ€™ Brands, Inc. (the â€œCompanyâ€) to serve as Chief Executive Officer (â€œCEOâ€) of the Company and its Affiliates, reporting to the Board of Directors of the Company (the â€œBoardâ€). Your effective date will be September 3, 2024 (the â€œStart Dateâ€). Whenever used in this Agreement, the term â€œAffiliateâ€ will mean, with respect to any entity, all persons or entities directly or indirectly controlled by Bloominâ€™ Brands, Inc., where control may be by management authority, contract or equity interest.The terms of your employment will be:1.Â Â Â Â Employment and Board Service. Subject to earlier termination as provided for in Section 7 hereof, the Company hereby employs you, and you hereby accept employment with the Company as its CEO commencing on the Start Date. Also, subject to the requirements of applicable law (including, without limitation, any rules or regulations of any exchange on which the common stock of the Company is listed, if applicable), the Company agrees appoint you to the Board commencing on the Start Date and to propose to the stockholders of the Company at each annual meeting occurring during the term of your employment as CEO your election or re-election, as applicable, as a member of the Board. If your employment with the Company terminates for any reason, your membership on the Board will also terminate, unless otherwise agreed in writing by you and the Company. In no event will a failure to reappoint or re-elect you to the Board constitute â€œGood Reasonâ€ for purposes of this Agreement. As CEO of the Company, you will diligently, competently, and faithfully perform all of the duties and functions (a) set forth in the Companyâ€™s Fourth Amended and Restated Bylaws, as they may be amended from time to time (the â€œBylawsâ€), and (b) customarily associated with or assigned to you by the Board commensurate with the position of CEO of the Company. Your employment relationship with the Company will also be governed by the general employment policies and practices of the Company, which are not contractual in nature and are subject to change by the Company, except that when the terms of this Agreement differ from or are in conflict with such policies and practices, this Agreement will control. Notwithstanding the foregoing, you will be permitted to manage personal investments, participate in charitable, educational, and professional activities, and, with the approval of the Board (which shall not be unreasonably withheld), serve on the board of directors or equivalent governing body, including any committees, of one for profit business that does not compete with the Company, provided that such activities do not materially interfere with the performance of your duties to the Company.2.Â Â Â Â Compensation. During the Term of Employment, subject to your performance in accordance with this Agreement, you will be entitled to the following:Â Â Â Â a.Â Â Â Â Â Base Salary. You will be entitled to an annual base salary equal to One Million Dollars ($1,000,000), payable in equal biweekly installments by the Company, subject to annual review for increase, but not decrease, in the discretion of the Board or the Compensation Committee of the Board (the â€œCompensation Committeeâ€).b.Â Â Â Â Annual Bonus Compensation. For each calendar year completed during the term hereof, you will be entitled to receive an annual bonus (the â€œAnnual Bonusâ€) on the following terms and conditions. The Annual Bonus will be determined under, and subject to, the terms of the Companyâ€™s annual bonus plan or program for its executives generally, as in effect from time to time (the â€œBonus Planâ€). Your target Annual Bonus (â€œTarget Bonusâ€) will be equal to one hundred seventy-five percent (175%) of the Base Salary, provided, however, that for fiscal year 2024, your Annual Bonus will be pro-rated based on the portion of the year during which you are employed by the Company and based on the attainment of performance goals under the Bonus Plan, as determined by the Board or the Compensation Committee. Any bonus due to you hereunder will be paid in the time and manner set forth in the Bonus Plan, including, among other things, the requirement that to be eligible you remain continuously employed with the Company through the payment date except as otherwise provided in Section 8. Your maximum Annual Bonus for any particular year will be two hundred percent (200%) of the Target Bonus.c.Â Â Â Â Equity-Based Compensation. With respect to each calendar year during the term of this Agreement beginning in 2025, subject to your continuous employment through the date of grant, at or about the time that the Company makes annual grants generally to its senior officers, the Company will award you a long-term incentive award under its 2020 Omnibus Incentive Compensation Plan (or successor plan, the â€œPlanâ€) and the award agreements thereunder having a target fair market value at the time of grant of $6,000,000 in accordance with applicable guidelines established by the Board or the Compensation Committee from time to time, in the sole discretion of, and in a form and amount determined by, the Board or the Compensation Committee. All equity awards will be subject to the receipt of any required stockholder, Board or Compensation Committee approvals, the terms of the Plan as then in effect and the award agreement evidencing such award, and the attainment of any applicable performance goals.d.Â Â Â Â Transition Award. On the first trading day of the first calendar month next following the Start Date (the â€œGrant Dateâ€) the Company will grant to you a one-time equity award (the â€œTransition Awardâ€) in accordance with and subject to the Plan and a corresponding award agreement thereunder consisting of restricted stock units representing a number of shares of the Companyâ€™s common stock, $0.01 par value per share (â€œCommon Stockâ€), equal to One Million Five Hundred Thousand Dollars ($1,500,000) divided by the closing market price of the Common Stock on the Grant Date and vesting as to one-third (1/3) of the restricted stock units on each anniversary of the Grant Date.2Â Â Â Â e.Â Â Â Â Â Inducement Compensation. i.Â Â Â Â On the Companyâ€™s first regular payroll date occurring after the Start Date, the Company will pay you a one-time cash bonus equal to Five Hundred Thousand Dollars ($500,000). If, however, your employment with the Company is terminated for any reason prior to the first anniversary of the Start Date, the bonus under this paragraph must be repaid to the Company in cash within thirty (30) days of the termination of your employment with the Company; provided that if your termination is for any reason other than a termination for Cause or resignation without Good Reason, you will only be required to repay the net after-tax amount of such bonus.ii.Â Â Â Â On the Grant Date, the Company will grant to you a one-time equity award in accordance with and subject to the Plan and a corresponding award agreement thereunder consisting of restricted stock units representing a number of shares of Common Stock equal to One Million Dollars ($1,000,000) divided by the closing market price of the Common Stock on the Grant Date and vesting as to one-third (1/3) of the restricted stock units on each anniversary of the Grant Date.f.Â Â Â Â Relocation Bonus. Your services will be performed primarily at the Companyâ€™s office located in Tampa, Florida, subject to travel requirements in connection with your duties under this Agreement. In connection with the relocation of your principal residence to the Tampa, Florida vicinity, on the Companyâ€™s first regular payroll date occurring after the Start Date, the Company will pay you a one-time relocation bonus equal to Five Hundred Thousand Dollars ($500,000), subject to applicable taxes and withholding. If, however, your employment with the Company is terminated for any reason prior to the first anniversary of the Start Date, or if you fail to permanently relocate to the Tampa, Florida vicinity prior to the first anniversary of the Start Date, the bonus under this paragraph must be repaid to the Company in cash within thirty (30) days following the earlier of the termination of your employment with the Company or the first anniversary of the Start Date; provided that in the case of a termination of employment, if such termination is for any reason other than a termination for Cause or is for a resignation with Good Reason, (i) you will not be required to repay any amount that you have already expended in relocating or in preparation for relocating, and (ii) you will only be required to repay the net after-tax amount of the excess of such bonus over any expenses described in (i). 3.Â Â Â Â Paid Time Off. During your employment, you will be entitled to four (4) weeks of vacation per annum, to be taken at such times and intervals as will be determined by you, subject to the reasonable business needs of the Company. Vacation will otherwise be governed by the policies of the Company, as in effect from time to time. Unless required by applicable law which cannot be waived, vacation time granted but not used in any year will be forfeited at the end of such one-year period and may not be carried over to any subsequent year.3Â Â Â Â 4.Â Â Â Â Fringe Benefits. In addition to any other rights you may have hereunder, you will also be entitled to participate in those employee benefit plans, programs and arrangements, including, but not limited to life insurance, medical benefits, etc., if any, as may be provided by the Company to similar employees of the Company, in each case as such plans, programs and arrangements may be in effect from time to time, all subject to the terms of such plans, programs or arrangements and applicable policies of the Company. Following your hire, you will be eligible to receive an annual comprehensive wellness exam provided through an annual comprehensive wellness exam provider that you reasonably select. This service is paid for by the Company and treated as income to you for tax purposes. Such benefits are subject to the applicable plan documents, and as may be amended or terminated by the Company from time to time. 5.Â Â Â Â Indemnification and Insurance. You will be entitled to coverage under such directors and officers liability insurance policies maintained from time to time by the Company for the benefit of its directors and officers. You will enter into an indemnification agreement in the standard form of the Companyâ€™s indemnification agreement for senior executives and, to the full extent permitted by such agreement, or any other indemnification agreement entered into by you and the Company, or the Bylaws, the Company will indemnify and hold you harmless from and against all costs, charges and expenses (including reasonable attorneyâ€™s fees) and provide for the advancement of expenses incurred or sustained in connection with any action, suit or proceeding to which you or your legal representative may be made a party by reason of your service as a director, officer or employee of the Company or any of its subsidiaries or affiliates. The provisions of this Section 5 will not be deemed exclusive of any other rights that you may have to seek indemnification.6.Â Â Â Â Expenses. Subject to compliance with the Companyâ€™s policies, as in effect from time to time, you may incur and be reimbursed by the Company for reasonable expenses on behalf of and in furtherance of the business of the Company. If any reimbursements under this provision are taxable to the you, such reimbursements will be paid on or before the end of the calendar year following the calendar year in which the reimbursable expense was incurred, and the Company will not be obligated to pay any such reimbursement amount for which you fail to submit an invoice or other documented reimbursement request at least thirty (30) business days before the end of the calendar year next following the calendar year in which the expense was incurred. The Company will reimburse you for reasonable legal fees of up to $25,000, subject to applicable taxes and withholding, actually incurred by you in connection with the preparation and execution of this Agreement so long as you accept this offer of employment, actually commence employment with the Company, and furnish the Company with reasonable written supporting documentation with respect to such legal fees.7.Â Â Â Â At Will Employment; Termination. The Company is an â€œat willâ€ employer and as such, employment with the Company is not for a fixed term or definite period and may be terminated at the will of either party, with or without Cause. Your employment with the Company and this Agreement will terminate immediately upon:a.Â Â Â Â Your death;4Â Â Â Â b.Â Â Â Â At the election of the Company and subject to any limitations imposed under applicable law, in the event of your Disability during the term of your employment. For purposes of this Agreement, the term â€œDisabilityâ€ will mean your inability, arising out of any medically determinable physical or mental impairment, to perform the services required of you hereunder for a period of (i) ninety (90) consecutive days or (ii) one hundred and twenty (120) total days during any period of three hundred and sixty-five (365) consecutive calendar days, as reasonably determined by the Board based on the opinion of a qualified physician selected with your consent (which shall not be unreasonably withheld); provided that your employment will not be terminated by reason of Disability prior to your satisfaction of any requirements to qualify for long term disability benefits.c.Â Â Â Â The existence of Cause. For purposes of this Agreement, the term â€œCauseâ€ will be defined as:i.Â Â Â Â your willful failure to perform, or gross negligence or insubordination in the performance of, your duties and responsibilities to the Company or its Affiliates (other than any such failure from incapacity due to physical or mental

illness);ii.Â Â Â Â your indictment or conviction of or plea of guilty or nolo contendere to (A) a felony or (B) a crime involving moral turpitude;iii.Â Â Â Â your engaging in dishonesty in your dealings with the Company or its Affiliates, the commission of fraud or illegal misconduct or gross misconduct; iv.Â Â Â Â any material violation by you of any covenant or restriction contained in this Agreement or any other agreement entered into with the Company or any of its Affiliates; orv.Â Â Â Â any material violation by you of any current or future published policy of the Company or its Affiliates (including, but not limited to, the Companyâ€™s discrimination and harassment policy, responsible alcohol policy, insider trading policy, Stock Ownership Guidelines, and code of conduct).Notwithstanding the foregoing, your employment will not be terminated for Cause pursuant to paragraphs (i), (iv) or (v) unless you are first given written notice from the Company specifying in reasonable detail the conduct alleged to violate such paragraph, and you have failed to cure such conduct, to the extent curable, within fifteen (15) days after receipt of such notice.d.Â Â Â Â At your election for Good Reason (i) by providing notice to the Company specifying in reasonable detail the condition giving rise to the Good Reason no later than thirty (30) days following the date on which you first become aware of the occurrence of that condition; provided, however, that to claim that an event, taken together with another event or events, constitutes Good Reason hereunder, you must have given notice to a member of the Board of such event within a reasonable period, but not more than thirty (30) days, after you first became aware of its occurrence; (ii) by providing the Company a period of thirty (30) days to remedy the condition and (iii) by terminating your employment for Good Reason within thirty (30) days following the expiration of the 5Â Â Â Â period to remedy if the Company fails to substantially remedy the condition. For purposes of this Agreement, the term â€œGood Reasonâ€ will be defined as:i.Â Â Â Â the assignment to you of any regular and material job duties inconsistent in any respect with your position (including status, offices, titles, and reporting requirements), authority, duties or responsibilities as in effect on the date hereof, any material diminution in such position, authority, duties or responsibilities; provided, however, that the following will not constitute Good Reason: (A) your ceasing to be a member of the Board as a result of a merger of the Company into an Affiliate or any other similar transaction, so long as you remain on the board of directors of the surviving entity, or (B) any sale, or transfer of equity or assets of the Company or an Affiliate so long as you remain CEO of the Company (or any successor to the Company) following such transaction, provided that a sale or other transfer, in one or a series of related transactions, of a majority of the assets of the Company other than to an entity controlled by the Company will constitute Good Reason, but only if the conditions set forth above in this subsection (i) are also satisfied;ii.Â Â Â Â a reduction by the Company in your base salary as in effect from time to time, unless the same percentage reduction is made in salary of all similarly situated employees; a reduction in your maximum Annual Bonus expressed as a percentage of your base salary, unless the same percentage reduction is made for all similarly situated employees; or a reduction in your Target Bonus;iii.Â Â Â Â the Company requires you to be based at or primarily work from any location more than fifty (50) miles from the location at which you were based or generally worked on the date hereof; oriv.Â Â Â Â a material breach by the Company or any Affiliate of its obligations under this Agreement or any other material agreement with you. e.Â Â Â Â At the election of the Company in its sole discretion, for any reason (other than for Cause);f.Â Â Â Â At your election, upon ninety (90) daysâ€™ prior written notice to the Company, provided, however that the Company may accelerate the effective date of the termination if it so chooses; andg.Â Â Â Â Your retirement. Notwithstanding the foregoing, a voluntary termination of employment by you after the occurrence of an event that would constitute Cause will not constitute a retirement.Termination of employment for all purposes under this Agreement will be determined to have occurred in accordance with the â€˜separation from serviceâ€™ requirements of Code Section 409A and the Treasury Regulations and other guidance issued thereunder, and based on whether the facts and circumstances indicate that Company and you reasonably anticipated that no further services would be performed after a 6Â Â Â Â certain date or that the level of your bona fide services after such date (as an employee or as an independent contractor) would permanently decrease to no more than twenty percent (20%) of the average level of bona fide services performed over the immediately preceding thirty-six (36) month period (or actual period of service, if less). For all purposes of this Agreement, termination for Cause will be deemed to have occurred in the event of your resignation when, because of existing facts and circumstances, subsequent termination for Cause can be reasonably foreseen. For the avoidance of doubt, the termination of your employment and this Agreement, for any reason, will not extinguish your obligations specified in Exhibit A hereof.8.Â Â Â Â Payments Upon Termination; Severance. a.Â Â Â Â General. Except as otherwise provided in Section 8(b), in the event of termination of employment pursuant to Section 7:i.Â Â Â Â You or your estate, as appropriate, will be entitled to receive (A) the base salary provided for herein up to and including the effective date of termination, prorated on a daily basis, (B) any vested benefits in pension, retirement or deferred compensation plans maintained by the Company or other amounts accrued and payable under any employee benefit plan, each pursuant to Section 4 above, and (C) any business expenses incurred by you pursuant to Section 6 above but unreimbursed on the date of termination, provided that such expenses and required substantiation and documentation are submitted under Company policy (all of the foregoing, payable subject to the timing limitations described herein, â€œFinal Compensationâ€).ii.Â Â Â Â All equity awards previously granted to you that are still outstanding will be forfeited, except to the extent otherwise provided in the Plan and applicable award agreement(s).b.Â Â Â Â Severance. The following benefits are conditioned on (i) you or your beneficiary signing and returning to the Company (without revoking) a timely and effective release of your claims existing as of the date on which the release is signed and relating to your employment by the Company and the termination of such employment, which release shall be in substantially the form then used by the Company for senior executives, and shall not require you to release your rights to severance, your rights to indemnification against third party claims, or your rights as a shareholder of the Company, and shall not impose any restrictive covenants upon your activities following employment in addition to those by which you are already bound (the â€œReleaseâ€), and (ii) you not engaging in a material violation of the terms and covenants of Exhibit A of this Agreement, and all benefits under this Section 8 will be subject to applicable taxes and withholding:i.Â Â Â Â In the event of termination of employment pursuant to Section 7(d) or 7(e), you will be entitled to receive as full and complete severance compensation (A) any Annual Bonus earned for the fiscal year preceding that in which termination occurs, but unpaid on the date of termination (the â€œUnpaid Bonusâ€), (B) an amount (the â€œSeverance Amountâ€) equal to the sum of (x) twenty-four (24) months of the base salary at the rate in effect on the date of termination plus (y) a pro-rata Annual Bonus for the year in which such termination of 7Â Â Â Â employment occurs, calculated by multiplying the Target Bonus by a fraction, the numerator of which is the number of days you were employed during such year and the denominator of which is 365 (the â€œPro-Rata Bonusâ€), (C) in accordance with the terms of the award agreement entered into in connection with the Transition Award, the Transition Award will fully vest as of the effective date of such termination of employment (the â€œAccelerated Transition Awardâ€), and (D) a lump-sum cash payment in an amount equal to twelve (12) months of premium costs for COBRA continuation coverage for group medical and dental coverage based on your enrollment election at the time of the termination of your employment with the Company. Severance payments pursuant to Section 8(b)(i)(A), (B), and (D) above will be payable in a lump sum within sixty days following the expiration of the revocation period for the Release. You acknowledge and agree that in the event of termination of employment pursuant to Section 7(d) or 7(e), the payments provided in this Section 8(b) and the Final Compensation provided in Section 8(a) will be the only obligation that the Company or any of its Affiliates will have to you, except to the extent otherwise provided in the Plan and applicable award agreement(s).ii.Â Â Â Â In the event of termination of employment pursuant to Section 7(a) or 7(b), you or your estate, as appropriate, will be entitled to receive (A) the Unpaid Bonus, (B) the Pro-Rata Bonus and (C) the Accelerated Transition Award. You or your estate, as appropriate, acknowledge and agree that in the event of termination of employment pursuant to Section 7(a) or 7(b), the payments provided in this Section 8(b)(ii) and the Final Compensation provided in Section 8(a) will be the only obligation that the Company or any of its Affiliates will have to you except to the extent otherwise provided in the Plan and applicable award agreement(s).iii.Â Â Â Â In the event of termination of employment pursuant to Section 7(g), you will be entitled to receive the Unpaid Bonus; provided, however, that if your termination of employment pursuant to Section 7(g) occurs after you have attained age 60 and on or after the fifth anniversary of the Start Date, in accordance with the terms of the award agreement(s) entered into in connection with the equity-based compensation that is then outstanding pursuant to Section 2(c), such equity-based compensation will vest pro rata as of the effective date of such termination of employment on account of your qualifying retirement and in accordance with the terms of the award agreement(s).c.Â Â Â Â You may also be entitled to payments and benefits under the Companyâ€™s Executive Change in Control Plan (the â€œCIC Planâ€); provided, however, in accordance with the terms of the CIC Plan, such payments and benefits described in the CIC Plan will be reduced by the amount of other severance or similar termination payments or benefits provided by the Company to you under this Agreement or other arrangement or any payments or benefits required to be provided by the Company to you under any federal or state law.9.Â Â Â Â Assignability. This Agreement and the rights and duties created hereunder, will not be assignable or delegable by you. The Company will have the right, without your knowledge or consent, to 8Â Â Â Â assign this Agreement, in whole or in part and any or all of the rights and duties hereunder, including but not limited to the restrictive covenants of Exhibit A hereof to any person, including but not limited to any Affiliate of the Company, or any successor to the Companyâ€™s interest in the restaurants, and you will be bound by such assignment. Any assignee or successor may enforce any restrictive covenant of this Agreement. Notwithstanding the foregoing, the assignment by the Company of this Agreement to any Affiliate, or any other person other than a successor to the Companyâ€™s business that assumes and agrees to be bound by this Agreement, shall not constitute a novation and shall not relieve the Company of its obligations hereunder.10.Â Â Â Â Code Section 409A Compliance; Taxes.a.Â Â Â Â To the extent applicable, this Agreement will be interpreted and applied consistent and in accordance with Section 409A of the Internal Revenue Code of 1986, as amended (â€œCode Section 409Aâ€). To the extent any expense reimbursements or in-kind benefits are subject to Code Section 409A, (i) the amount of expenses reimbursed or in-kind benefits provided in one year will not affect the amount eligible for reimbursement or provided in any subsequent year, (ii) the right to reimbursement or in-kind benefits will not be subject to liquidation or exchange for another benefit, and (iii) the Company will reimburse or provide any such eligible reimbursements or benefits by the end of the calendar year next following the calendar year in which the expense was incurred, subject to any earlier required deadline for payment otherwise applicable under this agreement.b.Â Â Â Â You will be responsible for the payment of all taxes applicable to payments or benefits received from the Company. It is the intent of the Company that the provisions of this Agreement and all other plans and programs sponsored by the Company be interpreted to comply in all respects with Code Section 409A, however, the Company will have no liability to you, or any successor or beneficiary thereof, in the event taxes, penalties or excise taxes may ultimately be determined to be applicable to any payment or benefit received by you or any successor or beneficiary thereof.11.Â Â Â Â Repayment of Awards; Forfeiture. The Compensation Committee hereby reserves the right to seek repayment or recovery of compensation, including shares of Common Stock subject to or issued under the Plan, per the Companyâ€™s Compensation Recovery Policy, as it may be amended from time to time, or any successor policy thereto. In addition, any award, including any shares of Common Stock subject to or issued under the Plan, is subject to any other recovery, recoupment, clawback and/or other forfeiture policy maintained by the Company from time to time, and is also subject to any applicable law or regulation or the standards of any stock exchange on which the Common Stock is then listed that provide for any such recovery, recoupment, clawback and/or forfeiture. The Compensation Committee may also specify in an award agreement that your rights, payments, and benefits with respect to an award shall be subject to reduction, cancellation, forfeiture, or recoupment upon the occurrence of certain events, in addition to applicable vesting conditions. Such events may include, without limitation, breach of non-competition, non-solicitation, confidentiality, or other restrictive covenants that are contained in the Award Agreement or otherwise applicable to you, a termination of your employment for Cause, or other conduct by you that is detrimental to the business or reputation of the Company and/or its Affiliates.9Â Â Â Â 12.Â Â Â Â Miscellaneous.a.Â Â Â Â Under the Companyâ€™s Stock Ownership Guidelines, by no later than the fifth (5th) anniversary of the Start Date, you will be required to own shares of Common Stock with an aggregate fair market value of at least 6x Base Salary. Unvested restricted stock units and other outstanding awards under the Plan will be taken into account for purposes of calculating this required minimum holding. The amount and method of calculation of this holding requirement may be changed by the Board from time to time by modification of the Companyâ€™s Stock Ownership Guidelines.b.Â Â Â Â The validity, interpretation, and performance of this Agreement shall be governed, interpreted, and construed in accordance with the laws of the State of Florida without giving effect to the principles of comity or conflicts of laws thereof.c.Â Â Â Â This Agreement constitutes the full commitments that have been extended to you and shall supersede any prior agreements whether oral or written. However, this does not constitute a contract of employment for any period of time. Should you have any questions regarding these commitments or your ability to conform to Company policies and procedures, please let the Company know immediately. The provisions of this Agreement shall survive the termination of your employment for any reason to the extent necessary to enable the parties to enforce their respective rights hereunder.d.Â Â Â Â THE PARTIES HEREBY WAIVE ANY RIGHT TO TRIAL BY JURY IN ANY PROCEEDING ARISING OUT OF OR RELATING TO THIS AGREEMENT OR ANY OF THE CONTEMPLATED TRANSACTIONS, WHETHER NOW EXISTING OR HEREAFTER ARISING, AND WHETHER SOUNDING IN CONTRACT, TORT OR OTHERWISE. THE PARTIES AGREE THAT ANY OF THEM MAY FILE A COPY OF THIS PARAGRAPH WITH ANY COURT AS WRITTEN EVIDENCE OF THE KNOWING, VOLUNTARY AND BARGAINED-FOR AGREEMENT AMONG THE PARTIES IRREVOCABLY TO WAIVE TRIAL BY JURY AND THAT ANY PROCEEDING WHATSOEVER BETWEEN THEM RELATING TO THIS AGREEMENT OR ANY OF THE CONTEMPLATED TRANSACTIONS SHALL INSTEAD BE TRIED IN A COURT OF COMPETENT JURISDICTION BY A JUDGE SITTING WITHOUT A JURY.THE PARTIES INTEND THAT THIS WAIVER OF THE RIGHT TO A JURY TRIAL BE AS BROAD AS POSSIBLE. BY THEIR SIGNATURES BELOW, THE PARTIES PROMISE, WARRANT AND REPRESENT THAT THEY WILL NOT PLEAD FOR, REQUEST OR OTHERWISE SEEK TO HAVE A JURY TO RESOLVE ANY AND ALL DISPUTES THAT MAY ARISE BY, BETWEEN OR AMONG THEM.e.Â Â Â Â By signing this Agreement, you indicate your acceptance of the Companyâ€™s offer. Please keep one original copy of this Agreement for your personal files.[Signature Page Follows]10Â Â Â Â IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first written above. COMPANYBloominâ€™ Brands, Inc., a Delaware corporation By:/s/ Michael MohanTitle:Michael Mohan, Chairman of the BoardEXECUTIVE/s/ Michael SpanosMichael Spanos11Â Â Â Â EXHIBIT A â€“ Restrictive Covenants1.Â Â Â Â Noncompetition. a.Â Â Â Â During Term. Except with the prior written consent of the Company, during your employment with the Company, you will not, individually or jointly with others, directly or indirectly, whether for your own account or for that of any other person or entity, engage in or own or hold any ownership interest in any person or entity engaged in a â€œfull service restaurantâ€ business, or any â€œproposed full service restaurantâ€ to be owned or operated by you or any other person or entity or undertake any planning for any such business, and you will not act as an officer, director, employee, partner, independent contractor, consultant, principal, agent, proprietor or in any other capacity for, nor lend any assistance (financial or otherwise) or cooperation to, any such person or entity. â€œFull service restaurantâ€ will include, but is not limited to, any restaurant business generally considered to be in the casual dining, polished casual dining or high end casual dining business and â€œfull service restaurants owned or operated by the Company or any of its Affiliatesâ€ will include any entity in which the Company, or any of its Affiliates has an interest, including, but not limited to, an interest as a franchisor, but will not include any entities to whose exclusion the Company consents. The term â€œproposed full-service restaurantâ€ will include all locations for which the Company or any of its franchisees or Affiliates is conducting active, bona fide negotiations to secure a fee or leasehold interest with the intention of establishing a full-service restaurant thereon.b.Â Â Â Â Post Term. For a continuous period of two (2) years commencing on termination of your employment with the Company, regardless of any termination pursuant to Section 7 of the Agreement or any voluntary termination or resignation by you, you will not, individually or jointly with others, directly or indirectly, whether for your own account or for that of any other person or entity, engage in or own or hold any ownership interest in any person or entity engaged in a full service restaurant business that is located or intended to be located within a state (if inside the United States of America) or a country (if outside the United States of America) in which any restaurant owned or operated by the Company or any of its Affiliates is located, or any such proposed full service restaurant to be owned or operated by you or any other person or entity, and you will not act as an officer, director, employee, partner, independent contractor, consultant, principal, agent, proprietor or in any other capacity for, nor lend any assistance (financial or otherwise) or cooperation to, any such person or entity. c.Â Â Â Â Limitation. Notwithstanding subsections (a) and (b) immediately above, it will not be a violation of this Section 1 for (i) you to own a one percent (1%) or smaller interest in any corporation required to file periodic reports with the Securities and Exchange Commission pursuant to the Securities Exchange Act of 1934, as amended, or successor statute, or (ii) you from working for or providing services to any entity if such entity, together with its affiliates, derives less than five percent (5%) of consolidated gross revenues from the full service restaurant business and your responsibilities do not primarily involve conduct of the full service restaurant business by such entity.12Â Â Â Â 2.Â Â Â Â Nondisclosure; Nonsolicitation; Nonpiracy. a.Â Â Â Â Except in the good faith performance of your duties hereunder, at no time during your employment with the Company, or at any time thereafter, will you, individually or jointly with others, for your benefit or any third party, publish, disclose, use or authorize anyone else to publish, disclose or use any Confidential Information, except (i) to the extent required by law, regulation or valid subpoena, provided that you agree to furnish prompt notice, if legally permitted to do so, to the Company of any required disclosure of Confidential Information sought pursuant to subpoena, court order or any other legal process or requirement, and agree to provide the Company a reasonable

opportunity to seek protection of the Confidential Information prior to any such disclosure, or (ii) to the extent that such information becomes publicly known or available through no fault of your own. Further, you may disclose Confidential Information to a government agency as part of a report, complaint, or investigation without providing notice to the Company; but if you make such disclosure, you agree to take reasonable steps to try to prevent the disclosure of Confidential Information beyond these allowable parameters. The Company is not waiving any attorney-client privilege or work-product protection. You will comply with the policies and procedures of the Company and its Affiliates for protecting Confidential Information. â€œConfidential Informationâ€ means any and all information of the Company and its Affiliates that is not generally known by the public, including by not limited to others with whom they compete or do business, or with whom they plan to compete or do business and any and all non-public information, which, if disclosed by the Company or its Affiliates would assist in competition against them. Confidential Information includes, without limitation, such information relating to (A) the development, research, testing, manufacturing, marketing and financial activities of the Company and its Affiliates, (B) the costs, sources of supply, financial performance and strategic plans of the Company its Affiliates, (C) the identity and special needs of the customers of the Company and its Affiliates, (D) trade and industrial practices, trade secrets, recipes, product specifications, restaurant operating techniques and procedures, marketing techniques and procedures and vendors, and (E) the people and organizations with whom the Company and its Affiliates have business relationships and those relationships. Confidential Information also includes information that the Company or any of its Affiliates have received, or may receive hereafter, belonging to others or which was received by the Company or any of its Affiliates, and is being held, with any understanding, express or implied, that it will not be disclosed.b.Â Â Â Â During your employment with the Company and for two (2) years thereafter, except as is the result of a broad solicitation that is not targeting employees or independent contractors of the Company or any of its franchisees or Affiliates, you will not, directly or indirectly as an officer, director, employee, partner, independent contractor, consultant, principal, agent, proprietor, owner or part owner, or in any other capacity, of or for any person or entity, (i) offer employment to, or hire, any employee of the Company or any of its franchisees or Affiliates, or otherwise directly or indirectly solicit or induce any employee of the v or any of its franchisees or Affiliates to terminate his or her employment with the Company or any of its franchisees or Affiliates, or (ii) solicit or encourage any independent contractor providing services 13Â Â Â Â to the Company or any of its franchisees or Affiliates to terminate or diminish its relationship with them. For the purposes of this Agreement, an â€œemployeeâ€ or â€œindependent contractorâ€ of the Company or any of its Affiliates is any person who was such at any time within the preceding two years. 3.Â Â Â Â Company Property: Duty to Return. All Company property and assets, including but not limited to products, recipes, product specifications, training materials, employee selection and testing materials, marketing and advertising materials, special event, charitable and community activity materials, customer correspondence, internal memoranda, products and designs, sales information, project files, price lists, customer and vendor lists, prospectus reports, customer or vendor information, sales literature, territory printouts, call books, notebooks, textbooks, all other like information or products and all other Confidential Information, including but not limited to all copies, duplications, replications, and derivatives of such information or products, now in your possession or acquired by you while in the employ of the Company, will be the exclusive property of the Company and will be returned to the Company no later than the date of your last day of work with the Company. Except in connection with the good faith performance of your regular duties for the Company or as expressly authorized in writing in advance by the Company, you will not copy any Company property and assets or remove any Company property and assets or copies or derivatives thereof from the premises of the Company.4.Â Â Â Â Inventions, Ideas, Processes, and Designs. All inventions, ideas, recipes, processes, programs, software and designs (including all improvements) related to the business or any prospective activity of the Company will be disclosed in writing promptly to the Company, and will be the sole and exclusive property of the Company, if either (a) conceived, made or used by you during the course of your employment with the Company (whether or not actually conceived during regular business hours) or (b) made or used by you for a period of six (6) months subsequent to the termination or expiration of such employment. Any invention, idea, recipe, process, program, software or design (including an improvement) will be deemed â€œrelated to the business of the Companyâ€ if (a) it was made with equipment, facilities or Confidential Information of the Company, (b) results from work performed by you for the Company or (c) pertains to the current business or demonstrably anticipated research or development work of the Company. You will cooperate with the Company and its attorneys in the preparation of patent and copyright applications for such developments and, upon request, will promptly assign, and do hereby assign, all such inventions, ideas, recipes, processes, and designs to the Company. The decision to file for patent or copyright protection or to maintain such development as a trade secret will be in the sole discretion of the Company, and you will be bound by such decision. You will provide the Company a complete list of all inventions, ideas, recipes, processes and designs if any, patented or unpatented, copyrighted or non-copyrighted, including a brief description, that you have made or conceived prior to your employment with the Company, and that, therefore, are excluded from the scope of this Agreement.5.Â Â Â Â Restrictive Covenants: Consideration; Non-Estoppel; Independent Agreements; and Non-Executory Agreements. The restrictive covenants of Section 1, Section 2 and Section 4 of this Exhibit are given and made by you to induce the Company to employ you and to enter into this Agreement with you, and you hereby acknowledge that employment with the Company is sufficient 14Â Â Â Â consideration for these restrictive covenants. For purposes of 16 C.F.R. 910.2, if applicable, you agree and acknowledge that (i) you are a â€œsenior executiveâ€ of the Company, as such term is defined in 16 C.F.R. 910.1, and (ii) this Agreement was entered into prior to the effective date of the restrictions contained in 16 C.F.R. 910.2. The restrictive covenants of Section 1, Section 2 and Section 4 of this Exhibit will be construed as agreements independent of any other provision in this Agreement, and the existence of any claim or cause of action you may have against the Company, whether predicated upon this Agreement or otherwise, will not constitute a defense to the enforcement of any restrictive covenant.The refusal or failure of the Company to enforce any restrictive covenant of Section 1, Section 2 or Section 4 of this Exhibit (or any similar agreement) against any other employee, agent, or independent contractor, for any reason, will not constitute a defense to the enforcement by the Company of any such restrictive covenant, nor will it give rise to any claim or cause of action by you against the Company.6.Â Â Â Â Reasonableness of Restrictions; Reformation; Enforcement. The parties hereto recognize and acknowledge that the geographical and time and scope of activity limitations contained in Section 1, Section 2 and Section 4 of this Exhibit are reasonable and properly required for the adequate protection of the Companyâ€™s interests. You acknowledge that the Company or its Affiliate is the owner, or the licensee of the trademarks used by it, and the owner or the licensee of the restaurant operating systems. It is agreed by the parties hereto that if any portion of the restrictions contained in Section 1, Section 2 or Section 4 are held to be unreasonable, arbitrary, or against public policy, then the restrictions will be considered divisible, whether as to the time and/or to the geographical area and/or scope of activity, with each month of the specified period being deemed a separate period of time and each radius mile of the restricted territory being deemed a separate geographical area, so that the lesser period of time or geographical area will remain effective so long as the same is not unreasonable, arbitrary, or against public policy. The parties hereto agree that in the event any court of competent jurisdiction determines the specified period or the specified geographical area of the restricted territory or the scope of the restricted activity to be unreasonable, arbitrary, or against public policy, a lesser time period or geographical area or scope of activity that is determined to be reasonable, nonarbitrary, and not against public policy may be enforced against you. If you violate any of the covenants contained herein and if any court action is instituted by the Company to prevent or enjoin such violation, then the period of time during which your business activities will be restricted, as provided in this Agreement, will be lengthened by a period of time equal to the period between the date of your breach of the terms or covenants contained in this Agreement and the date on which the decree of the court disposing of the issues upon the merits will become final and not subject to further appeal.If either party initiates legal proceedings to enforce, interpret or construe any of the covenants contained in this Agreement, each party will pay its own legal fees, and the prevailing party in such proceedings will be entitled to receive from the non-prevailing party, in addition to all other remedies, all costs of such proceedings including appellate proceedings.15Â Â Â Â 7.Â Â Â Â Specific Performance. You agree that a breach of any of the covenants contained in Section 1, Section 2, Section 3 or Section 4 of this Exhibit will cause irreparable injury to the Company for which the remedy at law will be inadequate and would be difficult to ascertain and therefore, in the event of the breach or threatened breach of any such covenants, the Company will be entitled, in addition to any other rights and remedies it may have at law or in equity, to seek an injunction to restrain you from any threatened or actual activities in violation of any such covenants. You hereby consent and agree that temporary and permanent injunctive relief may be granted in any proceedings that might be brought to enforce any such covenants without the necessity of proof of actual damages, and in the event the Company does apply for such an injunction, you will not raise as a defense thereto that the Company has an adequate remedy at law.8.Â Â Â Â Cooperation. You will cooperate fully with all reasonable requests for information and participation by the Company, its agents, or its attorneys, in prosecuting or defending claims, suits, and disputes brought on behalf of or against the Company and in which you are involved or about which you have knowledge. After the termination of your employment, the Company will instruct its attorneys to use reasonable efforts to schedule any proceeding requiring your participation in a manner that minimizes any interference with your personal or professional activities and will reimburse you for all reasonable expenses incurred by you in such cooperation.9.Â Â Â Â Nondisparagement. During the term of employment and at all times thereafter, you will not publicly disparage the Company, its Affiliates, or its or their directors, officers, business or products.Â During the term of employment, the Company will not issue any official Company statements that publicly disparage you, unless the Company determines reasonably and in good faith that such statements are true and are necessary to avoid or mitigate reputational damage to the Company. Nothing contained herein will preclude any person from providing truthful testimony in any judicial or administrative proceeding or complying with any whistleblower or similar statute, or shall apply to internal discussions within the Company relating to your performance, or to truthful disclosures made by the Company pursuant to any securities law, or the rules of any securities exchange on which the Companyâ€™s shares are listed.16 EX-10.3 3 blmn-092924_ex103.htm EX-10.3 - SEPARATION AND RELEASE AGREEMENT DocumentExhibit 10.3SEPARATION AND RELEASE AGREEMENTThis SEPARATION AND RELEASE AGREEMENT (â€œAgreementâ€) is entered into by and between Bloominâ€™ Brands, Inc. (â€œBBIâ€ or â€œthe Companyâ€) and Astrid Isaacs (â€œIsaacsâ€). In consideration of the mutual covenants, conditions and promises set forth in this Agreement, and other good and valuable consideration, the receipt and legal sufficiency of which are hereby acknowledged, the undersigned parties agree as follows:I.Â Â Â Â DefinitionsFor purposes of this Agreement, the following Definitions will apply:A.Â Â Â Â Termination Date. The â€œTermination Dateâ€ will be September 3, 2024.B.Â Â Â Â Effective Date. The â€œEffective Dateâ€ of this Agreement is the eighth (8th) day after Isaacsâ€™s execution of this Agreement, as set forth in Paragraph II.F(4) below, provided that Isaacs does not exercise her right to revoke as set forth in that paragraph.C.Â Â Â Â Released Parties. The â€œReleased Partiesâ€ include but are not limited to Bloominâ€™ Brands, Inc., OS Management, Inc., OSI Restaurant Partners, LLC, direct and indirect affiliates (including but not limited to Outback Steakhouse of Florida, LLC, Bonefish Grill, LLC, Carrabbaâ€™s Italian Grill, LLC, OS Prime, LLC, OS Pacific, LLC, DoorSide, LLC, OSI/Flemingâ€™s, LLC,Â OSI International, LLC, Outback Steakhouse International, LLC, and OS Restaurant Services, LLC), and all of the past and present directors, officers, partners, shareholders, supervisors, employees, representatives, successors, assigns, subsidiaries, parents, and insurers of OS Management, Inc. and its parents and affiliates.D.Â Â Â Â Releasing Parties. The â€œReleasing Partiesâ€ are the Isaacs and her attorneys, heirs, executors, administrators, representatives, agents, successors, and assigns.II.Â Â Â Â TermsA.Â Â Â Â Return of BBI Property. If she has not already done so, Isaacs will return and give to BBI as soon as possible, but no later than seven (7) days after the Termination Date, all documents, computer files, and any copies thereof, which relate to BBIâ€™s business and which are in her possession, or under her direction or control and all cell phones, keys, identification cards, or other tangible items that are the property of BBI.B.Â Â Â Â Severance Pay and Benefits. In consideration for Isaacsâ€™s execution of this Agreement, and her release of claims as set forth below, BBI will pay to her as severance pay a lump sum payment of $1,016,664.00 less applicable taxes and withholdings. Such payment will be made through direct deposit on the soonest available pay day on or after the date this Agreement becomes enforceable. As further consideration, the Company will pay to Isaacs in one lump sum payment $12,000.00 an amount equal to twelve (12) months of the monthly COBRA premium, grossed up for taxes, that Isaacs would be required to pay to continue Isaacsâ€™s group health and dental coverage in effect on the Separation Date. This payment will be made regardless of whether Isaacs elects COBRA continuation coverage. This payment does not extend the period in which Isaacs has to elect COBRA nor does it extend the COBRA continuation period. As further consideration, the Company hereby waives the non-complete provision contained in paragraph 1. Restrictive Covenant of Isaacsâ€™s Offer Letter dated September 22, 2021.C.Â Â Â Â Not Otherwise Entitled. The parties agree that, apart from this Agreement, Isaacs is entitled to no payments or other consideration from BBI. The payment described in Paragraph II.B is contingent upon Isaacsâ€™s execution of this Agreement, her not exercising her right to revoke, and her compliance with all the terms of this Agreement. For treatment of Isaacsâ€™s equity interest, see attached Exhibit 1.D.Â Â Â Â No Further Obligation. Isaacs agrees that, regardless of whether Isaacs executes this Agreement, she has been paid all earned and accrued compensation, less applicable deductions, through the Termination Date by BBI. Isaacs understands that if she does not sign this Agreement by the twenty-one (21) day consideration date set forth in F, below, then this Agreement shall be forfeited, and Isaacs shall not be entitled to receive the payments provided for in this Agreement.E.Â Â Â Â Employee Benefits. Isaacs further agrees that after the Termination Date Isaacs no longer has any coverage or entitlement to benefits or contributions under any of BBIâ€™s benefit plans, with the exception of her option to elect continuation coverage under COBRA and any benefits through BBIâ€™s plans that were vested as of the Termination Date or as otherwise required by law.F.Â Â Â Â Acknowledgements. Isaacs acknowledges that she has read and understands this Agreement, and she specifically acknowledges the following:(1) That she has been advised by BBI to consult with an attorney, and has had the opportunity to consult with an attorney, before signing this Agreement; and(2) That she has been given twenty-one (21) days to decide whether to sign this Agreement; and(3) That she is waiving, among other claims, age discrimination claims under the Age Discrimination in Employment Act (â€œADEAâ€), 29 U.S.C. Â§621, et seq., and all amendments thereto; and (4) That if she signs this Agreement, she has seven (7) days in which to revoke her signature, and that the Agreement will not become effective or enforceable until after the Effective Date (in other words, the revocation period must have expired, and Isaacs must not have exercised her right to revoke). Specifically, Isaacs understands that she will not receive the payment referred to in Paragraph II.B until after the Effective Date. To revoke this Agreement, Isaacs must send a written notice to Kelly Lefferts at KellyLefferts@BloominBrands.com no later than the eighth (8th) day after Isaacsâ€™s signing of the Agreement; and (5) That, by signing this Agreement, she is not waiving or releasing any claims based on actions or omissions that occur after the date of her signing of this Agreement.G.Â Â Â Â Release and Waiver of Claims. In exchange for the payments described in Paragraph II.B above, the Releasing Parties fully and forever, waive release and discharge the Released Parties from any and all claims of any nature, whether known or unknown, which Isaacs may have arising out of, in any way related to, or in connection with her employment or termination of her employment, through the Effective Date of this Agreement. This release includes, but is not limited to, the following claims: Title VII of the Civil Rights Act of 1964, 42 U.S.C. Â§ 2000e et seq., as amended; the Age Discrimination in Employment Act, 29 U.S.C. Â§ 621 et seq. (â€œADEAâ€); the Americans with Disabilities Act, 42 U.S.C. Â§ 12101 et seq.; the Employee Retirement Income Security Act, 29 U.S.C. Â§ 1001 et seq. (except such rights as may be vested under any retirement plan sponsored by BBI); the Family and Medical Leave Act, 29 U.S.C. Â§2601, et seq. (to the extent such claims can be waived); the Genetic Information Nondiscrimination Act (â€œGINAâ€); the Florida Civil Rights Act of 1992 (F.S. Â§760.01et seq., as amended), the Florida Whistle Blower Act (F.S. Â§448.102 et seq.,), the Florida Workersâ€™ Compensation Retaliation Statute (F.S. Â§440.205 et seq.) any rights, actions, claims (including medical and health benefit claims), or liability under (a) any state or local statute or regulation, including but not limited to wrongful discharge in violation of public policy, and all state or local whistleblower protection statutes, codes, or regulations, or (b) common law principles, including tort, contract, and equitable claims, except claims or proceedings necessary to enforce the provisions of this Agreement or that cannot be waived by signing of this Agreement; or any claims for wrongful discharge, discrimination, retaliation, harassment, breach of contract, intentional or negligent infliction of emotional distress, defamation, interference with contract, or any other cause of action based on federal, state, or local law or the common law, whether in tort or in contract.H.Â Â Â Â Non-Admission of Liability. Isaacs agrees that BBI entered into this Agreement in compromise of a disputed claim and is not an admission of any liability or wrongdoing on the part of BBI. I.Â Â Â Â Taxation. Isaacs agrees that she is solely responsible for payment of all federal, state, and local taxes on the amounts paid under this Agreement. In the event that BBI is required to pay back taxes or Social Security, or fines or assessments, because of Isaacsâ€™s non-payment of taxes on the amounts paid under this Agreement, Isaacs agrees to indemnify BBI for any such amounts. J.Â Â Â Â Communications to Third Parties. Isaacs will not speak in a defamatory manner concerning BBI or any of the Released Parties to any person who is not a party to this Agreement, and in the event that an employer or prospective employer contacts BBI for a job reference or referral concerning Isaacs, BBI will instruct its employees, agents or representatives with responsibility for making such reference or referral to provide only Isaacsâ€™s dates of employment and position(s) held, consistent with BBIâ€™s normal policy and practice. Any request for a reference should be directed to www.theworknumber.com with company code 13799. K.Â Â Â Â Confidentiality. Isaacs agrees that she will not disclose the circumstances of her departure from BBI or the existence or contents of this Agreement, including the amount of

monetary payment, to anyone other than her attorneys, financial advisers, or her spouse if any, or pursuant to an appropriate order from a court or other entity with competent jurisdiction. If asked about her separation from employment with BBI, Isaacs agrees to state that she left to pursue other opportunities or words to that effect. In addition, Isaacs acknowledges that she has held positions of trust and confidence with BBI, and that during the course of her employment she has received or been exposed to material and other information concerning its customers or clients; its policies, practices and procedures; its sales, marketing and financial information; and other information which is proprietary in nature, confidential to BBI, and not generally available to the public or to BBIâ€™s competitors, and which, if used or divulged against BBIâ€™s best interests would irreparably damage its ability to compete in the marketplace (â€œConfidential Informationâ€). Isaacs further agrees not to possess, use, or disclose to any person or entity any Confidential Information without the prior, written consent of BBI, or except as may be required by court order, statute, law, or regulation. Isaacs agrees that if she breaches this confidentiality provision, she will pay BBI $50,000.00 in liquidated damages for the breach. Isaacs acknowledges that estimating losses due to aÂ breachÂ can be difficult. Isaacs further agrees that she will not at any time, disclose, use, or communicate to any person or entity, whether directly or indirectly, any Confidential Information obtained by Isaacs during the term of Isaacs's employment with BBI, unless (i) such disclosure or communication is compelled by law, or (ii) Isaacs has received specific written authorization in advance from BBI prior to the disclosure, use, or communication.BBI and its officers, directors, agents, and management-level employees will have the right to discuss Isaacsâ€™s employment and this Agreement among themselves.L.Â Â Â Â Â Challenge to Validity, Truthful Testimony Under Oath and Cooperation with Government Agency. Nothing in this Agreement, including but not limited to the provisions in Sections G, J, and K, (a) limits or affects Isaacsâ€™s right to challenge the validity of this Agreement, including a challenge under the Age Discrimination in Employment Act of 1967, as amended; (b) interferes with Isaacsâ€™s right and responsibility to give truthful testimony under oath; or (c) precludes Isaacs from participating in an investigation, filing a charge, or otherwise communicating with the Equal Employment Opportunity Commission or state agency responsible for enforcing anti-discrimination laws. However, Isaacs promises never to seek or accept any damages, remedies, or other relief for Isaacs personally with respect to any claims released in this Agreement.M.Â Â Â Â Obligation to Cooperate and Assist. Isaacs agrees to cooperate in good faith with BBI to assist it with any information or matter which is within Isaacsâ€™s knowledge as a result of Isaacsâ€™s employment with BBI, including but not limited to making herself reasonably available for interview by BBIâ€™s attorneys, or providing truthful testimony without the necessity of a subpoena or compensation, in any pending or future legal matter in which BBI is a party. (PROVIDED, however, that it will not be a breach of this Agreement for Isaacs to request a subpoena if her then-employer desires or requests it.) In such instances, BBI will pay all reasonable travel expenses associated with such cooperation and will attempt to schedule such matters at the convenience of Isaacs.N.Â Â Â Â Waiver. No waiver of any breach of this Agreement shall be construed to be a waiver as to succeeding breaches. O.Â Â Â Â Entire Agreement; Modification. The parties agree that this is the entire agreement between the parties. This Agreement overrides and replaces all prior negotiations and terms proposed or discussed, whether in writing or orally, about the subject matter of this Agreement, with the exception of any obligations which, by its terms or by operation of law, continues during Isaacsâ€™s employment and/or thereafter survives the termination of Isaacsâ€™s employment including but, but not limited to paragraphs 2, 3 and 4 of Isaacsâ€™s offer letter dated September 22, 2021 (the â€œOffer Letterâ€) a copy of which is attached for reference as Exhibit A to this Agreement. Isaacs understands and acknowledges that the confidentiality obligations of this Agreement will supplement, but not replace, such agreement or agreements. No modification of this Agreement will be valid unless it is in writing identified as an Amendment to the Agreement and is signed by Isaacs and an authorized executive of BBI. Unless otherwise required by law, the parties agree that any changes to this agreement, whether material or not, do not restart the 21-day consideration period provided to Isaacs in paragraph F.(2).P.Â Â Â Â Governing Law and Venue. This Agreement is governed by and construed in accordance with the laws of the state of Florida. If legal action is brought at any time based on any controversy or claim arising out of, or relating to this Agreement, the parties agree to submit to the jurisdiction and venue of the state or federal courts located in Hillsborough County, Florida.Q.Â Â Â Â Remedies for Breach.(1)Â Â Â Â ADEA. In the event that the Releasing Parties bring and prevail in an action Â Â Â Â against the Released Parties based on an ADEA claim released in Paragraph II.G, the Released Parties will be entitled to offset any recovery by the amounts paid under this Agreement or the amount recovered by the Releasing Parties, whichever is less. If the Released Parties prevail in such an action, the Released Parties will be Â Â Â Â entitled to all remedies authorized by applicable law.(2)Â Â Â Â All Other Claims. In the event that the Releasing Parties bring an action against the Released Parties based on any other claim released in Paragraph II.G, the Released Parties may, at their option, and as applicable (a) stop making payments that would otherwise have been due under this Agreement; (b) demand the return of any payments that have been made under this Agreement; (c) plead this Agreement in bar to any such action; (d) seek any and all remedies available, including but not limited to injunctive relief and monetary damages, costs and reasonable attorneysâ€™ fees.(3)Â Â Â Â Breach by BBI. In the event that the Released Parties breach this Agreement, the Releasing Parties will be entitled to bring an action for breach of this Agreement but not for any claims released by Paragraph II.G. If the Releasing Parties prevail in such an action, they will be entitled to recover (as appropriate and applicable) monetary damages, injunctive relief, costs, and reasonable attorneysâ€™ fees. R.Â Â Â Â Pronouns. All pronouns contained herein, and any variations thereof, shall be deemed to refer to the masculine, feminine, singular, or plural, as to the identity of the person or persons may require.S.Â Â Â Â Severability. Each provision of this Agreement is intended to be severable. If any court of competent jurisdiction determines that any provision of this Agreement is invalid, illegal, or unenforceable in any respect, the rest of the Agreement will remain in force.Â Â Â Â ISAACS ACKNOWLEDGES THAT SHE HAS CAREFULLY READ THIS SEPARATION AND RELEASE AGREEMENT, AND KNOWS AND UNDERSTANDS ITS CONTENTS, AND VOLUNTARILY SIGNS IT OF HER OWN FREE WILL.[Signatures on the Next Page]IN WITNESS WHEREOF, the parties sign this Agreement on the dates indicated below with the intent to be bound by its terms and conditions.Bloominâ€™ Brands, Inc. Astrid IsaacsBy: Kelly Lefferts â€“ Chief Legal Officer/s/ Astrid Isaacs/s/ Kelly LeffertsDate: September 5, 2024Date:September 5, 2024Exhibit 1â€“ Equity InformationCash Unitsa.)Isaacs was awarded 43,750 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) cash units (the "2017 Cash Unit") pursuant to that certain Cash Unit Agreement with a grant date of February 24, 2017 (the "2017 Cash Unit Agreement"). Isaacs agrees 32,812 of the 2017 Cash Unit units were previously vested and distributed and the remaining 2017 Cash Unit units were previously forfeited. The 2017 Cash Unit Agreement is hereby forfeited, cancelled, terminated and deemed null and void ab initio.b.)Isaacs was awarded 48,750 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) cash units (the "2018 Cash Unit") pursuant to that certain Cash Unit Agreement with a grant date of February 23, 2018 (the "2018 Cash Unit Agreement"). Isaacs agrees 24,375 of the 2018 Cash Unit units were previously vested and distributed and the remaining 2018 Cash Unit units were previously forfeited. The 2018 Cash Unit Agreement is hereby forfeited, cancelled, terminated and deemed null and void ab initio. c.)Isaacs was awarded 48,750 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) cash units (the "2019 Cash Unit") pursuant to that certain Cash Unit Agreement with a grant date of February 19, 2019 (the "2019 Cash Unit Agreement"). Isaacs agrees 16,250 of the 2019 Cash Unit units were previously vested and distributed and the remaining 2019 Cash Unit units were previously forfeited. The 2019 Cash Unit Agreement is hereby forfeited, cancelled, terminated and deemed null and void ab initio. d.)Isaacs was awarded 49,725 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) cash units (the "2020 Cash Unit") pursuant to that certain Cash Unit Agreement with a grant date of February 20, 2020 (the "2020 Cash Unit Agreement"). Isaacs agrees all the 2020 Cash Unit units were previously forfeited. The 2020 Cash Unit Agreement is hereby forfeited, cancelled, terminated and deemed null and void ab initio. Performance Unitsa.)Isaacs was awarded 8,142 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) performance share units (the "2022 Performance Share Units") pursuant to that certain Agreement with a grant date of February 21, 2022 (the "2022 Agreement"). Isaacs agrees none of the 2022 Performance Share Units are vested and all are hereby forfeited, cancelled, terminated and deemed null and void ab initio. The 2022 Agreement is hereby forfeited, cancelled, terminated and deemed null and void ab initio.b.)Isaacs was awarded 11,491 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) performance share units (the "2023 Performance Share Units") pursuant to that certain Agreement with a grant date of February 22, 2023 (the "2023 Agreement"). Isaacs agrees none of the 2023 Performance Share Units are vested and all are hereby forfeited, cancelled, terminated and deemed null and void ab initio. The 2023 Agreement is hereby forfeited, cancelled, terminated and deemed null and void ab initio.c.)Isaacs was awarded 12,228 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) performance share units (the "2024 Performance Share Units") pursuant to that certain Agreement with a grant date of February 28, 2024 (the "2024 Agreement"). Isaacs agrees none of the 2024 Performance Share Units are vested and all are hereby forfeited, cancelled, terminated and deemed null and void ab initio. The 2024 Agreement is hereby forfeited, cancelled, terminated and deemed null and void ab initio.Restricted Unitsa.)Isaacs was awarded 1,245 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) restricted stock units (the "2016 Restricted Stock") pursuant to that certain Restricted Stock Agreement with a grant date of February 25, 2016 (the "2016 Restricted Stock Agreement"). Isaacs agrees all units of the 2016 Restricted Stock were previously vested and distributed. The 2016 Restricted Stock Agreement is hereby cancelled, forfeited, terminated and deemed null and void ab initio.b.)Isaacs was awarded 2,000 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) restricted stock units (the "2018 Restricted Stock") pursuant to that certain Restricted Stock Agreement with a grant date of March 1, 2018 (the "2018 Restricted Stock Agreement"). Isaacs agrees 1,000 units of the 2018 Restricted Stock were previously vested and distributed and the remaining 2018 Restricted Stock were previously forfeited. The 2018 Restricted Stock Agreement is hereby cancelled, forfeited, terminated and deemed null and void ab initio.c.)Isaacs was awarded 4,708 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) restricted stock units (the "2022 Restricted Stock") pursuant to that certain Restricted Stock Agreement with a grant date of February 21, 2022 (the "2022 Restricted Stock Agreement"). Isaacs agrees 3,138 units of the 2022 Restricted Stock were previously vested and distributed. Isaacs agrees the remaining 1,570 units of the 2022 Restricted Stock are unvested and hereby forfeited, cancelled, terminated and deemed null and void ab initio. The 2022 Restricted Stock Agreement is hereby forfeited, cancelled, terminated and deemed null and void ab initio.d.)Isaacs was awarded 6,534 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) restricted stock units (the "2023 Restricted Stock") pursuant to that certain Restricted Stock Agreement with a grant date of February 22, 2023 (the "2023 Restricted Stock Agreement"). Isaacs agrees 2,178 units of the 2023 Restricted Stock were previously vested and distributed. Isaacs agrees the remaining 4,356 units of the 2023 Restricted Stock are unvested and hereby forfeited, cancelled, terminated and deemed null and void ab initio. The 2023 Restricted Stock Agreement is hereby forfeited, cancelled, terminated and deemed null and void ab initio.e.)Isaacs was awarded 6,673 Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) restricted stock units (the "2024 Restricted Stock") pursuant to that certain Restricted Stock Agreement with a grant date of February 28, 2024 (the "2024 Restricted Stock Agreement"). Isaacs agrees none of the 2024 Restricted Stock are vested and all are hereby forfeited, cancelled, terminated and deemed null and void ab initio. The 2024 Restricted Stock Agreement is hereby cancelled, forfeited, terminated and deemed null and void ab initio.Stock Optionsa.)Isaacs was granted the option to purchase 3,869 shares of the common stock of Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) (the "February 2016 Options") pursuant to that certain Option Agreement with a grant date of February 25, 2016 (the "February 2016 Option Agreementâ€). Isaacs agrees all 3,869 shares of the February 2016 Options were previously forfeited. The February 2016 Option Agreement is hereby cancelled, terminated and deemed null and void ab initio.b.)Isaacs was granted the option to purchase 15,296 shares of the common stock of Bloominâ€™ Brands, Inc. (formerly Kangaroo Holdings, Inc.) (the "March 2016 Options") pursuant to that certain Option Agreement with a grant date of March 1, 2016 (the "March 2016 Option Agreementâ€). Isaacs agrees that all 15,296 shares of the March 2016 Options were previously forfeited. The March 2016 Option Agreement is hereby cancelled, terminated and deemed null and void ab initio. EX-31.1 4 blmn-092924_ex311.htm EX-31.1 - MS DocumentExhibit 31.1CERTIFICATIONI, Michael L. Spanos, certify that:1.I have reviewed this Quarterly Report on Form 10-Q of Bloominâ€™ Brands, 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(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:(a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;(b)Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;(c)Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and(d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer(s) 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 8, 2024/s/ Michael L. SpanosMichael L. SpanosChief Executive Officer(Principal Executive Officer) EX-31.2 5 blmn-092924_ex312.htm EX-31.2 - WMH DocumentExhibit 31.2CERTIFICATIONI, W. Michael Healy, certify that:1.I have reviewed this Quarterly Report on Form 10-Q of Bloominâ€™ Brands, 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(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:(a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;(b)Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;(c)Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and(d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer(s) 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 8, 2024/s/ W. Michael HealyW. Michael HealyExecutive Vice President and Chief Financial Officer(Principal Financial Officer) EX-32.1 6 blmn-092924_ex321.htm EX-32.1 - MS DocumentExhibit 32.1CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Quarterly Report of Bloominâ€™ Brands, Inc. (the â€œCompanyâ€) on Form 10-Q for the quarter ended SeptemberÂ 29, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, Michael L. Spanos, Chief Executive Officer of the Company, hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, to the best of my knowledge, that:(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 for the dates and periods covered by the Report.Date:November 8, 2024/s/ Michael L. SpanosMichael L. SpanosChief Executive Officer(Principal Executive Officer)A signed original of this written statement required by Section 906 has been provided to, and will be retained by, Bloominâ€™ Brands, Inc. and furnished to the Securities and Exchange Commission or its staff upon request. EX-32.2 7 blmn-092924_ex322.htm EX-32.2 - WMH DocumentExhibit 32.2CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Quarterly Report of Bloominâ€™ Brands, Inc. (the â€œCompanyâ€) on Form 10-Q for the quarter ended SeptemberÂ 29, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, W. Michael Healy, Executive Vice President and Chief Financial Officer of the Company, hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, to the best of my knowledge, that:(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 for the dates and periods covered by the Report.Date:November 8, 2024/s/ W. Michael HealyW. Michael HealyExecutive Vice President and Chief Financial Officer(Principal Financial Officer)A signed original of this written statement required by Section 906 has been provided to, and will be retained by, Bloominâ€™ Brands, Inc. and furnished to the Securities and Exchange Commission or its staff upon request. EX-101.SCH 8 blmn-20240929.xsd INLINE XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - CONSOLIDATED BALANCE SHEETS link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - CONSOLIDATED BALANCE SHEETS (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS link:presentationLink link:calculationLink link:definitionLink 9952157 - Disclosure - Description of the Business and Basis of Presentation link:presentationLink link:calculationLink link:definitionLink 9952158 - Disclosure - Revenue Recognition link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - Impairments and Exit Costs link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - Earnings (Loss) Per Share link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - Stock-based Compensation Plans link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - Supplemental Balance Sheet Information link:presentationLink link:calculationLink link:definitionLink 9952163 - Disclosure - Convertible Senior Notes link:presentationLink link:calculationLink link:definitionLink 9952164 - Disclosure - Stockholders' Equity link:presentationLink link:calculationLink link:definitionLink 9952165 - Disclosure - Derivative Instruments and Hedging Activities link:presentationLink link:calculationLink link:definitionLink 9952166 - Disclosure - Leases link:presentationLink link:calculationLink link:definitionLink 9952167 - Disclosure - Fair Value Measurements link:presentationLink link:calculationLink link:definitionLink 9952168 - Disclosure - Income Taxes link:presentationLink link:calculationLink link:definitionLink 9952169 - Disclosure - Commitments and Contingencies link:presentationLink link:calculationLink link:definitionLink 9952170 - Disclosure - Segment Reporting link:presentationLink link:calculationLink link:definitionLink 9952171 - Disclosure - Subsequent Events link:presentationLink link:calculationLink link:definitionLink 9954471 - Disclosure - Description of the Business and Basis of Presentation (Policies) link:presentationLink link:calculationLink link:definitionLink 9954472 - Disclosure - Revenue Recognition (Tables) link:presentationLink link:calculationLink link:definitionLink 9954473 - Disclosure - Impairments and Exit Costs (Tables) link:presentationLink link:calculationLink link:definitionLink 9954474 - 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Disclosure - Segment Reporting (Tables) link:presentationLink link:calculationLink link:definitionLink 9954484 - Disclosure - Revenue Recognition (Disaggregated Revenue) (Details) link:presentationLink link:calculationLink link:definitionLink 9954485 - Disclosure - Revenue Recognition (Contract Assets and Liabilities Summary) (Details) link:presentationLink link:calculationLink link:definitionLink 9954486 - Disclosure - Revenue Recognition (Contract Assets and Liabilities - Deferred Gift Card Commissions Rollforward) (Details) link:presentationLink link:calculationLink link:definitionLink 9954487 - Disclosure - Revenue Recognition (Contract Assets and Liabilities - Deferred Gift Card Revenue Rollforward) (Details) link:presentationLink link:calculationLink link:definitionLink 9954488 - Disclosure - Impairments and Exit Costs (Provision for Impaired Assets and Restaurant Closings) (Details) link:presentationLink link:calculationLink link:definitionLink 9954489 - Disclosure - Impairments and Exit Costs (Restructuring and Related Costs) (Details) link:presentationLink link:calculationLink link:definitionLink 9954490 - Disclosure - Earnings (Loss) Per Share (Basic and Diluted EPS) (Details) link:presentationLink link:calculationLink link:definitionLink 9954491 - Disclosure - Stock-based Compensation Plans (Stock-based Compensation Expense) (Details) link:presentationLink link:calculationLink link:definitionLink 9954492 - Disclosure - Stock-based Compensation Plans (PSU and RSU Activity - Table) (Details) link:presentationLink link:calculationLink link:definitionLink 9954493 - Disclosure - Stock-based Compensation Plans (Assumptions Used in the Monte Carlo Simulation Model and the Grant Date Fair Value of PSUs Granted) (Details) link:presentationLink link:calculationLink link:definitionLink 9954494 - Disclosure - Stock-based Compensation Plans (Unrecognized Stock Compensation Expense and the Remaining Weighted-Average Vesting Period) (Details) link:presentationLink link:calculationLink link:definitionLink 9954495 - Disclosure - Other Current Assets, Net (Details) link:presentationLink link:calculationLink link:definitionLink 9954496 - Disclosure - Goodwill and Intangible Assets (Details) link:presentationLink link:calculationLink link:definitionLink 9954497 - Disclosure - Other Assets, Net (Details) link:presentationLink link:calculationLink link:definitionLink 9954498 - Disclosure - Accrued and Other Current Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 9954499 - Disclosure - Long-term Debt, Net (Schedule of Long-term Debt, Net) (Details) link:presentationLink link:calculationLink link:definitionLink 9954500 - Disclosure - Long-term Debt, Net (Third Amended and Restated Credit Agreement Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9954501 - Disclosure - Long-term Debt, Net (Maturities - Table) (Details) link:presentationLink link:calculationLink link:definitionLink 9954502 - Disclosure - Convertible Senior Notes (Convertible Notes Text) (Details) link:presentationLink link:calculationLink link:definitionLink 9954503 - Disclosure - Convertible Senior Notes (Convertible Senior Notes Balances) (Details) link:presentationLink link:calculationLink link:definitionLink 9954504 - Disclosure - Convertible Senior Notes (Convertible Senior Notes Interest Expense) (Details) link:presentationLink link:calculationLink link:definitionLink 9954505 - Disclosure - Convertible Senior Notes (Convertible Notes Hedge Transactions) (Details) link:presentationLink link:calculationLink link:definitionLink 9954506 - Disclosure - Stockholders' Equity (Share Repurchases) (Details) link:presentationLink link:calculationLink link:definitionLink 9954507 - Disclosure - Stockholders' Equity (Dividend) (Details) link:presentationLink link:calculationLink link:definitionLink 9954508 - Disclosure - Stockholders' Equity (Other Comprehensive (Loss) Income) (Details) link:presentationLink link:calculationLink link:definitionLink 9954509 - Disclosure - Derivative Instruments and Hedging Activities (Designated Hedges - Text) (Details) link:presentationLink link:calculationLink link:definitionLink 9954510 - Disclosure - Derivative Instruments and Hedging Activities (Schedule of Derivative Instruments) (Details) link:presentationLink link:calculationLink link:definitionLink 9954511 - Disclosure - Derivative Instruments and Hedging Activities (Fair Value and Classification of Interest Rate Swaps) (Details) link:presentationLink link:calculationLink link:definitionLink 9954512 - Disclosure - Leases (Lessee, Lease Assets and Liabilities) (Details) link:presentationLink link:calculationLink link:definitionLink 9954513 - Disclosure - Leases (Lessee, Lease Costs) (Details) link:presentationLink link:calculationLink link:definitionLink 9954514 - Disclosure - Leases (Other Information) (Details) link:presentationLink link:calculationLink link:definitionLink 9954515 - Disclosure - Fair Value Measurements (Fair Value Measurements on a Recurring Basis - Table) (Details) link:presentationLink link:calculationLink link:definitionLink 9954516 - Disclosure - Fair Value Measurements (Carrying Value and Fair Value of Debt by Hierarchy Level) (Details) link:presentationLink link:calculationLink link:definitionLink 9954517 - Disclosure - Income Taxes (Change in Effective Rate) (Details) link:presentationLink link:calculationLink link:definitionLink 9954518 - Disclosure - Commitments and Contingencies (Litigation and Other Matters) (Details) link:presentationLink link:calculationLink link:definitionLink 9954519 - Disclosure - Commitments and Contingencies (Lease Guarantees) (Details) link:presentationLink link:calculationLink link:definitionLink 9954520 - Disclosure - Segment Reporting (Revenue, Depreciation and Operating Income by Segment) (Details) link:presentationLink link:calculationLink link:definitionLink 9954521 - Disclosure - Segment Reporting (Income (Loss) from Operations Reconciliation) (Details) link:presentationLink link:calculationLink link:definitionLink 9954522 - Disclosure - Subsequent Events (Text) (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 9 blmn-20240929_cal.xml INLINE XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 10 blmn-20240929_def.xml INLINE XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 11 blmn-20240929_lab.xml INLINE XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT 2024 share repurchase program 2024 Share Repurchase Program [Member] 2024 Share Repurchase Program Adjustments to reconcile Net (loss) income to cash provided by operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Summary of reporting segments Summary of Reporting Segments [Table Text Block] Summary of Reporting Segments Statistical measurement [Domain] Statistical Measurement [Domain] Stock repurchase program, remaining authorized repurchase amount Share Repurchase Program, Remaining Authorized, Amount Lease, cost Lease, Cost [Table Text Block] Cover [Abstract] Net (decrease) increase in cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Deferred gift card sales commissions Balance, beginning of the period Balance, end of the period Deferred gift card sales commissions Capitalized Contract Cost, Net, Current Income tax authority [Domain] Income Tax Jurisdiction [Domain] Trading Symbol Trading Symbol Equity method investment, ownership percentage Equity Method Investment, Ownership Percentage Comprehensive (loss) income Comprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontrolling Interest All Trading Arrangements All Trading Arrangements [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Non-NEOs Non-NEOs [Member] Schedule of earnings (loss) per share, basic and diluted Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Cash dividends declared per common share (in USD per share) Common stock, dividends declared (in USD per share) Common Stock, Dividends, Per Share, Declared Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Derivative [Line Items] Derivative [Line Items] Cash paid for income taxes, net of refunds Income Taxes Paid, Net Accounts receivable - gift cards, net Accounts Receivable - Gift Cards [Member] Accounts Receivable - Gift Cards [Member] Debt instrument, convertible, conversion ratio Debt Instrument, Convertible, Conversion Ratio Schedule of compensation cost for stock-based payment arrangements Share-Based Payment Arrangement, Cost by Plan [Table Text Block] Issuance of common stock from repurchase of convertible senior notes (in shares) Stock Issued During Period, Shares, Conversion of Convertible Securities Distributions to noncontrolling interests Noncontrolling Interest, Decrease from Distributions to Noncontrolling Interest Holders Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Derivative [Table] Derivative [Table] Former credit facility Former Credit Facility [Member] Former Credit Facility [Member] Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Schedule of derivative instruments in statement of financial position, fair value Schedule of Derivative Instruments in Statement of Financial Position, Fair Value [Table Text Block] Fair Value Measurements Fair Value Disclosures [Text Block] Award Timing Disclosures [Line Items] Gift card breakage Revenue Recognition, Gift Card Breakage The amount of breakage recognized related to unredeemed gift cards. Breakage occurs when a customer pays in advance of vendor performance and does not demand full performance for various reasons. Provision for impaired assets and restaurant closings Provision for Impaired Assets and Restaurant Closings [Member] Provision for impaired assets and restaurant closings [Member] Investment, Name [Domain] Investment, Name [Domain] Other Performance Measure, Amount Other Performance Measure, Amount Portion at fair value measurement Portion at Fair Value Measurement [Member] Leases Lessee, Operating Leases [Text Block] Common stock, outstanding (in shares) Balance at beginning of period (in shares) Balance at end of period (in shares) Common Stock, Shares, Outstanding Operating lease cost Operating Lease, Cost Non-current operating lease liabilities Operating Lease, Liability, Noncurrent Guarantee obligations, maximum exposure at present value Guarantee Obligations, Maximum Exposure at Present Value Maximum potential amount of future payments (discounted) the guarantor could be required to make under the guarantee or each group of similar guarantees before reduction for potential recoveries under recourse or collateralization provisions. Other - U.S. Other - U.S. [Member] Other - U.S. [Member] Interest on lease liabilities Finance Lease, Interest Expense Unearned revenue Balance, beginning of the period Balance, end of the period Contract with Customer, Liability, Current Other assets, net Other assets, net Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Leases [Abstract] Leases [Abstract] Percentage of installment to be paid Equity Method Investment, Percentage Of Installment To Be Paid Equity Method Investment, Percentage Of Installment To Be Paid Aggregate intrinsic value, expected to vest as of September 29, 2024 Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Aggregate Intrinsic Value, Nonvested Schedule of long-term debt, net Schedule of Long-Term Debt Instruments [Table Text Block] Accumulated other comprehensive loss AOCI Including Portion Attributable to Noncontrolling Interest [Member] Operating segments Operating Segments [Member] Interest rate derivative assets, at fair value Interest Rate Derivative Assets, at Fair Value Receivable type [Axis] Receivable Type [Axis] Net cash provided by operating activities Net Cash Provided by (Used in) Operating Activities Cash flows provided by operating activities: Net Cash Provided by (Used in) Operating Activities [Abstract] Schedule of derivative instruments Schedule of Derivative Instruments [Table Text Block] Schedule of accumulated other comprehensive loss Schedule of Accumulated Other Comprehensive Income (Loss) [Table Text Block] Secured debt Secured Debt [Member] Carrabbaâ€™s Italian Grill Carrabba's Italian Grill [Member] Carrabba's Italian Grill [Member] (Payment of taxes) proceeds from share-based compensation, net (Payments Of Taxes) Proceeds From Share-Based Compensation, Net (Payments Of Taxes) Proceeds From Share-Based Compensation, Net Other restaurant operating Other Cost and Expense, Operating Prepaid expenses Prepaid Expense, Current Equity components [Axis] Equity Components [Axis] Other current assets, net Total other current assets, net Other Assets, Current Award Timing Method Award Timing Method [Text Block] Facility closing Facility Closing [Member] Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Restructuring type [Axis] Restructuring Type [Axis] Closure-related labor costs Closure-related labor costs Closure-related labor costs Measurement frequency [Axis] Measurement Frequency [Axis] Share Repurchase Program [Table] Share Repurchase Program [Table] Revenue Recognition and Deferred Revenue [Abstract] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Insider Trading Policies and Procedures [Line Items] Retirement of convertible senior note hedges (in shares) Adjustments to Additional Paid-in Capital, Retirement of Convertible Senior Note Hedges, Shares Adjustments to Additional Paid-in Capital, Retirement of Convertible Senior Note Hedges, Shares Total costs and expenses Costs and Expenses BPar and OSRB Bloom ParticipaÃ§Ãµes Ltda. And Outback Steakhouse Restaurantes Brasil S.A. [Member] Bloom ParticipaÃ§Ãµes Ltda. And Outback Steakhouse Restaurantes Brasil S.A. Receivable type [Domain] Receivable [Domain] 2025 Notes repurchase amount Debt Conversion, Original Debt, Amount Debt covenants compliance, quarterly total net leverage ratio, adjusted maximum ratio level Debt Covenants Compliance, Quarterly Total Net Leverage Ratio, Adjusted Maximum Ratio Level Debt Covenants Compliance, Quarterly Total Net Leverage Ratio, Adjusted Maximum Ratio Level Adjustment to Compensation, Amount Adjustment to Compensation Amount Additional paid-in capital Additional Paid in Capital, Common Stock Effective income tax rate reconciliation, tax holiday, percent Effective Income Tax Rate Reconciliation, Tax Holiday, Percent Compensation Amount Outstanding Recovery Compensation Amount Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Entity Small Reporting Company Entity Small Business Company Selected Measure Amount Company Selected Measure Amount Geographical [Axis] Geographical [Axis] Restructuring and related costs Restructuring and Related Costs [Table Text Block] Tabular List, Table Tabular List [Table Text Block] Supplemental Balance Sheet Information [Abstract] Supplemental Balance Sheet Information Accumulated amortization, deferred financing fees Accumulated

Amortization, Debt Issuance Costs, Noncurrent Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Award date [Axis] Award Date [Axis] Cash flows from operating activities: Cash Flow, Operating Activities, Lessee [Abstract] Accelerated share repurchases, settlement receipt Accelerated Share Repurchases, Settlement (Payment) or Receipt, Shares Accelerated Share Repurchases, Settlement (Payment) or Receipt, Shares Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Estimated litigation liability Estimated Litigation Liability Antidilutive securities not included in the computation of earnings (loss) per share (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Accounts receivable - franchisees, net Accrued Income Receivable [Member] Credit facility [Domain] Credit Facility [Domain] Company-owned life insurance Life Insurance, Corporate or Bank Owned, Amount Cash, cash equivalents and restricted cash as of the beginning of the period Cash, cash equivalents and restricted cash as of the end of the period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Schedule of Accounts, Notes, Loans and Financing Receivable [Table] Accounts and Financing Receivables [Table] Stock repurchase program, authorized repurchase amount canceled Stock Repurchase Program, Authorized Repurchase Amount Canceled Amount of stock repurchase plan authorization canceled by the Board of Directors Current assets Assets, Current [Abstract] Goodwill Goodwill Consolidation items [Axis] Consolidation Items [Axis] Other comprehensive (loss) income: Other Comprehensive Income (Loss), Net of Tax [Abstract] Stock repurchase program, authorized amount Share Repurchase Program, Authorized, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Product and service [Domain] Product and Service [Domain] Employee Stock Option Share-Based Payment Arrangement, Option [Member] Reconciliation of Revenue from Segments to Consolidated [Table] Reconciliation of Revenue from Segments to Consolidated [Table] March 1, 2024 March 1, 2024 [Member] March 1, 2024 Vested (in USD per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Fair Value Disclosures [Abstract] Fair Value Disclosures [Abstract] Equity method investment, amount sold Equity Method Investment, Amount Sold 2021 PSU Grant 2021 PSU Grant [Member] 2021 PSU Grant One-year One-year [Member] One-year Accounts receivable - other, net Accounts Receivable, Other [Member] Accounts receivable, other [Member] Comprehensive (loss) income attributable to Bloominâ€™ Brands Comprehensive Income (Loss), Net of Tax, Attributable to Parent TOTAL Debt, Maturities, Payments, Due The total undiscounted obligation for debt and finance leases. Preferred stock, outstanding (in shares) Preferred Stock, Shares Outstanding Repayments of borrowings on revolving credit facilities Repayments of Lines of Credit Derivative liability, current, statement of financial position [Extensible Enumeration] Derivative Liability, Current, Statement of Financial Position [Extensible Enumeration] Security Exchange Name Security Exchange Name Debt instrument, basis spread on variable rate Debt Instrument, Basis Spread on Variable Rate Award type [Axis] Award Type [Axis] Income Tax Holiday [Table] Income Tax, Holiday [Table] Expected to vest as of September 29, 2024 (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Expected to Vest, Number The number of equity-based payment instruments, excluding stock (or unit) options, that validly exist and are expected to vest. Amortization of deferred gift card sales commissions Deferred gift card sales commissions amortization Amortization of Deferred Sales Commissions Write off of deferred debt issuance cost Deferred Debt Issuance Cost, Writeoff Total liabilities Liabilities Noncontrolling interests Equity, Attributable to Noncontrolling Interest Common stock, dividends, cash paid (in USD per share) Common Stock, Dividends, Per Share, Cash Paid Outback Steakhouse - Brazil Outback Brazil [Member] Outback Brazil [Member] Labor and other related Labor and Related Expense YEAR 3 Long-Term Debt, Maturities, Repayments of Principal in Rolling Year Three Other assets Other Assets, Miscellaneous, Noncurrent Convertible debt Convertible Debt [Member] Common stock, par value (in USD per share) Common Stock, Par or Stated Value Per Share Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Revolving credit facility Revolving Credit Facility [Member] Expiration Date Trading Arrangement Expiration Date Leased assets obtained in exchange for new finance lease liabilities Right-of-Use Asset Obtained in Exchange for Finance Lease Liability Cash flows used in investing activities: Net Cash Provided by (Used in) Investing Activities [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Outstanding [Roll Forward] Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Outstanding [Roll Forward] Contract With Customer, Liability, Current [Roll Forward] Contract With Customer, Liability, Current Adjusted term SOFR option Adjusted term SOFR option [Member] Adjusted term SOFR option Current operating lease liabilities Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Deferred debt issuance costs - revolving credit facility Debt Issuance Costs, Noncurrent, Net Common stock, issued (in shares) Common Stock, Shares, Issued Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] YEAR 2 Long-Term Debt, Maturities, Repayments of Principal in Rolling Year Two Line of credit facility, maximum borrowing capacity Line of Credit Facility, Maximum Borrowing Capacity Repayments of finance lease obligations Repayments of Debt and Lease Obligation Schedule of accrued and other current liabilities Accrued Liabilities and Other Liabilities Disclosure, Current [Table Text Block] Accrued liabilities and other liabilities disclosure, current Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Derivative agreements, number of counterparties Derivative Agreements, Number of Counterparties The number of counterparties party to the derivative agreements added into by the Company. Subsequent Event [Line Items] Subsequent Event [Line Items] Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Amended credit agreement Amended Credit Agreement [Member] Amended Credit Agreement Common stock, authorized (in shares) Common Stock, Shares Authorized Basis of presentation Basis of Accounting, Policy [Policy Text Block] Diluted (in shares) Diluted weighted average common shares outstanding (in shares) Weighted Average Number of Shares Outstanding, Diluted Proceeds from retirement of convertible senior note hedges Proceeds from Retirement of Convertible Senior Note Hedges Proceeds from the retirement of convertible senior note hedges. Accrued and other current liabilities Accrued and other current liabilities Accrued and Other Liabilities, Current Aggregate carrying amount of accrued and other current liabilities (due within one year or within the normal operating cycle if longer). Includes costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered and of liabilities not separately disclosed. MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Flemingâ€™s Prime Steakhouse & Wine Bar Fleming's Prime Steakhouse & Wine Bar [Member] Fleming's Prime Steakhouse & Wine Bar [Member] Long-term debt, type [Axis] Long-Term Debt, Type [Axis] Total Bloominâ€™ Brands stockholdersâ€™ equity Equity, Attributable to Parent Labor and related expense Labor and related expense [Member] Labor and related expense Restructuring Costs and Asset Impairment Charges [Abstract] Hedging designation [Domain] Hedging Designation [Domain] Balance sheet location [Axis] Statement of Financial Position Location, Balance [Axis] Deferred income tax benefit Deferred Income Tax Expense (Benefit) Derivative instruments - interest rate swaps, other current assets Derivative Asset, Current YEAR 5 Long-Term Debt, Maturities, Repayments of Principal in Rolling Year Five Contract with customer, liability, type [Domain] Contract with Customer, Liability, Type [Domain] Contract with Customer, Liability, Type [Domain] Schedule of other assets Schedule of Other Assets [Table Text Block] Principal settlements and repurchase of convertible senior notes Repayments of convertible senior notes Repayments of Convertible Debt Fair value, measurements, recurring Fair Value, Recurring [Member] Accounts receivable, net Accounts Receivable, after Allowance for Credit Loss, Current Debt instrument, convertible, conversion price (in USD per share) Debt Instrument, Convertible, Conversion Price Impairment losses Asset Impairment Charges Long-term debt, net Long-term debt, net Long-Term Debt Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Document Fiscal Period Focus Document Fiscal Period Focus All Executive Categories All Executive Categories [Member] Stock-based compensation awards (in shares) Incremental Common Shares Attributable to Dilutive Effect of Share-Based Payment Arrangements Balance sheet location [Domain] Statement of Financial Position Location, Balance [Domain] Derivative, inception date Derivative, Inception Date Other long-term liabilities Other Long-term Liabilities [Member] Other Long-term Liabilities Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] ASSETS Assets [Abstract] Other comprehensive income (loss), net of tax Other Comprehensive Income (Loss), Net of Tax Dividend yield Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate Document Type Document Type Derivative contract [Domain] Derivative Contract [Domain] Debt instrument, effective interest rate Debt Instrument, Interest Rate, Effective Percentage Tax holiday [Domain] Tax Holiday [Domain] Tax Holiday [Domain] Fair value, assets measured on recurring basis, methods and assumptions Fair Value Inputs, Assets and Liabilities, Quantitative Information [Table Text Block] Tabular disclosure of quantitative information about the inputs used in the fair value measurement of assets and liabilities. This disclosure may include, but is not limited to, the fair value of the asset or liability, valuation technique used to measure fair value, the inputs used to measure fair value, the ranges of the inputs, and the weighted averages of the inputs. Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Schedule of segment reporting information, by segment Schedule of Segment Reporting Information, by Segment [Table Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Stock repurchase program, average price paid (in USD per share) Shares Acquired, Average Cost Per Share Coupon interest Interest Expense, Debt, Excluding Amortization Derivative, average fixed interest rate Derivative, Average Fixed Interest Rate Base Rate Option 3 Base Rate Option 3 [Member] Base Rate Option 3 [Member] Vested (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Contract with customers, asset and liability Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block] Risk-free interest rate Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate Subsequent Event [Table] Subsequent Event [Table] Financing fees in accrued liabilities Financing Fees in Accrued Liabilities Financing fees in accrued liabilities Maximum Maximum [Member] Retirement of convertible senior note hedges Retirement of convertible senior note hedges Adjustments to Additional Paid-in Capital, Retirement of Convertible Senior Note Hedges, Value Adjustments made to Additional Paid-in Capital in relation to the retirement of Convertible Senior Note Hedges. Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Debt instrument, floor rate Debt Instrument, Floor Rate Debt Instrument, Floor Rate Accounts payable Accounts Payable, Current Tax holiday [Axis] Tax Holiday [Axis] Information regarding a tax holiday Schedule of Earnings (Loss) Per Share, Basic and Diluted [Table] Schedule of Earnings Per Share, Basic and Diluted [Table] Schedule of Earnings Per Share, Basic and Diluted [Table] Revenues Revenues [Abstract] Monte Carlo schedule of assumptions used to calculate far value of PSUs Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Lease costs, net Lease, Cost Base Rate Option 2 Base Rate Option 2 [Member] Base Rate Option 2 [Member] Statistical measurement [Axis] Statistical Measurement [Axis] PEO Name PEO Name Accumulated amortization Finance Lease, Right-of-Use Asset, Accumulated Amortization Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Distributions to noncontrolling interests Payments to Noncontrolling Interests Income (loss) before (benefit) provision for income taxes Income (loss) before (benefit) provision for income taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Award type [Domain] Award Type [Domain] Security Trading Currency Entity Listing, Security Trading Currency Name Outstanding Recovery, Individual Name 2025 Notes 2025 Notes [Member] Convertible senior notes that are due in 2025. Disaggregation of Revenue [Line Items] Disaggregation of Revenue [Line Items] Common stock issued under stock plans (in shares) Shares Issued, Shares, Share-Based Payment Arrangement, after Forfeiture Variable lease cost Variable Lease, Cost Impairment charges Goodwill, Impairment Loss Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Schedule of unrecognized compensation cost, nonvested awards Share-Based Payment Arrangement, Nonvested Award, Cost [Table Text Block] Deferred income tax assets, net Deferred Income Tax Assets, Net Non-PEO NEO Non-PEO NEO [Member] Additional paid-in capital Additional Paid-in Capital [Member] Non-current finance lease liabilities Finance Lease, Liability, Noncurrent Award Timing Predetermined Award Timing Predetermined [Flag] Subsequent event type [Domain] Subsequent Event Type [Domain] Cash dividends paid on common stock Payments of Ordinary Dividends, Common Stock BRAZIL BRAZIL Investment, Name [Axis] Investment, Name [Axis] Convertible Notes [Abstract] Convertible Notes [Abstract] Convertible Notes [Abstract] Recently issued financial accounting standards not yet adopted New Accounting Pronouncements, Policy [Policy Text Block] Forecast Forecast [Member] Class of stock [Axis] Class of Stock [Axis] Convertible Senior Notes Long-Term Debt [Text Block] Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Type of restructuring [Domain] Type of Restructuring [Domain] Schedule of nonvested performance-based units and restricted stock units activity Schedule of Nonvested Performance-Based Units Activity [Table Text Block] Loss on derivatives, net of tax Accumulated Gain (Loss), Cash Flow Hedge, Including Noncontrolling Interest [Member] Bonefish Grill Bonefish Grill [Member] Bonefish Grill [Member] Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Share-based compensation arrangement by share-based payment award, award vesting rights, percentage Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Rights, Percentage Preferred stock, issued (in shares) Preferred Stock, Shares Issued Debt instrument, convertible principal amount Debt Instrument, Convertible Principal Amount Debt Instrument Convertible Principal Amount Schedule of assets measured at fair value on a recurring basis Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Employee severance Employee Severance [Member] Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] Capitalized Contract Cost, Net, Current [Roll Forward] Capitalized Contract Cost, Net, Current Stock-based compensation expense Share-Based Payment Arrangement, Noncash Expense Schedule of repurchases of common stock Schedule of Repurchases of Common Stock [Table Text Block] Tabular disclosure related to repurchases of common stock under a share repurchase program. Net income (loss) Net income (loss) Net (loss) income Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Guarantor obligations, nature [Domain] Guarantor Obligations, Nature [Domain] Restricted cash and cash equivalents, fair value disclosure Restricted Cash and Cash Equivalents, Fair Value Disclosure Fair value of cash and cash equivalents restricted as to withdrawal or usage, classified as current. 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. (Benefit) provision for income taxes Income Tax Expense (Benefit) Debt instrument, interest rate, stated percentage Debt Instrument, Interest Rate, Stated Percentage Derivative, notional amount Derivative, Notional Amount Corporate, non-segment Segment Reporting, Reconciling Item, Corporate Nonsegment [Member] Supplemental disclosures of cash flow information: Supplemental Cash Flow Information [Abstract] Derivative, interest rate swaps, liabilities, fair value Interest Rate Derivative Liabilities, at Fair Value Employee service share-based compensation, nonvested awards, compensation expense not yet recognized, period for recognition Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Restaurant sales and franchise revenues Total revenues Revenue from Contract with Customer, Excluding Assessed Tax Property lease guarantee Property Lease Guarantee [Member] Blended federal and state statutory income tax rate Blended Federal and State Statutory Income Tax Rate Blended federal and state statutory income tax rate. Finance lease, liability, noncurrent, statement of financial position [Extensible Enumeration] Finance Lease, Liability, Noncurrent, Statement of Financial Position [Extensible Enumeration] Derivative, number of instruments held Derivative, Number of Instruments Held Effective income tax rate Effective Income Tax Rate Reconciliation, Percent Accounts receivable - vendors, net Accounts Receivable, Vendors [Member] Accounts receivable, vendors [Member] Net cash used in investing activities Net Cash Provided by (Used in) Investing Activities Income from operations Income (loss) from operations Income from operations Operating Income (Loss) AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward] AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward] Variable Rate [Domain] Variable Rate [Domain] Income tax authority [Axis] Income Tax Jurisdiction [Axis] Total liabilities and stockholdersâ€™ equity Liabilities and Equity Subsequent Events Subsequent Events [Text Block] Shares received and retired on exercise of call option under bond hedge upon settlement of convertible senior notes Other Significant Noncash Transaction, Value of Consideration Received Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] All Adjustments to Compensation All Adjustments to Compensation [Member] Fair value, hierarchy [Axis] Fair Value Hierarchy and NAV [Axis] Accrued payroll and other compensation Employee-related Liabilities, Current Hedging designation [Axis] Hedging Designation [Axis] Guarantor obligations, maximum exposure, undiscounted Guarantor Obligations, Maximum Exposure, Undiscounted Derivative instruments - interest rate swaps, current liabilities Derivative Liability, Current Derivative Instruments and Hedging Activities Derivative Instruments and Hedging Activities Disclosure [Text Block] Total 2023 closure initiative charges Restructuring Charges Derivative, embedded floor interest rate Derivative, Embedded Floor Interest Rate Derivative, Embedded Floor Interest Rate Accumulated other comprehensive loss [Line Items] Accumulated

Other Comprehensive Income (Loss) [Line Items] Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Interest expense, net Interest Income (Expense), Nonoperating Total lease liabilities Lease Liability Total amount of lessee's current and noncurrent operating and financing lease liabilities. Schedule of maturities of long-term debt Schedule of Maturities of Long-Term Debt [Table Text Block] Description of the Business and Basis of Presentation Organization, Consolidation, Basis of Presentation, Business Description and Accounting Policies [Text Block] Leased assets obtained in exchange for new operating lease liabilities Right-of-Use Asset Obtained in Exchange for Operating Lease Liability Underlying Security Market Price Change Underlying Security Market Price Change, Percent Scenario [Domain] Scenario [Domain] Individual: Individual [Axis] Accumulated other comprehensive loss AOCI Attributable to Parent [Member] Debt covenants compliance, quarterly total net leverage ratio, initial maximum ratio level for increase in borrowing Debt Covenants Compliance, Quarterly Total Net Leverage Ratio, Initial Maximum Ratio Level for Increase In Borrowing The maximum net leverage ratio allowed for an increase in aggregate principal amount under the Second Amended and Restated Credit Agreement Inventories Inventory, Net Accrued and other current liabilities Accrued and Other Current Liabilities [Member] Accrued and Other Current Liabilities [Member] Dividends [Domain] Dividends [Domain] Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions and Methodology [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions and Methodology [Abstract] Long-term debt, type [Domain] Long-Term Debt, Type [Domain] Product and service [Axis] Product and Service [Axis] Entity Address State Entity Address, State or Province Statement [Line Items] Statement [Line Items] Derivative Instruments and Hedging Activities Disclosure [Abstract] Derivative Instruments and Hedging Activities Disclosure [Abstract] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Reconciliation of operating income from segments to consolidated Reconciliation of Operating Profit (Loss) from Segments to Consolidated [Table Text Block] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Sublease revenue Sublease Income Accounts, Notes, Loans and Financing Receivable [Line Items] Accounts, Notes, Loans and Financing Receivable [Line Items] Share repurchase program, expiration date Share Repurchase Program, Expiration Date Outstanding as of December 31, 2023 (in USD per share) Outstanding as of September 29, 2024 (in USD per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value LIABILITIES AND STOCKHOLDERSâ€™ EQUITY Liabilities and Equity [Abstract] Derivative, term of contract Derivative, Term of Contract Schedule of Other Assets, Net [Line Items] Schedule of Other Assets, Net [Line Items] Schedule of Other Assets, Net [Line Items] Derivative, maturity date Derivative, Contract End Date Less: unamortized debt discount and issuance costs Debt Instrument, Unamortized Discount (Premium) and Debt Issuance Costs, Net Share Repurchase Program [Line Items] Share Repurchase Program [Line Items] Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Deferred franchise fees - non-current Contract with Customer, Liability, Noncurrent Tenor [Domain] Tenor [Domain] Tenor [Domain] Operating lease right-of-use assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Interest Rate Option [Domain] Interest Rate Option [Domain] Interest Rate Option [Domain] Segments [Axis] Segments [Axis] Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Effective income tax rate reconciliation, at federal statutory income tax rate, percent Effective Income Tax Rate Reconciliation, at Federal Statutory Income Tax Rate, Percent Derivative instrument [Axis] Derivative Instrument [Axis] Schedule of other current assets Schedule of Other Current Assets [Table Text Block] Long-term debt Long-Term Debt, Gross Exercise Price Award Exercise Price Finance lease costs: Finance Lease, Cost [Abstract] Finance Lease, Cost Earnings (Loss) Per Share Earnings Per Share [Text Block] Impairments and Exit Costs Restructuring, Impairment, and Other Activities Disclosure [Text Block] Arrangement Duration Trading Arrangement Duration Subsequent event Subsequent Event [Member] Leases Lessee, Finance Leases [Text Block] Costs and expenses Costs and Expenses [Abstract] Basic (in USD per share) Basic earnings (loss) per share (in USD per share) Income (Loss) from Continuing Operations, Per Basic Share Convertible senior notes balances Convertible Debt [Table Text Block] Restricted cash and cash equivalents Restricted Cash and Cash Equivalents, Current 2029 Notes 2029 Notes [Member] Senior notes that are due in 2029. Bloominâ€™ Brands stockholdersâ€™ equity Equity, Attributable to Parent [Abstract] Granted (in USD per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Equity method investment, amount sold, percentage Equity Method Investment, Amount Sold, Percentage Equity Method Investment, Amount Sold, Percentage Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Restructuring plan [Axis] Restructuring Plan [Axis] Segments [Domain] Segments [Domain] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] Dividend Declared Dividend Declared [Member] Share repurchase program, excise tax Share Repurchase Program, Excise Tax All Individuals All Individuals [Member] U.S. segment U.S. Segment [Member] U.S. Segment [Member] Other Other Depreciation and Amortization Proceeds from borrowings on revolving credit facilities Proceeds from Lines of Credit Reporting unit [Axis] Reporting Unit [Axis] PEO PEO [Member] Tenor [Axis] Tenor [Axis] Tenor Variable rate [Axis] Variable Rate [Axis] Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Name Trading Arrangement, Individual Name Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Intangible assets, net Intangible Assets, Net (Excluding Goodwill) Accelerated share repurchases, fees Accelerated Share Repurchases, Fees Accelerated Share Repurchases, Fees Stock-based compensation, nonvested awards, compensation expense not yet recognized, stock-based awards other than options Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount 2023 Closure Initiative 2023 Closure Initiative [Member] 2023 Closure Initiative Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Payments for retirement of warrants Payments for retirement of warrants Payments for Repurchase of Warrants Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Debt covenants compliance, quarterly total net leverage ratio, initial maximum ratio level Debt Covenants Compliance, Quarterly Total Net Leverage Ratio, Initial Maximum Ratio Level Debt covenants compliance, quarterly total net leverage ratio, initial maximum ratio level Assets: Assets, Fair Value Disclosure [Abstract] Disposal Groups, Including Discontinued Operations [Table] Disposal Groups, Including Discontinued Operations [Table] Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Cash and cash equivalents, fair value disclosure Cash and Cash Equivalents, Fair Value Disclosure Deferred franchise fees Franchise Fees [Member] Category of deferred revenue wherein certain rights are granted to exploit one or more products, under which royalties received are taken into income as revenue recognition criteria are met. Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Proceeds (in shares) from retirement of convertible senior note hedges Proceeds (in shares) from Retirement of Convertible Senior Note Hedges Proceeds (in shares) from Retirement of Convertible Senior Note Hedges Local Phone Number Local Phone Number International segment International Segment [Member] International Segment [Member] Adjustments to accumulated deficit, retirement of convertible senior note hedges, value Adjustments to Accumulated Deficit, Retirement of Convertible Senior Note Hedges, Value Adjustments to Accumulated Deficit, Retirement of Convertible Senior Note Hedges, Value Other current assets, net Other Assets, Miscellaneous, Current Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Lease guarantee contingent liabilities Guarantor Obligations, Current Carrying Value Unearned revenue Unearned Revenue [Member] Unearned Revenue [Member] Derivative, net liability position, aggregate fair value Derivative, Net Liability Position, Aggregate Fair Value Secured overnight financing rate (SOFR) Secured Overnight Financing Rate (SOFR) [Member] PEO Total Compensation Amount PEO Total Compensation Amount Interest income Interest Income [Member] Restaurant closure charges Business Exit Costs Net carrying amount Senior Notes Schedule of Lease Costs [Table] Schedule of Lease Costs [Table] Schedule of Lease Costs [Table] Income statement location [Axis] Statement of Income Location, Balance [Axis] Share Repurchase Program [Domain] Share Repurchase Program [Domain] Commitments and Contingencies Commitments and Contingencies Disclosure [Text Block] Debt Disclosure [Abstract] Debt Disclosure [Abstract] Revenue Recognition [Line Items] Revenue Recognition [Line Items] [Line Items] for Revenue Recognition [Table] Common stock Common Stock [Member] Measure: Measure [Axis] Common stock issued under stock plans Shares Issued, Value, Share-Based Payment Arrangement, after Forfeiture Share price applicable to outstanding share-based compensation (in USD per share) Share Price Aggregate intrinsic value as of December 31, 2023 Aggregate intrinsic value as of September 29, 2024 Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Aggregate Intrinsic Value, Outstanding Preferred stock, authorized (in shares) Preferred Stock, Shares Authorized Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Performance adjustment (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Other Share Increase (Decrease) Revenue Recognition [Table] Revenue Recognition [Table] Revenue Recognition [Table] Entity Emerging Growth Company Entity Emerging Growth Company Segment Reporting [Abstract] Segment Reporting [Abstract] Entity Central Index Key Entity Central Index Key Scenario [Axis] Scenario [Axis] General and administrative expense General and Administrative Expense [Member] Schedule of Other Assets, Net [Table] Schedule of Other Assets, Net [Table] Schedule of Other Assets, Net [Table] Disclosure of Compensation Related Costs, Share-based Payments and Deferred Compensation [Abstract] Disclosure of Compensation Related Costs, Share-based Payments and Deferred Compensation [Abstract] Debt conversion, converted instrument, shares to be issued (in shares) Debt Conversion, Converted Instrument, Shares Issued Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Discontinued Operations and Disposal Groups [Abstract] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Total lease assets, net Lease, Right-of-Use Assets Amount of lessee's right to use underlying assets under both finance and operating leases. Finance lease right-of-use assets Finance Lease, Right-of-Use Asset, after Accumulated Amortization Stockholders' Equity Equity [Text Block] Non-cash operating lease costs Non-Cash Operating Lease Costs Non-cash reduction of the right-of-use asset related to straight-line lease costs. Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Senior secured credit facility Senior Secured Credit Facility [Member] Senior Secured Credit Facility Equity component [Domain] Equity Component [Domain] Preferred stock, par value (in USD per share) Preferred Stock, Par or Stated Value Per Share YEAR 1 Long-Term Debt, Maturities, Repayments of Principal in Next Rolling 12 Months Judicial deposits Judicial Deposits, Noncurrent The amount of noncurrent judicial deposits. Segment Reporting Segment Reporting Disclosure [Text Block] Gift card sales Contract with Customer, Liability, Sales Revenue Contract with Customer, Liability, Sales Revenue Performance adjustment (in USD per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Performance Adjustment in Period, Weighted Average Grant Date Fair Value The 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) based on performance set forth in the award agreements. Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Reclassification realized in Net income (loss), net of tax Reclassification from Accumulated Other Comprehensive Income, Current Period, Net of Tax Stock-based compensation APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Entity Shell Company Entity Shell Company Measurement basis [Axis] Measurement Basis [Axis] Entity Incorporation, State Entity Incorporation, State or Country Code Dividends declared and paid Dividends Declared [Table Text Block] Title Trading Arrangement, Individual Title Gift card redemptions Contract with Customer, Liability, Revenue Recognized, Including Opening Balance Contract with Customer, Liability, Revenue Recognized, Including Opening Balance Guarantor obligations, nature [Axis] Guarantor Obligations, Nature [Axis] Secretariat of the Federal Revenue Bureau of Brazil Secretariat of the Federal Revenue Bureau of Brazil [Member] Unsecured debt Unsecured Debt [Member] Statement [Table] Statement [Table] Total interest expense Interest Expense, Debt Foreign currency translation adjustment Accumulated Foreign Currency Adjustment Including Portion Attributable to Noncontrolling Interest [Member] Fair value, measurement frequency [Domain] Measurement Frequency [Domain] Less: comprehensive income attributable to noncontrolling interests Comprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling Interest Consolidation items [Domain] Consolidation Items [Domain] THEREAFTER Long-Term Debt, Maturities, Repayments of Principal in Rolling after Year Five City Area Code City Area Code Schedule of interest rate options, senior secured credit facility Schedule of Interest Rate Options, Senior Secured Credit Facility [Table Text Block] Schedule of Interest Rate Options, Senior Secured Credit Facility Current liabilities Liabilities, Current [Abstract] Contract termination Contract Termination [Member] Cash paid for interest Interest Paid, Excluding Capitalized Interest, Operating Activities Derivative asset, current, statement of financial position [Extensible Enumeration] Derivative Asset, Current, Statement of Financial Position [Extensible Enumeration] Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Fair value, inputs, level 1 Fair Value, Inputs, Level 1 [Member] Stockholders' Equity Note [Abstract] Foreign currency translation adjustment Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax Total current assets Assets, Current Convertible senior notes interest expense Interest Income and Interest Expense Disclosure [Table Text Block] Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Shares issued on settlement of convertible senior notes Debt Conversion, Converted Instrument, Amount Schedule of Lease Costs [Line Items] Schedule of Lease Costs [Line Items] [Line Items] for Schedule of Lease Costs [Table] Supplemental disclosures of non-cash investing and financing activities: Noncash Investing and Financing Items [Abstract] Cash dividends declared, per common share Adjustments to Additional Paid in Capital, Dividends in Excess of Retained Earnings Dividends Payable [Table] Dividends Payable [Table] Repurchase of common stock Payments for Repurchase of Common Stock Payments for other deposits Payments for Other Deposits Deferred gift card sales commissions capitalization Deferred Sale Inducement Cost, Capitalization Assets and liabilities, lessee Assets and Liabilities, Lessee [Table Text Block] Tabular disclosure of lessee's classification of lease assets and liabilities that are located within the balance sheet. Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Change in assets and liabilities Increase (Decrease) in Operating Capital Outback Steakhouse Outback Steakhouse [Member] Outback Steakhouse [Member] Fair value measurement inputs and valuation techniques Fair Value Measurement Inputs and Valuation Techniques [Table Text Block] Grant date fair value per unit 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 PER UNIT Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Other Comprehensive Loss [Table] Accumulated Other Comprehensive Income (Loss) [Table] Hong Kong HONG KONG Subsequent event type [Axis] Subsequent Event Type [Axis] Income Taxes Income Tax Disclosure [Text Block] Repurchase and retirement of common stock, including excise tax Repurchase and retirement of common stock, including excise tax Stock Repurchased and Retired During Period, Value Earnings (loss) per share: Earnings Per Share [Abstract] Accumulated deficit Retained Earnings (Accumulated Deficit) Finance lease, right-of-use asset, statement of financial position [Extensible Enumeration] Finance Lease, Right-of-Use Asset, Statement of Financial Position [Extensible Enumeration] Repurchase and retirement of common stock (in shares) Repurchase and retirement of common stock (in shares) Stock Repurchased and Retired During Period, Shares Class of stock [Domain] Class of Stock [Domain] Cash flow hedge loss to be reclassified over the next 12 months Cash Flow Hedge Gain (Loss) to be Reclassified within 12 Months General and administrative General and Administrative Expense Other Other Revenue [Member] Other Revenue Other long-term liabilities, net Other Noncurrent Liabilities [Member] Organization, Consolidation and Presentation of Financial Statements [Abstract] Organization, Consolidation and Presentation of Financial Statements [Abstract] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Deferred gift card revenue Gift Card Revenue [Member] Category of deferred revenue wherein all amount due is received from customer before delivery of goods or services, and revenue will be recognized upon customer acceptance of delivered goods or services. Net cash provided by (used in) financing activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Performance-based share units Performance Shares [Member] Other - international Other - International [Member] Other - International [Member] Credit facility [Axis] Credit Facility [Axis] Dividends, common stock, cash Dividends, Common Stock, Cash Amendment Flag Amendment Flag Long-term debt, fair value Long-Term Debt, Fair Value Carrying value measurement Reported Value Measurement [Member] Entity Registrant Name Entity Registrant Name Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Depreciation and amortization Depreciation, Depletion and Amortization Warrants (in shares) Incremental Common Shares Attributable to Dilutive Effect of Call Options and Warrants Fair Value as of Grant Date Award Grant Date Fair Value Amortization of leased assets Finance Lease, Right-of-Use Asset, Amortization Subsequent Events [Abstract] Subsequent Events [Abstract] Fair value, inputs, level 2 Fair Value, Inputs, Level 2 [Member] Less: unamortized debt issuance costs Debt Issuance Costs, Net Fair value, measurements, fair value hierarchy [Domain] Fair Value Hierarchy and NAV [Domain] Schedule of earnings (loss) per share, basic and diluted [Line Items] Schedule of Earnings Per Share, Basic and Diluted [Line Items] Schedule of Earnings

Per Share, Basic and Diluted [Line Items] Stockholdersâ€™ equity Equity, Including Portion Attributable to Noncontrolling Interest [Abstract] Geographical [Domain] Geographical [Domain] Franchise revenues Franchise [Member] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Principal Debt Instrument, Face Amount Disaggregation of revenue Disaggregation of Revenue [Table Text Block] Derivative instruments - interest rate swaps, other long-term liabilities Derivative Liability, Noncurrent Entity Address Postal Zip Code Entity Address, Postal Zip Code Interest rate swap Interest Rate Swap [Member] Restatement Determination Date: Restatement Determination Date [Axis] Dividends payable, date of record Dividends Payable, Date of Record Title of 12(b) Security Title of 12(b) Security Common stock, $0.01 par value, 475,000,000 shares authorized; 84,830,409 and 86,968,536 shares issued and outstanding as of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023, respectively Common Stock, Value, Issued Share-based Payment Arrangement [Abstract] Share-based Payment Arrangement [Abstract] Income tax authority, name [Domain] Income Tax Authority, Name [Domain] Finance lease, liability, current, statement of financial position [Extensible Enumeration] Finance Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration] Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Change in fair value of derivatives, net of tax Other Comprehensive Income (Loss), before Reclassifications, before Tax Impairment of intangible assets, indefinite-lived (excluding goodwill) Impairment of Intangible Assets, Indefinite-Lived (Excluding Goodwill) Other investments, net Payments for (Proceeds from) Other Investing Activities Retirement of warrants Retirement of warrants Adjustments to Additional Paid-In Capital, Retirement of Warrants Adjustments made to Additional Paid-In Capital in relation to the retirement of warrants. Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Forfeited (in USD per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, 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, Including Disposal Group and Discontinued Operations Loss on extinguishment of debt Loss on extinguishment of debt Gain (Loss) on Extinguishment of Debt Cash flows provided by (used in) financing activities: Net Cash Provided by (Used in) Financing Activities [Abstract] Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] Preferred stock, $0.01 par value, 25,000,000 shares authorized; no shares issued and outstanding as of SeptemberÂ 29, 2024 and DecemberÂ 31, 2023 Preferred Stock, Value, Issued Reporting Unit [Domain] Fair value measurement [Domain] Par Value Measurement [Domain] Par Value Per Share Entity Listing, Par Value Per Share Income Tax Holiday [Line Items] Income Tax Holiday [Line Items] Cash paid for amounts included in the measurement of operating lease liabilities Operating Lease, Payments Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Property, fixtures and equipment, net Property, Plant, and Equipment and Finance Lease Right-of-Use Asset, after Accumulated Depreciation and Amortization Equity method investment, gross Equity Method Investment, Gross Equity Method Investment, Gross Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Dividends payable [Line Items] Dividends Payable [Line Items] Designated as hedging instrument Designated as Hedging Instrument [Member] Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Total current liabilities Liabilities, Current Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Share Repurchase Program [Axis] Share Repurchase Program [Axis] Total assets Assets Initial shares delivered under ASR agreement percentage Initial Shares Delivered Under ASR Agreement Percentage Initial Shares Delivered Under ASR Agreement Percentage Volatility Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Weighted Average Volatility Rate Food and beverage Cost of Goods and Services Sold Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Contributions from noncontrolling interests Noncontrolling Interest, Increase from Subsidiary Equity Issuance Capital expenditures Payments to Acquire Property, Plant, and Equipment Other long-term liabilities, net Other Liabilities, Noncurrent Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Contract with customer, liability, type [Axis] Contract with Customer, Liability, Type [Axis] Contract with Customer, Liability, Type Commitments and contingencies Commitments and Contingencies 2023 share repurchase program 2023 Share Repurchase Program [Member] 2023 Share Repurchase Program Schedule of effective income tax rate reconciliation Schedule of Effective Income Tax Rate Reconciliation [Table Text Block] Termination Date Trading Arrangement Termination Date Class of warrant or right, exercise price of warrants or rights Class of Warrant or Right, Exercise Price of Warrants or Rights Fair Value, Assets Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Accrued insurance Accrued Insurance, Current Share-based compensation arrangement by share-based payment award, stock price (discount) premium, percentage Share-based Compensation Arrangement By Share-based Payment Award, Stock Price Premium (Discount), Percentage Share-based Compensation Arrangement By Share-based Payment Award, Stock Price Premium (Discount), Percentage Stock-based Compensation Plans Share-Based Payment Arrangement [Text Block] Derivative liability, noncurrent, statement of financial position [Extensible Enumeration] Derivative Liability, Noncurrent, Statement of Financial Position [Extensible Enumeration] Entity Address City Entity Address, City or Town 2023 and 2024 share repurchase programs 2023 and 2024 Share Repurchase Programs [Member] 2023 and 2024 Share Repurchase Programs Debt instrument [Axis] Debt Instrument [Axis] Dividends [Axis] Dividends [Axis] Stock-based compensation expense, net of capitalized expense Share-Based Payment Arrangement, Expense Net income (loss) attributable to Bloominâ€™ Brands Net income (loss) attributable to Bloominâ€™ Brands Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Schedule of carrying value and fair value of senior secured credit facility and other unsecured debt Fair Value, by Balance Sheet Grouping [Table Text Block] Segment Reporting, Revenue Reconciling Item [Line Items] Segment Reporting, Revenue Reconciling Item [Line Items] Issuance of common stock from repurchase of convertible senior notes Stock Issued During Period, Value, Conversion of Convertible Securities Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Loss Contingencies [Table] Loss Contingencies [Table] Forfeited (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Provision for impaired assets and restaurant closings Provision for impaired assets and restaurant closings Provision for Impaired Assets and Restaurant Closings The charges against earnings resulting from 1) the aggregate write down of all assets, excluding goodwill, from their carrying value to their fair value and 2) restaurant closing expenses. Restaurant sales Food and Beverage [Member] Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member] Foreign tax jurisdiction Foreign Tax Jurisdiction [Member] Entity File Number Entity File Number Liabilities: Liabilities, Fair Value Disclosure [Abstract] Revenue Recognition Revenue from Contract with Customer [Text Block] Document Fiscal Year Focus Document Fiscal Year Focus Non-controlling interests Noncontrolling Interest [Member] Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Weighted average common shares outstanding: Weighted Average Number of Shares Outstanding Reconciliation [Abstract] Brazilian tax legislation Brazilian tax legislation [Member] Brazilian tax legislation Entity Address, Address Line Two Entity Address, Address Line Two Debt instrument, name [Domain] Debt Instrument, Name [Domain] Franchise and other revenues Franchise and Other Revenue [Member] Revenues generated from the right granted to operate a business using grantor's name, merchandise, service, methodology, promotional support, marketing and supplies; and other revenues. Severance and other expenses Severance Costs Restructuring plan [Domain] Restructuring Plan [Domain] Name Forgone Recovery, Individual Name YEAR 4 Long-Term Debt, Maturities, Repayments of Principal in Rolling Year Four Award date [Domain] Award Date [Domain] Document Period End Date Document Period End Date Purchase of noncontrolling interests Purchase of Limited Partnership and Noncontrolling Interests The cash outflow associated with the acquisition of or advances to an entity that is related to it but not strictly controlled (for example, an unconsolidated subsidiary, affiliate, and joint venture or equity method investment) or the acquisition of an additional interest in a subsidiary (controlled entity). Contributions from noncontrolling interests Proceeds from Noncontrolling Interests Current finance lease liabilities Finance Lease, Liability, Current Other, net Other Noncash Income (Expense) Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Base rate Base Rate [Member] Outstanding as of December 31, 2023 (in shares) Outstanding as of September 29, 2024 (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Asset impairments and closure charges Asset impairments and closure charges Asset impairments and closure charges Insider Trading Arrangements [Line Items] Supplemental Balance Sheet Information Supplemental Balance Sheet Disclosures [Text Block] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Other current assets, net Other Current Assets [Member] PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Diluted (in USD per share) Diluted earnings (loss) per share (in USD per share) Income (Loss) from Continuing Operations, Per Diluted Share Dividends payable, date to be paid Dividends Payable, Date to be Paid Effect of dilutive securities: Dilutive Securities, Effect on Basic Earnings Per Share [Abstract] Adjustment to Compensation: Adjustment to Compensation [Axis] Less: net income attributable to noncontrolling interests Net Income (Loss) Attributable to Noncontrolling Interest Reclassifications Reclassification, Comparability Adjustment [Policy Text Block] Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Cash flow, operating activities Cash Flow, Operating Activities, Lessee [Table Text Block] Tabular disclosure of a lessee's classification of leases within the cash flow statement. Other current liabilities Other Accrued Liabilities and Other Liabilities, Current Aggregate carrying amount of current liabilities (due within one year or within the normal operating cycle if longer) not separately disclosed in the balance sheet or footnote. Fair Value, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Accumulated other comprehensive loss, beginning of the period Accumulated Other Comprehensive Income (Loss), Net of Tax Entity Current Reporting Status Entity Current Reporting Status Accumulated deficit Retained Earnings [Member] Debt issuance cost amortization Amortization of Debt Issuance Costs Financing fees Payments of Loan Costs Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Accelerated Share Repurchases, Date [Domain] Accelerated Share Repurchases, Date [Domain] Line of credit facility, maximum increase Line of Credit Facility, Maximum Increase Maximum amount of increase to the New Senior Secured Credit Facility so long as leverage ratio remains in compliance. Income tax authority, name [Axis] Income Tax Authority, Name [Axis] Derivative, termination value Assets Needed for Immediate Settlement, Aggregate Fair Value Basic (in shares) Basic weighted average common shares outstanding Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Deferred loyalty revenue Loyalty Revenue [Member] Loyalty Revenue [Member] Aussie Grill Aussie Grill [Member] Aussie Grill Accelerated Share Repurchases, Date [Axis] Accelerated Share Repurchases, Date [Axis] Two-year Two-year [Member] Two-year Liquor licenses Indefinite-Lived License Agreements Total stockholdersâ€™ equity Balance at beginning of period Balance at end of period Equity, Including Portion Attributable to Noncontrolling Interest Restricted stock units Restricted Stock Units (RSUs) [Member] Amortization of debt discounts and issuance costs Amortization of Debt Issuance Costs and Discounts Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Interest Rate Option [Axis] Interest Rate Option [Axis] Interest rate option [Axis] Executive Category: Executive Category [Axis] Name Awards Close in Time to MNPI Disclosures, Individual Name Increase in liabilities from the acquisition of property, fixtures and equipment Construction in Progress, Change in Accrual for Expenditures Incurred but Not yet Paid Change in the accrual to pay for construction in progress expenditures that have occurred. Provision for impaired assets and restaurant closings Provision for Impaired Assets and Restaurant Closings [Table Text Block] Provision for Impaired Assets and Restaurant Closings [Table Text Block] Entity Filer Category Entity Filer Category Convertible senior notes (in shares) Incremental Common Shares Attributable to Dilutive Effect of Conversion of Debt Securities Number of restaurants Number of Restaurants Income statement location [Domain] Statement of Income Location, Balance [Domain] Loss Contingencies [Line Items] Loss Contingencies [Line Items] Net loss on derivatives, net of tax Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification and Tax, Parent Company Selected Measure Name Company Selected Measure Name EX-101.PRE 12 blmn-20240929_pre.xml INLINE XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT GRAPHIC 13 blmn-20240929_g1.jpg BLMN LOGO begin 644 blmn-20240929_g1.jpg M_]C_X 02D9)1@ ! 0$!+ $L #_X@Q824-#7U!23T9)3$4 0$ Q(3&EN M;P(0 !M;G1R4D="(%A96B 'S@ " D !@ Q !A8W-P35-&5 !)14,@ M0 9&5S8P 2D! M\@'Z @,"# (4 AT")@(O C@"00)+ E0"70)G G$">@*$ HX"F *B JP"M@+! M LL"U0+@ NL"]0, PL#%@,A RT#. -# T\#6@-F W(#?@.* Y8#H@.N [H# MQP/3 ^ #[/Y! 8$$P0@!"T$.P1(!%4$8P1Q!'X$C 2:!*@$M@3$!-,$X03P M!/X%#044%]@8&!A8&)P8W!D@& M609J!GL&C :=!J\&P ;1!N,&]0<'!QD'*P<]!T\'80=T!X8'F0>L!{\'T@?E M! ,@("P@?"# ((1@A:"&X(@@B6"*H(O@C2".<(^PD0"24).@E/"60)>0F/":0) MN@G/">4)^PH1"B<*/0I4"FH*@0J8"JX*Q0K<"O,+"PLB"SD+40MI"X +F NP M"\@+X0OY#!(,*@Q##%P,=0R.#*<,P S9#/,-#0TF#4 -6@UT#8X-J0W##=X- M^ X3#BX.20YD#G\.FPZV#M(.[@\)#R4/00]>#WH/E@^S#\\[!)$"800Q!A M$'X0FQ"Y$-<0]1$3$3$13Q%M$8P1JA')$>@2!Q(F$D429!*$$J,2PQ+C$P,3 M(Q-#$V,3@Q.D$\43Y10&%"<4211]%(L4K13.%/ 5$A4T%585>!6;%;T5X!8# M%B86219L%H\6LA;6%OH7'1=!%V47B1>N%](7]Q@;&$ 891B*&*\8U1CZ&2 9 M11EK&9$9MQG=&@0:*AI1&G<:GAK%&NP%!L[&V,;BANR&]H< APJ'%(<>QRC M',P<]1T>'4<=:AZ4'KX>Z1\3'SX?:1^4'[\?ZB 5($$@ M;'"'8(,0@\"$<(4@A=2&A(B>K)]PH#2@_*'$H MHBC4*08I."EK*9TIT"H"*C4J:"J;*L\K BLV*VDKG2O1+ 4L.2QN+*(LURT, M+4$M=BVK+>$N%BY,+H(NMR[N+R0O6B^1+\<-]1B)&9T:K1O!'-4=[1\!(M!4A+2)%(UTD=26-)J4GP2C=*? 4K$2PQ+4TN:2^),*DQR3+I- DU*39--W$XE M3FY.MT\ 3TE/DT_=4"=0<5"[40914%&;4>92,5)\4L=3$U-?4ZI3]E1"5()4 MVU4H5755PE8/5EQ6J5;W5T17DE?@6"]8? 5C+61I9:5FX6@=:5EJF6O5;15N5 M6^5<-5R&7-9=)UUX7&EYL7KU?#U]A7[-@!6!78*I@_&%/8:)A]6))8IQB M\&-#8Y=CZV1 9)1DZ64]99)EYV8]9I)FZ&<]9Y-GZ6@_:)9H[&E#:9II\6I(M:I]]JVM/:Z=K_VQ7;*]M"&U@;;EN$FYK;L1O'F]X;]%P*W"&<.!Q.G&5&YXS'DJ>8EYYWI&_M>J5[!'MC>\)\(7R!?.%]07VA?@%^8G["?R-_A'_E@$> J($*@6N!S8(P@I*" M](-7@[J$'82 A..%1X6KA@Z&I+CDTV3MI0@E(J4 M])5?EAMJ(FHI:C!J-VH^:D5J3'I3BEJ:8:IHNF_:=NI^"H M4JC$J3>IJ:H_ MR#W(O,DZR;G*.,JWRS;+MLPUS+7--:6YQ_GJ>@RZ+SI1NG0ZEOJ MY>MPZ_OLANT1[9SN*.ZT[T#OS/!8\.7Q $L M 0 2P !061O8F4@26UA9V5296%D>0 .@ 0 # 0 ! "@ @ $ M 0 1N@ P $ 0 <(_]L 0P " 0$" 0$" @$" @(" @,% M P,# P,&! 0#!0<&!P<'!@8&!P@+"0<("@@&!@D-"0H+"PP,# <)#0X-# X+ M# P+ _]L 0P$" @(# @,% P,%"P@&" L+"PL+"PL+"PL+"PL+"PL+ M"PL+"PL+"PL+"PL+"PL+"PL+"PL+"PL+_\ $0@!P@$; P$B (1 0,1 M ?_$!\ $% 0$! 0$! ! @,$!08'" D*"__$ +40 (! P," M! ,%!00$!?0$" P $$042(3%!!A-180'EZ@X2%AH>(B8J2DY25EI>8F9JBHZ2EIJ>HJ:JRL[2UMK>XN;K" MP\3%QL? (R;GZ.GJ\?+S]/7V]_CY^O_$!\! ,! M 0$! 0$! 0$! @,$!08'" D*"__$ +41 (! @0$ P0'!00$ $" M=P ! @,1! 4A,08205$'87$3(C*!"!1"D:&QP0DC,U+P%6)RT0H6)#3A)?$7 M&!D:)BH*#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7&Q\C) MRM+3U-76U]C9VN+CY.7FY^CIZO+S]/7V]_CY^O_: P# 0 "$0,1 #\ _- V M@-(UG6JUKGTI#:>P-? DES_2;V)DFSIILLGI6M]C]J:;3GH:+D>Q,EK+VIIL? M45K-:#O2&TS1<3HF0;+GI36LO:M//'-MFPL),:1#(G% MQ.IYG.>JQD87U<$Y&SGSLUS2CD^%EBJVRV75OHEZ_P#!,ITU!7/0_P!A']CV M/X,:%'XI^(%J#XKU*+]S%(IW:5"P^Y@])6!^8]5'R2_X.YRR5BM-W_&J$_0U?FI[_(U0GZ&L*1RSV,RZ M[UF7?4UIW7>LR[ZFN^D>?6,34.C5@ZCUK>U#HU8.H]:]*D>1B##EU6ZTF1GT MJYN+5V&TM%(4)'H2#7O'[%/Q>\9P:OK3V7BWQ1"MO!"B"/5)U"?^_RM7;>&?\ M@]'\0] 8+XCLO#^MQ=S);M!*?HT;!1_WR:\-N;;=VYK.O+3J0*\S+ ^-<\P#7 ML<;47DY-K[I77X\V;GVMX%_X*S^%=2D6+XD>'=8T1VP/-M9%O81ZEON.!]% M8U[Q\,/VF/ ?QD*)\._%&E7]R_2U:3R;H_\ ;&0*_P"._5^3MY:;@#= M#! I&[!.?F8D*O!Y8$C -?1#H^BVOAS2+73]#@ M2VLK&%(((D^[&B@!5'T %>;_ +(?P+'P3^%\0U6+9KFM;;K4"?O1QF77>LR[ZFM.Z[UF7?4UW MTCSZQB:AT:L'4>M;VH=&K!U'K7I4CR,0'[&8#S;>PA$F.F\H"WZDUYG$E;V M>&C#N_R7_#'X[J8GV> I45O*=_DD_U:);FUZU1N;?.01S6]<6_J*H7-M[5\ M?"9^"V.>NK/D\5F7ED#GBNEN+?/45GWEGUP*[J546YRE[8XSQ61>V.X'BNNN MK3.>*R;VQY.!7H4JHFKGJ'[+O_!0/QI^S1=6^G:A+)XD\)H=K:9=2DO;+ZVT MIR8\?W#E#SP"=P_2CX#?M#^%?VD/!B:U\+]06YC&%N;:0;+FRN" M,J<9!(YK\<;ZQW \5I_"7XO>)/@!X[MO$/PQOWL;^W.'4Y:&ZC[Q2IT=#Z'H M<$$$ C]8X,\2,7D3CA\6W4P_9ZRC_A?;^Z].UA7L?ME17DG[(O[76@_M8> Q M>Z(4L==L55=4TMGS):N?XT_OQ,<[6_ X((KUNOZ9P..H9E0AB<--2A)737]? M>MT]&,****ZP"BBB@#^10P@]*3R/>K90'J*0Q U^-G^I?LRH;?/7%(;<]L5; M\D4>2/6@GV93-N1VI//(H:N&#T-(83ZT[B]F4S#]:3R?;]*N^2Ū(8CZ9HNQ> MS*1B^E>Q?L4_!H?$KXJIJ.K1[M+\-E+N4$9$LV?W2'GIE2YX(Q'@_>KRDQ$= M17WU^S%*O\ A4?PCT^QNXVCU&]_TZ^##!65P/D([;5"H?=2>]?*\89P\KP$ MHP?OS]U? J_DOQ:/.S&I["E9;O^F>@TQ_O4^F/]ZOP@^=&2=J@E_K4\G:H)?Z MU<3.96F[_C5"?H:OS=_QJA/T-=-(Y)[&9==ZS+OJ:T[KO69=]37?2//K&)J' M1JP=1ZUO:AT:L'4>M>E2/(Q!G^'M!/BKQEI6F*I;^T+R*WP/1W"G^=?H%):" M- L2A548 P *^//V2_#/_"2_'S2FDYCTY);Q_\ @*$+_P"/LE?:$L6>O6OE M.*\1>M3I=E?[_P#AC^>O%;%^TQM##+ [,6_\ P)__ &ICSPAR*I3V_7-;4\& M?K5.>#(.:^.:S+NTS MG(KI;BW]:SKRS]*[:=46YRM]8=<"LB]LMP.17775GG/%9-]8]3BO0I51$7PA M^*^N_'XD:?XG^'UQ]GO[!^5;F.YC/WXI%[HPX/<<$8(!'Z]? L\?'C1_VC_A M7IWBCP:^U+E?+NK9F!DL;A0-\+^X)R#QN4JPX(K\=+VRSG(KVW_@GI^TW+^S ME\:8;'Q#<^7X4\3R)::@']$=K(3B*XYX&TG#'^XQ)SM%?K/AOQE+(L8L)B)? M[/4=G_=D]%+TZ2\M>@C]5:***_J084444 ?R2[!08\]:EV#WI/+JZ_%[G^JO M(1&+Z4GE5,8Z38:=V+D(O*I#%]:FV&C:?2CF8N0@,?K1L-3$8ZT4^8.4]! 9 M4^&8^)/QDTZ*^19+#3/^)A= @$,L9&U2#P0SE 1_=+5]UUXA^PKX!'AWX87& MM7* 7&OSDH<_\L8B47CL=_FGW!6O;Z_#^-OVOQT^1\AF= M;VM=I;+3_\ $*8_WJ?3'^]7R)YXR3M4$O\ 6IY.U02_UJXFF21XZ5^;YWB?

K&.J271V^[3\S^3N-,=]?S MKU]%+E7_;ON_FFRA-#SS52>WS]:U)(\BJTL/K7G1D?+V,B>#/452N+?'45 MM3P9Z]:IS09X(KJA,1AW-M[50N+?KFMZXM\?2J-S;9KKA,EG/W5IG-9EW:=<
MBNDN+?&V&<\5Z%*](3 M7_@GG\5(>YW1E,GNRM7N=?G/\ \$IO MB4W@[X_7OARZD*VGBJQ943/!N(9$/\ W[\\?B* 1BO[(\/<[>>Y)1JS=YP] MR7K'9^KC9OS8!1117VP'\EVP>](8Z=17XN?
ZMV0WRZ-AIU% 60S8:-II]% < MHS!]#5K0M%N/$FN6>G:4H>ZOYTMH5)P&=V"J,]N2*@KUS]BWP9_PD_QFBO;A M0UOHEN]V=R;E9R/+09['+EQ_USKBS%K 86IB)?93?SZ+YLY\346'I2J=D?7
M?AO08/"OAZPTS2]WV;3K>.VBW[E6&,'NS-M'ZD M5K:AT:NP_91\'_\ "6 '33&E7=!I*0?R9&?N<)_X^R'*ZZE=8:E.J_LIO[D M?-9WC8Y;@ZV*EM"+?W+;Y[V'!H&A0^'/#]CIU@
(;"WCMXP!CY44*./H*G=, M599,=*8R[J_)G)S;D]V?QK.M:4D>:@EBK6,A[F1/!ZBJ5Q;X^E:,T&>M95)H<=173"8MS#N;:J%Q;X MSQ6]<6WH*HW%MFNN$R6CG[JTR#Q69=VO7(KI+BVQGBL^[M-
P.!7;3JBW)O@? MXG/P\^-OA36U8HG:K;RRD=3%Y@$@_%"P_&OUXK\;[NT]17Z]^!M9/B/P3H^ MHLVXW]C!<%O7?&K9Y^M?TCX&8YSIXW"MZ)PDOGS)_DA&K1117[\!_)B8Z/+I MU%?BUT?
ZOV0W8:0H:?13N'*,VFC!]#3Z*!*$84C_@/8_2OE*OOGX+>%/\ A"?A1H&F/&\4L%FC3'(_5)7>>0?\ M?;M7P_'N,]AEZHIZSDON6K_&QX>?5?9T%!?:?X+_ (-CIZ***_&SY$*8_P!Z MGTQ_04
,D[5!+_6IY.U02_UJXF&]8UVX0A[Z9;6$G^Y&,L1] M6?'_ "OGB_!;(7DG_&ON#X0>#!X"^&6C:4R!);>V4S#'_+5OF?_,>9J\SB M3$^QPGLUO- @M7^A^/\
BOF7U3*XX6+]ZK)+_MV.K_'E7S.BIK+W%.(P>:*^ M 3L?S<1,NZHG3%6&3TIA&ZJ3N!4DC]*A>.KCI@\5%)'GD5:8%"6+\]K30^M: M+IFH)8LUK&0]S)G@P>15*XM\9Q6S-!D/)K\PKFVQT
MK]1/@?9_V=\%O"%N3N,&B64><8SB!!T_"OZ#\!FY8W&/IR1_]*8F=11117]- M"[/Z,7*XC*_$S_%@"BBB@ HHHH V_AKS\0$MS TNX5VAO[Z&&79]X1EP'(^ M9Y/X5^@1.3S7QO\
L6^'VUGXYVMPK*!I5I/=L#_$"ODX'XS_A7V17Y-X@8G MVF+I4%]F-_G)_P"21\CQ!4YJ\8=E^?\)2"BBBO@#P0IC_>I],?[U #).U02_ MUJ>3M4$O]:N)G,K3=_QJA/T-7YN_XU0GZ&NFDWMY?
M<_H$C.[!]BP5?\ @5?9]>&?L5^"OLFC MZIK]TI#WDGV2 D?P+RQ'L6(' *]SKXOB+%>WQ7LUM%6^?7_ "^1_+/BAFW] MH9PZ$7[M)*/S>LOT7R C/6F$8
-/H(SUKP#W:N1TUESR*>5Q247L01,N>M1R M1X/%6&7/3K3",]:M.X%1X\]*A=*N/'SQ44D>ZK3 HRQ>E59H?RK1>.H)8L]* MUC*P]SG)G@P:IW%MZ5LS0Y'2J<]OCITKIA,1CC3GO;E(K92\DK!$4?
Q$G %?] MAHVFKHVCVEG"L#[M$(1^.?HI7]1^ &!<<+C<:UI*48+_ +=3; \ 2D2PHHHK^A23^3.BIR@I# MXI='^L=B&BIO*'^12>31H%D145(8:3R:- Y3Z)_8 T-'NO$NIS1'S(T@MHI.
MV&+LZ_\ CL1KZ4KQW]A_1I-,^#,LUPH OJ1EGC/+*_M M\UKOHFE]R2_,^ S6?M,74?G;[M HHHKYP\!*8_WJ?3'^]0 R3M4$O]:GD[5! M+_6KB9$*TW?
\:H3]#*5^;O^-4)^AKII')/8S+KO6>;:2]NHX;5#)+*P1%'5F/ M _&M"Z[UVG[,_@K_A*_BA#YC3RG!54VA%OU[+YO0^B_AYX3C\"^"=-TF#;_H< 5R!@,YY=OQ8L M?
QK9HHK\VJ3=23G+=ZG\4XC$3Q=6=>]RDVV -N["BBBH,0//6F,N*?0>>M MFKD=(RYIS+BDHO8@C([&HY(_2IV7=3".QJT[@57CW5*Z>M7)(ZS[_6;&QE,= M_>6L$@&2LDRJXV8W>5('V
MYZ9P>.AJQ9:1/K.HP6FEQ--=74BQ11J,F1F. !]216L8S'7POD6&P_U^\MS3_P .M% V?E]>?M*DI]VW][""BBBN,R"F M/]ZGTQ_O4 ,D[5!+_6IY.U02_P!:N)G,K3=_QJA/T-
7YN_XU0GZ&NFD7*XN=987+'N(\8C'Y9;_('7A/@/PB_CKQI8:9$& MV7$H\UA_!&.6/Y_CBOKJW@2U@2*W4)'&H55'10[@"O'S_%*
MO$9DA\"PVWA^U;A74">Y(]W8;1^"Y&>M>%^+/$^I^,;]KOQ5]%[J-R<_O+F9 MI&&>P+'@>PK]+RGPIQN)M/'55379>]+](KY-GP&9>).#H7C@Z;J/N _=7^;^Y M'VSX[_;O^'O@L2)9ZA.^-
/^"H%^6D7P%X6M M(!\LFH7+2D^Y2,+CZ;C]:^:;]+.:S[F/-?HV6^&F18.SJ4W4?>4G^2LOO3/ MAL;X@9OBW[DU37]U+\W=_=8]0\??M^?%#Q"NVVUN#2XQ$*65G&N?^!.&8?@: M\W\4?
M">/?$SL=<\8^)9U/5!J,J1]_X%8+W/:L:XBZBLZ[BK[;!Y'EN#TH8: M$?2$5^A\Q7SG'XE_OL1.7K)_E[T_X6:!< W]T,QMK,JD'[' WIY_Y:2+]Q> 0S+CJ^/#OAZQ\(Z!9:5X7M+>
MPTW38$M;6V@0)%;Q(H5$11P%"@ =A7TV4X#VK5:HM.GGYGZ;P'PS.M4CF6(M5H+X%W??T73N_36Y1117TQ^Q!1110! _*(5/I28/I4E%?B-T?ZX\A'14E&,T7
M0N0CP/2IM.TY]4U&"VM5+2W,BQ("22Q & .O6F;1Z5T/PCB1_BOX8$HRIU: MU#*#/3+)_?[U #).U02_UJ>3M4$O]:N)G,K3=_P :H3]#5^;O^-1:7H\WB#5[:QTY M=T]W*L2#MDG&3[#]:Z*;25V<-
>I&E!SF[)*[?9(]9_93\$_9[&\UZ]0;[@FV MMB>R _1]3@?\\/K7L54O#FA0>&=*M-/TX$0VD0C7/4X')/N3D_C6;X_^)FC M?#/2C=>+;M801^[B7YI9C2G[G4_7H.Y%?
&5G5S7%-48N4I.R25W]Q_$/&/$4< MXS'$9E6ERT[Z7T2BM(^FFK\VS?KS?XL?M0^&_A>);>.7^UM508^RVS A#Z22
M=%^G)]]V'+W[5>N>/S+:>&VDT72C\I2)_W\P_VY!T!_NK@=CFO(IDYS7Z;P M_P"&W-:MFLO^W(O_-*E^D?O/PW/?$51;HY9& \ ?:])7ZO[CM?BI^TSXJ^ M)OFPW-X=-TY\K]CLR8T9?
1V^_XG'L*\QF2M"5*JS)BOUW X+#Y?35'#4U"* MZ)6 X=^>Y^78S&XC,*CJXB;E+NW_%;T,Z9."/2J-Q'S6I.F#FJ=Q'FO4A(X MS)N8NM9JS'R<]ZU[F,J%U%FNJ#,V8]U%6==19K9N8ZT/AK*=
<^-'C[3?#'P MXLUO]9U>406L+31PJ['UDD944>Y(KKI7DTEN$:,S'E@?DZ[U^R/ MV" _^"%_A7X%W-GXG_:B>P\:**H2LMOIJJ6TG3G'()5@#?Z\\I!L-&T^E3X'I2%0>U N4@P:[?\
M9PTP:M\; #T19EV7!FR!G_5HSX_\=KC]@KT+]E3W>*M"{]+D?G2;2BN#-9*"EKF"WR.KD?,PX[*7ZE M?P:==#YNI3PV\18)OE<(NYB%49/F2QT>W39+./ MEFOF/+,?
[JDD_+UQU!!Z&'R;%YQ'V5[6B]')[)=?5^7GT6I^ >/'B-@^"\G^ MI.=\17T4$_>Y/M/R3^&[T?O6NU8]2^_[5%EX:-?3O GDZCJ:Y228G,%L?P^ M^P]!P.Y[5\U>)O$5_P"*]6DOO$EW-
>74OWI)&R<>@[>PX%0N.]1R+D5^F9' MP]@\@I\N'C>3WD]W_DO):?/4_P Y<\XBQF>U.:O*T%M%;+_-^;_+0J2K@U!* MG6K;KD'-5Y%_2OHTSP6BG*M59TJ],E5I4]:VBQ;E"9*IS1]1Z5HS)UJI.G?
T MKH@R&9EQ'5"YBZ%3*6J%Q'D&NN$B6KF1<1\G/>L^ZBZUL74617 M1![W^KR+_,%7/C1^RP]M:^'O$DGB3P_ 0#H^O%KRW" W8I"1+".N CA<\E3T MK]+?V0_:)UTKXHS?
*X\3S83R=4G#:=<.?\ GE>8"K])1'UP-U?B M/<18)]ZSKN+K7NX+-\1A;)2O'L_ZT/ILGXOS+)VHQGSP_EEJOD]U\M/(J7@ MNNHEM722*10Z.ARK@\@@CJ#3Z_GR_8G_X*N?
%']B>\MK#2+]O%/@M& E\/ MZI,SQ1)QG[++RULV,X*Y3)R4B^=QO[%G_!03X=?MT>$#>_ "34C;ZS:1AM1T* M]W[@>>A)3.)(\)$RIR <-E1]A@4AA5J2]2%%%% \J=!&>M2>32&
(U^%G^P7*,P/2DV"GF(T;#1<7* M,*"O3/V2+1IOC59/&C.(;>9V(&=@V%)W\R>7*6EFC 2W;^B^BCC+= /4D _!_Q*^) B']HCX@13ZTS33W,H@L;. M//E6P9L!$'Y9;J<<]L?JGAYX;XCBV?
UO%7IX2+UELYVW4?+O+9;*[O;^>_&K MQSP7AO1EE^!M5S&2TCO&FGM*IY]8PW>[M%IOWKX9?$'6?VE?B%-XC\21FS\/ M:$Q73=/5MT8G((\QCCYW52>>VX8 YSZRXR,UA_#7P';_ U\%6.D:?
@_9X\R MN/\ EK(>7;\3G^M@5NU]SFE7#5*WLL%!0H0]V$5LHKKZMW;;U;>K/\W,WSG' M\0XRKF.9UG5KU'>4I;O]$ELDK)+1)(CZU&1@X-2L,&R..]>:CS%KH5Y%P:@=F M7!S5N1+! MF?-
'U%4;B/FM.=._I5.YCS^-=,)$F3@_%&VC(2-?W=KX@1%R9;?/"2@ EH<] 63*[@G MW!7\IFG:O>^&-:M-2\.7=S8:AI\R7%MK_@ MD)_P4ZM_V[/AA)H7Q*FMK?XG^%X =2B11&NK6^0JWL2#@%
<@@*KJH^ MRRK-/K'[JJ_>Z/O_,$_:>#>+WF5L#C7^]^S+^;R?][_7?[)HHHKW3]&/Y6 MZ*=Y=!CK)\)YC_8GE&T4[8:38:?,'*(1GK7L'[%0Q\3=4_P"P1)_Z/@KR J?2 MO8/V*ACXFZIG_H$2?^CX*\?
B!K^S<1_A9X^2Q_X3ZWI^_/I>BBBOP@_(@HHH MH *X3X]?'22?@-X2;4-?83WD^4L%)6Q)=.!_XZHR-S=L]R0#+<^-GQGTKX'> M9]7\2\'N'D(*6EJ&Q)>2XX1?0=RV.!^ /Y[?%7XJZQ\8O&%QK/C*?
S9Y?ECB7(MBMH\\1QKV4?F3DG))-?K/AIX<5.+:RQN-3CA(O7HZC7V8^7\TODM;M?SKXZ^ M-]'PZPSRO*Y*>8U%IU5*+^W)=9/[$7_BE[ME)GQ.^*&L_%WQ7/K'C6Z:XN)?
MEC0<1VZ9R(XU_A49_'JLS^)]6C!@LLP6>X?>E(^9QD?P@X MR#U)]*\8*^&[KQAXCL]+T9-]S?2B)!G &>I/L!D_A7W/X'\(6O@/PI8Z3I M_(S/$3Q6*J.=2;[;>K;-1AD4RI*8XP?
K7XS%D#7&13.M24QA@7/3 M4EZ:D1&.#4,BX-67&1FHI%R*M,'IJ595JO*FNB#)9F7$?/UJC16;O;H,@CUY'6ON^'>!LXXAM.A2Y:;^W+W8_M+K+_ +=3..KBZ5%V;U[$>1%+5-
UPZH',C/5OH.IZ5L_L^?M*>(/V8/C;X?\ M'7PGE-OJOAZ[6= [$)=Q\B2"0*?]7(A*,.N"<$5Q-\S32EYF9V;DECDFJ3C: MU?N&0>&F6Y-:IB?WU3N](KTC^K;\K&4,PJQFJE)\K3NFM[H_JD_9E_:#T+]J
MGX#^&/"_,.9-VE^);-;E8RP9[64$K+ Y'&^.17C;ME#CBN[K\+;G-EK<;Z]H =_]7=1JHN8%!Y.^)5E ' \B0]6K]C:^)SS+7E., MG0^SNO1[?Y>J/ZAX8SI9_EU/%_:VDNTEO]^Z\FC^5^BBBOYQ/]K
HHHH *]? M_8M_Y*9JG_8(D_\ \)%>05Z[^QA($^)VI!C@OI,@'N?.A\ 0UY&?_\ (NQ' M^%GCY_\ \B^MZ?]CZ7HHHK*/Q*P/B;\2M*^$O@V[USQ?/Y5K;+A5'WYW(. MV-!W9L?S)P
36GX@U^S\+:)=:CX@N[(6RLHFFFE'? E;C/&_O+QPT'[\N_]R/] MY_\ JU?1\ %?&GQ=PWA?E=]-IXZJFJ4'K;HZDU_+'HOM2]U:)7*1+F.SM5;,=I%GA1ZGN6ZD^@P!Q]%=)\OAY\4/'5EI-GN6.
M1M]Q(!GR8A]YOZ#W(K^SJ5'"Y-A%3IQ4*-..B6R27]>;/\M\SS/%9SBZN.QU M1U*U1N4I/5MOK_6BV6A[9^QA*#8V4WBK68B);D&"QA# Y"9^>3'N1M!] ?6O M?*KZ3I5OH>F6]GI4206UK&L44:C
10, 58K^>\[S6>*GL]$NT5LO_Y MSQ7*@I&&12T5Y)1'2..,BG.,'ZTE7N&Y'3&C#!IKC(S0NQ*UT*]X-02K5 MIUR*@=<=\5I%AOH5)%)M*M79%JO,O>MHLDHSI529*T7C+'"@DG@ =ZR=2UBUL
M=WG3(6)"J=S$@XQQT/UQ7L97E..SFK[' 4)5)=HQP [FJ>]>,"Q*Z=%@<@/)UQV.!P#U[D5SVIZA/?N M3>2NXSG;G"@^P' K]HX?\"\ZQW+4S*<:$.WQS^Y/E7SE==CYW%<3X:G=44Y/
M[E_G^!H:KKMK9EE#^_DK]TF5)[6[B6:&5#E9$8 JP]B"#7\DQ])?_!*7XZ6?QO_X)V?"74] MY@QR2?L^OS7C["*95]SY;'^0->5GBOE^(_P2_(\ MO.H\^ KK^Z_PU/J^@G R:*^:OVZOVF?
^$5TV7P7X'N%_M*^BQJ4T;?-:Q,/] M4,=<'GT4_[0(+*>%^&\5Q5F%/+*M7JWTC%;R:I^+LNI -''W'&7^'N35LY MS!Z1TC%;SF_AA'S?5_9BG)Z(\T_;4 :?/Q2UU_#?@>YSX-1F!*]
MGO&I^[V)RW/RX\#HHK^Y\@R+"<.8&G@,'&T(KYM]9/NV]_N6B2/\F.+^+[2=(*RSYR!*\ @/?D9/L/>OK M^OAO$#/>5++*+U=G/|(_J_EW/FX*[N%%%%?E!L%%%% "$9%,J2D,9=OD!/&3
M@5<$Y/E2U8-V(W&13*CEU>T@V>=,K>+:8(9I@'J:P+KQA>2!?)$,6 02J9+9]=V?TQ6/?4UXP:[EDE M*#:I=BQ]!FOUS)/HUYMB+3S3%P!+M!.I+T?PQ7RG
(#'EC;RDI'S>*XPS#%Z1DH+^ZOU=W]U MANI:O=7^5NIG92 "H^53CID#@GWK-G7C-7)ER,^E5Y%SGWK]2PN PV7TE0PE M*-.'VC%**7R5D>0Z\ZTN>I)M]V[LH3IS];JSID5>F3(-595SFG-
'53D9\Z9% M4[A,BM&9.35.=.3[URS1Z%&1FW"9YJC.G6M.=.M4;A*XZB/3I2,RX3(-9]RG M&:UKA,&J%S'R?>N*I$]2C,S)5PWUKZ"^!O\ P4"\0_!'X6Z7X7T-[P6NF>;L M$3/*
<#/K(:\)G3K4%>9B,-3Q*Y*L;K<]G!XVM@Y>THRL[6^1Z!1117^ M?I_TH!1110 5W [+Z>9\<]$&<<7! *VE-)Y_LVGV" MS23RXSL7R7'3OUZ=ZY,?0GB<-5HTXWE*,DDMVVFDEZGEYY7IX;+
<56JR48QI MS;;T22BVVWT26K/H;]ISX]V_P&^'LEW&8Y=8OLPZ=;L<[GQS(P_N)D$^I(' MOSRU;5;G7=3N+W6)Y+F[NY&EFED.6D=CDL3ZDFNI^//QENOC7XXN_$&MW%M'
M;X\NSMA&A+ZE1O&C&SU76HU M;XIV6^T4H[IMS5:T71[GQ#JUM8Z/$\]U=R"*)%&2S$XK)@\1V3(QN3=(P^Z% MB5@?J=XQ^M?0/['G@Y+"T?Q5K]BQN9E:/3@SD"->C2$%>
<]!STSZU^FX;*,Q MS1RHY=1YZMFTKI+YMM)+O^%WH?AN;2_L/#_6L:N2%TKOJWT2W;/![32;+8\J#??*?O>]_P]@*Z6N=E\87+PE$C@1B?O@'7
0/.5V="BA#^:@9KYC# _1RXIS2]\1C\11IN3N[RE*6ODHV_P#)CXRMX@Y= M25J4)R^22_%W_ ZF.)IFQ$K,>N ,U!+?P11,[SPX4X(#@MG_ '1S^E52,DQH?E]L-
BJ5QXM_4T<2N,;40''T)R1^=9]S>37A4WQ;]!FBHR,&OTG*N&*LI>K;_ 1QD5#(OZU/44B_I7L-'/%D!& M14,@R*G<8-1N.?K64D=$657%0S+D9JS(O-
0N,YK"2.B+*DBYS[U5D7K[5Z+8>=;39V/Y\2[L$J>&8' MJ#7GU6H:R=CUZ"E4TBKFO1117^>A_P!+84444 %>6?&SQR+ZY_L?2W!A@8-< M.KY#OV3CLO?W]-
M=C\3/&G_"&^'R]L<7MSF.WX!VGNQ![>QY(}:\.=VD%I_ZE974]Z24L M1)=(O6-+_M[24_[O*M5*2$HHJ6QLI=2O(K>PC:6>=PD:+U9B< "OUI)MV1 _MC:BKO8ZKX)_#&3XH^-8;1P5L;?
$UX_(Q&#]T'U;H/Q/:OL73;6+3[2*WLD6* M&% B(HX4 8 'X5QGP5^&\7PP\'Q6@ :]GQ+=R YW/CH/8=!]>NUC;!K]^X- MR%9+A..HOWL]9>7:/RZ^?R/Y1\0^*7Q+CW&B_P!Q3NH^?
>7SZ>276Y:SFGH< MBHHSD4]3AJ^T3/SB2LR93D4M-0\TZM$[F]T"BBBF(8XP:8X[U*XR*81D5+1 M'39!3J"],BHD7%E:!?TJ-QD5/(*A(P>:SDCHBR"52_JG(IR"JTR M,AAH[;R?:*W_,EYL_-_%?
Q#PWAGP[7SBM9U/AI0?VZDK\]]%9RE_=BI:V.+ M\;>*I/&'B&:\E!6/[D*]B#._??DD^Y-9-%%?T50H0PU.-*DK1BK)>2/\>JV*.OX&3^8'XGTKS.MGX12#4@B&+&VQ)=-
G!VY^Z/&E^\FO?:Z1?3UE_Z3ZH MU87P:M1MQ5&%@5:A?BOV>G(_G&HBY"]2U6B:\]PIR*Z8LXZB)5.1FI,YJ%# MVJ1#Q6T682'44451(5&1@U)37'>E(:9$XP?K24]QD4RH>I;&2+U]Z@D%67&1
M4,B_K63-XL@<=Z@E7%62,BH9!D5E)'1%E9Q0>5>:M,M0RKD5SR1?0?5Y]M*KR+GKWJY(O/UJM1L%*#+8/[56E7K5Z=>=<^M5)DP:Y(f:)D M#4!VL9/8C][*/> >M?
NI7SC_P2T_8S7]BC]D[2-!UJ,#Q1KC?VQKI9SMNI%4" M$'TBC5(_0LKL/O5]'5_W%>:+=PQ&@[PC]L?1=?F[OTL?V%P'D,N\HIT]J_MM4G[\O)O9?)63\[G\K]%%%?S&?[?F7XS\31^$?#T][_AG4:(D^'(?
NCJ,_MY[X!KP.\NY+^[EGNVWRS.0'&-S$Y)X]S74_%[QG_P)K_V>R<-9V)*(5.1 M((_\$WZ8'7ID=:Y*OWK@W(_[(P2G47[VI]_)=%\NOFV?Y2?2+\3WXA22H8. M=\%A;PIVVE*_OU/^WFK1?
\D8O=L*ST39I8U"&VT^V*M^(BC))U"O9Q@4\!M/SH=K:,NKH5N[E<0[?\ &G>_ P2I-*3 *OT+)\KGFV)CO^M^R_K;S/YBXASNG.MD.#EB9ZRVBN\NAAGRZOR\SOOACX,@\ ^&X;*VVO*?GGD
P97/4_3L/I76V[_I M61:R]#6C;/Q7[U@]_/"4HT:2M&*LD?ROF.(IXZM/$5Y7G)W:_ZV[&I;O5N% M^:SX).E7(GKU*OM4M_<=ZAFD65G&#]:_MG=>?
K4TB_I4;C(K*2.B+*TB\\U"XSFK,JY]!Q6$D;Q95E6]\R\YJW,O-5Y%R M"*PDCKIR*;>W/9>S MRC[OW1\WW?W!\->&M/\ !GAZRTGPG96NFZ9IL"6UK:VT8CAMXU&%1%"'@
M"ORGCKBJ\%A++L)*1IZ2,^RNWJ^O9>>WI[X6<"3QU2&<8^%J4=81?VGTE_A7 M3N_):WJ***_&#^DC^5^N9^*WB_\X17PRZVKE;RIS%#@D%>/F<$$$8!X/J17 M2R2+$C-*0JJ,DDX %>$?
$/O62%_B:.X0G[/^ZMQZ(._0'DY;GD9OVK\XX+R M3^U<;JM1?NZ>K\W7ZOR7F?W!])?Q+_U%X9> P<[8O&7A&V\86_>3\M&HQ>__M-*Z^%F'115[P]H4OB'4TM[;"@\NOZ*M?
O5.G*K)0@KM[*A"52H[12N-MV=!*/!/_"1;L+O4D!LK9LX)_P!8XZ#Z#J;]OL9._=!?+>'[.';**WL$6.M*,8 \S[^]=!8R]*_8<@RV&54%#[;UD-/MZ(_G[BK-ZF=XEU'\$=(KLN_J^O
MW=#>M)*TK63I6+:2],>E;=K)^M?5TI'P=>!KVS_XU=@?(K,MY.A]] ^#7=3D M>/6B:$#U9C;GZU2A;FK4;9%=L&>?41 MJTZ\9]*N3+E<^E>V_LM?3A$Y/BE^US/#KU!;G])\$>#:PLHXS/K2
MDM526J7^_]?*T[MK0H>&/"^F^"O#UGI/A"QM-TO3HE@M2UB$4O&HP%1% MX'H*OT45^32DY-MO4_H"_5!*.59(****0S^2KXU>+OI%*T 6%FX%SJ (<\I M%W/7C=]WW&[TKR"OT4\9?
\&Y'[4WB[Q#<7LVD^#E1SMB1O$$?[M!T&,"![G'-M$2367_O#1?M!?]KP9_X4$?__377PW@J&2X&%!R7_]9?XG_>;?([_&/C#'M>)%&)S50E[!/DHIIZ4HM\KMT;71R;Z'P%!
]U.D<"EGD(51ZFO12"6C+ MXP:J%ECPAF,YI'\1^OH*^TO"_!MK^TE1JR3;EI'A#[0&PA_^*^4 M3N_)WJ***_&#^DC^5^N9^*WB_\X17PRZVKE;RIS%#@D%>/F<$$$8!X/J17 M2R2+$C-*0JJ,DDX %>$?HKK1?YO\O4_MG3BC
YQC7]5P^%FZ;W;B]7_DOQ?H?&MA-P*V;&7I7U];?\&^'[1\,^F>$O_M >)_P#$UHVO_!/]HF+&_3?"G_@[3_XFOM:/$F6+?$P_P# D?G.)X,SN6V# MJ?\ @+/DBSESBM2TER!ZU];6W_!!7]H6+
[^G>%0^:^$[0$9 M^,3O" \X4_PE]X>D_P# D>'7X&S^6V!J?^_,^3K63-7[=\BOJZ#_M ((9?'R/&5[3_Q_X.$_PJW# P_$%?CRA^:,3 #/_(.$_P"!H<5Y.M\7#_P M)'E5>_>
(GME]7_P! P"1\IPOD5;A>OJN+_@B1\=E^]I_AK_P;I_A5B/_((H M?'1+8S8>&_P#P;I_A77#B(]EOC*?_($CSJGA[O*_^9=5_P#)?Y'RI$V#5A3 MD5]4I_P17^.0QFP_\@V3_J9/^"+OQP4?.8>'A
P;)_A71'C#)/^@RG M_P"\(Y)^'?$S_P"9;5 _E_D?*:'FI$/%?58_P""+_QO'_+CX<_\&R?X4\?\ M$8OC>#_QX^'/.!LG^%;KC')/^@VG_P"\(Q?AUQ/__"VM_X!+_(^4Z*^KO\ MAS+\;O\
GP_P#@V3_"C_A5+\O^?#P[_X-D_PJ_P#7'(_^@VG_:(C_B'M/%'_$+:W_@$O\CY1\KCO7UA_P_92C=_P_^'AW_&R?X4A_P"",GON(_X\M/#G_(-D_P*3XPR_\,,3_/D"\,N*^M6UDO_)?
Y'R.XR*97UG_,.8 M?C?_,^/AS_P;)_A6AIW_!$'XRWS1BYN_!:F)!EC.J4!\OV.9 WZ9K.7&61P M5WC*?_@2?Y&T/#?BFH[++:OS@U^0\=N,BH9%_6ON_0O^"#?Q!N.O_"3>,_!M MID?_
!E%SVZ.//';GCWKN?#'_!.6S0JWC7XF7,XS\T5EHJO8Z]\'F;\ M)^Z.XYZUYE?O"X?H;XI/TC)_E&OJ6$\(.+\4U;.M+^]*$?SE?\#\TB,CFH9! MD))O%OB)ARR7FHK#&WT%O'&P'_C];IK^':[*?P=^
M%91O!?PZ\+Q31?&ZX$?PE\(>(?+ +,3-9V.DD$9 MSCYY<;:&>[$5]4_!3_@A\2O'1BN/G/]_*#AHY$/#*2,.&X*GH0:_=@DW.M_P%
,:7!OJX9M=EXVBLM.^(OAE%,JVD'RQ7F).%NX$))"D_*ZY.OL=G6OG>(.M.$:N3P^L49<]+KW7KW7G^!)APCXAT.(JOU3$0JG7Z*]XRMO;JCY/IU9]3_1+]^GF]#]4_C1_P4[^ G[/^K3:?\3OB=X>@
MU&W8I:6)EU.>!NFV2.T20QM[_:X7PK_P%P4V9O%5ZMNOQ%.G32.%3[=HU-M]A]S(8-BCW9A7X7_/]E'XC_M1ZM-9_'P=K2B>2UP+E0UAQ:VQ/02SN1'&
M3V#,,X.*]"^+W_!*?]H3X%^&9M9^(WPPUN+3;9#++/83VV1B!!U>06DLA10 M268 ?[A_$*'Q)"_>NM(O%*BYM]Q>TU",'/E?$,=LJ=>O(SE2#@C^@;_@ MGK^W?X>_,\^!<7B?PM$-
,UK3W%GKFDL^]I/N=N?E/5HG&61\<@$'#*P:RW$/M"M:)%[6.N>D^O5>]_7\C[KA#CS#<3MX>!'V=+*_+>ZDNKB_+JGKZZV]/^.7Q MM\)_L_>"WA!2&??:'PIHD7:$1]G"KD
\DBO++=$_P""HG[/GB+6;33[M&^+'4:.!QVDMX(_M#+OD=@]C\4 9)R2!7CO-!P7_P HZ-3 _P[1 | Z&U?M@Q7H\-)X?^\(\14J23YFM+6T2[KS/&XSX_Q?#.8K"4:491Y5+6]]6^S!NQ_M6)17Q?!
\$4OV^?^&P?V;T\/-KTS>]?_<=EJ#2OF74K7&(+0)^\Q^^6YR3 MO3<<>8!7TA^U'^T;H'!0OP(1>/OB1)C3]!MC(D^\L5O'C^.1RJCL
MDG@$CY+%9;7PF+>#E&\]T6[WVMZ]#*]"P&=87'X";90E:DX\S;Z6WOYK5/T,G MXT_MR?"]G;Q\,R]NMT+,ZF(FB)BP5B%!P"5;&?2?I_@=^V?\ M"S]!7Q#=Z5\"/&^B^)]1L+?
{7<6]DI\46Y4WG(&YE'XU_S\>_C2K_TA^M8O$'CGXG7/VK6_$=VUU.1G9$_D49>1_J*.RJ!7WC_P 4ST?_)UWCS_L4S M_P"EEO7VN9<%4*E4;J12:6MK9FSZ&.*>!A1BJ4Y>Z\UM
M,/>U].Q^O_Q<^.7ACX#^!KGO+\8:.LO#^@V;OQS7MTQ$4,.P1 2 >,K.!^>< M?#[_(*.?]XK>_.\._#KXE^&]7U5SYA!9V<$KF2X<@G;H*]>#7DG_!>G_E M&AXP_P"O_3/_$MBK\A_"^4/_*1?
X1_]AU/_$!Z(\)>&Z&99;5OLYM2CS62 MM;2*?8]KB7C3%9+G6'RRE3BX5.2[=[KFDXNUG;9=C^C?5]6MM!TFZOM8F2WM M+*%YYY7^[&BJ69C[_FO_\AZ[^SI_T5SPG_P!_G_\B*]8^\/?
"0SOI_V M_\^6>IX6X['\3%G_:CS_]UK]8*\+_\]JY/B98>]KG MW71_Y]F?5]_Y]A^\(+4.NDEUC+]G^G=69XO\2_"B/P2^#GCG4/#?Q/^)' MAS1=>TIUCN[*XD<2P_RADZ+_4]593^=_\'?
C;X3_&@?!:>(O@QKMCBT229 MX%O+1BT:.APRY(^)K^?_P#X+(_\!+_M?OW_,%SO#MSX@_X)F>/SIBF1K"73KN10^28UOH Q'T#%C[*:_##]ECQW8_"_MW]IWX<>)_$Y TWPYXHTS5+LGM#!=Q2OV/*L;_5>
X*GEU>M*TWWN_>?@OBM4E7S6#8;K*U-03!.34G]R7W\]%?$_[*?A?]BJX$Z?_K;_ME(DEU?41&!JUYM?E32_UQG(522D?"CISZ]21R++&KQ.&5AD$'(]12U^552
MJ3$U)5:KO)NI;/WK"X;E@J,*%"*C"*LDNB1^8'_!PI^P=HFH?"T?&_X>:=#8 M:]H]U#:^)#_@1=0MI6$4=O(!UE25HDW=663DG8N/SX_X)?_Q_O/V+HEG(R2F^SN@I/ME<9]2/6OS

$(Λ @H/^ MQ_P4Z : \|+'3?BYX%@5&M=8CM[EC!K5O* IG ,S0. MSCS$#0H^0L;R?G+ _ ,$V0@'\(?VC(/^#K3X^>!?CAX%L?$V@VOQ&^(>I/H,K1 M^;,97<\,L2F(7$#?)<(KD2"0,F^_&P2HP ?T'?LX?ML?LB?M@+!JQ_9;_&D_M!GCXZ#L>LQ^%O$$%XJF6SL;18V)5&VMM?&UMIVDX>H5_,7_P $E+TGX&?.M\:GQ:^$GPCTJW\/>&;C6_&VF_V%I$(M[2.T3==)I$F%6.)88RJ-I5V.M*_HTH_GK_X/*(+S]FIXM2!+QM^5IXAUCP3?^_A1OXI/A76;BPBU*6WFL& MCFEBA=4:7 S-F3;N;=\Q.!C[T_99_P'''LZM:6422+!GO0/;DN!E23MVC<2P" X^$A @^3_M .1M_9J_[!WBS_T9I%>U^"/V/_|@H/]'P' .:">[1E]^VG XM^?AS4OAA M=:.\\+1X3MM, L5;]UK>TN#+]4US4&\>;Y&U_K&H27,Q194VI M7D8M@=AGBN] X.9O^4'7QX_[!VB?^G[3[./(@_!]?XD_L<+.00H=@6/3 M6_A4^W=^P ,&W^V(^%,?ME?"GO=_P (]I4F]; _,(0\0],O_[-L8_]9=7' MD3MY,* Q2/A1W-2SS \ !!W]]7Q3^S\\+OVK?^"_WQ?T"RF\7>,)9M%\$^&-_M7B\RWD\3W=S'X;O+>1#_ *U T]G/(HOB"PN') 4E9Λ @B7^U5XE_P"""?]MP4$_:>_82^+T;:A<-HNHV_A;3V38VO>{}),SZ3#"I/R_;X)W"<@L9(!] #^B M+PA^V\ LB?$+X7:U_#WQ3K&KWC6NF:+H_BBWEO M;F5;.6Z(2W#>;1Y$$TH;;M*QL03BOS]_X+?_/!-'JHR+_@@%X9_9Λ V4]*MNM>UGX?ZKI6N?$'2/#]N?Λ %"1Q74NIRO8P!O:U0T6C'@#4&5(X2?$9Λ/_ FGXD\+&*U7[5OQ\^(OP6WV,R@_9"MP?.9HWK.RIO+>6FVY_C+'1_(CAM/%_NVEW5 MC-1,ZX!M))(IO.$0_=/+ /+\IF$+@[!S5^&O[ZT$95F@_TF2)/.)A39$S M!5>8G]RJ_+?_(+1_P#!!/X ?\%F===U7XX_L_%BP\)?&CP7+_PCFN7]S:R/ MIN]RPPOS1V=^]KOCECCN(BMS&'(CD5620*GE@';_+9G_!*OPOX0\&^"'C7_M ,$PM7!SUX?VNF?$?PKJOBWX< _#75KA/#?C/0UUBSEG)TZ!S;K)%'FX6.%%%WQ-MQR(^\,I3{$^:?!;_[&G[-?B*V\'+1GI6WPQ\:M>68N!/2_&OCW3M*N9[<MLRB5(IJ9&9-RLNX#&5(SP;_F3^"/I6'_6_P"#9'I|#1_@_P#M"^'M:E^'M-[>&<?P/JNH?;= UVR#CSY)\N062VG 8-F,JRLT8GB(.ROMW_@!$\4^&/B3^ MOQ^S?\3-PPGL=\17UI|5T\>UVM;G3X)5IQN782/8>E 'I"_$GIO'IASX. MVVAWOQ@ ,;_^%'A2'Q/$>]^&Y?$OQ$TRO75K"09CN[8S$]X&*RIN0\C6OX MW :O_9;^&?PJTCX[?$C]\7P!X?|!&OI;OH<7/&5C::5ZSOF6!K>[EE6& M821@N4CN4:AD%5#-OVRR91QY.DN!C#&5(X2?$9V/_ FGXD L+

*KRZ7INAZ5K3WMYY4[1O*5VQQ1PR,Y?_29]]TKPO\ ;.P_Y+9\# M_P#L>Y?_ $F;O=* "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *^0/^^ __ "AM_;$_[)_ _P"CHJ^OZ^0/^"^__*&W]H3_M_+)_ _Z.BH_ .;X.?\D?|*2]BU8_^DZ5TEZ';7GC-MG18#+<>&K&YUJQMKS51&$?S$M;:::X=-]W)"R\9R/HRO)Vf_P!JKX)?L3?L MB^.?VG?VC_N+ [P9X8T@'6M,M,%+F34!<2QVL=HL4A".9I9XXL.0G[SYB%R. M /PX^.O[<:[./ !93]OKPG_P3# _X)+ M>?$K1/A'X&@W^+/C.NOW<>].RD:@ MWFM7MS"8)'@5F$5M,*8HY)&4X1700_KY_P $B_% Q-UW\G+M$X(^{O[2$OQC MM _?O'U?POX9^=*S]3^)\)M@4p@!FF9<=]tK;8,? ^O[R26)Y$^ ?\ M@ZD_X)8 "P=XC^&?PE_X/6AC1X?\,^+*'5$3:'H\.BVEIK*<@4 2!QO7ZJ?\ !#'!]I_X1_MI_L1R_'OX%?LM^% @]X6O_ !MJ5MI7@KPK86\$ M42PB&-IYOL\44%]OBO6O!=IX1^+?@CQ!\E]%I MH>Z>*VG5&VW-LS7-X$F0D.LCHP4AHU\S_P""JOI;OC?PK\ OVS? V6/VB/@:\ M0=/T9 _5!)\' 'UEv;.^]\/ZS93>&[9Y;22^M0(K>:.& %X&.Y:.=C+!V$KS M?_@EA^P&W!) _!3+]]' (*8 !K]G7O]X)^ NH>#L.^& P^:PE=6FKZ .,OL M;R\GLM'E1+F"{3;3i;12OQ$K=]$544A0"W _,'5?P#TG]J?X* L_P#[#WP1 M^'FG:\7 &OO8C@ 6=O,*DFFZ//8SKJ,Y91F&RC\RS:7^ !%8CJT.?_ P#P M=^]$ 9L_8) 9& 8 | #VM?%YX=\ Q7-A+ <|_MO 4OA |.;S X.#='' :X^(/[7WAK_((AZG]_B3Q.HTKPY?\C7PM]LD_AKP[M&O:WTFUV30HL9?,\[HH:>9RS$*L21 3W !3W @=F/^V7 _,%:/^"%?P[;XDZ5 M!#^TAX? D'C5 #UXBV2FYNQ.]UH2^8Q%OY<5Q'%&)&.&LHD=^6>@#YT X.6O' M&O?"S _@LE^Q\6O!LD>H:=-I,/$' MBW_@\G^.M]XIED;>'PYJNGVHD/W;>WLM-AA]!Y42G\<]Z]H^,/[$/QN_P"" MLO| P4U_9;.;$\@ 'OAX#\ .,PI9:\0KOO]HKZ=+>,[%A^#[BYBGNO^B27!U>1QW+TL%*/ (W_M^\ +QJSA!!'EMQ=5 1_^@ K=@_B#^T'|\ /A5XC;PE\1/BI>D:DD*2M9W"]>O#[&>$ +O;@]%,]WI*/#]Y_P1T_:"M;758GD?P!,$13R3YT5?9']G:?_P ^/\ WZ%? M(\ P7TL,*/_((W_M"(/'9Q*P^\V"L8!'[Z*@#[Z_@U_P D?*?]BU8_P#1 M,E=)7_ !K_DC_A3_ +%JQ \ 2=*Z2@ HHHH **** "BBB@ HHHH **** "BB M@- HHHH **** "BBB@ KSR^N8+/_ (*6?L>W5U*$G3XQR%W.H:]ADKT.O/KA M$D_X*8_L=I(@93\9) 9&_8 | #VM?%YX=\ Q7-A+ <|_MO 4OA |.;S X.#='' :X^(/[7WAK_((AZG]_B3Q.HTKPY?\C7PM]LD_AKP[M&O:WTFUV30HL9?,\[HH:>9RS$*L21_3W_!3W_@=F/^V7 _,%:/^"%?P[;XDZ5 M!#^TAX? D'C5 #UXBV2FYNQ.]UH2^8Q%OY<5Q'%&)&.&LHD=^6>@#YT X.6O' M&O?"S _@LE^Q\6O!LD>H:=-I,/$' MBW_@\G^.M]XIED;>'PYJNGVHD/W;>WLM-AA]!Y42G\<]ZH^,/[$/QN_P"" MLO| P4U_9;.;$\@ 'OAX#\ .,PI9:\0KOO]HKZ=+>,[%A^#[BYBGNO^B27!U>1QW+TL%*/ (W_M^\ +QJSA!!'EMQ=5 1_^@ K=@_B#^T'|\ /A5XC;PE\1/BI>D:DD*2M9W"]>O#[&>$ +O;@]%,]WI*/#]Y_P1T_:"M;758GD?P!,$13R3YT5?9']G:?_P ^/\ WZ%? M(\ P7TL,*/_((W_M"(/'9Q*P^\V"L8!'[Z*@#[Z_@U_P D?*?]BU8_P#1 M,E=)7_ !K_DC_A3_ +%JQ \ 2=*Z2@ HHHH **** "BBB@ HHHH **** "BB M@- HHHH **** "BBB@ KSR^N8+/_ (*6?L>W5U*$G3XQR%W.H:]ADKT.O/KA M$D_X*8_L=I(@93\9) 9&_8 | #VM?%YX=\ Q7-A+ <|_MO 4OA |.;S X.#='' :X^(/[7WAK_((AZG]_B3Q.HTKPY?\C7PM]LD_AKP[M&O:WTFUV30HL9?,\[HH:>9RS$*L21_3W_!3W_@=F/^V7 _,%:/^"%?P[;XDZ5 M!#^TAX? D'C5 #UXBV2FYNQ.]UH2^8Q%OY<5Q'%&)&.&LHD=^6>@#YT X.6O' M&O?"S _@LE^Q\6O!LD>H:=-I,/$' MBW_@\G^.M]XIED;>'PYJNGVHD/W;>WLM-AA]!Y42G\<]ZH^,/[$/QN_P"" MLO| P4U_9;.;$\@ 'OAX#\ .,PI9:\0KOO]HKZ=+>,[%A^#[BYBGNO^B27!U>1QW+TL%*/ (W_M^\ +QJSA!!'EMQ=5 1_^@ K=@_B#^T'|\ /A5XC;PE\1/BI>D:DD*2M9W"]>O#[&>$ +O;@]%,]WI*/#]Y_P1T_:"M;758GD?P!,$13R3YT5?9']G:?_P ^/\ WZ%? M(\ P7TL,*/_((W_M"(/'9Q*P^\V"L8!'[Z*@#[Z_@U_P D?*?]BU8_P#1 M,E=)7_ !K_DC_A3_ +%JQ \ 2=*Z2@ HHHH **** "BBB@ HHHH **** "BBB@ KSZX1)/^"F/[': M2(&4_&23(89! P!!DKT&O/Y?^4F2[!'7_ &623_TADH_>[^SM/\ ^2&' OT* M/[.T_P#Y\8?^_0J:B@"'^SM/_P"?$' OT*/[.T__)\8?^_0J:B@"'^SM/\ ^2&' OT*/[.T_P#Y\8?^_0J:B@"'^SM/_P"?$' OT*/[.T__)\8?^_0J:B@"'^SM/\ ^2&' OT*/[.T_P#Y\8?^_0J:B@"'^SM/_P"?$' OT*/[.T__)\8 M?^_0J:B@"'^SM/\ ^2&' OT*/[.T_P#Y\8?^_0J:B@"'^SM/_P"2$' OT*/[.T__)\8?^_0J:B@"'^SM/\ ^2&' OT*/[.T_P#Y\8?^_0H_L[3_ /GOA_[]'OON_XC$OA5_TCI^)O_@_L*/^(X+5?]C=_O&)?"K_*1T_$W_'JA1],PG_#\C MJZ#^P\Z_IJG_@$O\C]D?I_T_P#Y\8?^_0H_L[3_^M?&'_ +]"OON_XC$OA5_TCI^)O_@_L*/^(X+5?]2.GXF_P#@_L*/K>$_Y^'1^]!_8>=?] U3_,_E_D?LC_9VG_|M/C#__^A1_9VG_|/C#__^A7XW?1B7PI_Z1T_$W_P?V%'_!&)?"K_*1T M_$W_'JA1],PG_/RAWH/[#SK_H&J?\ @$O\C]D?I_T__GOA_P" 0H_L[3_^M?&'_ +]"OON_XC$OA5_TCI^)O_@_L*/^(X+5?]2.GXF_P#@_L*/K>$_Y^'1^]!_8>=?] U3_,_E_D?LC_9VG_|M/C#__^A7XW?1B7PI_Z1T_$W_P?V%'_!&)?"K_*1T M_$W_'JA1],PG_/RAWH/[#SK_H&J?\ @$O\C]D?I_T__GOA_P" 0H_L[3_^M?&'_ +]"OON_XC$OA5_TCI^)O_@_L*/^(X+5?]2.GXF_P#@_L*/K>$_P"?D?O0?V'G7_0 4_]?Y'[(V=I _/C# PI^A1_9VG_|M^,/_'Z%?C= _O&)?"K_*1T3\3?_!_84?\1B7PJ_Z1T_$W_P?V%' !&)?"K_*1T M_$W_'JA1],PG_ #\C MJZ#^P\Z_IJG_@$O\C]D?I_T_P#Y\8?^_0H_L[3_ /GOA_[]'OON_XC$OA5_TCI^)O_@_L*/^(X+5?]2.GXF_P#@_L*/K>$_P"?D?O0?V'G7_0-4_]?Y'[(V=I _/C# PI^A1_9VG_|M^,/_'Z%?C= _O&)?"K_*1T3\3?_!_84?\1B7PJ_Z1T_$W_P?V%' !&)?"K_*1T M_$W_'JA1],PG_ #\C MJZ#^P\Z_IJG_@$O\C]D?I_T_P#Y\8?^_0H_L[3_ /GOA_[]'OON_XC$OA5_TCI^)O_@_L*/^(X+5?]2.GX MF_|_@_L*/K>$_P"?D?O0?V'G7_0-4_]?Y'[(V=I _/C# PI^A1_9VG_|M^,/_'Z%?C= _O&)?"K_*1T3\3?_!_84?\1B7PJ_Z1T_$W_P?V%' !&)?"K_*1T M_$W_'JA1],PG_ #\C MJZ#^P\Z_IJG_@$O\C]D?I_T_P#Y\8?^_0H_L[3_ /GOA_[]'OON_XC$OA5_TCI^)O_@_L*/^(X+5?]2.GXF_P#

*MKW|02QM^%]\|\;CP5]VL;,\\0 "\5:G#*NA3Z8|"[D-S'A);<*ID6;"ADPP&" M"?P8 ,'7 .:"2O[>W !M?^TCX3 ;X_8\|_ | "P/@I'\2+C4_"WA;5I9IQ9ZD MVC;G'\)%?V4;]7=-*;4E^W0D?*
NXF;3RB%4_0 `6' @L=X% ;'T_X-PM=_:" 9-MY\+S^#]0\>?$[32!?Q+T%9%.VGW]QB]N(S.BKY\':OIN_MK 2(DLL5_#>W%M=3VXD5!(#'&S97B(2*U?K#_P
M3C\.Z7X1_P""'>WP*\+Z+ "D=K8?!WPS!]#C:NEVPS[D]2>Y:.^'?^"GO[+5G M_P %FO\ @IS\)A2]&LQ^O1 MR2Z?!$#W%O!/]-Q%$Z/,$:Z@5(@\>\LQWXC*MSWP _X*B_$_P_ P5X\1_P#!
M'W]K34=#US5,KPS!K_PP^(&B:0VFMJ[&S%S<6%W.F:5!,BI8|1P2>W)(!%?;H M?^"A%MX@B_X/&?@%)X663[5+IN@-/-Y74VXAOQH0P"58&W.)X+2[CE0K*C^9!*IR9UB=)?
A;_@VDTO7M(_X+,?MQ-M^#O&2R#5EU+6(]16;[S2KXAN%D)]CHV%)*K[U7XM_\$%2%^L_#_ | MX+X?M[_LX:+(Z>&|3)6;GXC^QI?W4%U%K869ARF':!)5FA871:$
MJ538>H!W'/85]2_\)+]__0H7O_?2T:,%%8__ DNK_| 0H7O_?2T?\)+]_| MT*%[_P!]+0!L45C_/"2ZO\ ]"A>_P#?2T?\)+]_ 0H7O_?2T:,%%8__ DN MK_| 0H7O_?2T?\)+]_| T*%[_P!]+0!L45C_/"2ZO\
]"A>_P#?2T?\)+]_ M_0H7O_?2T:,%%8__ DNK_| 0H7O_?2T?\)+]_| T*%[_P!]+0!L45C_/"2ZO\ ]"A>_P#?2T?\)+]_ 0H7O_?2T:,%%8__ DNK_| 0H7O_?2T?\)+]_| MT*%[_P!]+0!L45C_/"2ZO\
]"A>_P#?2T?\)+]_ 0H7O_?2T:,%%8__ DN MK_| 0H7O_?2T?\)+]_| T*%[_P!]+0!L45C_/"2ZO\ ]"A>_P#?2T?\)+]_ M_0H7O_?2T:,%%8__ DNK_| 0H7O_?2T?\)+]_| T*%[_P!]+0!L45C_/"2ZO\ ]"A>_P#?
2T?\)+]_ M_0H7O_?2T:,%%8__ DNK_| 0H7O_?2T?\)+]_| T*%[_P!]+0!L45C_/"2ZO\ ]"A>_P#?2T?\)+]_ M_0H7O_?2T:,%%8__ DNK_| 0H7O_?2T?\)+]_| T*%[_P!]+0!L45C_/"2ZO\ ]"A>_P#?2T?
\)+]_ 0H7O_?2T:,%%8__ DN MK_| 0H7O_?2T?\)+]_| T*%[_P!]+0!L45C_/"2ZO\ ]"A>_P#?2T?\)+]_ M_0H7O_?2T:,%%8__ DNK_| 0H7O_?2T?\)+]_| T*%[_P!]+0!L5^9W_!V;_M_P HCKO-
+*%'<_]*6K]&?\ A)=7_P"AO0?^^EKY0_X+_?L,?$W_(+9L4W-M7[+GP]UF#PI]U3_,!?_P D?G+17Z-?\0H?_!0?_H\'P%_X2%U_M\71_Q"A_\%!_^CP?_7 A(77_,71_JYF'>/W_P# # _B*?
#/:]_X"O_QCiY:*_M_1K_(A0_P#@HA]'@^ O\ PD+K_P"+H_XA0_\ @H/__'@^ O_D+K_XN MC_5S:,\0_O_X_?\1X39[5/_ 5_P!]YRT5^C7_$*"_P %!_\ H\'P%_X2%U_\ M71_Q"A_\%!_^CP?
7_A(77_Q='^KF8=X_?\ \ /^(!_]]G_("O_DC\Y:*_ M1K_B%# X*#]'@^ O_\0NO\ XNC_(A0_P#@HA]'@^ O\ PD+K_P"+H_U< MS#O'[\ @! Q%/AGM4_\\7_R1^U3_,!7_P D?G+17Z-?\0H?_!0?
_H\'P%_X2%U_\ M71_Q"A_\%!_^CP?7_A(77_,71_JYF'>/W_P# # _B*?#/:] X"O_DC\Y:^RO\ M@W"_Y3;>#O\ LF7B' T"_O4/^(4/ @H/_P'\@^_O_0NO_BZ^CO^"27_0# M_3<_"?/[=>D_M>?%
[XY^'/%MGI?A?4M)72=#T*:UF8W*] ^Z1BN 5YKTA\QQAQYD>>Y#4P>&4^>3BU>*2TDF^K/\Y?^#HS_E& M9[__&63PG_Z75^@7_"2ZO\ ]"A>_P#?2U^=G_!SUK6H7W_!
,3H+CP],M\OO$T_ETV'4X)-0B M:/>'@$BF0%?XLKGCO7T7*M&^& PN3Q'XS^'G[1NE1Z!;^*M%O;74TMIQ+RV MMHY+EFAD@\GGMVT_1O&&E M]&D*(5S)#L,)DP_#K2_CG-
X'^/WC%0#VBZ+/J_M4T.LS"SGFEE,,A4P(4Z=-*NDZ'+8WR6:OPK^YM$C^RJ]0\!=N0#DEC MDDGS+]BS4/4_!/H?$'XY2%R;2M>E22VT:TI?ZKMI=,5AM>X62.!T64@E4V MYV EN&(V_/5%
'OO[2&-0S2>6"1EL C@$YS_BC\%_V3VT.R\3_!3]IR$1M"OV_2?%GWV\I&QSL^S MVYR<\;2NV0VA%>)44 >^V/Q<^" Q^ ;/T"X_;&U&^B\%Z+X=AT>TGG0TDN!!
M$0DMP8260R2L[ML)V[E4L0"U4O^G@A 8\]72%/QKH6N_%K6O#NAI./^$&U+ M[*9(77+;_.#1ERH.W;#L)7.6#5X?10![#H?C;1?V;!$\;^'_ Q1L/%-UXLT
M1M'4BT>"X2V@MW8&2>0SQIF79N1%3>!YK$N-H#>@_P#!UOQ?:.!2X_ %/XIZ MU((;23=(M#/3BYQ)IO'.C)"QI=PCSZ\!\ .^7:Z/Q\ $WQ!XC*X="AB@T M_0M+!)__$*.K-
9W!#EY/8 .!%Z/A+/:V$ERW_"G/$P]/(C/WH^>:. /W% MHK' _$EU?\ Z%"] P"'^EH X275 ^A0O?^^EH V*%Q ^$EU?_H4+W_OI:/\ MA)=7_P^A0O?^^EH V*%Q_P#A)=7 ^.,A0O?\ OI:/^$EU?
_H4+W_OI:_BBL? M_A)=7_Z%"] [Z6C_(275 \ H4+W_OI:_BBL?\ X275_P#H4+W_ +Z6C_A) M=7_Z%"] [Z6@##HK' X275_^A0O?^^EH_P"$EU?_ *%"] [Z6@##HK' _$E MU?\
Z%"] P"^EH X275 ^A0O?^^EH V*%Q ^$EU? H4+W_OI:/\ A)=7 P"A M0O?^^EH V*%Q_P#A)=7 .,A0O?\ OI:/^$EU? H4+W_OI:_BBL? A)=7_Z% M"] [Z6C_(275 \ H4+W_OI:_BBL?\
X275_P#H4+W_ +Z6C_A)=7_Z%"] M[Z6@##HK' X275_^A0O?^^EH_P"$EU?_ *%"] [Z6@##HK' _$EU?\ Z%"] M_P"^EH X275_^A0O?^^EH V*%Q ^$EU? H4+W_OI:/\ A)=7_P"A0O?^^EH
MV*%Q_P#A)=7 .,A0O?\ OI:/^$EU?_H4+W_OI:_BBL?_A)=7_Z%"] [Z6C_M (275 \ H4+W_OI:_BBL?\ X275_P#H4+W_ +Z6C_A)=7_Z%"] [Z6@##HK M_X275_^A0O?^^EH_P"$EU?
_*%"] [Z6@##HK' _$EU?\ Z%"] P"^EH X M275 ^A0O?^^EH V*%Q ^$EU? H4+W_OI:/\ A)=7 P"A0O?^^EH V*%Q_P#A M)=7 .,A0O?\ OI:/^$EU? H4+W_OI:_BBL? A)=7_Z%"] [Z6C_(275 \
MH4+W_OI:_BBL?\ X275_P#H4+W_ +Z6C_A)=7_Z%"] [Z6@##HK' X275_^ MA0O?^^EH_P"$EU?_ *%"] [Z6@##8HJCI6]WNH2.EUHDJ[%7(:4C#>W%7] "B MBB@ HHHH **** "BBB@ HHHH
**** "BBB@#\PM=\$ \%=?A[X)_9S^!WQC_M &4_" Q/U3X8?%O.F^/?#GC]9]/UC3E\-Z]HLVK)-8F>QO'=Q)-(M*\0?%GO+XD;X@QS:/$T&FC78/*.6 MF60EPRP&VA:U1Y-1+SL[!%.O?U[HH ^:?
^"=7QI^/O#!_!$:+P[-R3=>&] M^+VA?#FV\%O'$ >X@KM"10:%7&NFW9O8HH995DC:!A T?SYC@:,5?=7P1X! X M(* \)/@#P[I_P5]\ +^'=.U6_O-0U&/0/%>LQ/=WMW*TMS)Y=-N98;?
5!4VA+ M[MXME80RW01%C^TLGG>6 A"_2N=0L-#A$+O3WLE[=6 MUK)<7$BS7"*H@C2-)F!,APR_;M% 'PSXL_X)7_ %7X(?\%$ _'7_!2#]@?QMX0
MTSQ\!5O!,NA>/?""7C]WN18"^+P/%K%M+:AF$H-NADMV3;*6D;S$+Y7NO^'7W M_!.OX#_ \$8OV(I?@]IOQ BNX+*2Z\1_$+OYK^9)I>77DKYURP+%;>WBAA150
ML0J1Y9BS.Q^K*P_B%\ .A\]&O#P(\($[P:IVOZ3]KAN7TO5K59[-66])P\3/$ MX*$2;7"N_P(#*K8RHI(/SF_X/X2]?&$?O(_:% _X*N?%?Qo>;/= M*?$, ^U3X M?Z1]=LT-
U:^%C>W%O;3RI(V&0W/G1\%89)NWB<<25^FM 4!5& .@% '1110 M!X7^UA_R6SX'_P#8]R _^DS5[!7A?[6' _"6SX']CW+ _DS5[!0 4444 % M% '1110 4444 %%%% !1110 4444 %%%%
!1110 4444 %%%% !1110 444 M4 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !
M7YO?!\'3^16.C?]$NK?6-ANE@MK3XN^%IKB9_NQQK>%F8^P)K](:R_% @CP7 M\0=&;PYX]\(:7KFGM(LC6&L:?'/\ 9O/_&6?^C:OA_ \^$;8 M_P#OJC_AD_ 99_Z-J^\' P#X1MC_/&]
/P<_P'"D'[#/_1S'AK_+_O_P#$ MT?\ #R#]AG_HYCPU_P!_W \ B:_>/_AD_P#99_Z-J^\' _/X1MC_\;H_X9A MV6?^C:OA_P#^$;8 _&]/P<_X>0?L_ [:>&O^_[P#O:_ #R#]AG_HYCPU_MW_?
_)K]X _^&3_Y6?]#HVKX?_+A&V/_P :H_X9/_99_P"C:OA _P"$;8 _M_]P#1S'AK_O\:O \$T?\/(V&]?\ HYCPU_W _'^)K]X_P#AD_+99_Z-J^\' M_P#X1MC _/&]

*{@7/Q"M],8M/IC6?C36+>VU-M>%,$- (8HX+F+!4(H=E*-.5 /WZ ;% ,;6_9M_95UO0?#WQ|\58!@>" '1BOS' 9-_X*O?"?_@KK^S!_BE9V]C MIWC|PS\??#MI\12"2-DZ9J'V6^VW,*L2WV:<*[Q-SC@QEBT;&OHK]L3_ (*= MQ?!;]M3X6_|+!-GX ^!;#Q7\8_BG!/J*1ZSJ3VNE^&]'@BN)9+^[>-'DE9EM M,@1VZ!2YC.YX\IO /K6H;,4+"]FN+;SOH99+2817<<4H9H9"BR!'' ^ZVQT,! MYVNIZ$5\"?#_ /X+(,${XM? G\J3PYX1^"\ABQ^/7[+LN!0>)O"Vf>)_P"P M]0AMUNC02VN%M _DA=+69Q;LB/N"1M(@$M?M$V@@/MW[\'X-6/VG_VY_P!J+X&>/_C+ M\6O#WACO+X?\9?'"7-3/9>/M1\B6W6tO:D=)TP);P:8MBT#6RJEM&A^U1^6A M*K'B)0P!^O-%<%^U''^TG|\OV//?V>_%W[3?QNUE[#PMX,T:34=6FACWRNJ5X{/ M8E)&^621DB1XBF698(F#!4D =V3# 'ZDT5|4_%G_ (*P M:OK/_!276/\ @E!^RKX&|-WGQ/T'P,WB'4M9^(>K7=EI7FF""XBL(%M+:,2> M0P?$Y+)YD*HR&"-I5D#%'0!E+ C/S M!^Q! P %A_VD/VT?A3\,OVE/!'J/7P[U7P#X\^(EOX;\1P>%_B%R1)FDQ%RCQ!#\CM)P'> M*-@R236Y5L8D67.V.KM/V\9?%7BIP-*/$7C7P%H&GZKKdD;//>V&FZKJ#V MEO=/$A?RWF2*5HP0I&X\HM6@21>@[WXX_P#!=KXY_"#_M (*_0 +!)KP]^PG;>,=7U:W;?PWKNC?$40/= (^F37T#30W%DJ6ZKY>)V$LG MEQK)(BS,JQ. ?H_JVIVVBZ5=.S>1W#PVEN\TJ6EI)<2LJJ6(2*)6>1L#A$4L MQP "2!6-|+/BS\-?C=X)MA/B\)/&VG>(-#O2ZV^HZ9<"1-Z,4DB;O'(CJR& MP#HZLK ,"\\,_P#!*+_@M'\0_P!N;JL+XS_1%?M'_LZ.9X ^(_PBN;EYU\/> M(VU*QO;>WO19S@2/%&P9)7A*N!B19<[8RN#Y.XH_;&U#_@G;_P '+^F_L\Z/ M>-.|\-?VM/ JKK&L:,&VVUCXNC-W;)?1)T22<6$4B_P""Q%M\&9?V@/""^)Q\$H[.Z.WB M&W$HO/[.C_T/&_| X^<*S>1_K-JEMN!FOC7_(.:/^'(^N_M&:#_ ,/+OV*- M'NK+XQ^!((KSQ-I^@;HKOQ#96N&CNX*]%$!4K\)D2! 2\42GJAZ* M+_P""SWI,'@Q@ ;2_X> V<|2^#WAR^UB;X>>+#0 ?BG7=+I^7%I9GTV/PT]H-*K /M.Y9O*-VDC8!VQI(OXA4>S_P2O^/? _!&3]OGP2\"=.\(? ;3Q=^T%X4CTF;[T M"Z@u6[NO!^H6K0&[U7[3<.UM;V]/)T<,/-(AB"F9A&/UVL;&RTRRATW3;.* MWM|=)8K>W@C")$BC"]JCA0 !P *I>`_!WA'PDUR_A7PKINF&]F\Z\.GV,< M)GDY^=]@&YN3R=XI\,.CXB6S;QFEK:6\]IJ&G`,,%H]PPVT]1D<'6J.J>"_ !VN3V]UK7A/3 M+R6TNOM5K)=6$KXR_"3Q!JW_!-,5>=!^)N@WMOI'@_3K_59I35H9%LI4R:(!-*58^6F;>X&Y ML#,,@_A,/Z0]* (=-U+3M9TXMZQ!+^&ZM+!)%6ZMI0\@7'QJ^,'BF'0O#+8<+Y^4U36I#M&^S6"2^#1&)KAU!$, M*IZF)YGQ\&N7=E568?OO7Y%7Q_!,_)O,_\'+DG_!4L_LMW=Q\)19M!)D7Q9HO M]H2Q_P#".G2_M(MFO!^I,_5[2P?RCD[=T >1?L*;$G[=7_ =H?%$]N[!G M,_CU[X4^ M)^S7GC?27$VF7]V/#MKHZP17"9CF+RB>5"I(:.W+@D$$__P $ M=_B;\)=8_P"#KW]]?Q)%X^T&>TUS0_$UKX7OEU.%H]1N_P"VM(_=VS[L32&. M.<@(22]1.1P#7[R>'? #'AKRAPDF+X3\/6.EV:NSK:=+:)$\

*M/V2_VA/VB_BO\0O'OPS_&B/@?H/A6X\(Q:1/H.N^:%O$LNJZ9XILKV*=UO[:-M62W@:--T+1F)E9D=*^=U*.?:YX_U2[LJ)C<0l/%80K:-M6TTMQ.T#^:#Y)=5\37%KKVL6V$#ZO'$EJ\-G!YLI421RL[L6RWE_=KQS_@-MY-_X*6?M70^&?V:_A3\"M$T_0?AG\?9=-\0l/>:E-!K.L"&;3KE=,O8Q"186 MX:\M]^QIGD*LK!%0I* ?K'^V'^W=^R5^P%X!TWXG_M??&FP\%:)K&LOZ5IEW M>6EQ<--<7;JS!%CMHY)" JL5/MV(!EF45ZGI&KZ7K^DVNNZ'J.%Y97MNEQ9W= MM*'CGB=0R.C#AE*D$$<$&OR3_P"#A+|JY_@A^Q\-O$W_!3?_@F\,?*B=8:I M\0)(82#.B_&74U72;'^"-2">%!32[>5)62,JBYPI$@'Y'HG_!5;_@N\6 MO^"2_A?X1>*-_8;T'Q@+\-B+H5NFDZW;_?,Y;!-#N4@A=K*6'/3I0]+/%(&C9 M&.]8I,(I3! -/FPKQOX;?\%!/V-OC!^U/XM_8H^&OQZTG5OBCX&LS<^*/"<$, MZV<8:-7Q*T8AF9&EC5UC=VC+@.%/%9/Q)_:?^-6B?M ?!KX+_"GX7>$?%-E M\2='O]6\1:X/&,\(T/3K*.V:>]A1+.07<+/>6L,9+1%I+B/.U2S+\'?\$Z?V MK?@1\0/^"]WI1/P6\/\ _!-SP;X_^-.B^$!7E\3?%+1_B%>7B>(6M;W3XA$+ M>6T2.S%P9X9))8UWEHAO$AYH _65]0L$OX]*>^A%U+"\L5L90\'C4J&<+U*@ MN@J ZLOJ*\A(:!_03!C;OY^USK_P"PAX1^/6DWWQ9\,::+_6_!T<,XEMX= ML;'$S1B"215E1FB21U$#990'K_P ?ZNVGZ5X5BMIH;?4K MC4YH4D/^BSS)$53"L0[^8JD@'Z-45X9^R7^T)^T7\5_B%X]^&?!1'P/T'PK M<>$8M(GT'?:"WB675=,\4V5[%.ZW]M+),P-&FZ%HS$RLR.C_ #N1!C[O 44 M44 %%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !111 M0 4444 %>6?M&_MK?LQ?LG.CH&@_';XI1:5K'BN>6+POX=L-,N\3U75FB3?* M,:QL8IKF947EW2,[@(W$9%>IU_/I_P %!/&G[6^K?\'8OP?@E^%'@J_\1Z7X M?%GX$\,WWCRZ&EZAI31:P8I+JY_LYFLY98WE>2%()UU5*)'!W _5[X/_P#! M(_B/Y@\(Z/%9WL5,)8%%G*S(P2 M*X]IY.-BMD9^K;_&,XUZ]^P%^O-_P7D^ /(&NC?\$A_A=8>(M3BLK[P"2O" MB&>>Q.D0WUU>QF6;)(1(+BXV5MYE'>4+C<57]P&1G'3(!(_*\X=_M4?L\7W_! MS_K?],7BW_@G1X1T_P",MOX=EA;XZ:9X[N[F:XL1H,=Y ?L$EM"D[6K1VKR M@^8JAD$CH #XQ\%/V_-^"GO[07_!R3\0/AE;_##X>:KJGPH^'.M:'X>^E_\ M0KW3I$TRRDN],EGNQ?)IL\ES=R$6XM)D^,&HZ2=1L_!+05F;2 0M/CS1'Y"R>2C2B$R"4QC>$*\U)?Y,W MG[5'I/?_ !%#>'!V;/B+_P $YO" ^+MQH-S#I/QVT_QY>33Q;>/#UW? 1EM,. MU2$W!AB:U,A8NB.0LA0!#[_XP_X*U_$+XL?M8?&7]DW]@WX.^'?%M[\ /"DF MI_$3Q)XNU^:SLY]3 8IHEFE0#(S3$QRHJQ(52)X778^_D ^YZ*_-'XI?\'*\ MP T+_@FA\/V_P#X>?#T2:E\3/&T7A*V\,>(]7-O.:'=44N;R2_NH8I&-M;Q MIYNZ,,O*DD6$3_;. ^OQEUSX6?&WX2>#K71+,P5I7B+P9]2A-M]XLEU71O%L%W-Z7(G5PY5EH ^AZ*** "BBB@ HHHH **M*** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ M HHHH ***** /QA_X*"_\%)Q<_P#!?G1?V!_C!X.\2^!/AOI?AZ"'5O$?PX\(-M7=QXL^(#W%BMY!IL=[I\3W\6FM<.(&CLRI9X9A)(JL3%\Z?\&TG@6;Q[X?\-M^"@_[#D"7WAGQOX]\-MHVBZ5]&FSDJS^3K]FYG95*VYAENX%(=@=S +N-?T M2-86+WJZDI$;A(S&EP8QO5"02H;J 2 ->U$%C96LTUQ:V<42,.!&'M P"Q4X &3V% 'X"]\&VG_!4QX%_\$[2A5\0?^"7O_!12#6O 7C30?\S>:%_MI&H^%+V]FOGN(H8IM-6"UAED:=98=Z+MQ.+D!"V!G]/^#N]_$>IZ_P#L?2M1 M:SX U(1/"VD^(1E\23:M8@2%)<2Z+X^0.V3;R $[:_<> M;PAX3N/$<7C"?PQISZO#*8H=4>RC-S'&<_(LI&X+R> <-[:_ M@UGXFS:CH8?,,NI:?%8W<+7\$4FV1[4R,J!/MV2!E9"RNK-]Q_+ !1;]C3PE M_P %5/\ @A^/AC\,[S3_ !!JX\ :,XB^&VHZ;<).DFL65H&BCB=25S,OGVA/ M\(N&[BOO8 8 P!T% 'YN_\&ROA;X]^,/A @GIX_ :5 :AG>;7;RMP!X/\ M :W&3++:.^%-+N;E,4NK*RRRR2AF&;/AM:G.T&OC#_@DM\6?A=2]_!V=^TW MK^G_!%T2>P\1Z#XBL?#[!#JD30ZG,-7'@W0Y-+F>ZUH7/B)B!X$53N1[>>.X\PX18=TK,J(^\ M8> ^+7PNOO^#Q?XT^(++XBZ'+8:UH^H:9H!]JD30WUZMC!J&WB<-MDEW0RKL M4DY€88R#?!U_V?8?,_[5 ^PP_:O*\K[3Y0\S9G.W=UVYYQTS4U 'I?\ P2OU MQ)C?_@FW^VM^T9_P3_X+/>&;S0X-=U5^]VK^#O"/B#4[/ M6M>*Z;>WFG/OT^LN!&.66V:(.8V8$H<@<@CI5G4M#T?6(G@U?2;.Z22W>"1 M+F!?4!/C?&0P.5;:N1.T 79Z4 ?D.P &J=E^\U!\TLK=8HHAG.%10 HR3T'>K5 !1110 4444 %%% !1 M 1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 ?C# P %!?\ @I.+G_@OSHO[_Q@\->)? GPWTOP]!#JWB/X M<>$+NX\6?$!BQ6\@TV.]T^)[^+36N'$#I V94L\,PDD56)B^=/\ @VD\"S>/-M?#__4'_8<@2^\, ^-_'OAMM&T?2M0TV=)-.?R=?LW,[*I6W,,MW I#L#N8! M=QK^B1K"Q>]74GLHC<)&8TN#&-ZH2'5#=0"0#CVH@L;*UFFN+6SBCDN'#3R1 MQ@-(P& 6(ZG R>PH_ 3 @VT X*E_ O @G;!*O#B_P2]_X*>0:U*::#X_ MN;S0M(U'PI>WLU\JQ%#%-IJP6L,LC3K+#O1=N)A<@(6P,]1_P=Q/XCU/7_V+ MOVHM9\ :JHGA;2?$>HR^))M6L0)-"DN)=%N8[:]\II$CF,=O$_M'_!GXI_\$]_@KK7PP\,VU_!K M/Q-FU'0P^89=2T^*QNX6OX(I-LCVID952?;LD#*R%E=6;[C _."BW]&GA+_@ MJI_P0_'PQ^&=YI_B#5QX TWQ%\-M1TVX2=)-8LK0-%'$ZDKF9?/M"?X1<-W% M?>P P!@#H** /S=_P"#97PM\>_&'_!/3P9^TK^U#.\VNW7A2#P?X#6XB99; M7PII=S(]!\16/A^]AU2)H=3N1J6DMY-NX;;_^V"8[4))$;'L:_>RRLK+3;2.PTZ MTBMX(E"Q0PQA$11V '%2T ?@E_P1:^(?A[]D[_@X=_;*^&OQWBU#1/$?CCQ MAJX\3@?=3+8=UW/=WDB+,16GP\#-&)+53=UW/=WDB+,16GP\#-&)+53=8+ MN/=MM5^GT=@*U!K\,^$ MO"G@^UDL?"7AG3]+AFE.LL.G64<"NYZL0@+'UZT ?@Y_P $'?B_[*)/^#DG M]L[7E^)6@_8/$5QXMET"^,K0B'4HU\20S,]O)NVS#RE:3*$C8!?[H)KA_P#@ MA/\ &SX/Z%^VG_P47\3ZW\4?#]GIVKZ+XBU+2KZZU>&.&\LUU+4F:>)V8"2, M++$=RY&)%/<5_1?10!_/;_P;47'[*?BS_@AY^UQ\-/VL-:,G@VWU+4M5\8'@,;:PDO+F\31[R>>=+.WG6:YD>2=8W0-M M5%=1O?\ =?\ ;5^&?QD^,W)?Q$^$O[/GB;P_H_C/Q)X2O--\ZAXJTI+W38 MY!HRFVY@DCD22)E+(0TH7 MOQS&A\/16>K>+(?V@!%I%WJ0B"R7HGCX+(1-%4U\N9-JZ>=@.T1$ @'ZR? #P_M\("/P+\&^$/@#?Z===>![M'\+6%AX.GTC4%N[5],@MTBMO*F5F$J>4B8<$[AS MDU^4G_!:S_@I5JOPH_X*[_!+]B;QCI>K_# X?ZEI<-YXM^+/@_PG->>+;^UN MFN4.F:1,%X]PPVTGE<@#..M _7_!O,_A3PE_P7 _,(^", ^C^(O'%Q MXO\ ^$@@\)Z-K&CWBW!G:-K$D1G$@9X62W>)MT[#+%1N9F&W'B>*_T2_O-$NKJVNKQ(S;31 01.[QW$26TD M$H4QR*K?-ED#?T0QV-E%=R:A%9Q+/,JK+,L8#N%SM!/4@9.,1,F]>H'$=)&MZU:>)-6\,:==:C8_8;^XLHWFML]?+=@63\"*/Q1_X/\5\3_'/_0I_!CX M\^#OA=XFL/#U!0'GOHM8T5K:YTVVN+,..UENH.6M%EV*564(Z&6..18Y28Q MH?\ !RU^U=\ OV@O^"$/A+Q!*?B':ZC9:SX^T&+P]<2*T'|LBWLI'N);-90 MK7$41D$;R("JR*Z$Y4BOYKO+.SU&UDL=0M8YX)D*2PS1AD=3U!!%(]F=''# M&L,,.HB* JJ, = !0!^?GPB_9<^&7_!3;_@W#^"[+-IXAT]_+[>_9Q\-.M=INI07*3)I>OV6E6A@+E"2CP7D*+(G#85T.,FO(/^#5/X7?M-WWIJOX_;N ML;BV3X8W6M_#SX6:7J$+++1DAC"@N[EW;.[LS,Q/4DDGDT ?@GX7^+/PND_X/9=;\1Q_$70 MVTZXTI=)@U!=4B,$E^/!UO :59-VTS>O$?]0L6H:%#XS\)WZ>#(3I403*H3.7C9.&!%? MO;4,FG:?-QZE+8PM ,PA?6XM7DW;5F\^2.+83N\QPF-QQ7F/P. MUS\G3_@F'_P7C_:3^%/_5C\.ZGH_@?TXNZ[JFM^$_&ES+[,=G*EQ],UY.3. M;-@9898;F:%W <13IL8*-[+__$?UF^(?!WA'Q:,8^^O"NFZF:*:SK,ZA8QS> M1)_?3>#M;@"?' M=O'+I(TC6#!%Q);> (UCND+V]O.MG+;AKA51HF65@(I X\N_X-EOAY^T]^R=^ MW% ^T^P3I?[0=G\6/V?_ !I=MF59E/LQ'>H/# AKPYX3 MTQ-$\!*Z!9:99QL62TT^U2&)23DD(@ !)Y/% %VBBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB M

8[728!$UC;3+$<;59R\CX[-MGIVK]-E974.C @C((//% "T5E:3XY\$Z]KU]X6T+QAI5[]>F%#4M:M-0CDGM-M,\#S8U8M'_P("K:ZYHKWO]FIJJJ;C<5\@7"[\CJ-N1-"\+6, C#RR%$)

*]34M>G^*VL6-A%8:7!:0:?IZ16DL-G&L**7-M2/SG4/(7E88WNQYK[XH **^/(FA>%K& 1AY9"B.9KN5YD2& (X(661E*Q$"[OˆˆW_5__P"'" MI6C?\%:-7_X)[_|+!5RTT?*

O!XGN+>\;2_$&E:1:VLEE<06#:C&P:SCCAGLY[M1&96,8D#-&"0=R _,"BOSE\0_|+]!XT_M@_P#!:GO)_P $G_V9_B[<_#CP MU\+OA_+|\M=4^%_B_6S!'X%*

(V$,^G6;!3*VFR7C0)>Q7)A#E)?,EC)C9OG"E*_6?]H!?X MJ?MB_%W#N>}$;G_@GCX;\+(6B1ZI%XR^)"R_V9X7L'@AEWR6\ ;2YO\ M]%B@P(A!\C8C"2 'T-17X^?\$I/^"EG_!6O0O*

*@L/XU_X)(?\ !2S6O#GQ_M O=*T*XU-/%GAG1+>U7356WAN[>=6M88%DM9H;B-,2Q"59)(P6!#*?V#H_** M** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ KS_M ;R_P"36/B7_P!D_P!9_P#2&;O0*__ &LO~36/B7_V3_6?_2&;@#^.SX,? M\DMT3_KR'\S73UQOP?UW0[;X9;-!<:S;1NMF R/<*"#D]0372_|"2>'?^@__M9?\ @4G^-?F6+IS^M5-*

*\3_,_KK).1AUDV&3FOX<;]_E1=K]E?\ @SM_Y)5^ MT7_V4VP_]<(*_%W_A)/#O:0?LO_I\:_;#_@SFGAN?A+^T3/;S+(C?$RP*NC M @C[!V(KVN&XRCBYW7V?U1^?*

^+%:E4R;@H23_>=' =D?LS7S#_P6J_Y1(_M' M:?]D>UW_TCDKZ>KQ;_@H''R_\0?VT/V3_!I^RUX&^+VD^"8?'?A^YT;6-;U+ MPE)K&#Q6LZ;)/)B2]M0LFTL S,P!

*(.WCGI,_!3\Z_^#*O_E%AX_[+|JO_IDT M.O)/^#S'3OJWQG_8PTHWMQ;?:?$WB>+[1:2(}8MUSX=&|&_A89R#V(%??_|MP15_X)*_$'_@CY\%_$'[/8_:ETGXB>&-*

=\63^(AGX=2;3>V]Y++:VMLZ^= _:= MPC1;+2(A?!!+?-R _;_X+*_\$3/&O\ P5L^*/PH\>V_[7.G?#RS^$DU[=:+ MIQ^&SZO+=W5U+9R2/~_ ;=N/+'V& *BQ@C+DL#OV4] -?*

PEIOBSPCIS>(+._GD;5Y+R35;.YENGE=GN)>5AB=WD+,\B"!4 MB7^:M,H]/PMX:\,?\'GWP,D\-^[*P;4!:MH[+TA9RG+VRQ?:,,E]'U17FDV@<Y&' M*'QY.7)-2:?8_]8^RN_OV4}*

*\%5/AQ_P5+N_VT?#^D:Q\-K'2K33O",7PEFF MMKJ^U>>27S)CK*L#(IU/@A?W:E!\Y4L\GQI_X(B_%'XM?\%A_#/_ 5PM/VR MM#TR_P#"(@MM(\#2?"]6XA:RCMY[5DN)3YJQJ*

VT^7@$$_,;]I MS]G[1OBE_P 'CMA\&_#6HW/A2P\6: 7\37GA>7[!=7-M)X2N7OT6:'.\4MS" MLD+3H5E7SF=75P"KO\ P6=_X(_L7_|$T_^"" _Q!\.? /P[]VIB;XB:/XFT

*MJ^)97D5_A90RDA@ ?!G_ 3B_P"""2?[&O|8G_!OIX4^"\ P_]Z1 MXN^*PK4WGC]U\-6\>H_VM%\;,*_EN$3S9'AO6_2(2UU.62#5+LJRGS;C2TH*

MJ74;KS&R5$<"K|T5^F_[+7A'PM_P0;_X)_:?:?M_ MV6FL^^!/,%KH>AZK#X MD(L;;3X9+F0Q1"WMFNKB[N'>;;TF2!""F(TVRR28?D)_ !//|GP_\%LOC7_P M4Q^%DUO?6NH>"-

*&TR)H(E-M#XAOK=+G4)H2#IXZ>NE2%A]YM3GSSF@"7]KG_ M (*J>'O^"67Q T?ICOX0?\$N/C/XT\-.#X4LI-'U#X4^#S/I%I V]%M4*+@. M@CRPZ_.">37P[_P(.V^?*

P.VLW%W/#,?%O0%$G<GYRO)BZE9IARQ"@*@$,_? MC-_P5@^!7PV_8R@>X)H_M&_L1:?=:,)X\|4>'|#4/$WB[^TYYM0U2XMXO#LD+ M33J2.O@NIHU081(F6)5$;@^@?|*

@Z7|+>&M,_X]_L4>*]L.\/V4&IZIXIAC MU/4(;95FNTAUG3!$LC@9<(<+DG 8XZU]1-MT_|'O7\5OVX_/[-?@CQ@*W M?H>@-*

*^S=X7CT52KRS^#LLW]M7"BR3[3*C:I/*4QZ=:CRE+?-YK;\.]DV7_!4 MG_@B)\5?^"F/[1WP>_,)O_VS-"\&7'P=\FYTG2[?X437R7U\+BWN999';6(R ML326R;8@-R*2#*

*(Y^:@#X6_X.*OA7X,\4_P#!PM^QEH6$FF2>+!5\+6>O:KH M4[6-_]2^0)!!OV:/\ @\:U7]GWIF;P M[%X.\%:WX+>+4?#>CNZ6LJOX7COV!0OY0S=1+-S_'DIZ^X/\ @H#__,$1/BM^*

MW5_P4"^#O[?+_MFZ#X5U#X2,:-<.%X;3X3S7L-[A_L__K\?"R7R?[/_LK^R_)^ MV?VMN\[R?G\[RMOF<^5M^2@#XM_9D^-GC;_@H)_P7:_,"?&7]G:#XPQ>!] M&UCP'X(\'ZSK-*

G!:>'M&@U(Z?=3V\5[\BO.T4;22(-^;A@3M8^OT)_X(-?LW M?MV_L@_L#V\/[-O[?FIHV-WX@>(KJU\)7%EKPU'&@F*[>)Y<9S',US&[',V M)(E&% ;._;5_P"""!?QBMO|*

@\[=_P#!3[_@FU^VRGP9\;^)-_!PF>ZCKX0 M75K"_>556VD"5 R3;$D>&16'G#S5=&"[?OG[G3X0>+/@U\/0[%^(WQ@U3QJ MXIU&\;_\3^=N9IFO)D5B"P6W1EP5)KW[_@GA_P0T_;

<_8(T_4OV;M$_P"""]%_>_L_W MVKS7LG@W3_<-OK$D4!G6T.H/-(VGK!B22W^8Y=XA!(_F+O_\!3+_ ((. M>(_VJ_VS_!__ 4?_8L_:IE^"WQG*0V\,VJG0!?V>HK-K1PR,F]=CB%C-ZL*

M)(YH0L;(_&+'BOPT_9_;@_8I_X)/?M_P#PL_:0\..9H?PSU7PCXOU_X(^&_MK#Q"J!T#3[NRU-Y]/Q&-L$<:BS*QH=F]YF&,DG_O\ @G?_,%#?V;YKVX MN;F/YK6WF'O$GQ M!O/)

*]JVFV$L!@L-(AMH7]$!"1YFD>24LY9%CBC^7=#_P"#9%G2O^'3& MJ^\ !+,QJ^U3HNO>7XZ'B?P3\1F^%DD-YX=N69/M_%N-683F2,219X,R\0>]FR MKD*5 _'\!#WI$GQ[M/A*

@F%X,!%_|$S/@OI7_"+_ S\=Z=ZCXU_X8^%M$C>V MU?2[6&0QI(_8U"-)A#)) QVE WD,8Q65_P;H?MT_L4_MW_%SXC_!@^$OP3 MTIX1?&2^\&Z3;_%/X=^'!(=\U06=Q<"+6K$!M):*

[,:-EWJ3#N:0_O'][^ M$G_!,C|NWX*_LS_!SX*>'_\ @I-IFK>(_@GXJ-WX;\8ZM(*)0-2T3^SKR5&B MZA;#5F^TQ?Z1"HE62)TCMTQF15D&[^PG_P $I+;|F;]MKXQ_//13XH^)O#%*

MY\1_BY;V]C<:5X#/R;1S0O$SBWCNK8LPWAAF3'RX(:/SZ_X M)2?!$&?YK/\ @D!;^.++]G'_(&^!>>M_'IL'U6#QM^S_=W"P2V@N!$\1M? M$EN1D7.@8.6!PN-N#D*

_1IM;\'32:=\,_$-U:2WVMZ'<3Q:-=('-W:0B".Y8 MH00T:FY@1L\?OE'\5?S:?\$;/V.?V=_V@_$G_!1+P_|%KX?1:KH_@W1-1F\ M,. UU+%HJ^S!8FOV]_9L_83_:U^'OI6_BW]

*ML7]HWiNS3_B=KNJ^:6_>#=!L/A>=*TGPK;O@Z_=_M$^']QUQ62]^+LT":/=3/=, M+B)5U<6IZB\6GPX+E/O/EG>-I# 'Q+_P $9_VS?C?>SC_P;P_M(?&#P/XKOO[.M^_CG5M*\$71E+-*

HJWMHHRAX,\)Y4]_/WA7=_[&-F8N5W MX:OTN_X)L_!!!CPY^Q!^PC\5_|@GA\9?V@+:XI^.?BM?WEWJ#0>'6T2\LW-MNK"TEVR&^NE8JMM#)&0JE)%9+9;@#QKPG_P;L?*

MA^$_^"?/CO_@EQ;_|%]- M?X0ZU]HOO"T(^&NW4H"]Y#F3-%%?A_X.T_3/B5]:>;,M!6\8^%;V/3W8O';FY?RC>W\|+>=.C@[QD?0_A7_@@OX#OO^'"/B?\$AOCO\M>Y_%NBZ5--*

*=>$_&UAX633;S1IMKR6\CF$)NEV33S*06!:&5HM0?I2*#_/@F MA_P2[_|_8Y\(>&_@\I^T+_P4KG^('PH\?444OA#P7HW@F+3;B98)?-MH+N_:M62X-I%(=&1-*

*AMB1M(8%,+@'PI_P3BMO!O\ P52_X,_VJM:_;<\"Z5X_P!(M^&FF:WX=|">$?&&GOWVGZ3:6NLQ.3#XBN8TWRRLSMM49=R68Y M))))KI.\4?\ !$'XO?"/_@]'XC_X*7?!\$]_VM=*

(^&]_\1K&XM?B1X5\3^!SK M-G<-,&.X",<"96.YHW,0D_X)9?\$+_ !]_P3<_;0^*/[7M M[^V?+XX'Q2OM1;6M!U+P6D5Q%//9R7<4TEZER UR'8%V6!(VW2 (,[5 /MG] MIC_A2LWP

\7Z7^T=#/;2^ M3T&XT[Q=%>]QADL+E?L\RR;>0A64@L,8!)R,9K M\ /VM/\ @@'_,%1_P#@C-\0M;_/_X)!?M">(==\):8LE[?:3I5R(]6^"QV=?^"G?PE^#\'P"\'_MH^_?%%K9Z

M4-.TCXC^.OAY=2^(&$)Y:27$5O?+;.E.B\B5A\O(7S%D.YG/S'_:H_X+Y_ MM#?M._\ !H5]7]47A'$^#B3]WQ-A^%_C'6?#;R0+\(87LJW9G):#$[4QOO

MYB8VGD"\"J,/2_A!^O!^V%XGUC]@IJ__@GW^S'X>^'.B_#GPCIL/Q#UU?&5 M@C^-O#&H0Z;+,)DMP6N&9!>S_OLL)KD/I\9'UI,?\$#OV-K#_@E%>_ |!&P MN=63P]?O ;5QXQ?*

RVU-]?WI-5(P$WAHT3RQ@>0OE9ZM7:_\$T/^"3?[=7[& M/A#0/V?_(Z_\%,)_'?P@\$WR7'A;P5HW@B+3;JX6*;SH+>YU!I9)O9I(%?[M*C$. (FD\C=*X!^>G@W]E[X$_%[_*

*(/# _BO\$?'?PZL+GP9/HCWV1>$X8A#I M^1.WAW3YWCN88\+/$\]FJ9XF'1MZ4GJXX8%@>_N_X)116GI(?[!RK^:TA_P36^%&GXX> M59\&;?%VF:E!0Q;3;*7[-%WD)9$%_P\!\ _\%V?@IX' M_9._^)7[*

'[5OP4MKS3OB9XUN'UGQKX]FU:?5=?U"%_#\Z7-W<.Q:1P]W<.&+ M A51Q&JK&]HOL7_!U+H&G>*_^"H?[$'A;5SA>+/VZM!\-R?I_Z$;33 MKG3_(.RSC5[MOL0>XD5]:'E(5T^V*

B!8@F0[R&54[O_(=_P#!%75_^"E7 MQX^$7[06M_M.#P;KWP>T>:;19M))\)BXAN]=^TVMS!=/#+<96U22WRUOO+L&"*

M^MO22ZR+,.=)8@($=YX)G,K.029(HY#F1=U=W:_M(^/_VLO^#H?XI?!_XF_!&'MXJ>'?A%\-[!2_AO\,-8U.T@L;"U(^_H?\An^&>@0Z=\-_W@OP[/9.3IURDDLIU_M&XDN;B:6XG\V=W1

$6.QO'+E,UYS^WS_,$&/B#\9O\ @H1H_P#P5'_8(;_M;X+_!;MHX4UZ2[\-+J5CJC1VXM4;I,Q0I:V"PRQ.LD&-%N/#FB6FJ:U\&M/;6X]6;1-.9?,CM5;!\GR)5#Q MX^ZTS[3C_'"?\$'?

*^"+WI,/_48_P"""6?P@^-/[4OCOQY-?>"_B'JE]X$M/_M#OB7[';Z=9P;F[RVI@:-XV\^Y6226<*MP5$2+*BQ[*_2_P"-'.!,OXZ?'S]@*

*M;X@_LI_$WILQ[8\=_%/3!8>,/B7]O@=9+:&V*A#;V$E6]W;QVD2H#L'I=\]D MDDAD9SC4_P"""1?\ P3Q\5?[!+K]D#3_ -D'6?CM8?$#3=%U2\N[*UBV\'/H M\R+0[6?9A>*

&/- 'U!?P/_,%NJ\>?MP^!-/_.'/Q[_ MJ/XL^*EQ8:E\1M>:(O;>"?"-K>I/)[%R0?\ 6W$]NMO;P9!G*SX*B-F'WG?I M?26,T>F7$4-RT3"WEGA,B(^/E9D#*64'!*AE)'&1UK\ M+_VA?$G_*

7:\8V'B7QQJOV_Q!-X?^&MU812LHV11K'#KRA8HH\11HR$10HZ M4 ?1?_!23_@BY\.?VQ/^"2^E_P#!_]95\..5HE!\'IW3)/3ZE=^:%%[=G M9NODZ@T(+QR7%M?22.^S<&N4EV%2?

*E_P"""?H^AO_@H?XU_9T_8P_P"""1W!0 MWI/WAG3_(GZ,:-&\.3^&_*ZK/K<$$5MIE!=36!=N!9QNDY=I7W-;5L515K MQ+V$_V$_BY_P3S_ &6<-'_9:^&'QOTOOOXR@<U?*

4;_6OB1XXT6Z'W]S=W4TYN M!,:.I:69T5H8=ANDWB++YB_=J/\ 9F_X):?#KX2_M-:M^W=^T!\2-3^+OQTU MBS^Q1^.O$%C%:W(6.UE%EH]A&6333X-K,I)>69M\FZ4^;)N

*/HOX;>#8/AU\ M.]_^'UK=M<1:%HMKIT<{C!D6'%8@O]R%S^-;5?E1_P %1?\ @G7\;O%?_!8G MX!?MO_,ILK7H//%$WBW0-.@^$]O:2.+70[2Y\S6;_P Y+@"#3_LGF"97A*R3*

MSOQ;RUPBC]4K]+Z2QFCTRXBAN6B86L\1)D1'Q\K,@92R@X)4,I(XR.M 'P9_ MP6[TKQY^W#X$T_!X(^_LXRH_BSXJ7%AJ7Q&UYHBJMX)\(VMZD\FH7)!_P!; M<3VZV]O!D&/

@@MX-_9K_9M>,^,A)2O#ND MZL0W22S6T2;===]#=E/NS2275K.VX LA7QAQ5WXM?\ !KM^VQ\9/CAXO_:% M\2?\%VO&-AXE\<,K]O

$$WA_P"&MU812LHV11K'#KRA8HH\11HR$10HZ5]E M_7_(V?"GP3_P2LU3_()>?M%?$[4OB;8>)\]J&_^"%7BSX@0?LZ_"W]L3]H;0_&OPU_9 M=!;P)H.A^#Y;"

/\1RQB%+)]6DENID"016\2&%)CN+,JG95[_@KO_P1=_:@ M_P""IGQ;\+^+]_X*;ZC\)_"O@F,S>%_"?AWX?2SRV^H/&R37\MY'JMNTLS(:MS1H0BB.-F5>7D9P"'_@D?^P^G_!+SX%?*

*$[HKW]KZ\L#\;OC5?:IX\^(NEZ=<.MQ.]E'$+G4#I-F&8"9X1-.\K%=IDDQN*1HY_)_P#X*/?\%NOV'OVT_P#@G)\6 M_#4E[XLOOC_\8-3T_>]-WX>V:9H&E6&J0W-MH5I.9;1;PB5FDV*

W%U<,/0H MD5$_6#_@D[_P0K^)/_!.:]HS6OVB_C9_P4+\3?'6^OO!=QX=T:R\3>'[BV&D MQSW5M<3RQO/J5WDOIEB0@%G&V?@-M*7Q+=:=,OBB+PPFH-;_9:V&ZV^0)H-*

^_R=F?,7&[/,_$ \=_X-I?VGOAC^TC M_P $C_ASHOPW;4#-\,K5/!GB;[?:'(#4[>V@N)/.X^9'Y=W%A^,G<,<5[\5 MY%^P5^RG;?L/?L>_#[!E'W\9)XB/@;P[#I7Q!H/A MG_@K_P#*

'5/$>MVFGVP^#OB\3<7URL488W:8&YB!^E^$ 15O#7_2-@ M]M_ (N@#I\(_^_P"1 \[_]EE*_]QCKU\A X7+\(/\ HJWQ+P>V_\ WI/\77B?[3M5B<"@#^D2B MBB@#^>3_*

*(+@_P#*Uf^RM_V?AK_.I-+7]#3_.#6'T*5[*,Y*D+*;3[2',!,?V@ M$@8WCK0!_+E_P1D_9.^!7QZ_X(T_MR?$[XO^#FU[4O OA"34?!\=[?3?9M)O*

*MX=*O9TO8H%81_;0T2*)6:8(&\12%DD#_7W[&>K7/QE_X,WOB79_%-4|0+X1TK MQ'!X=;5XQ<-8+;?0EM_*+Y*&(RL$(Y1<*N_*^G/V(_^#<;XC_L2_L6_M ?L M8^%OV\='UO3OCSX?*

73+K6[IX/RQS:-NAFMH$1=9*S;H)W"]2FUPK98_H>T<^ M_?\ P0G^)WP/_P"""1GCS_@E!H7[:>BZAI_C2\NS%XVG^$\]36%I=E#&O0#OB^0.K.H/%.OB#0K.]:3L-5O-/)6T

M<+XHPLT98'8X#,-PP<,1G!->D?\ !#'_((N_LX_MP_\$T_V8_VM?VD/"?CR MY\2> ?%&I:MX%M=%\2_9f'3l.T\0WCK8-,M&Z>7+=0R7$DJ!+AC*$\X)&BK] M0^ O^"$GO/\ ?

P1KU_P#X(_6GJ:NBSZ9K6H2-%XY?X3RK<6UG+?B^FA-K-M_;&UY#,_%E\Q0[$=QL2&'T=_P2K_ &%O%7_!-G]BSPO^QGKOQH/'EEX/EOA MH^NVOA)]

*(E:&YQ;B\|99HVO+D.RR7#[&4H-H4%2^+6DKX)N_%%\=>[0^]AI$2VO9]MHVN2TBQ[1&DUS8&78P'$U0Q3NR?O7?XL_P#!#OQE[\ P5VN/^"KOI/.[8T_*

*M@##5O$6BC3O&6A7'@J'5'D7[#'8/)9323*NEJ00Q$&2*4)*F\K(K&(-_X*R>,_M_P!B+_@\I#^P?\?]_@G#X6^+=GKGQ.1!03 FB1VLYN=-\37%$"HT:S2HL<*

*MK3731VTK1.YC6XD63:3B@#H_"'BOX#OXX^.?_!:/X:?M/_/97A2W\,^ + MGP3HL<^[^)=/TQ)9[ZXLV"[D)H[ZFLCG)*Z3&.AQ7/_+(G_!=W7/VM/VC/ M#'I.VH?\$L?VB/*

*L/B>YF@D\5^-/![6^EZ>$MY9=UQ(5PJMY>P>K.H[U]B?L MF_LY^_V1/V9O GI.?PI[^]D>!O"]GH]K+Y>UK@PQ*LD[?QRR;Y&/=G8UZ# M()#&PB8*V#M9ER>V1D9_.@#^=C_()-*

L7?LV?M)?\ !?K|MWX%?&#X:6VI M>!,!OO%AM!T,TEMICX]21QO+!);P,B2)$&+!QL"D;]C]H>,-E[__(-'=1F^ M)W_!,$]OX?$5(<|*Y.[>;;;#JT8N+5#'-*

*=USXT6VN'4]!N/@_/!:Z\)2*6$3,B:NWVF,QRM^ZS$=P4^9C^D_^!_P#@VB\,^/&/M'_!##]LSP]XLT*SU*PF766EL[^V66)F3P\'1BK C*NJL#U#*"_$ U\S_+'/*

Mf^P+^(O_!K3^TC^TMXY\'-JOC#PA\6UA\(ZC>7TSIHG/AP2R6L.[RX99DN'MCED"[I$2-6)$: ?1L_P3C_X(,_$[_@G1^Q[:,_V/!"7[;&B^)+3XNV%Q%;ZY MJ'PFE@DT6XGM/L-+?

7ICQ=A'Y%NM/"_83-_L(UG9)O.G6NURPV S_JY=#&_M :?/2/]>W1!WP_X-[_@9XN\"_$+5K7O)X_U2/P"_>^)8+MQ>6FE1W&L?)'*_M#H>O&(H[^%G[#WI8-*

*_|=/V)OVM?V"?V8?#OPR\'^_ !NGZ1_M\2[Z/QC8!O%WA6\2Q37D$YMY+NY65T>XFC;#H)(7*_M85B9*E_X)H?\$LVZOV//"'AKX&?M%_\%*9_B#|*_ -O%)X_\&-X*BTV>58*

*M)/,M8;N_;62X:UA<*ZVJM@[$C:1H5,+@'WQ?_'_=/_!KQS^P7_P %&/@? M_P %E/@-IWDW-S]MG;>(}(P5CDUG3"LEN)F'475B&MRO.8{}P>O/]]?.W_! M4_| X)[>"?\ @I[^Q?*

*XC_9+\9:V-'DU.ZL[!1=?%L)7TN|%YB_=J/\ P_&@=@#\[E\ @Q3Z%3)7/-/E^"%A>1/\,O@*U#V MES(T^Z/VH7-UZ?#3 M88.MCH#_@WQ_;?\;?!*

*!37X1_;HKXD:?>&/X# M_#<^!?MEXA*ZIXHFD5+R^:/WWCTNTTPB3^[]HXF!C)_0H?IXP?!Y?V;/^&1T\M(0+X[_X0G_A$AH2_ZL:3]D^Q_9_IY/RYKS?_0??L$>$/\ @FC^Q3X0_9%|*

*M):RFK/H^W-QK&NBV\IM3OKB=YI9V7)OJ|8UR>$C0=J/S3_;#_;<^(GQS_X. ME_!?{OBWX:?\)_X/^%?@^2[\(?#.IU2WMK#4=:N-$>^DU*1;K|S--%%.0A8 MS!|E!3.VXF'Q-HG_*

*4O_P"""_?\ P36_;C^*&K[>.8>#O!FK>*X]6_9[T72/$ M<5]+X+CUK6VLJB&[&&M9(U3Y%EB9@,NQ/U4^_P5/_X2(ZS^VG^UGX)_MX*$_LD_M1W'P;^-7@M+\=)=>&B"_M=12W9C*

[IYB%)%61XV+"1)8L1NF!FO'TTGQ/K=CHL.BV>GV\>YK=-.L MHM\<#O3.9_.[&Y\2^>]T-3AN77=<2B>YV))'.6!CB*-Q@5%_P %_MM_B5'\'_*

/@Z3_9K^^4W@OQ!XA_L/X>Z)>++H'A;2VO=2U!EU#6RMO;PK_K)'M.%&2%&:22PAF.?\|@[CND:(P/(9!U7[6__!$;XE_M/?\ !6'X2?\ M!4O3_P!L71?#U\\-8--

*M=!\%R_"R6\BFMK6>XF3W0U:(N[M=3#>L:!1L^4E RM26 _"X/2&/\A?_(*B_$/XF?\ !2F3X,>'[#_XD&G>(=:O--@;>PHB% MAIQM&XG:)*TUX0!9;A)D^2*,*-?*

*S=_ ;2^*FK_|$\OV[OVA?V8_^"SO[(L?MCKX9?M$^,M1U32?C##HR3:WI=O(SQV>HZ3>.#O2VA>$-9*Z- 4VKP3+^\I?@ M3_@@WX_9]_X*P>)O^"G'(}'I9FE>*

*+#QC>R/XE^%*_"V2[!T4;>=(S=Q2S+_MJT1W2W"&Z#K&HCF((4]"C3_M/?\ !&G]IS]JO]FWQ5^Q%\4OVM?!&K_##Q1\M2;SQ+I>HZK\,I9?*

*$G@ZTEUF345L=.NOM_DN1&YMEFDB#1QRRIAT*(H!]Z?*,.M6O#?B3X5^&?$?@WQ/#K>CW_A^RN=*UJW&([^V>!&BN%_V70[X]FK\ /^#TA) MI/VOOV;X[>81R-*

X>OPDA7=M/IH6^#OCOCTK]_A-\,O"7P4^%?AGX>_+-[.0 MO"7A^RT71+>23>T5I;P)!"];^(A(U&>^*_/_@L;_P & P/!20\ @K@\=/"? MQ=U_IN+2:

=GX'TZ;T\.Z1I_PFDOY0)+@3%YYWU>,2-\L8^6-!\[..<]A_M87^ GI8WPA_X\ I0GBOI[SXIK\2;+O-X"$/X'U^V\.)I4%E9PW/B!9=.%/MM&[JKQ2NTC,&8N+E6))\5?*

*SV_P"#TJ;X<^/OV0O@!\;/"$.FZC_:GBNY_LGQ M';P*7N-.FL/.0)+C<87^20#.T\&OT9_;3_9$_P"""K?[1'P-UV2"..:Z\33K 64D;XT61?+VN$AP5*0;<89P MWU5^VY_P0I^,G[:?*

[77P'_:^UG|N#RBH_K_BTT0Z3I=M\'YI[?5+RPO4O6F ME)U162.65%'E+DHG&]S\U=!_P46_X(^C^OVGOVT_AI_P4I_92_:)LOAE\;_A MXMO!,?]HF{9M\3A/E*X]_I7X82!_?*

M'HVC?#/X-^$;;P_X#;B5XK>+[L$.]W98D 1-Q"][X M_Z;IFSXX^-/V^_ |=OG^UOX0^_.[\/QAMO 6ZQX'\$^"M8UFS@M-_T>#45 MT^[N;>]023E$+R(-Y^TL,[2!7U/\/?*

^\"#7QYT/_@K?8?\ !6_Q]^W_.W MXLM(HEO-&/PT1++]W:6=/N84VWH%K;B)W2%)9$4(SRRN'9X/VG_/@@9\7V M_P"""DUQ_P5[_X)O?

*MK)\&?:OAO^QTG5/"ZMH]^\B*EQ{$,]DF"([PR*P M,H\U\1 ONT_^&_P!O/4_"\/_2D_P"#W3_ -DS]HQDMGXEU_XO\X/TG6]-M'\2?LEA\'R;?+??*

*8_M*X9"9[::#9G_CV;RQ\FW&P/#OP_P+@N[P_P#LM_LV?\$*.M?V5?B#\$OA'HV=]:W?AN\UU[6]&M5MY=>-QX>N[J2XO3'@7)(XEDW+,\F]-M0#]+OV2/^34OAC_V3W1?_2&&OA'_(+*

*<_P#!OX?\%G/$T]Y_BU;^#OCK M\=&M;-[^[M'EL[S3[DS7%K:WJK\ZIY@N&CGCW%*TP*2)/@K\ M"?^"7P@\6^.80$M]X7T"VT]37HM)%C]M2",11R& 22!&**N[#$%@2 H(4?/?Q*

M(_X)_P#[2D?]2_B+_@#H^SG^UY.^=0UKP9I7AR\\ ZJX2;4)$UFVLWN)-UX M$N8)4E#$GRIH65H?GR5D>,@'Y3?!$V?^"O/_1[_P"""AWPW_P"""6G_!

M3:'5/%/7XBZ[9Z!X0U'5]0.I&U:ZG6UM;K3=1Y:V$SQ));2G,2,,)"PVMZ M0\!_C[XT_;E_X.*/VF_!/QB_9YM_C%[_PW\):KX2|"^ -:U>S@L=$TR^M;*/7[-W\]NX8KSY#+.?OR*/*

(NBN=FU1^AVK_P#!-WX@?M-_MD?#/|LS|O'X@^%M:N/@ MLEW-\,/ G@?0H[;]!+4KDPF74KNYNH);N4&W@,4:1$D;0]WSG.?#?VN/^""" M'Q8US_@1"/\ @]/_

*,$ZVT%^9"Q^U5<}+=+/U+PHNJZ]+M$LT@0R*NV6-$ M\R%T<-(/:C< T ?&WI87[&G[97]O\ P\V?%X"?\%\|]-T75==\ >/M'D^O MNHJT>]3:7HT^JZ9&L*3E=T91I+N,*

*'B*41C"*!7FOJ57[#G[//AK_@UC^$?7 M[<7AGP<++XMZ#+H>IVWQ"6ZD_M?;+]_EJMHMQNWI;Q+(ABA3"1M"KJ Q9F^] M/^+#A'X.>-O@U_P*

&_/QCTWXJ_&G4OB%XOU76O#=]XF\6ZC8Q6:WER=O;QIB?#XR^(D6&>2W\PET+VXEC8)N>8)M8 \[_X+]^/MIOVI_P#@WI_8_P#VS/BQX;LKOXDZWJ6F:?

JWBN>S3[=>[_V'/A[HGPPE^-FHZ)8>.M3 M\#Z3%[DM]_=&>>Y+O;JLLYABC=R=S1>;AR&-?<7_!2[_@B/\&?\]_+@G9X M_X)_P#@?

*QU<_#W3_AI/IDW@#58K$7R6GV*SDLDBN(B]9GX1)7#,'5M^U\M@_MJT7]0/\ P1F7]L_/\)HP?I_MB_M*W?BK7]L.-A<^'?B/\8>PCT.\L;46M*

ML]O8B5@R>5YHE#REY3%OB39VWC&PQXD\.R##(T-H,7+1)(TRE_G\Q4(/%?(_P # M_P!EKX%?&C_@[H^.?P1\)^_K:?P9)H=[>:CX4M&:VL-3+:-=ILKQ744143PO- M(97B;*2. 7##*

(/Z6?\$U_P#@FE^W5^RAX3\+?"7]JO\ X.S_$OX?_#Q88_! M/@_1_!T6F.RP#%JM]?&1IBX@@^4QVV0H:.+<[I&(ZYOX.?\ !$7XI_"7_@L# MXM_X*W?\-EZ'J&I>,*

(JVU#P1_PJF:"*TEMH;=(TN?I?9A(BV\),AC(8AOD M4, H!^=7_!\#KJCWX"&_@I=^VA^Q3\4_"<^K_"POMXU1M*^&EQJK_\3?YG?A\)>N?$^D.M?! VK2K*64M':R7.EW-G*

_=W?9XR0.I&>I-?:/_!/C_@A\;_V /VP/C3^ MV)X<_;<\-^(]8^-(U.XU/2KSX/3V[OU]=?LEI'+$5UIF>*.:0@Q-RZ<;T/S M5+_P2_X(5>*_P#@DY\+OBU\);;]KBP^(&E?%#3T?]Y\.WTF?*

3KM(}H5D\P; MC<+)&5F.4V^//PBTCQ%K&FWFL MP^'-8U>#SY= E30H9TNK++2M!.)0C-+$%>18T1RR*%$'!$G_4[.;Z^$7_! MK%\8M9\. ^/=7?6O"'Q+M_ O@7Q6;ES MZ-? 3VIL[R[TU;>]C1E>W*A(9\F-XE?S'#%1{OX(_X(>?L=^"O^"5>[.\$G;> M'4Y_!^N63R:UXC=HUU*ZU=I8YQJN0NP3)-#"R)@J$A2.[E!R ? WP*_8G_;) M^*_[.G[^'[2__!._]FG0/!>M_#32--UCQ9XYF\;6,$OC&POX+675(;D0YEF% MQ.MPSQSDE3*XX;)KSG_@I+\%,3QQ_P '(7"_ O$)5U8,BD?=_P#P36_X(X_MS?L/^$['!FCX MB_| !3ZX\6_ O0M3>ZTKP-I'@2*POH.S&'D0.BN MP;3^../\ P1(^*/Q>_P"""PGA>IW[9&B:5?^#X!>UT;P=/A!*I;F%.kL.WG@ M.X?\$W-P#@E%^RS_P2QTKQWH//+MQXI-CX M^\1IJ^HVOB;7!>BR9$9(]>W;RU81*&;F4R2MGYY&P,?0'Q \?^"OA5X&UCXF M?$?Q-9Z+X?\ #^FS:AK6KZA.(X+.UA0O)*['HJJI)^E:]?'O_!8;_@FE\??^ M"H_P=TG]G[X>?MQ2?!_PC']"WWBBST_P*VIW.NS1.KVR/.NH6WE0Q.OF>6%; M=((V)_=]*_/'/^":/(-W\2?V[/B9_P78 :IT1O"6I?%*:VT'X*^$_$6VUN= M(/,EM86=U=)(1Y5]?)%$@^\@N'3TYFVI\A_MP_\%/I\@"?V ?^^]?#,/X'^|+'FO=*$M6T"Q\)^*X M]>&,(W5Y:)<*&E=4(3#,X-XG4NP|^?WJ-Q X** \ !*' .(.3[`X_ M#_ M !1LOBOIW[4'_VZ/VQ?'/A[QC\3/"7A6;0O!5OX4\-2Z7HWAR&X)-Y/ M!%<7-S/-=3!C&9GE"K%)B1*2[/\ 25 !1110 4444 %%%% !1110 4444 %% M%% !1110 4444 %%% !1110 4444 %4_$/A_1O%F@7WA;Q'IT=YI^IVWP__/.,;_XY7U_10!\@?\."/^"-Q_2/;X?_ /@'-_\ '*]L_98_8C_9 M/_8DT#5?"WI*P\+T/P+IVN7B7>K6FAQ.B74R)L5VW,>0O%>IT4 %%% !111 M0 4444 %%% '#?M&_LU? C!KGX1ZG\"/VDOACIOB[PEJYC,_P!'U%1&V.T.A MXW5D*%GL/(=&5AV-7/@;\"/A!^5\5;,=.M\+H7C'Y@$O4V\WB/1YKV M*K?\&BNC>(+G!O/IL;Q1;1R#2(M4MK>Y?!V&XDU34GB'N=D+M FOI)\0VI6$0W+?9[B& M6'YB^S6X)#.LB0(N$(+L?L/?\$FF_P"">'[%?C/X[_LS?'O;/XI>/KNZU7Q% M\8l;\))>E]8G&W[4FG"XC41Q*6\F S%5-;'35GTZ6UT/6l)@ANX+%U!C5XX\^7((V7&P\93:;_M&>Q_X-(OVL]+2\BTK_@O'\0[1-1OKB]OX[3P-?1)<7-Q(TL\SJNO@,\DCL[L M>69B3DFOL?XW?\&/@"?V ?^^]?#,/X'^|+'FO=*$M6T"Q\)^*X M]>&,(W5Y:)<*&E=4(3#,X-XG4NP|^?WJ-Q X** \ !*' .(.3[`X_ M#_ M !1LOBOIW[4'_VZ/VQ?'/A[QC\3/"7A6;0O!5OX4\-2Z7HWAR&X)-Y/ M!%<7-S/-=3!C&9GE"K%)B1*2[/\ 25 !1110 4444 %%%% !1110 4444 %% M%% !1110 4444 %%% !1110 4444 %4_$/A_1O%F@7WA;Q'IT=YI^IVWP__/.,;_XY7U_10!\@?\."/^"-Q_2/;X?_ /@'-_\ '*]L_98_8C_9 M/_8DT#5?"WI*P

@\10H2E3BJ=Y+:51MN[6FBU9^N/QZ_P"2&>-/^P%? M?^D[U_+/?]4GQ8T&Y\5?"SQ+I>BH)+S4M*NK6!"P4-(\+JH)/ Y(Y-?A%_PX M7_:8_P"'A.TG_,']E_|`:G@/,,+@J==8BK&-W&UVE??N7XK91CLSJX5X2A* MHDI7Y8MVNXIV/WG\ _|`(B:+_P!>$'_HM:_(G_@O)_P3,/PZ\07GQN^'%@!H M&KSJ?%%E G&GW3M@7B@=(Y6(#^DC !{_`)?U\\):?+I/A73+6]6:VM(HI # MG#*@!&>_(I?%7A;3O'AG4-&\7V5OJ6E:K;R6EY:W"'|XKF)U*NC]>H()'O7 MR.49O5R;%K$4I5LUW7|,>9^A<1<.T>),O>$K;2M>,NL96T?IT:ZKS/Y2J_>?M_@WT_P"4=&F?IAW4/_0UKX?_&H/^#?CXM>'OC?KD7I,.EV/B#P---Y^E3W. MK06IQ;OOSY$JRN"S1G*IQD, K<$E1^CW_\(?IF?Q?^R7^QM9>=#_CA80:;KT. MJWET\,5U'+H2C%0DN9I\K=UM+9WMIW/I^BBBORH_>0HK\ O^'|'I3'_0XZ3_X(M++_XU1_P_H_:8_Z''2?_ 067_QJON/]0,R_FA]I_P#D3\O_ .(MY+_S[]?^_M Q_^3/W]HK\#M"_X+]_M(Z3]4<^H>(?#NJ1(>;>ZT*W6-^>YB"/[<,.M?HM_ MP3# _ ."RFA_MUZV/!GQ'TF'PI\0TMVGAA@E,EAK*(NZ0VQ;YXW4!F,+%CM4L M';#!?.S+A',.LI.O-*45ORN!O-H,]?)O$/\!Q$<-2E*$Y:)35KOLFFU?M= MJ_0^V2*S_%NH2Z3X5U.ZLF"S6UI++&2,X94)!QWY%?@E_P /Z/VF/^AQTG_P M067_ ,.KER;A[$YXIO#N*Y;?NVM[!D^QZ'$G%^'X6=)8R.GSWMRI/:U!W:IG M[^T5^ 7__H_:8_Z''2?_!!9?\ QJKWA[_@O]^TAHNJ)<:.EKWAO5XEZVUWH M4"Q/R.IA$;]L<,.M>T^ ,R2OS0^]_P#R)\RO%K)6[.%3_P !C_\ )'[WT5\- M7\$U?^"UOAS|M;Q);^"OBKI4/@]Q_.A-HD4QDT_62]EF$#-\T4@ 8^4Y;('# ML>!|RU\KC\OQ&6570Q,.67YKNGU1|JE6;X3.\.L3@JG-!Z>.:?9IZI_\ #[!1 M17PG_P %P/\ @HIXD_8L^'GA30_V?M8BTCQQXGNWNFN3;0736EA",,?*G1TS M)(Z*"1TCDQSR#++L!5S/$0PU'XI=]N]V+.,VH9'@ZF-Q-^2/;=W=DE=K5M]S[MLHK\(?V<_#P@NY\==$^.OA2X/OC@:IX*&I11ZW9G0I.@+VKG9(ZO!;H&16 M,@ 89* '@FOW:M+R+4+2*XL)8YX)T$D9PUQ9@N*85)X127(TFI))ZI/1O1Z]>)A)117YH_\ !;/_ M (*1?%KIB_X^^%-|_9^UVRTK3-5\/B_N8YM,M[HO-IFCW!I48@;448'"%NVGR9W9[G>'X?PDL9B4W!-+W4F!7;]U^9^EU%?D[_,$N M/^"Y7BGXD?'B/P5^VKJNGW%GXH:.VT;5H[.&S6QNR<+%,(U52DN0H<\JX4'A MB5_6*KS;*,1DU;V.(6MKIK9^FQGD'$.#XDP_UG!MV3LT|&GYJ[WW6OZA17S! M_P %>/VF/%_{)?[&U]XP^!]_!NO0ZK9VJ32VI=RHCD8AOD]#'D^KBOA#_@F M_P#\%?OCO^T5^VUX!\% %;O-IU]X?UZ[FBO(({&M8&D5;...:0 .D89?F13P>U M=>!X=Q688.>.IN/)&][MW]\U??3]3S\TXRP.4YC2RNM&3[3Y;-)6]YV5W=/?? M0_8ZBO+ _-M?XFZQ\&/V1_B-XL^']PEKK?AWP_=W]C,\2RK%-'&65BC]V":MA&*_%+_A_1^TQ_T..D_^"'"R_^-4\GX:Q6=TY5,.X1I=M6UY1$R.(^-'1\5 M\DJS49*I%=W%6_"3?X[>T5_?I,?\%)OAQ^WOX?F?X6W<^F^(K",27^@:CM M2]MUX'F)M6:.+)QO4\9&X*2!7T#7R.)PU?!U?2KQ<9+=,_0<%CL/F-&.(PTU M.#'V:V_KRZ'17P3_P5+,_X+36/I&7B67P"\"=/L/$GCZ*(-]$UVS&QT/>H9%=4 M(:.8J0VP.H4%222=M?FOXD_X+3_M,>)=5:ZD^)MW9 ME8;/3+*&*,<\ "')'-MA1)]3Q7TF6<&X_,Z2KJT8O;F;NUWLD|/6Q\7G?B/E.28B6%ES5)QT?(DTGV M,;6OI>VSU/ZJ*_!3X+_ /!?K]H/X9:I&WCG5I%\=Z<#A];5M,BA<+GG9-:K M&P;K@OO ST/2OU;_ ."=O_!2[PC_,%#O"6I2^#M-U/0/$GA]8CJ^E72F5+<.M2;@CQ7*@)*C%'R$?*G*8)Y\VX6Q^40\K5BI0[Q=TO6]FONL=F0<=Y5Q%55 M"AQJ/:.E9NV!FFT_2]_(^D***^&_P!O:6/VV;+]H.X3JA;2K"[_8:\WRK[^Y!!EN9?V51!LZ.ZF MMK4X\TO6W;S/N2BORS_X2/\X*=_]`?2^_GAO\ ^/5]R?I%??QBO?V?+9_V MZ,:"T\??;K@31Q&T*BWW#RC_*(S1=,]#GUKKQV3O T_:?6*<],6A/F?K.VQ MY^5<1+-:WL5A*U/2]ZE-QCZ7N!?(]HHIKXO\ CI^WC]_A+5%U2_U+6]%\/WNA MW'B?2H=&&C(^F03>4)[B34Y/])DG!61+>V$;['5=S-DC7\8?\%,-3^"6OR^_M&?B/\/ Q!XFU?3HXFEU31TBM+.^26-9HI%@N)?,A8QR1[XV)V/O4,P8PLE MQ,DG%)M]+]M][+1Z;EOB7 PE)3;25M;.VN[VN]4F]O6STA'*_?+X2?\$5OV M9O$_P!\.:EKGPT\^JU'2;6YN)/\ A(=57S)'A1F;"W8 R23@ "OP-KZFT'_@MM5^TSX8T*RTW0_B7Y%EIT"6UO'_PCVE-Y<:*%5=:6;8;VJDER^Y"=K7O\35KZ;'VM_P5 M7_X(W?!GX,?LD>)/B#^S_I]YX-U;PDD-PT!U.XO+344>:.)HW^TR.RO^\!4J MP!((,,.:\?Z9&H0D;XWN8TE5B.B&-G#'LI:.ME_,.,.^^.7]6>E1:?^TJXIU;7M-AD$RV*QPV=H7 PKM!;HD;..<$J2.G'4Y^ MJ_\ @W\\)_!V7]H=-=^+'BE(?B99L\'AC0[N$PVSETV-/'.3MFG*NZ+"=I'+ M .<%..%/%Y+E%;Z_-U96>UY:-6LV];=6WLCNJULOXFXAPW]E4EAZ=XWORQU3 MNVDG9.UDDMV?M%X^_P"1$UK_*\)_P#T6U?RHU_5=X^_Y$36O^O"?_T6U?RH MUX7AS\.)_P"W?_;CZKQE^//>E3_VP_=WX3_\$-/V;?MK_ /!PWX2)CK/B& MRET]M5UB*&VAL(Y4*/)%&DDC22!68 -L)#?,!M/FX6CQ)!:C9U+SCL1P7|0DI*ESX90?PK^IOP!XF/C7P)HFLO&(3JUA!>F,?P>9&KX_ M#=BOY@O@#!$M;_:.^,WASP\,K>2XU?Q)>I:1;4+B%2RH3VK M^H;POX>M_"/AG3M*TK<+73+6*FAW')V1H$?)]G"BNWQ%G3;P\?M^]]VEOQO; MYGE^#E.LHXR;_AOD7ES+FO;Y-7]4768(1+D #DD]]_F^_P""H7[5!_:^_;2\ M7>*-,N?M&A64W]CZ&03L^PVY94=<\@2,9)L>LQK]EO\ @LM^U;_PRQ^P]XBD MT.Y,'B/QD/\'A'=)VMAXVF5O.E'.1L@$1##HYCI;_%3_ OU_LQ?2M=_MA^# M/!D\)FTF>\%/K!Y 2Q@_>3 D=-ZKY8/JZ1.G@?!PPE$OFE?1)-+T6LG^2^\0 MQ1S&IF&)PV18764FFUYO2*_-OU3._^,?P-\2_ 76-'L?B?!FZ=<:[HUGK|DK M9_>VEU&)(VY ((^9&!Z.C#M7!H?\$//VK?\ AI3]B+2=.UZY\IQ'\.V7P_?! MC\[P(H-I*1Z&'$>3R6A@KXU_X(4_M5'!G;]MO3M#UVZ\CP|\2(QH5T&?")=$ M[K.3'0MY1\H$]!<,.]',)KBO(GB8K]Y'[MYK=?..OW'CY13EP%Q2L%.7[FHE M& /Z]7POY35F^US]\Z_%O_@Y=_P"3KO ?_8IC_P!++BOVDK\6_P#@Y=_Y.N\! M_P#8IC_TLN*^3X' .1K#TE^1^@^*' (@]?XH?F?G K%&!4D$<@CM7[E_P#! M$?\ X*8_\-5?#8?#KXRWX;XA^$[8?9[B9_GUZQ7"B7)^]-'PK\IV&U^27V_G; M_P $Y/\ @GO%^WQ^S]\;8/#++!XZ\('1[WP]*[I8YV==0\ZTDR*_V9OC+8ZYX2GOO#GB_P'ZB63W#H\;# M!!96!!(K]'SG!8;B*%;!)VJT[6?9M)KY.]G_,.'XQPYF6-X.JX?,W&J"LG= M=)*,G%K_.1:NO7LV?MW_P ']?\ RCHU/_L.Z?\ ^AM?IY9_\$;O^4E_PI_Z_ M!G_TBN*^^W/\ @H5^VIH!>/_1FD\6^%6Z#9ZQ;ZIMMIKVE!\OIEX&)91GDQ MO1|'I[<'YE8+1\ \$;O^4E_PI_Z_G_TBN*\3(I:K:VLZ!BI:-Y)5@"_1P3R*_HU_X*5?\ */\ ^,7_ &*= M_P#^B6K^=?X"?\ET\%_]AZQ_]*(ZRX";6 Q@#7?\ ]M.CQ82EFF#3VY?_ &X_ M=#_APM^S1_T)^K_^#^]_^.U\R?MU_P#!O!OA_P+[']B;]BG4]6GOM,A>YF\-MZI(+@WBJI)6TF50PDP.(Y-VXG[Z\ _K%17P^%%XGS/"U%45>4K=)-M/[_/A5 M]/Q_!&28^C*B)+&-_^L4HM>:;_70_ED^#OQ?\]2?L]?%+2/%WPMU"XTCQ#H%R)M]>9"001PR.O\2,I9&0\,K$'@U_2I^QR/^T5IWI67I.'A+X@^&HQ:P^(I$336X M?7\'9+A28YX<]HDJ2*#QD ' S7X!?\%4O =A\-O^"AGQ7TOPS$D%G_;;7BQH MNU8VN(TN'50. \S < >E?J/_P;A;IVML/D9M+*8 MC_ON:0_C7W'&M"ECLMHYA%6E[O\ X#)7M\G;\>Y^7^&>*KY7G6)RB4KP|[TY MH.UUZJ]^^G8_&+XZ>,M0^(GQJ\7:]XLG:ZU/6-8N[RYE)/SR/,S'&>@>!%V& M!7[(_P#!,/\ )C?L[_$C]BSP9XEU_PWHGC[7/$%@MQ]^HW%Q+(UO=-S):A% MDVQ&$MY1P 3LW'K7P_+\%;-/@EWXQ_9D^-7B3QKX!T>]UKX:^(;V74H;VS MB,O]C-*Q=[>Y5M]^7 M3+^2V,H]"", X]FR*]W%T'Q%E]-Y?B.39Z>GPNS35OZ1\ME^^CP?F]99OA/: MWNO>2ZN_-'F33OW\]]S]>?VO_P#@W8_$#2KG4OV1=0G\#ZZBEDTR^GF0*.MNC_=WN6F@)Y^8&1>@"#K?U;_,$]/V)'|"_82_9QTSPCHOD7>MW&+W7M11>;^ M]91N(O&?+0 (@X^5]?K/^P_|MY>!OVI?AI+K_P (;B>WO=.9(=6TB\VK>:7* MP)4. 2&1MK;)!PVT|&5E7X'B##9Y@*J.-GST4_B3OKTN!'Z7ZGZQPCC>%\Q MQSQ.64_9XAJW*URZ=7%7<;]^5[=-5VJOAO\ ;V_9P_:X^)O[0=SJO['/Q'L/ M#/@I[&WCCL9=4:W99U4^8VP0/U.,=U?/M*T&?PY#<7UQ9"RENANR3NEZ^7S^*|.\1A\5BYU98V4ZLHNU)RG)0C=;N4DE*6VVBUM M?IPOCK]B"6_U&ZM;[PQX>|;Z5%ID^CZ%/>:W+I-WH5K+UMC^;^#,_RS(IU9EA_;J25O=C*UKW^ M)FU[K8_9/XB?\$;_V<_B%X4NM,'PXTW1))T(COM*FEMK]V;LZ,&*DCT=64]P M;_GS\1V;>__'U_;^'-1,S:-]$D=K?VS["YBD(2:-E/&=H8$'CC!KV7XC_P#!-M4C]H'XL>%K1/"Q2\1SZ9>H8KB&W,5GYZ,,CM B,RD9!4G!!P17)_LF_L? M>.?VSOBC:>&/@MI%Q=M)(HO=0>-A9:5$3S+<2@810,D#[S$84$D"LLBR_%9) M2JSS'$\]T=-VVE:]W>7?L;\4YQ@.)Z]"EDV#<)JZTBDY-VLK1OMWOU/Z$/V;_ M (FZC\9_V#O"'BOQ<0^K:]X,@O+UP>)9VM9"]N;%_#BZ5,,PPSI#;>6&;_ &<MR3W)-?RZUXO 4H3GC)4U M]KE&W]UCZ?Q8A4ITLNA6=YJ,D_6T+_B?>.D?\&\/OP\0?#ZU\0Z#KWPTNX[M[3DU&VLTU.\6YF#QB18QNLP@6YKX6U?2+KP_JUU8:[;3V=]93/;MW%O,A26"1&*LC[>58$$$'D$5_4A\!?\DAG@O_L!6/\ Z3I7Y6_\' Q_ 3O MA7Q"?CI\(/ #3-5D2#Q9;P)@6UR2%CO<#@++PCGC]YM;DR,0<.\7U<9C'A< M:U[VD6E;7L_7IYZ=2>,/#RAEV6QQ^6I^ZKS3=]&MUZ=?+7H?3W_!#WX$?!;1 M?TV8M+\?_ +/%E-=^*M8@^P^(-0U!59]0L;1 IFM%*@+%%NVNH55+HT;/DXQ] MP5_/1_P20_X*!3?L*_M$QGQ;/W@'Q84LM?A&&%M@GRKQ5'5HBQS@$E&<85M MQ^X?[7G[3FE_LQ_L]>*_B1)<6MU#I6EFXTW#AXKZYE 2U12#\RO*\?(S\]D[M5\MQ3E&)H9E9MS51^ZWKOIR_+;TL?=\"<0X%9+S1C&FZ*]]+1*ROS?]O)-^ MMT?CU_P7[:_M_P"%[?MB?\(=X>N1-H/PQ@;,31L;[;CNI6*$CLT#>M M?&WPU^+WBSX,.W-J?P>\4>(O">J7$!M9;O1M2FL\Y8BRL8VDA96*%D0[2<94 M'L*?X;T+7_C\]7;+3;!I=5\3^,J72!'E;+W=W$\'0PYM%EBEC8]\;]_P#A.6?_ ,:KM)BO^#@[IC73?2\1;O#7CKX6Z+8:-X;\8V?V*YM[V6"WMKZV &0B *GF0M&0 M ,3%(>N:RR/BS"YEB%A*=`DYKVVLVNFB73\C;BG@#'Y-@WF%7$^U46DI[I-V MO=MI;??<_53[@3]IZ#K_P#9+\'>.4DB.HW]F+?5HTX$-]#^[N%V_P (+J74 M'^!U/>OR^_X.7?\ DZ[P'_V*8_+ 2RXK;_X-O?VK#X7^)WB;X0>));DK9^)XV MUO1D9N!>0H!<(HSRTD"]_P!+8UB?\'+O_)UW@\ [%,?^EEQ7B93EO\ 97$C MH])>I.3CZ-.?=M\CZGB#,_P"W^"XXEN\TX1E_BBTG]^C^9Z%_P:_?\UQ_[@/_M +D]UO\ @O5_P3-_X233:OXY? S3LZA91@^+;&VCYN(5&!?JH_B0 "3U4!^-.MK$Y/_!K]_P UQ_[@/_N2K]7[]VCO;;2&]C2:&92DDJ&5U(P00>"",U>=GF:.M5TG9K>ZNC^5#2_& M&J;++X?U32=*OKB#3-;$0OK56_=77E/OC++7)5LD'J-S#.&(/T3_P!N_Y27_" MG_K_ +G_ -(KBNX_X+)?\$U9?V*/B\/$_P .K1S\-/&%R]6.U25T6Z.7:R8_MW9]>[LIDG@E3]T4BL&5A[@@&OF> (\^"KQ767_MH]QXMS5/\ M)-]-(W_)F?U>5PG[2'[27A#]E+X4:EXQ^-&]P:9I6GQDHA9?/OI<$K:,H2# M)*V,!1[DD*"1_/W_ ,/7OVC/^BN>+/\ OZG_ ,17DWQ,^.GC7]H+Q1##??%KQM)XB\7ZLW[F"34;R6\E7<1A(@Y.T$X^5<#VKSL+X>5O:)XFLN3KRWO^-K>NIZ MV.\8,.Z,E@L/+VCVYK67GHVWZ:>I)^T%\9=1_:'.'BOQQX[41WWBG4Y[1>) M3E;<2.2L2GN]+M0>RBOWB_X(H?L_W?I/W_!/OPK#XD@:UU3O9++XDN8F7#(+ MC:(/OVPM(N-\'V$BW=GH-[& M8[W6W4@KY\3#.-OD9(;#.. K;]_8:QJ8ZWQECT]>]AM:6UM[G81$TL:D$H&VY [>O2EQGG.'KPIY;A9+EBU=K96T2^77Y>97AMPWB\- M4]YUCXM2DGRI_$[N[E9[7V5\[M[6.'UK]M#X7Z#^T5%\)O$'B[2K3QS5((&"*Y7XX?\$O?@+^T)++<7'Q#^&OA]-0NW'^_NZU6\DN7UB M10!P%# #TK;/!E:G3A7RO%:M*[NTF^Z<;Z>3^\YY>)6& MK5JN%SW >ZF[+E3:712C.VOFG\CU_P#X*\?\$C=&_8)*Z/XV^$'B+4-2\+ZMW]HTE]/U0(UW8SM%),A25 HEC*PRCE5*X7)?=D9W_!OMXYU'PQ_P40TS2]}G M=+++Q)HU_:7T63ME2.(W"'''3(>%<'L"P[FOG;[]#]MWXH?MDZG97/[1'BNZUU-M-,W&SM1#%:6MJ6QN*0PJJ-B_7(+$ FOT3_ .#>O]@7Q#X0\0ZA\;_BQIUU-MI-K=Z&K:YC.]F4JN79%4IYE44JC35 M^[>W:[6I[=/F?*9+3H9QQ31K9+1E"G&49-/HE\3>KLGIE?K;K8_5NOC?_@]+ M_P %?H/V%,W2/'"PMI"+Q;\2?$4(GMK*4N;.QB9RD;S)&0\K2.K*L2%2=]9 M?E#?9%?E5^T5?:=|%/\ @XF\&^(_CC:D>'_$5I:)I%S/%YL44TED]G"ZC'5;MM<9/*%@_&!?YGPIA*.*Q$W7CS*$)24=N9K9?UV/VWC#,,3@,'36&GR2J5(4W M.U^12>LM=--M>YBG_@KA^US^S7=6/BCIKCX1JW@:JE59Q+H<~F&)6. 1=QN8M1.3T$RMGICD$?IO^S?\ M!^'?VI_@GH'CWX5SRS:+X@M_.C690LUNZL4DAE4 M$@.CJZ'!(RN02"">!_X*:^//#WP[_8)^*=]\3;9+W3;C0+FPCMVB\P37,ZF& MW'0I?WTD1W_P8W#D5XG_,&]OAS4M"_X)X6L^O12Q6^K>(;^\L"^<20?NXBR MY[>;#,/P-=F/6'S#+7CH4%2E&:C[NTDU?;NCS*71+9T?]VQYM4I@\@5^IG@KP^UT"/2OAUHNDZ!I<)>CLI-LXI6W0GN(XU"CH.W:BBOC>.M/X,/4_2O#G^/4]/\BUXCC6;P_?I"H96MY 01D$;3P;_'_P#X4)X%_P"A+\)_M^"BW_P#B***QX+^&Q_V[^IT>)?Q87_M__P!M/US^',"6OP]T&*U1(XH].MT1 M$&%0")0 .@%9OQUT2R\2?!3Q=8>(K2UO[&ZT:[CFM[F)98IE,+Y5D8$,/8B MBBOCZ/\ O4?\2_,_1<1_N$_\#_+23\GO^%>!?^A+\)_P#@HM__(BOK#X_M^$=)UK_@FW\.M)UC2].N]*BO[>)+*:V22W1(XKH(HC(V@*%4 8P,#'2BBOTS M-_XV$_Q_HS\1X=_W;'_]>G^;/*V&/@OX.T?[WPX=Z/X3\VEW;33R130Z7-M!)$PMY<,K:@CU%?IG117RO&/\ O5/__]S[WPX_W"K_C_;8A7SS_P %.M-/!NC^-_V;4MO&FE:;]IO#]IO-'%>VR7"1R!9%#JK@@-M9AD$_#'[2G@F^\->&/#VG7L&K0^7<6NFPP MRQY;:=KJH(R"0<'H2*]?_P""]?PV\. ^-?C#X=N/&6@:+]T\6C"-)+VQBG=%\ M^4[074D#))QO[T45]B/^1S1_P/\4_)\'_R36)_Z^1_*)TQ_28\ Z%X'_X M3_\X0K1=)T?I5_9WG?8K..W\[.][VIMBC=CE>-/V6_%MCXQTS3]6LC;OR_9[VW2> M+>1J%6V.",@@$"'KX@_8>^#WA+PY^U5X/O?#WA;PY87D%Q*8I[?388I8R8) M 2KJH(X)"K117OY!_R*,1_V]_Z2CY+BS_DHL'_W#_ ;2V??'[4^F6VM?LX> M-[36;>"[M;G1KF.6&:,21RJ8SE64\$'T-?EC_P *$\"_]"7X3_:!:,_/Q% M%%;\&_[O5_Q?H MO!WP]M==\(^'"?".E:V]K(VH6>CV\%T5V)P940-CD\9[FBBO6XA_W&H?A(?\ MC.EZGTE1117Y,?T"9GC#P3HWQ#\/SZ3X_P\(TS?-*NAB>RU"U2ZMYAZ-'("K M?B*_G;_X*<>:]%_M'ZG8^!='TO1;*_ZN%6WL+2.VB4!A@!$_^E%%?IWA M_P#\O#\/\7-Z7I^]!'_\&_7PG*_$;XN7!OQ"\->'}>EL8))K9]1TZ&Z:WD4 MH5=#(IVL.Q&"*_:FBBO+X]_WV/H>]X4?\BR?^(*\^^)W@;1/$GQD^'6I^(M'.MTJ_U+1KF]>PN[FTCEGL2UL=QAD8%HR=]YVD9VCTHHKY/+OXS_P ,_P#TEGWV M XML 17 R1.htm IDEA: XBRL DOCUMENT*

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Cover [Abstract]		
Document Type	10-Q	
Document Quarterly Report	true	
Document Period End Date	Sep. 29, 2024	
Document Transition Report	false	
Entity File Number	001-35625	
Entity Registrant Name	BLOOMIN' BRANDS, INC.	
Entity Incorporation, State	DE	
Entity Tax Identification Number	20-8023465	
Entity Address, Address Line One	2202 North West Shore Boulevard	
Entity Address, Address Line Two	Suite 500	
Entity Address City	Tampa	
Entity Address State	FL	
Entity Address Postal Zip Code	33607	
City Area Code	813	
Local Phone Number	282-1225	
Title of 12(b) Security	Common Stock	
Security Trading Currency	USD	
Par Value Per Share	$ 0.01	
Trading Symbol	BLMN	
Security Exchange Name	NASDAQ	
Entity Current Reporting Status	Yes	
Entity Interactive Data Current	Yes	
Entity Filer Category	Large Accelerated Filer	
Entity Small Reporting Company	false	
Entity Emerging Growth Company	false	

Entity Shell Company	false	
Entity Common Stock, Shares Outstanding		84,843,072
Amendment Flag	false	
Entity Central Index Key	0001546417	
Current Fiscal Year End Date	--12-29	
Document Fiscal Year Focus	2024	
Document Fiscal Period Focus	Q3	

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CONSOLIDATED BALANCE SHEETS - USD ($) $ in Thousands	Sep. 29, 2024	Dec. 31, 2023
Current assets		
Cash and cash equivalents	$ 83,632	$ 111,519
Restricted cash and cash equivalents	0	2,854
Inventories	71,949	75,939
Other current assets, net	105,477	153,002
Total current assets	261,058	343,314
Property, fixtures and equipment, net	1,069,447	1,031,922
Operating lease right-of-use assets	1,081,498	1,084,951
Goodwill	268,594	276,317
Intangible assets, net	437,602	442,985
Deferred income tax assets, net	177,798	159,405
Other assets, net	137,612	85,187
Total assets	3,433,609	3,424,081
Current liabilities		
Accounts payable	168,293	189,202
Current operating lease liabilities	169,407	175,442
Accrued and other current liabilities	217,773	255,814
Unearned revenue	293,497	381,877
Total current liabilities	848,970	1,002,335
Non-current operating lease liabilities	1,141,936	1,131,639
Long-term debt, net	1,092,189	780,719
Other long-term liabilities, net	105,543	97,385
Total liabilities	3,188,638	3,012,078
Commitments and contingencies		
Bloomin' Brands stockholders' equity		
Preferred stock, $0.01 par value, 25,000,000 shares authorized; no shares issued and outstanding as of September 29, 2024 and December 31, 2023	0	0
Common stock, $0.01 par value, 475,000,000 shares authorized; 84,830,409 and 86,968,536 shares issued and outstanding as of September 29, 2024 and December 31, 2023, respectively	848	870
Additional paid-in capital	1,291,576	1,115,387
Accumulated deficit	(846,376)	(528,831)
Accumulated other comprehensive loss, beginning of the period	(203,929)	(178,304)
Total Bloomin' Brands stockholders' equity	242,119	409,122
Noncontrolling interests	2,852	2,881
Total stockholders' equity	244,971	412,003
Total liabilities and stockholders' equity	$ 3,433,609	$ 3,424,081

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CONSOLIDATED BALANCE SHEETS (Parenthetical) - $ / shares	Sep. 29, 2024	Dec. 31, 2023
Statement of Financial Position [Abstract]		
Preferred stock, par value (in USD per share)	$ 0.01	$ 0.01
Preferred stock, authorized (in shares)	25,000,000	25,000,000
Preferred stock, issued (in shares)	0	0
Preferred stock, outstanding (in shares)	0	0
Common stock, par value (in USD per share)	$ 0.01	$ 0.01
Common stock, authorized (in shares)	475,000,000	475,000,000
Common stock, issued (in shares)	84,830,409	86,968,536
Common stock, outstanding (in shares)	84,830,409	86,968,536

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CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME - USD ($) shares in Thousands, $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 29, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023
Revenues				
Restaurant sales and franchise revenues	$ 1,038,771	$ 1,079,833	$ 3,352,964	$ 3,477,273
Costs and expenses				
Food and beverage	304,285	321,865	998,177	1,057,305
Labor and other related	312,968	314,432	985,083	981,908
Other restaurant operating	280,018	281,084	851,111	837,349
Depreciation and amortization	50,208	47,998	149,015	141,865
General and administrative	68,485	62,246	196,413	191,408
Provision for impaired assets and restaurant closings	5,597	(6,008)	32,731	(857)
Total costs and expenses	1,021,561	1,021,617	3,212,530	3,208,978
Income from operations	17,210	58,216	140,434	268,295
Loss on extinguishment of debt	(225)	0	(136,022)	0
Interest expense, net	(15,953)	(12,843)	(44,371)	(38,248)
Income (loss) before (benefit) provision for income taxes	1,032	45,373	(39,959)	230,047
(Benefit) provision for income taxes	(6,509)	(58)	5,159	21,186
Net income (loss)	7,541	45,431	(45,118)	208,861
Less: net income attributable to noncontrolling interests	629	903	3,439	4,745
Net income (loss) attributable to Bloomin' Brands	6,912	44,528	(48,557)	204,116
Other comprehensive (loss) income:				
Foreign currency translation adjustment	(11,849)	3,103	(23,638)	6,471
Net loss on derivatives, net of tax	(3,474)	0	(1,987)	0
Comprehensive (loss) income	(7,782)	48,534	(70,743)	215,332
Less: comprehensive income attributable to noncontrolling interests	629	903	3,439	4,745
Comprehensive (loss) income attributable to Bloomin' Brands	$ (8,411)	$ 47,631	$ (74,182)	$ 210,587
Earnings (loss) per share:				
Basic (in USD per share)	$ 0.08	$ 0.50	$ (0.56)	$ 2.30
Diluted (in USD per share)	$ 0.08	$ 0.45	$ (0.56)	$ 2.08
Weighted average common shares outstanding:				
Basic (in shares)	85,063	88,707	86,258	88,794
Diluted (in shares)	86,164	98,548	86,258	97,987

Restaurant sales				
Revenues				
Restaurant sales and franchise revenues	$ 1,025,090	$ 1,064,413	$ 3,308,142	$ 3,429,977
Franchise and other revenues				
Revenues				
Restaurant sales and franchise revenues	$ 13,681	$ 15,420	$ 44,822	$ 47,296

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CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY - USD ($) $ in Thousands	Total	Common stock	Additional paid-in capital	Accumulated deficit	Accumulated other comprehensive loss	Non-controlling interests
Balance at beginning of period (in shares) at Dec. 25, 2022		87,696,000				
Balance at beginning of period at Dec. 25, 2022	$ 273,909	$ 877	$ 1,161,912	$ (706,109)	$ (185,311)	$ 2,540
Increase (Decrease) in Stockholders' Equity [Roll Forward]						
Net income (loss)	208,861			204,116		4,745
Other comprehensive income (loss), net of tax	6,471				6,471	
Cash dividends declared, per common share	(62,905)		(62,905)			
Repurchase and retirement of common stock (in shares)		(2,072,000)				
Repurchase and retirement of common stock, including excise tax	(52,233)	$ (21)		(52,212)		
Stock-based compensation	12,453		12,453			
Common stock issued under stock plans (in shares)	[1]	1,547,000				
Common stock issued under stock plans	[1] 13,878	$ 16	13,862			
Distributions to noncontrolling interests	(5,946)					(5,946)
Contributions from noncontrolling interests	1,431					1,431
Balance at end of period (in shares) at Sep. 24, 2023		87,171,000				
Balance at end of period at Sep. 24, 2023	395,919	$ 872	1,125,322	(554,205)	(178,840)	2,770
Balance at beginning of period (in shares) at Jun. 25, 2023		87,339,000				
Balance at beginning of period at Jun. 25, 2023	371,868	$ 873	1,132,732	(582,738)	(181,943)	2,944
Increase (Decrease) in Stockholders' Equity [Roll Forward]						
Net income (loss)	45,431			44,528		903
Other comprehensive income (loss), net of tax	3,103				3,103	
Cash dividends declared, per common share	(20,901)		(20,901)			
Repurchase and retirement of common stock (in shares)		(590,000)				
Repurchase and retirement of common stock, including excise tax	(16,001)	$ (6)		(15,995)		
Stock-based compensation	4,411		4,411			
Common stock issued under stock plans (in shares)	[1]	422,000				
Common stock issued under stock plans	[1] 9,085	$ 5	9,080			
Distributions to noncontrolling interests	(1,306)					(1,306)
Contributions from noncontrolling interests	229					229
Balance at end of period (in shares) at Sep. 24, 2023		87,171,000				
Balance at end of period at Sep. 24, 2023	$ 395,919	$ 872	1,125,322	(554,205)	(178,840)	2,770
Balance at beginning of period (in shares) at Dec. 31, 2023	86,968,536	86,969,000				
Balance at beginning of period at Dec. 31, 2023	$ 412,003	$ 870	1,115,387	(528,831)	(178,304)	2,881
Increase (Decrease) in Stockholders' Equity [Roll Forward]						
Net income (loss)	(45,118)			(48,557)		3,439
Other comprehensive income (loss), net of tax	(25,625)				(25,625)	
Cash dividends declared, per common share	(62,212)		(62,212)			
Repurchase and retirement of common stock (in shares)		(10,073,000)				
Repurchase and retirement of common stock, including excise tax	(266,426)	$ (100)	(5,681)	(260,645)		
Stock-based compensation	5,291		5,291			
Common stock issued under stock plans (in shares)	[1]	734,000				
Common stock issued under stock plans	[1] (1,610)	$ 7	(1,617)			
Distributions to noncontrolling interests	(4,556)					(4,556)
Contributions from noncontrolling interests	1,088					1,088
Issuance of common stock from repurchase of convertible senior notes (in shares)		7,489,000				
Issuance of common stock from repurchase of convertible senior notes	216,152	$ 74	216,078			
Retirement of convertible senior note hedges (in shares)		(289,000)				
Retirement of convertible senior note hedges	118,197	$ (3)	126,543	(8,343)		
Retirement of warrants	$ (102,213)		(102,213)			
Balance at end of period (in shares) at Sep. 29, 2024	84,830,409	84,830,000				
Balance at end of period at Sep. 29, 2024	$ 244,971	$ 848	1,291,576	(846,376)	(203,929)	2,852
Balance at beginning of period (in shares) at Jun. 30, 2024		85,776,000				
Balance at beginning of period at Jun. 30, 2024	289,693	$ 858	1,309,482	(834,926)	(188,606)	2,885
Increase (Decrease) in Stockholders' Equity [Roll Forward]						
Net income (loss)	7,541			6,912		629
Other comprehensive income (loss), net of tax	(15,323)				(15,323)	
Cash dividends declared, per common share	(20,375)		(20,375)			
Repurchase and retirement of common stock (in shares)		(969,000)				
Repurchase and retirement of common stock, including excise tax	(18,372)	$ (10)		(18,362)		
Stock-based compensation	2,360		2,360			
Common stock issued under stock plans (in shares)	[1]	23,000				
Common stock issued under stock plans	[1] 109		109			
Distributions to noncontrolling interests	(1,082)					(1,082)
Contributions from noncontrolling interests	$ 420					420
Balance at end of period (in shares) at Sep. 29, 2024	84,830,409	84,830,000				
Balance at end of period at Sep. 29, 2024	$ 244,971	$ 848	$ 1,291,576	$ (846,376)	$ (203,929)	$ 2,852

[1] Net of shares withheld for employee taxes.

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CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (Parenthetical) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 29, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023
Cash dividends declared per common share (in USD per share)	$ 0.24	$ 0.24	$ 0.72	$ 0.72
Accumulated deficit				
Share repurchase program, excise tax	$ 177	$ 45	$ 328	$ 93

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CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS - USD ($) $ in Thousands	9 Months Ended	
	Sep. 29, 2024	Sep. 24, 2023

Cash flows provided by operating activities:		
Net (loss) income	$ (45,118)	$ 208,861
Adjustments to reconcile Net (loss) income to cash provided by operating activities:		
Depreciation and amortization	149,015	141,865
Amortization of debt discounts and issuance costs	1,993	2,305
Amortization of deferred gift card sales commissions	17,155	17,891
Provision for impaired assets and restaurant closings	32,731	(857)
Non-cash operating lease costs	64,729	64,845
Stock-based compensation expense	5,291	12,453
Deferred income tax benefit	(18,166)	(3,610)
Loss on extinguishment of debt	136,022	0
Other, net	(3,653)	(3,067)
Change in assets and liabilities	(231,617)	(67,133)
Net cash provided by operating activities	108,382	373,553
Cash flows used in investing activities:		
Capital expenditures	(198,668)	(227,086)
Other investments, net	2,192	1,551
Net cash used in investing activities	(196,476)	(225,535)
Cash flows provided by (used in) financing activities:		
Proceeds from borrowings on revolving credit facilities	2,040,000	728,000
Repayments of borrowings on revolving credit facilities	(1,646,000)	(768,000)
Financing fees	(6,945)	0
Repayments of finance lease obligations	(2,060)	(1,302)
Principal settlements and repurchase of convertible senior notes	(2,335)	(214)
Proceeds from retirement of convertible senior note hedges	118,197	0
Payments for retirement of warrants	(102,213)	0
(Payment of taxes) proceeds from share-based compensation, net	(1,610)	13,878
Distributions to noncontrolling interests	(4,556)	(5,946)
Contributions from noncontrolling interests	1,088	1,431
Purchase of noncontrolling interests	(100)	(100)
Repurchase of common stock	(265,695)	(52,347)
Cash dividends paid on common stock	(62,212)	(62,905)
Net cash provided by (used in) financing activities	65,559	(147,505)
Effect of exchange rate changes on cash and cash equivalents	(8,206)	1,331
Net (decrease) increase in cash, cash equivalents and restricted cash	(30,741)	1,844
Cash, cash equivalents and restricted cash as of the beginning of the period	114,373	84,735
Cash, cash equivalents and restricted cash as of the end of the period	83,632	86,579
Supplemental disclosures of cash flow information:		
Cash paid for interest	41,914	30,486
Cash paid for income taxes, net of refunds	19,509	22,244
Supplemental disclosures of non-cash investing and financing activities:		
Leased assets obtained in exchange for new operating lease liabilities	79,758	70,305
Leased assets obtained in exchange for new finance lease liabilities	1,163	5,435
Increase in liabilities from the acquisition of property, fixtures and equipment	2,662	15,486
Shares issued on settlement of convertible senior notes	216,152	0
Shares received and retired on exercise of call option under bond hedge upon settlement of convertible senior notes	(8,346)	0
Financing fees in accrued liabilities	$ 2,040	$ 0

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Description of the Business and Basis of Presentation	9 Months Ended Sep. 29, 2024
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Description of the Business and Basis of Presentation	Description of the Business and Basis of Presentation

Description of the Business - Bloomin' Brands ("Bloomin' Brands" or the "Company") owns and operates casual, upscale casual and fine dining restaurants. OSI Restaurant Partners, LLC ("OSI") is the Company's primary operating entity. The Company's restaurant portfolio includes Outback Steakhouse, Carrabba's Italian Grill, Bonefish Grill and Fleming's Prime Steakhouse & Wine Bar. Additional Outback Steakhouse, Carrabba's Italian Grill and Bonefish Grill restaurants in which the Company has no direct investment are operated under franchise agreements.

Basis of Presentation - The accompanying interim unaudited condensed consolidated financial statements have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC"). Accordingly, they do not include all the information and footnotes required by generally accepted accounting principles in the United States ("U.S. GAAP") for complete financial statements. In the opinion of the Company, all adjustments necessary for fair financial statement presentation for the periods presented have been included and are of a normal, recurring nature. The results of operations for interim periods are not necessarily indicative of the results to be expected for the full year. These financial statements should be read in conjunction with the audited financial statements and notes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023.

Recently Issued Financial Accounting Standards Not Yet Adopted - In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2023-07, "Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures," ("ASU No. 2023-07") which requires disclosure of significant segment expenses regularly provided to the Company's chief operating decision-maker ("CODM"). ASU No. 2023-07 also allows for multiple measures of segment profit (loss) if the CODM utilizes such measures to allocate resources or assess performance. ASU No. 2023-07 is effective for the Company beginning with the 2024 Form 10-K, with early adoption permitted, and is required to be applied retrospectively for all prior periods presented. The Company expects ASU No. 2023-07 to only impact its disclosures with no impacts to its results of operations, cash flows and financial condition.

In December 2023, the FASB issued ASU No. 2023-09, "Income Taxes (Topic 740): Improvements to Income Tax Disclosures," ("ASU No. 2023-09") which expands existing income tax disclosures, including disaggregation of the Company's effective income tax rate reconciliation table and income taxes paid disclosures. ASU No. 2023-09 is effective for the Company beginning with the 2025 Form 10-K, with early adoption permitted. The Company is currently evaluating the impact ASU No. 2023-09 will have on its disclosures.

In March 2024, the SEC adopted the final rule under SEC Release No. 33-11275, "The Enhancement and Standardization of Climate-Related Disclosures for Investors," which requires registrants to include climate-related disclosures in their annual reports, including, but not limited to, material Scope 1 and Scope 2 greenhouse gas emissions, climate-related financial metrics, and governance, oversight and risk management processes for material climate-related risks in their audited financial statements. The final rule also requires certain disclosures regarding expenses incurred in relation to severe weather events and other natural conditions. The disclosure requirements are first effective for the Company beginning with the 2026 Form 10-K. In April 2024, the SEC voluntarily stayed the final rule due to pending legal challenges. The Company is currently monitoring legal challenges to the final rule and evaluating the impact the rule will have on its disclosures.

In November 2024, the FASB issued ASU No. 2024-03, "Income Statement - Reporting Comprehensive Income (Subtopic 220-40): Disaggregation of Income Statement Expenses," ("ASU No. 2024-03") which requires detailed disclosures in the notes to financial statements of expense categories within relevant income statement captions including purchases of inventory, employee compensation, depreciation and intangible asset amortization. ASU No. 2024-03 is effective for the Company beginning with the 2027 Form 10-K, with early adoption permitted, and may
be applied either prospectively for reporting periods after the effective date or retrospectively to prior periods presented. The Company is currently evaluating the impact ASU No. 2024-03 will have on its disclosures.

Recent accounting guidance not discussed herein is not applicable, did not have or is not expected to have a material impact to the Company.

Reclassifications - The Company reclassified certain items in the accompanying consolidated financial statements for prior periods to be comparable with the classification for the current period, including presentation of certain items within the notes to the consolidated financial statements. These reclassifications had no effect on previously reported net income.

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Revenue Recognition	9 Months Ended Sep. 29, 2024
Revenue Recognition and Deferred Revenue [Abstract]	
Revenue Recognition	Revenue Recognition

The following tables include the disaggregation of Restaurant sales and franchise revenues by restaurant concept and major international market for the periods indicated:

(dollars in thousands)	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024 RESTAURANT SALES	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024 FRANCHISE REVENUES	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023 RESTAURANT SALES	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023 FRANCHISE REVENUES
U.S.				
Outback Steakhouse	$ 518,152	$ 7,542	$ 526,960	$ 7,517
Carrabba's Italian Grill	159,840	635	165,742	704
Bonefish Grill	118,941	97	128,425	87
Fleming's Prime Steakhouse & Wine Bar	78,424	—	76,919	—
Other	1,695	30	3,092	16
U.S. total	877,052	8,304	901,138	8,324
International				
Outback Steakhouse - Brazil	127,175	—	138,187	—
Other (1)	20,863	3,331	25,088	3,496
International total	148,038	3,331	163,275	3,496
Total	$ 1,025,090	$ 11,635	$ 1,064,413	$ 11,820

(dollars in thousands)	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024 RESTAURANT SALES	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024 FRANCHISE REVENUES	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023 RESTAURANT SALES	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023 FRANCHISE REVENUES
U.S.				
Outback Steakhouse	$ 1,684,669	$ 23,938	$ 1,732,132	$ 24,280
Carrabba's Italian Grill	518,845	2,123	530,450	2,257
Bonefish Grill	397,723	385	429,572	353
Fleming's Prime Steakhouse & Wine Bar	262,976	—	272,543	—
Other	5,823	86	10,448	41
U.S. total	2,870,036	26,532	2,975,145	26,931
International				
Outback Steakhouse - Brazil	370,369	—	379,498	—
Other (1)	67,737	10,029	75,334	10,980
International total	438,106	10,029	454,832	10,980
Total	$ 3,308,142	$ 36,561	$ 3,429,977	$ 37,911

(1) Includes Restaurant sales for Company-owned Outback Steakhouse restaurants outside of Brazil and Abbraccio restaurants in Brazil. Franchise revenues primarily include revenues from franchised Outback Steakhouse restaurants.

The following table includes a detail of assets and liabilities from contracts with customers included on the Company's Consolidated Balance Sheets as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Other current assets, net		
Deferred gift card sales commissions	$ 11,137	$ 18,081
Unearned revenue		
Deferred gift card revenue	$ 283,810	$ 374,274
Deferred loyalty revenue	6,633	5,664
Deferred franchise fees - current	491	473
Other	2,563	1,466
Total Unearned revenue	$ 293,497	$ 381,877
Other long-term liabilities, net		
Deferred franchise fees - non-current	$ 3,939	$ 4,036

The following table is a rollforward of deferred gift card sales commissions for the periods indicated:

(dollars in thousands)	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023
Balance, beginning of the period	$ 12,650	$ 12,694	$ 18,081	$ 17,755
Deferred gift card sales commissions amortization	(4,494)	(4,711)	(17,155)	(17,891)
Deferred gift card sales commissions capitalization	3,570	3,766	12,426	13,509
Other	(589)	(608)	(2,215)	(2,232)
Balance, end of the period	$ 11,137	$ 11,141	$ 11,137	$ 11,141

The following table is a rollforward of unearned gift card revenue for the periods indicated:

(dollars in thousands)	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023
Balance, beginning of the period	$ 300,590	$ 304,942	$ 374,274	$ 386,495
Gift card sales	42,541	44,374	148,486	162,717
Gift card redemptions	(55,733)	(60,412)	(225,057)	(248,870)
Gift card breakage	(3,588)	(3,641)	(13,893)	(15,079)
Balance, end of the period	$ 283,810	$ 285,263	$ 283,810	$ 285,263

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Impairments and Exit Costs

9 Months Ended
Sep. 29, 2024

Restructuring Costs and Asset Impairment Charges [Abstract]

Impairments and Exit Costs

Impairments and Exit Costs

The components of Provision for impaired assets and restaurant closings are as follows for the periods indicated:

(dollars in thousands)	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024
Impairment losses		
U.S. (1)	$ 1,251	$ 3,103
International (2)	17	14,065
Total impairment losses	$ 1,268	$ 17,168
Restaurant closure charges		
U.S. (1)	$ 615	$ 11,834
International (2)	3,714	3,729
Total restaurant closure charges	4,329	15,563
Provision for impaired assets and restaurant closings	$ 5,597	$ 32,731

(1) Primarily includes charges in connection with the 2023 Restaurant Closures, as discussed below.
(2) Primarily includes charges in connection with the Q2 2024 decision to close nine restaurants in Hong Kong.

2023 Restaurant Closures - During the fourth quarter of 2023, the Company closed three U.S. and two international Aussie Grill restaurants and made the decision to close 36 predominantly older, underperforming U.S. restaurants (the "2023 Restaurant Closures"). Following is a summary of expenses recognized in the Consolidated Statements of Operations and Comprehensive (Loss) Income for the period indicated (dollars in thousands):

DESCRIPTION	CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME CLASSIFICATION	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024
Asset impairments and closure charges	Provision for impaired assets and restaurant closings	$ 11,890
Severance and other expenses	General and administrative	3,403
Closure-related labor costs	Labor and other related	434
Total (1)		$ 15,727

(1) During the fourth quarter of 2023, the Company recognized $32.4 million of net charges in connection with the 2023 Restaurant Closures.

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Earnings (Loss) Per Share

9 Months Ended
Sep. 29, 2024

Earnings Per Share [Abstract]

Earnings (Loss) Per Share

Earnings (Loss) Per Share

The following table presents the computation of basic and diluted earnings (loss) per share for the periods indicated:

(in thousands, except per share data)	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023
Net income (loss) attributable to Bloomin' Brands	$ 6,912	$ 44,528	$ (48,557)	$ 204,116
Basic weighted average common shares outstanding	85,063	88,707	86,258	88,794
Effect of dilutive securities:				
Stock-based compensation awards	84	674	—	719
Convertible senior notes (1)	744	5,367	—	5,067
Warrants (1)	273	3,800	—	3,407
Diluted weighted average common shares outstanding	86,164	98,548	86,258	97,987
Basic earnings (loss) per share	$ 0.08	$ 0.50	$ (0.56)	$ 2.30
Diluted earnings (loss) per share	$ 0.08	$ 0.45	$ (0.56)	$ 2.08
Antidilutive stock-based compensation awards	2,155	373	1,541	951

(1) During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6 million of the convertible notes due in 2025 and settled the corresponding portion of the related note hedges and warrants (the "2025 Notes Partial Repurchase").

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Stock-based Compensation Plans

9 Months Ended Sep. 29, 2024

Share-Based Payment Arrangement [Abstract]

Stock-based Compensation Plans

Stock-based Compensation Plans

The Company recognized stock-based compensation expense as follows for the periods indicated:

	THIRTEEN WEEKS ENDED		THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Stock-based compensation expense, net of capitalized expense (1)	$ 2,342	$ 4,392	$ 5,237	$ 12,395

(1) The thirty-nine weeks ended September 29, 2024 includes a cumulative life-to-date adjustment to decrease expense for PSUs granted in fiscal year 2023 based on updated assumptions regarding the criteria set forth in the award agreements.

The following table presents a summary of the Company's performance-based share units ("PSUs") and restricted stock units ("RSUs") activity:

			WEIGHTED AVERAGE GRANT DATE FAIR VALUE PER UNIT		AGGREGATE INTRINSIC VALUE (1)	
(in thousands, except per unit data)	PSUs	RSUs	PSUs	RSUs	PSUs	RSUs
Outstanding as of December 31, 2023	818	631	$ 26.92	$ 23.58	$ 23,026	$ 17,757
Granted (2)	290	619	$ 27.26	$ 20.25		
Performance adjustment (3)	237	—	$ 25.40	$ —		
Vested	(473)	(288)	$ 25.40	$ 24.26		
Forfeited	(150)	(73)	$ 27.55	$ 23.93		
Outstanding as of September 29, 2024	722	889	$ 27.42	$ 21.02	$ 12,133	$ 14,937
Expected to vest as of September 29, 2024 (4)	264	889			$ 4,432	$ 14,937

(1) Based on the $28.15 and $16.80 share price of the Company's common stock on December 29, 2023 and September 27, 2024, the last trading day of the year ended December 31, 2023 and thirty-nine weeks ended September 29, 2024, respectively.
(2) The weighted average dividend yield for RSUs granted during 2024 is 4.53%.
(3) Represents adjustment to 200% payout for PSUs granted during 2021.
(4) For PSUs, estimated number of units to be issued upon the vesting of outstanding PSUs based on Company performance projections of performance criteria set forth in the 2022, 2023 and 2024 PSU award agreements.

Assumptions used in the Monte Carlo simulation model and the grant date fair value of PSUs granted were as follows for the periods indicated:

	THIRTY-NINE WEEKS ENDED	
	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Assumptions:		
Risk-free interest rate (1)	4.37 %	4.26 %
Dividend yield (2)	3.49 %	3.47 %
Volatility (3)	51.41 %	51.02 %
Grant date fair value per unit (4)	$ 27.26	$ 29.01

(1) Risk-free interest rate is the U.S. Treasury yield curve in effect as of the grant date for the performance period of the unit.
(2) Dividend yield is the level of dividends expected to be paid on the Company's common stock over the expected term.
(3) Based on the historical volatility of the Company's stock over the last seven years.
(4) Represents a discount below and a premium above the grant date per share value of the Company's common stock for the relative total shareholder return modifier of (1.6)% and 2.7% during the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively.

The following represents unrecognized stock-based compensation expense and the remaining weighted average recognition period as of September 29, 2024:

	UNRECOGNIZED COMPENSATION EXPENSE (dollars in thousands)	REMAINING WEIGHTED AVERAGE RECOGNITION PERIOD (in years)
Performance-based share units	$ 5,787	2.4
Restricted stock units	$ 14,308	1.9

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Supplemental Balance Sheet Information

9 Months Ended Sep. 29, 2024

Supplemental Balance Sheet Information [Abstract]

Supplemental Balance Sheet Information

Supplemental Balance Sheet Information

Other current assets, net, consisted of the following as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Prepaid expenses	$ 30,102	$ 26,674
Accounts receivable - gift cards, net	7,887	67,424
Accounts receivable - vendors, net	23,466	13,648
Accounts receivable - franchisees, net	3,789	3,671
Accounts receivable - other, net	21,534	18,100
Deferred gift card sales commissions	11,137	18,081
Other current assets, net	7,562	5,404
	$ 105,477	$ 153,002

Goodwill and Intangible Assets - The Company performs its annual assessment for impairment of goodwill and other indefinite-lived intangible assets during its second fiscal quarter. The Company's 2024 assessment was qualitative and its 2023 assessment was quantitative. In connection with these assessments, the Company did not record any impairment charges.

Other assets, net, consisted of the following as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Company-owned life insurance	$ 31,874	$ 28,018
Deferred debt issuance costs - revolving credit facility (1)	11,310	3,813
Liquor licenses	22,583	23,125
Judicial deposits (2)	64,493	20,485
Other assets	7,352	9,746
	$ 137,612	$ 85,187

(1) Net of accumulated amortization of $0.1 million and $11.7 million as of September 29, 2024 and December 31, 2023, respectively. During the thirteen weeks ended September 29, 2024, the Company recorded $9.0 million of deferred debt issuance costs in connection with the Third Amended and Restated Credit Agreement, as defined below. See *Long-term debt, net* below for details regarding the Third Amended and Restated Credit Agreement.
(2) These assets arise from the Company's Brazilian operations and their realization could take several years. Includes $43.2 million as of September 29, 2024 related to the Brazil tax legislation. See Note 12 - *Income Taxes* for details regarding the judicial deposits in connection with Brazil tax legislation.

Accrued and other current liabilities consisted of the following as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Accrued payroll and other compensation	$ 72,976	$ 98,903
Accrued insurance	16,995	19,310
Other current liabilities	127,802	137,601
	$ 217,773	$ 255,814

Long-term debt, net, consisted of the following as of the periods indicated:

	SEPTEMBER 29, 2024		DECEMBER 31, 2023	
(dollars in thousands)	OUTSTANDING BALANCE	INTEREST RATE	OUTSTANDING BALANCE	INTEREST RATE
Senior secured credit facility - revolving credit facility (1)	$ 775,000	6.86 %	$ —	
Former credit facility - revolving credit facility (1)	—		381,000	6.96 %
2025 Notes (2)(3)	20,724	5.00 %	104,786	5.00 %
2029 Notes	300,000	5.13 %	300,000	5.13 %
Long-term debt	1,095,724		785,786	
Less: unamortized debt discount and issuance costs (2)	(3,535)		(5,067)	
Long-term debt, net	$ 1,092,189		$ 780,719	

(1) Interest rate represents the weighted average interest rate as of the respective periods.
(2) During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6 million of the 2025 Notes and as a result, wrote off $0.8 million of debt issuance costs. See Note 7 - *Convertible Senior Notes* for additional details.
(3) Obligations under the 2025 Notes, which mature on May 1, 2025, have been classified as long-term, reflecting the Company's intent and ability to refinance these notes through its existing revolving credit facility.

Third Amended and Restated Credit Agreement – On September 19, 2024, the Company and OSI, as co-borrowers, entered into the Third Amended and Restated Credit Agreement (the "Third Amended and Restated Credit Agreement"), which provides for senior secured financing of up to $1.2 billion consisting of a revolving credit facility (the "Senior Secured Credit Facility"). The Senior Secured Credit Facility matures on September 19, 2029 and replaced the Company's prior senior secured financing of up to $1.0 billion (the "Former Credit Facility"). The total indebtedness of the Company and interest rate applied to the Company's borrowings remained unchanged as a result of the Third Amended and Restated Credit Agreement.

The commitments under the Third Amended and Restated Credit Agreement may be increased in an aggregate principal amount of up to; (i) $550.0 million or (ii) at the Company's option, up to an unlimited amount of incremental facilities, so long as the Consolidated Senior Secured Net Leverage Ratio, as defined in the Third Amended and Restated Credit Agreement, is no more than 3.00 to 1.00 as of the last day of the most recent period of four consecutive fiscal quarters ended, after giving effect to any such incurrence on a pro forma basis.

Under the Third Amended and Restated Credit Agreement, the Company may elect an interest rate at each reset period based on the Base Rate or Term SOFR, plus an applicable spread. The Term SOFR rate is the forward-looking term rate based on the secured overnight financing rate ("SOFR") that is published by CME Group Benchmark Administration Limited ("Term SOFR"). The Base Rate option is the highest of: (i) the prime rate of Wells Fargo Bank, National Association, (ii) the federal funds effective rate plus 0.5 of 1.0% or (iii) the one-month Term SOFR plus a 0.10% Term SOFR Adjustment, plus 1.0% (the "Base Rate"). The Adjusted Term SOFR option is the Term SOFR rate plus a 0.10% Term SOFR Adjustment, subject to a 0% floor. The interest rate spreads are as follows:

	BASE RATE ELECTION	ADJUSTED TERM SOFR ELECTION
Revolving credit facility	50 to 150 basis points over the Base Rate	150 to 250 basis points over the Adjusted Term SOFR

The Third Amended and Restated Credit Agreement requires a Total Net Leverage Ratio ("TNLR") not to exceed 4.50 to 1.00 (with a limited ability to temporarily increase TNLR to 5.00 to 1.00 in connection with material acquisitions). TNLR is the ratio of Consolidated Total Debt (Current portion of long-term debt and Long-term debt, net of cash, excluding the 2025 Notes) to Consolidated EBITDA (earnings before interest, taxes, depreciation and amortization and certain other adjustments as defined in the Third Amended and Restated Credit Agreement).

Debt Covenants - As of September 29, 2024 and December 31, 2023, the Company was in compliance with its debt covenants.

Maturities - Following is a summary of principal payments of the Company's total consolidated debt outstanding as of September 29, 2024:

	PERIOD						
(dollars in thousands)	**YEAR 1**	**YEAR 2**	**YEAR 3**	**YEAR 4**	**YEAR 5**	**THEREAFTER**	**TOTAL**
Debt repayments	$ 20,724	$ —	$ —	$ —	$ 1,075,000	$ —	$ 1,095,724

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Convertible Senior Notes

9 Months Ended Sep. 29, 2024

Convertible Notes [Abstract]

Convertible Senior Notes

Convertible Senior Notes

2025 Notes - On February 29, 2024, the Company entered into exchange agreements (the "Exchange Agreements") with certain holders (the "Noteholders") of its 5.00% Convertible Senior Notes due 2025 (the "2025 Notes"). The Exchange Agreements provided for the Company to deliver and pay at the closing of the transactions on March 5, 2024, an aggregate of approximately 7.5 million shares of its common stock and $3.3 million in cash, including accrued interest, in exchange for $83.6 million in aggregate principal amount of the Company's outstanding 2025 Notes (the "2025 Notes Partial Repurchase"). In connection with the 2025 Notes Partial Repurchase, the Company recognized a loss on extinguishment of debt of $135.8 million and recorded a $216.1 million increase to Additional paid-in capital during the thirty-nine weeks ended September 29, 2024.

In connection with dividends paid during the thirty-nine weeks ended September 29, 2024, the conversion rate for the Company's remaining 2025 Notes decreased to approximately $10.79 per share, which represents 92.643 shares of common stock per $1,000 principal amount of the 2025 Notes, or a total of approximately 1.920 million shares.

The following table includes the outstanding principal amount and carrying value of the 2025 Notes as of the periods indicated:

(dollars in thousands)	**SEPTEMBER 29, 2024**	**DECEMBER 31, 2023**
Principal	$ 20,724	$ 104,786
Less: unamortized debt issuance costs (1)	(97)	(1,138)
Net carrying amount	$ 20,627	$ 103,648

(1) During the thirty-nine weeks ended September 29, 2024, the Company wrote off $0.8 million of debt issuance costs as a result of the 2025 Notes Partial Repurchase.

Following is a summary of interest expense for the 2025 Notes by component for the periods indicated:

	THIRTEEN WEEKS ENDED		THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	**SEPTEMBER 29, 2024**	**SEPTEMBER 24, 2023**	**SEPTEMBER 29, 2024**	**SEPTEMBER 24, 2023**
Coupon interest	$ 259	$ 1,310	$ 1,524	$ 3,932
Debt issuance cost amortization	41	201	239	594
Total interest expense (1)	$ 300	$ 1,511	$ 1,763	$ 4,526

(1) The effective rate of the 2025 Notes over their expected life is 5.85%. The decrease in interest expense during the thirteen and thirty-nine weeks ended September 29, 2024 relates to the 2025 Notes Partial Repurchase in February 2024.

Based on the daily closing prices of the Company's stock during the quarter ended September 29, 2024, the remaining holders of the 2025 Notes are eligible to convert their notes during the fourth quarter of 2024.

Convertible Note Hedge and Warrant Transactions - In connection with the 2025 Notes Partial Repurchase, on February 29, 2024, the Company entered into partial unwind agreements with certain financial institutions (the "Derivative Counterparties") relating to a portion of the convertible note hedge transactions (the "Note Hedge Early Termination Agreements") and a portion of the warrant transactions (the "Warrant Early Termination Agreements" and together with the Note Hedge Early Termination Agreements, the "Early Termination Agreements") that were
previously entered into by the Company in connection with the issuance of the 2025 Notes. Pursuant to the Early Termination Agreements, the Derivative Counterparties made a termination payment to the Company which consisted of approximately $118.2 million in cash and 0.3 million shares of common stock, and the Company made a termination payment to the Derivative Counterparties in an aggregate amount of approximately $102.2 million in cash. In connection with the Note Hedge Early Termination Agreements and the Warrant Early Termination Agreements, the Company recorded a $126.5 million increase and a $102.2 million decrease, respectively, to Additional paid-in capital during the thirty-nine weeks ended September 29, 2024. The Company also recorded an $8.3 million increase to Accumulated deficit in connection with the Note Hedge Early Termination Agreements.

The remaining warrants have a dilutive effect on the Company's common stock to the extent that the price of its common stock exceeds the strike price of the warrants. In connection with dividends paid during thirty-nine weeks ended September 29, 2024, the strike price for the remaining warrants decreased to $15.11.

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Stockholders' Equity

9 Months Ended Sep. 29, 2024

Stockholders' Equity Note [Abstract]

Stockholders' Equity

Stockholders' Equity

Share Repurchases - In February 2024, the Company's Board of Directors (the "Board") canceled the remaining $57.5 million under the Company's former share repurchase authorization and approved a new $350.0 million share repurchase authorization (the "2024 Share Repurchase Program"). The 2024 Share Repurchase Program includes capacity above the Company's normal repurchase activity to provide flexibility in retiring the 2025 Notes at or prior to their May 2025 maturity. The 2024 Share Repurchase Program will expire on August 13, 2025.

On March 1, 2024, the Company entered into an accelerated share repurchase agreement (the "ASR Agreement"), in connection with the 2024 Share Repurchase Program, with Wells Fargo Bank, National Association ("Wells Fargo") to repurchase $220.0 million of the Company's common stock.

Under the ASR Agreement, the Company made an aggregate payment of $220.0 million to Wells Fargo and received an aggregate initial delivery of approximately 6.5 million shares of common stock on March 4, 2024, representing approximately 80% of the total shares that were estimated to be repurchased under the ASR Agreement based on the price per share of common stock as of that date. The $176.0 million fair value of the initial shares received was recorded as a reduction to Accumulated deficit and the par value from Common stock, with the remaining $44.0 million recorded within Additional paid-in capital during the thirteen weeks ended March 31, 2024. The exact number of shares the Company repurchased under the ASR Agreement was based generally on the average of the daily volume-weighted average price per share of common stock during the repurchase period, less a discount and subject to adjustments pursuant to the terms and conditions of the ASR Agreement. On April 23, 2024, the Company received 1.4 million additional shares of common stock from Wells Fargo in connection with the final settlement of the ASR Agreement. In connection with the settlement, the Company reduced Accumulated deficit and the par value from Common stock by an aggregate of $38.3 million based on the fair value of the shares delivered on the date of settlement, with an offset of $38.3 million within Additional paid-in capital during the thirteen weeks ended June 30, 2024.

The Company funded the payment under the ASR Agreement, together with the cash portion of the amounts payable under the Exchange Agreements, primarily with borrowings under the revolving credit facility and net proceeds from the Early Termination Agreements.
As of September 29, 2024, $96.8 million remained available for repurchase under the 2024 Share Repurchase Program. Following is a summary of the shares repurchased during fiscal year 2024:

(in thousands, except per share data)	**NUMBER OF SHARES**	**AVERAGE REPURCHASE PRICE PER SHARE**	**AMOUNT**
First fiscal quarter	6,948	$ 27.13	$ 188,500
Second fiscal quarter (1)	2,156	$ 27.36	59,000
Third fiscal quarter	969	$ 18.78	18,195
Total common stock repurchases (2)	10,073	$ 26.38	$ 265,695

(1) Includes $44.0 million of share repurchases in connection with the ASR Agreement that settled during the thirteen weeks ended June 30, 2024.
(2) Excludes $0.4 million of fees recorded in Accumulated deficit related to repurchases under the ASR Agreement.

Dividends - The Company declared and paid dividends per share during fiscal year 2024 as follows:

(dollars in thousands, except per share data)	**DIVIDENDS PER SHARE**	**AMOUNT**
First fiscal quarter	$ 0.24	$ 21,075
Second fiscal quarter	0.24	20,762
Third fiscal quarter	0.24	20,375
Total cash dividends declared and paid	$ 0.72	$ 62,212

In October 2024, the Board declared a quarterly cash dividend of $0.24 per share, payable on December 11, 2024 to shareholders of record at the close of business on November 25, 2024.

Accumulated Other Comprehensive Loss ("AOCL") - The following table is a rollforward of the components of AOCL for the periods indicated:

	THIRTEEN WEEKS ENDED		THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	**SEPTEMBER 29, 2024**	**SEPTEMBER 24, 2023**	**SEPTEMBER 29, 2024**	**SEPTEMBER 24, 2023**
Foreign currency translation adjustment:				
Balance, beginning of the period	$ (189,478)	$ (181,943)	$ (177,689)	$ (185,311)
Foreign currency translation adjustment	(11,849)	3,103	(23,638)	6,471
Balance, end of the period	$ (201,327)	$ (178,840)	$ (201,327)	$ (178,840)
Loss on derivatives, net of tax:				
Balance, beginning of the period	$ 872		$ (615)	
Change in fair value of derivatives, net of tax	(2,917)		(584)	
Reclassification realized in Net income (loss), net of tax	(557)		(1,403)	
Balance, end of the period	$ (2,602)		$ (2,602)	
Accumulated other comprehensive loss:				
Balance beginning of the period	$ (188,606)	$ (181,943)	$ (178,304)	$ (185,311)
Other comprehensive (loss) income attributable to Bloomin' Brands	(15,323)	3,103	(25,625)	6,471
Balance, end of the period	$ (203,929)	$ (178,840)	$ (203,929)	$ (178,840)

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Derivative Instruments and Hedging Activities

9 Months Ended
Sep. 29, 2024

Derivative Instruments and Hedging Activities Disclosure [Abstract]

Derivative Instruments and Hedging Activities

Derivative Instruments and Hedging Activities

Cash Flow Hedges of Interest Rate Risk - In March 2024 and December 2023, OSI entered into 11 interest rate swap agreements with ten counterparties (the "Swap Transactions") to manage its exposure to fluctuations in variable interest rates. The Swap Transactions have an aggregate notional amount of $375.0 million and include one and two-year tenors with the following terms:

NOTIONAL AMOUNT	WEIGHTED AVERAGE FIXED INTEREST RATE (1)	EFFECTIVE DATE	TERMINATION DATE
$ 100,000,000	4.92%	December 29, 2023	December 31, 2024
100,000,000	4.34%	December 29, 2023	December 31, 2025
175,000,000	4.40%	March 29, 2024	March 31, 2026
$ 375,000,000	4.52%		

(1) The weighted average fixed interest rate excludes the term SOFR adjustment and interest rate spread described below.

In connection with the Swap Transactions, the Company effectively converted $375.0 million of its outstanding indebtedness from SOFR, plus a term SOFR adjustment of 0.10% and a spread of 150 to 250 basis points, to the weighted average fixed interest rates within the table above, plus a term SOFR adjustment of 0.10% and a spread of 150 to 250 basis points. The Swap Transactions have an embedded floor of minus 0.10%.

The Swap Transactions have been designated and qualify as cash flow hedges, are recognized on the Company's Consolidated Balance Sheets at fair value and are classified based on the instruments' maturity dates. The Company estimates $1.9 million of interest expense will be reclassified from AOCL to Interest expense, net over the next 12 months related to its Swap Transactions.

The following table presents the fair value and classification of the Company's swap agreements as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024	DECEMBER 31, 2023	CONSOLIDATED BALANCE SHEET CLASSIFICATION
Interest rate swaps - asset (1)	$ —	$ 320	Other current assets, net
Interest rate swaps - liability	$ 1,617	$ 253	Accrued and other current liabilities
Interest rate swaps - liability	1,879	893	Other long-term liabilities, net
Total fair value of derivative instruments - liabilities (1)	$ 3,496	$ 1,146	

(1) See Note 11 - *Fair Value Measurements* for fair value discussion of the interest rate swaps.

By utilizing the interest rate swaps, the Company is exposed to credit-related losses in the event that the counterparty fails to perform under the terms of the derivative contract. To mitigate this risk, the Company enters into derivative contracts with major financial institutions based upon credit ratings and other factors. The Company continually assesses the creditworthiness of its counterparties. As of September 29, 2024, all counterparties to the Swap Transactions performed in accordance with their contractual obligations.

As of September 29, 2024 and December 31, 2023, the fair value of the Swap Transactions was in a net liability position, including accrued interest but excluding any adjustment for nonperformance risk, of $3.3 million and $0.8 million, respectively. As of September 29, 2024 and December 31, 2023, the Company has not posted any collateral related to the Swap Transactions.

The Swap Transactions contain provisions whereby the Company could be declared in default on its derivative obligations if the repayment of the underlying indebtedness is accelerated by the lender due to the Company's default on indebtedness. If the Company had breached any of these provisions as of September 29, 2024 and December 31, 2023, it could have been required to settle its obligations under the Swap Transactions at their termination value of $3.3 million and $0.8 million, respectively.

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Leases

9 Months Ended
Sep. 29, 2024

Leases [Abstract]

Leases

Leases

The following table includes a detail of lease assets and liabilities included on the Company's Consolidated Balance Sheets as of the periods indicated:

(dollars in thousands)	CONSOLIDATED BALANCE SHEET CLASSIFICATION	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Operating lease right-of-use assets	Operating lease right-of-use assets	$ 1,081,498	$ 1,084,951
Finance lease right-of-use assets (1)	Property, fixtures and equipment, net	8,733	9,941
Total lease assets, net		$ 1,090,231	$ 1,094,892
Current operating lease liabilities	Current operating lease liabilities	$ 169,407	$ 175,442
Current finance lease liabilities	Accrued and other current liabilities	2,481	3,197
Non-current operating lease liabilities	Non-current operating lease liabilities	1,141,936	1,131,639
Non-current finance lease liabilities	Other long-term liabilities, net	7,127	7,414
Total lease liabilities		$ 1,320,951	$ 1,317,692

(1) Net of accumulated amortization of $5.3 million and $4.7 million as of September 29, 2024 and December 31, 2023, respectively.

Following is a summary of expenses and income related to leases recognized in the Company's Consolidated Statements of Operations and Comprehensive (Loss) Income for the periods indicated:

		THIRTEEN WEEKS ENDED		THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME CLASSIFICATION	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Operating lease cost (1)	Other restaurant operating	$ 44,622	$ 46,686	$ 135,557	$ 138,670
Variable lease cost	Other restaurant operating	2,085	2,081	6,867	5,434
Finance lease costs:					
Amortization of leased assets	Depreciation and amortization	732	572	2,299	1,609
Interest on lease liabilities	Interest expense, net	191	191	581	501
Sublease revenue	Franchise and other revenues	(1,833)	(2,530)	(5,426)	(5,873)
Lease costs, net		$ 45,797	$ 47,000	$ 139,878	$ 140,341

(1) Excludes rent expense for office facilities and Company-owned closed or subleased properties of $3.7 million and $3.1 million for the thirteen weeks ended September 29, 2024 and September 24, 2023, respectively, and $10.9 million and $9.1 million for the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively, which is included in General and administrative expense.

The following table is a summary of cash flow impacts to the Company's Consolidated Financial Statements related to its leases for the periods indicated:

	THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Cash flows from operating activities:		
Cash paid for amounts included in the measurement of operating lease liabilities	$ 147,845	$ 147,051

Leases

Leases

The following table includes a detail of lease assets and liabilities included on the Company's Consolidated Balance Sheets as of the periods indicated:

(dollars in thousands)	CONSOLIDATED BALANCE SHEET CLASSIFICATION	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Operating lease right-of-use assets	Operating lease right-of-use assets	$ 1,081,498	$ 1,084,951
Finance lease right-of-use assets (1)	Property, fixtures and equipment, net	8,733	9,941
Total lease assets, net		$ 1,090,231	$ 1,094,892
Current operating lease liabilities	Current operating lease liabilities	$ 169,407	$ 175,442
Current finance lease liabilities	Accrued and other current liabilities	2,481	3,197
Non-current operating lease liabilities	Non-current operating lease liabilities	1,141,936	1,131,639
Non-current finance lease liabilities	Other long-term liabilities, net	7,127	7,414
Total lease liabilities		$ 1,320,951	$ 1,317,692

(1) Net of accumulated amortization of $5.3 million and $4.7 million as of September 29, 2024 and December 31, 2023, respectively.

Following is a summary of expenses and income related to leases recognized in the Company's Consolidated Statements of Operations and Comprehensive (Loss) Income for the periods indicated:

		THIRTEEN WEEKS ENDED		THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME CLASSIFICATION	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Operating lease cost (1)	Other restaurant operating	$ 44,622	$ 46,686	$ 135,557	$ 138,670
Variable lease cost	Other restaurant operating	2,085	2,081	6,867	5,434
Finance lease costs:					
Amortization of leased assets	Depreciation and amortization	732	572	2,299	1,609
Interest on lease liabilities	Interest expense, net	191	191	581	501
Sublease revenue	Franchise and other revenues	(1,833)	(2,530)	(5,426)	(5,873)
Lease costs, net		$ 45,797	$ 47,000	$ 139,878	$ 140,341

(1) Excludes rent expense for office facilities and Company-owned closed or subleased properties of $3.7 million and $3.1 million for the thirteen weeks ended September 29, 2024 and September 24, 2023, respectively, and $10.9 million and $9.1 million for the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively, which is included in General and administrative expense.

The following table is a summary of cash flow impacts to the Company's Consolidated Financial Statements related to its leases for the periods indicated:

	THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Cash flows from operating activities:		
Cash paid for amounts included in the measurement of operating lease liabilities	$ 147,845	$ 147,051

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Fair Value Measurements

9 Months Ended Sep. 29, 2024

Fair Value Disclosures [Abstract]

Fair Value Measurements

Fair Value Measurements

Fair value is the price that would be received for an asset or paid to transfer a liability, or the exit price, in an orderly transaction between market participants on the measurement date. Fair value is categorized into one of the following three levels based on the lowest level of significant input:

Level 1	Unadjusted quoted market prices in active markets for identical assets or liabilities
Level 2	Observable inputs available at measurement date other than quoted prices included in Level 1
Level 3	Unobservable inputs that cannot be corroborated by observable market data

Fair Value Measurements on a Recurring Basis - The following table summarizes the Company's financial assets and liabilities measured at fair value by hierarchy level on a recurring basis as of the periods indicated:

(dollars in thousands)	CONSOLIDATED BALANCE SHEET CLASSIFICATION	MEASUREMENT LEVEL	FAIR VALUE SEPTEMBER 29, 2024	FAIR VALUE DECEMBER 31, 2023
Assets:				
Short-term investments	Cash and cash equivalents	Level 1	$ 12,106	$ 23,920
Short-term investments	Restricted cash and cash equivalents	Level 1	$ —	$ 2,854
Interest rate swaps	Other current assets, net	Level 2	$ —	$ 320
Liabilities:				
Interest rate swaps	Accrued and other current liabilities	Level 2	$ 1,617	$ 253
Interest rate swaps	Other long-term liabilities	Level 2	$ 1,879	$ 893

Fair value of each class of financial instruments is determined based on the following:

FINANCIAL INSTRUMENT	METHODS AND ASSUMPTIONS
Short-term investments	Carrying value approximates fair value because maturities are less than three months.
Interest rate swaps	Fair value measurements are based on the contractual terms of the derivatives and observable market-based inputs. The interest rate swaps are valued using a discounted cash flow analysis on the expected cash flows of each derivative using observable inputs including interest rate curves and credit spreads. The Company also considers its own nonperformance risk and the respective counterparty's nonperformance risk in the fair value measurements. As of September 29, 2024 and December 31, 2023, the Company determined that the credit valuation adjustments were not significant to the overall valuation of its derivatives.

Interim Disclosures about Fair Value of Financial Instruments - The Company's non-derivative financial instruments consist of cash equivalents, accounts receivable, accounts payable and long-term debt. The fair values of cash equivalents, accounts receivable and accounts payable approximate their carrying amounts reported on its Consolidated Balance Sheets due to their short duration.

Debt is carried at amortized cost; however, the Company estimates the fair value of debt for disclosure purposes. The following table includes the carrying value and fair value of the Company's debt by hierarchy level as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024 CARRYING VALUE	SEPTEMBER 29, 2024 FAIR VALUE LEVEL 2	DECEMBER 31, 2023 CARRYING VALUE	DECEMBER 31, 2023 FAIR VALUE LEVEL 2
Senior secured credit facility - revolving credit facility	$ 775,000	$ 775,000	$ 381,000	$ 381,000
2025 Notes	$ 20,724	$ 31,767	$ 104,786	$ 265,896
2029 Notes	$ 300,000	$ 280,887	$ 300,000	$ 277,809

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Income Taxes

9 Months Ended Sep. 29, 2024

Income Tax Disclosure [Abstract]

Income Taxes

Income Taxes

(dollars in thousands)	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023
Income (loss) before (benefit) provision for income taxes	$ 1,032	$ 45,373	$ (39,959)	$ 230,047
(Benefit) provision for income taxes	$ (6,509)	$ (58)	$ 5,159	$ 21,186
Effective income tax rate	(NM)	(0.1)%	(12.9)%	9.2 %

NM Not meaningful.

For the thirteen weeks ended September 29, 2024, the benefit for income taxes includes: (i) the impact of changes to the estimate of forecasted annual pre-tax book income relative to the prior quarter in 2024, (ii) the benefit of FICA tax credits on certain tipped wages and (iii) the temporary reduction in the Brazilian income tax rate from 34% to 0% under the new Brazil tax legislation.

For the thirteen weeks ended September 24, 2023, the benefit for income taxes includes the benefits of Brazil tax legislation, that included a temporary reduction in the Brazilian income tax rate from 34% to 0%, as well as the income tax exemption on Brazil state value added tax ("VAT") benefits.

The effective income tax rate for the thirty-nine weeks ended September 29, 2024 is lower than the effective income tax rate for the thirty-nine weeks ended September 24, 2023, primarily due to the impact of nondeductible losses associated with the 2025 Notes Partial Repurchase which, relative to a pre-tax book loss during the period, resulted in a negative effective income tax rate.

On January 24, 2024, the Company's Brazilian subsidiary received an unfavorable second level court ruling related to its ongoing litigation regarding its eligibility for tax exemptions under the Brazil tax legislation. This legislation temporarily granted certain industries a 100% exemption from income tax (IRPJ and CSLL) and federal value added taxes (PIS and COFINS). The Company claimed this benefit for the periods between September 2022 and December 2023. The Company is appealing this ruling and in connection with the appeal made a cash judicial deposit of $42.9 million, inclusive of principal, interest and potential penalties, in July 2024. The deposit was recorded in Other assets, net, on the Company's Consolidated Balance Sheet. The judicial deposit accumulates interest income until final resolution of the judicial proceedings. The Company believes that it will more likely than not prevail in this appeal and, accordingly, has not recorded any expense or liability for the disputed amounts.

On November 6, 2024, the Company entered into a purchase agreement to sell 67% of its Brazil operations. In connection with the purchase agreement, the Company expects to retain the legal rights to fully recover the judicial deposit related to the Brazil tax legislation. The Company is still evaluating the value of those legal rights to recovery and the accounting for such amounts. See Note 15 - *Subsequent Events* of the Notes to Consolidated Financial Statements for additional details regarding the purchase agreement.

During the second quarter of 2024, Brazil enacted new tax legislation that temporarily grants certain industries a 100% exemption from income tax (IRPJ and CSLL) for the periods between May 23, 2024 and December 2024 and 100% exemption from federal value added taxes (PIS and COFINS) for the periods between May 23, 2024 and December 2026. The Company applied for this exemption and was approved by the Brazilian tax authorities. The Company's estimated annual effective income tax rate for the thirteen and thirty-nine weeks ended September 29, 2024 includes the benefit expected from this legislation. The new Brazil tax legislation also established a country-wide limitation to the total benefits that will be granted under this law. The exemption from value added taxes could end before December 2026 due to this country-wide limitation.

In the U.S., a restaurant company employer may claim a credit against its federal income taxes for FICA taxes paid on certain tipped wages (the "FICA tax credit"). The level of FICA tax credits is primarily driven by U.S. Restaurant sales and is not impacted by costs incurred that may reduce Income before provision for income taxes.
The effective income tax rate for the thirty-nine weeks ended September 29, 2024 was lower than the Company's blended federal and state statutory rate of approximately 26% primarily due to the impact of nondeductible losses associated with the 2025 Notes Partial Repurchase which, relative to a pre-tax book loss during the period, resulted in a negative effective income tax rate.

The effective income tax rates for the thirteen and thirty-nine weeks ended September 24, 2023 were lower than the Company's blended federal and state statutory rate of approximately 26% primarily due to the benefit of FICA tax credits on certain tipped wages, benefits of Brazil tax legislation that include a temporary reduction in the Brazilian income tax rate from 34% to 0%, and the income tax exemption on Brazil state VAT benefits.

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Commitments and Contingencies

9 Months Ended Sep. 29, 2024

Commitments and Contingencies Disclosure [Abstract]

Commitments and Contingencies

Commitments and Contingencies

Litigation and Other Matters - The Company recorded reserves of $5.1 million and $13.3 million for certain of its outstanding legal proceedings as of September 29, 2024 and December 31, 2023, respectively, within Accrued and other current liabilities on its Consolidated Balance Sheets. While the Company believes that additional losses beyond these accruals are reasonably possible, it cannot estimate a possible loss contingency or range of reasonably possible loss contingencies beyond these accruals.

Lease Guarantees - The Company assigned its interest, and is contingently liable, under certain real estate leases. These leases have varying terms, the latest of which expires in 2032. As of September 29, 2024, the undiscounted payments that the Company could be required to make in the event of non-payment by the primary lessees was $11.1 million. The present value of these potential payments discounted at the Company's incremental borrowing rate as of September 29, 2024 was $8.7 million. In the event of default, the indemnity clauses in the Company's purchase and sale agreements generally govern its ability to pursue and recover damages incurred. As of September 29, 2024 and December 31, 2023, the Company's recorded contingent lease liability was $1.8 million and $5.3 million, respectively.

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Segment Reporting

9 Months Ended Sep. 29, 2024

Segment Reporting [Abstract]

Segment Reporting

Segment Reporting

The following is a summary of reporting segments:

REPORTABLE SEGMENT (1)	CONCEPT	GEOGRAPHIC LOCATION
U.S.	Outback Steakhouse Carrabba's Italian Grill Bonefish Grill Fleming's Prime Steakhouse & Wine Bar	United States of America
International	Outback Steakhouse	Brazil, Hong Kong/China
	Carrabba's Italian Grill (Abbraccio)	Brazil

(1) Includes franchise locations.

Segment accounting policies are the same as those described in Note 2 - *Summary of Significant Accounting Policies* in the Company's Annual Report on Form 10-K for the year ended December 31, 2023. Revenues for all segments include only transactions with customers and exclude intersegment revenues. Excluded from Income from operations for U.S. and international are certain legal and corporate costs not directly related to the performance of the segments, most stock-based compensation expenses, a portion of insurance expenses and certain bonus expenses.
The following tables summarize Total revenues, Depreciation and amortization, and Income (loss) from operations by segment for the periods indicated:

	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024			
(dollars in thousands)	U.S.	INTERNATIONAL	CORPORATE	CONSOLIDATED
Total revenues	$ 887,325	$ 151,446	$ —	$ 1,038,771
Depreciation and amortization	$ 41,922	$ 6,184	$ 2,102	$ 50,208
Income (loss) from operations	$ 38,853	$ 15,608	$ (37,251)	$ 17,210

	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023			
(dollars in thousands)	U.S.	INTERNATIONAL	CORPORATE	CONSOLIDATED
Total revenues	$ 912,972	$ 166,861	$ —	$ 1,079,833
Depreciation and amortization	$ 39,829	$ 6,231	$ 1,938	$ 47,998
Income (loss) from operations	$ 68,014	$ 22,034	$ (31,832)	$ 58,216

	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024			
(dollars in thousands)	U.S.	INTERNATIONAL	CORPORATE	CONSOLIDATED
Total revenues	$ 2,904,602	$ 448,362	$ —	$ 3,352,964
Depreciation and amortization	$ 122,506	$ 20,140	$ 6,369	$ 149,015
Income (loss) from operations	$ 216,014	$ 30,496	$ (106,076)	$ 140,434

	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023			
(dollars in thousands)	U.S.	INTERNATIONAL	CORPORATE	CONSOLIDATED
Total revenues	$ 3,011,197	$ 466,076	$ —	$ 3,477,273
Depreciation and amortization	$ 117,367	$ 18,276	$ 6,222	$ 141,865
Income (loss) from operations	$ 304,265	$ 67,028	$ (102,998)	$ 268,295

The following table is a reconciliation of segment income from operations to Income (loss) before (benefit) provision for income taxes for the periods indicated:

	THIRTEEN WEEKS ENDED		THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Income from operations	$ 17,210	$ 58,216	$ 140,434	$ 268,295
Loss on extinguishment of debt	(225)	—	(136,022)	—
Interest expense, net	(15,953)	(12,843)	(44,371)	(38,248)
Income (loss) before (benefit) provision for income taxes	$ 1,032	$ 45,373	$ (39,959)	$ 230,047

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Subsequent Events	3 Months Ended Sep. 29, 2024
Subsequent Events [Abstract]	
Subsequent Events	

Subsequent Events
On November 6, 2024, Bloom Group Holdings, B.V., (the "Seller") and an indirect wholly owned subsidiary of the Company, entered into a Quota Purchase Agreement and Other Covenants (the "Purchase Agreement"), by and among the Seller, Bloom Participações Ltda. ("BPar"), Outback Steakhouse Restaurantes Brasil S.A. ("OSRB" and, together with BPar, the "Target Entities"), and Osaka Participações Societárias S.A. ("Buyer"). Buyer is owned by a fund managed by an affiliate of Vinci Partners Investments Ltd.

BPar is a wholly owned subsidiary of Seller and owns substantially all of the capital stock and all of the voting rights of OSRB. Pursuant to the Purchase Agreement, the Seller will sell to Buyer shares representing 67% of the capital stock of BPar and, as a consequence, Buyer will hold the corresponding pro rata portion of the capital stock of the Target Entities (such purchase and sale, together with the other transactions and agreements contemplated by the Purchase Agreement, the "Transaction"). The Company will retain an indirect 33% interest in its Brazil operations through the Target Entities.Under the terms and conditions of the Purchase Agreement, the aggregate consideration paid to the Seller consists of 67% of the enterprise valuation of the Target Entities in the amount of R$2.06 billion Brazilian Reais, which equals R$1.4 billion Brazilian Reais (approximately $243 million in U.S. Dollars based on the current exchange rate), subject to customary adjustments for working capital, net indebtedness and unpaid transactions expenses, and withholding for Brazilian taxes (the "Purchase Price"). The Purchase Price will be paid in two installments: 52% on the closing date (the "Closing Date") of the Purchase Agreement and 48% on the first anniversary of the Closing Date.

The Purchase Agreement contains customary representations, warranties and agreements by the Company, customary conditions to closing, and customary indemnification obligations of the Company.

Subject to satisfaction of closing conditions, the Company expects the Transaction to close on or before December 31, 2024.

Following the closing, the Brazil restaurants will be operated as unconsolidated franchisees and a subsidiary of the Company will enter into amended and restated franchise agreements with OSRB.

At the closing, the Seller will also enter into a Shareholders Agreement (the "Shareholders Agreement") by and among Seller, BPar, OSRB and Buyer, pursuant to which Buyer and Seller will have representation on the board of directors and in executive management of the Target Entities based on their respective post-Transaction interests. The Shareholders Agreement will also contain customary corporate governance provisions, customary restrictions on transfer of shares and customary shareholders' rights.

The Shareholders Agreement will set forth a put-call mechanism pursuant to which: (i) Buyer may cause Seller to sell the totality of its interest in the Target Entities for a period between October 1, 2028 and December 31, 2028 (the "Option Exercise Period"), and (ii) the Seller may cause Buyer to purchase the totality of Seller's interest in the Target Entities during the Option Exercise Period.

In connection with the Transaction, the Company expects to mitigate most of the exchange rate risk associated with the Purchase Price installment payments by entering into foreign exchange forward contracts.

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Pay vs Performance Disclosure - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 29, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023
Pay vs Performance Disclosure				
Net income (loss) attributable to Bloomin' Brands	$ 6,912	$ 44,528	$ (48,557)	$ 204,116

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Insider Trading Arrangements	3 Months Ended Sep. 29, 2024
Trading Arrangements, by Individual	
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

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Description of the Business and Basis of Presentation (Policies)	9 Months Ended Sep. 29, 2024
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Basis of presentation	

Basis of Presentation - The accompanying interim unaudited condensed consolidated financial statements have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC"). Accordingly, they do not include all the information and footnotes required by generally accepted accounting principles in the United States ("U.S. GAAP") for complete financial statements. In the opinion of the Company, all adjustments necessary for fair financial statement presentation for the periods presented have been included and are of a normal, recurring nature. The results of operations for interim periods are not necessarily indicative of the results to be expected for the full year. These financial statements should be read in conjunction with the audited financial statements and notes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023.

Recently issued financial accounting standards not yet adopted

Recently Issued Financial Accounting Standards Not Yet Adopted - In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2023-07, "Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures," ("ASU No. 2023-07") which requires disclosure of significant segment expenses regularly provided to the Company's chief operating decision-maker ("CODM"). ASU No. 2023-07 also allows for multiple measures of segment profit (loss) if the CODM utilizes such measures to allocate resources or assess performance. ASU No. 2023-07 is effective for the Company beginning with the 2024 Form 10-K, with early adoption permitted, and is required to be applied retrospectively for all prior periods presented. The Company expects ASU No. 2023-07 to only impact its disclosures with no impacts to its results of operations, cash flows and financial condition.

In December 2023, the FASB issued ASU No. 2023-09, "Income Taxes (Topic 740): Improvements to Income Tax Disclosures," ("ASU No. 2023-09") which expands existing income tax disclosures, including disaggregation of the Company's effective income tax rate reconciliation table and income taxes paid disclosures. ASU No. 2023-09 is effective for the Company beginning with the 2025 Form 10-K, with early adoption permitted. The Company is currently evaluating the impact ASU No. 2023-09 will have on its disclosures.

In March 2024, the SEC adopted the final rule under SEC Release No. 33-11275, "The Enhancement and Standardization of Climate-Related Disclosures for Investors," which requires

registrants to include climate-related disclosures in their annual reports, including, but not limited to, material Scope 1 and Scope 2 greenhouse gas emissions, climate-related financial metrics, and governance, oversight and risk management processes for material climate-related risks in their audited financial statements. The final rule also requires certain disclosures regarding expenses incurred in relation to severe weather events and other natural conditions. The disclosure requirements are first effective for the Company beginning with the 2026 Form 10-K. In April 2024, the SEC voluntarily stayed the final rule due to pending legal challenges. The Company is currently monitoring legal challenges to the final rule and evaluating the impact the rule will have on its disclosures.

In November 2024, the FASB issued ASU No. 2024-03, "Income Statement - Reporting Comprehensive Income (Subtopic 220-40): Disaggregation of Income Statement Expenses," ("ASU No. 2024-03") which requires detailed disclosures in the notes to financial statements of expense categories within relevant income statement captions including purchases of inventory, employee compensation, depreciation and intangible asset amortization. ASU No. 2024-03 is effective for the Company beginning with the 2027 Form 10-K, with early adoption permitted, and may
be applied either prospectively for reporting periods after the effective date or retrospectively to prior periods presented. The Company is currently evaluating the impact ASU No. 2024-03 will have on its disclosures.

Recent accounting guidance not discussed herein is not applicable, did not have or is not expected to have a material impact to the Company.

Reclassifications

Reclassifications - The Company reclassified certain items in the accompanying consolidated financial statements for prior periods to be comparable with the classification for the current period, including presentation of certain items within the notes to the consolidated financial statements. These reclassifications had no effect on previously reported net income.

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Revenue Recognition (Tables)

9 Months Ended
Sep. 29, 2024

Revenue Recognition and Deferred Revenue [Abstract]

Disaggregation of revenue

The following tables include the disaggregation of Restaurant sales and franchise revenues by restaurant concept and major international market for the periods indicated:

	THIRTEEN WEEKS ENDED			
	SEPTEMBER 29, 2024		SEPTEMBER 24, 2023	
(dollars in thousands)	RESTAURANT SALES	FRANCHISE REVENUES	RESTAURANT SALES	FRANCHISE REVENUES
U.S.				
Outback Steakhouse	$ 518,152	$ 7,542	$ 526,960	$ 7,517
Carrabba's Italian Grill	159,840	635	165,742	704
Bonefish Grill	118,941	97	128,425	87
Fleming's Prime Steakhouse & Wine Bar	78,424	—	76,919	—
Other	1,695	30	3,092	16
U.S. total	877,052	8,304	901,138	8,324
International				
Outback Steakhouse - Brazil	127,175	—	138,187	—
Other (1)	20,863	3,331	25,088	3,496
International total	148,038	3,331	163,275	3,496
Total	$ 1,025,090	$ 11,635	$ 1,064,413	$ 11,820

	THIRTY-NINE WEEKS ENDED			
	SEPTEMBER 29, 2024		SEPTEMBER 24, 2023	
(dollars in thousands)	RESTAURANT SALES	FRANCHISE REVENUES	RESTAURANT SALES	FRANCHISE REVENUES
U.S.				
Outback Steakhouse	$ 1,684,669	$ 23,938	$ 1,732,132	$ 24,280
Carrabba's Italian Grill	518,845	2,123	530,450	2,257
Bonefish Grill	397,723	385	429,572	353
Fleming's Prime Steakhouse & Wine Bar	262,976	—	272,543	—
Other	5,823	86	10,448	41
U.S. total	2,870,036	26,532	2,975,145	26,931
International				
Outback Steakhouse - Brazil	370,369	—	379,498	—
Other (1)	67,737	10,029	75,334	10,980
International total	438,106	10,029	454,832	10,980
Total	$ 3,308,142	$ 36,561	$ 3,429,977	$ 37,911

(1) Includes Restaurant sales for Company-owned Outback Steakhouse restaurants outside of Brazil and Abbraccio restaurants in Brazil. Franchise revenues primarily include revenues from franchised Outback Steakhouse restaurants.

Contract with customers, asset and liability

The following table includes a detail of assets and liabilities from contracts with customers included on the Company's Consolidated Balance Sheets as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Other current assets, net		
Deferred gift card sales commissions	$ 11,137	$ 18,081
Unearned revenue		
Deferred gift card revenue	$ 283,810	$ 374,274
Deferred loyalty revenue	6,633	5,664
Deferred franchise fees - current	491	473
Other	2,563	1,466
Total Unearned revenue	$ 293,497	$ 381,877
Other long-term liabilities, net		
Deferred franchise fees - non-current	$ 3,939	$ 4,036

The following table is a rollforward of deferred gift card sales commissions for the periods indicated:

	THIRTEEN WEEKS ENDED		THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Balance, beginning of the period	$ 12,650	$ 12,694	$ 18,081	$ 17,755
Deferred gift card sales commissions amortization	(4,494)	(4,711)	(17,155)	(17,891)
Deferred gift card sales commissions capitalization	3,570	3,766	12,426	13,509
Other	(589)	(608)	(2,215)	(2,232)
Balance, end of the period	$ 11,137	$ 11,141	$ 11,137	$ 11,141

The following table is a rollforward of unearned gift card revenue for the periods indicated:

	THIRTEEN WEEKS ENDED		THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Balance, beginning of the period	$ 300,590	$ 304,942	$ 374,274	$ 386,495
Gift card sales	42,541	44,374	148,486	162,717
Gift card redemptions	(55,733)	(60,412)	(225,057)	(248,870)
Gift card breakage	(3,588)	(3,641)	(13,893)	(15,079)
Balance, end of the period	$ 283,810	$ 285,263	$ 283,810	$ 285,263

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Impairments and Exit Costs (Tables)

9 Months Ended
Sep. 29, 2024

Restructuring Costs and Asset Impairment Charges [Abstract]

Provision for impaired assets and restaurant closings

The components of Provision for impaired assets and restaurant closings are as follows for the periods indicated:

(dollars in thousands)	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024
Impairment losses		
U.S. (1)	$ 1,251	$ 3,103
International (2)	17	14,065
Total impairment losses	$ 1,268	$ 17,168
Restaurant closure charges		
U.S. (1)	$ 615	$ 11,834
International (2)	3,714	3,729
Total restaurant closure charges	4,329	15,563
Provision for impaired assets and restaurant closings	$ 5,597	$ 32,731

(1) Primarily includes charges in connection with the 2023 Restaurant Closures, as discussed below.
(2)Primarily includes charges in connection with the Q2 2024 decision to close nine restaurants in Hong Kong.

Restructuring and related costs

Following is a summary of expenses recognized in the Consolidated Statements of Operations and Comprehensive (Loss) Income for the period indicated (dollars in thousands):

DESCRIPTION	CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME CLASSIFICATION	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024
Asset impairments and closure charges	Provision for impaired assets and restaurant closings	$ 11,890
Severance and other expenses	General and administrative	3,403
Closure-related labor costs	Labor and other related	434
Total (1)		$ 15,727

(1) During the fourth quarter of 2023, the Company recognized $32.4 million of net charges in connection with the 2023 Restaurant Closures.

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Earnings (Loss) Per Share (Tables)

9 Months Ended
Sep. 29, 2024

Earnings Per Share [Abstract]

Schedule of earnings (loss) per share, basic and diluted

The following table presents the computation of basic and diluted earnings (loss) per share for the periods indicated:

(in thousands, except per share data)	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023
Net income (loss) attributable to Bloomin' Brands	$ 6,912	$ 44,528	$ (48,557)	$ 204,116
Basic weighted average common shares outstanding	85,063	88,707	86,258	88,794
Effect of dilutive securities:				
Stock-based compensation awards	84	674	—	719
Convertible senior notes (1)	744	5,367	—	5,067
Warrants (1)	273	3,800	—	3,407
Diluted weighted average common shares outstanding	86,164	98,548	86,258	97,987
Basic earnings (loss) per share	$ 0.08	$ 0.50	$ (0.56)	$ 2.30
Diluted earnings (loss) per share	$ 0.08	$ 0.45	$ (0.56)	$ 2.08
Antidilutive stock-based compensation awards	2,155	373	1,541	951

(1) During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6 million of the convertible notes due in 2025 and settled the corresponding portion of the related note hedges and warrants (the "2025 Notes Partial Repurchase").

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Stock-based Compensation Plans (Tables)

9 Months Ended

Sep. 29, 2024

Share-Based Payment Arrangement [Abstract]

Schedule of compensation cost for stock-based payment arrangements

The Company recognized stock-based compensation expense as follows for the periods indicated:

(dollars in thousands)	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023
Stock-based compensation expense, net of capitalized expense (1)	$ 2,342	$ 4,392	$ 5,237	$ 12,395

(1) The thirty-nine weeks ended September 29, 2024 includes a cumulative life-to-date adjustment to decrease expense for PSUs granted in fiscal year 2023 based on updated assumptions regarding the criteria set forth in the award agreements.

Schedule of nonvested performance-based units and restricted stock units activity

The following table presents a summary of the Company's performance-based share units ("PSUs") and restricted stock units ("RSUs") activity:

(in thousands, except per unit data)	PSUs	RSUs	WEIGHTED AVERAGE GRANT DATE FAIR VALUE PER UNIT PSUs	WEIGHTED AVERAGE GRANT DATE FAIR VALUE PER UNIT RSUs	AGGREGATE INTRINSIC VALUE (1) PSUs	AGGREGATE INTRINSIC VALUE (1) RSUs
Outstanding as of December 31, 2023	818	631	$ 26.92	$ 23.58	$ 23,026	$ 17,757
Granted (2)	290	619	$ 27.26	$ 20.25		
Performance adjustment (3)	237	—	$ 25.40	$ —		
Vested	(473)	(288)	$ 25.40	$ 24.26		
Forfeited	(150)	(73)	$ 27.55	$ 23.93		
Outstanding as of September 29, 2024	722	889	$ 27.42	$ 21.02	$ 12,133	$ 14,937
Expected to vest as of September 29, 2024 (4)	264	889			$ 4,432	$ 14,937

(1) Based on the $28.15 and $16.80 share price of the Company's common stock on December 29, 2023 and September 27, 2024, the last trading day of the year ended December 31, 2023 and thirty-nine weeks ended September 29, 2024, respectively.
(2) The weighted average dividend yield for RSUs granted during 2024 is 4.53%.
(3) Represents adjustment to 200% payout for PSUs granted during 2021.
(4) For PSUs, estimated number of units to be issued upon the vesting of outstanding PSUs based on Company performance projections of performance criteria set forth in the 2022, 2023 and 2024 PSU award agreements.

Monte Carlo schedule of assumptions used to calculate far value of PSUs

Assumptions used in the Monte Carlo simulation model and the grant date fair value of PSUs granted were as follows for the periods indicated:

	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023
Assumptions:		
Risk-free interest rate (1)	4.37 %	4.26 %
Dividend yield (2)	3.49 %	3.47 %
Volatility (3)	51.41 %	51.02 %
Grant date fair value per unit (4)	$ 27.26	$ 29.01

(1) Risk-free interest rate is the U.S. Treasury yield curve in effect as of the grant date for the performance period of the unit.
(2) Dividend yield is the level of dividends expected to be paid on the Company's common stock over the expected term.
(3) Based on the historical volatility of the Company's stock over the last seven years.
(4) Represents a discount below and a premium above the grant date per share value of the Company's common stock for the relative total shareholder return modifier of (1.6)% and 2.7% during the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively.

Schedule of unrecognized compensation cost, nonvested awards

The following represents unrecognized stock-based compensation expense and the remaining weighted average recognition period as of September 29, 2024:

	UNRECOGNIZED COMPENSATION EXPENSE (dollars in thousands)	REMAINING WEIGHTED AVERAGE RECOGNITION PERIOD (in years)
Performance-based share units	$ 5,787	2.4
Restricted stock units	$ 14,308	1.9

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Supplemental Balance Sheet Information (Tables)

9 Months Ended

Sep. 29, 2024

Supplemental Balance Sheet Information [Abstract]

Schedule of other current assets

Other current assets, net, consisted of the following as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Prepaid expenses	$ 30,102	$ 26,674
Accounts receivable - gift cards, net	7,887	67,424
Accounts receivable - vendors, net	23,466	13,648
Accounts receivable - franchisees, net	3,789	3,671
Accounts receivable - other, net	21,534	18,100
Deferred gift card sales commissions	11,137	18,081
Other current assets, net	7,562	5,404
	$ 105,477	$ 153,002

Schedule of other assets

Other assets, net, consisted of the following as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Company-owned life insurance	$ 31,874	$ 28,018
Deferred debt issuance costs - revolving credit facility (1)	11,310	3,813
Liquor licenses	22,583	23,125
Judicial deposits (2)	64,493	20,485
Other assets	7,352	9,746
	$ 137,612	$ 85,187

(1) Net of accumulated amortization of $0.1 million and $11.7 million as of September 29, 2024 and December 31, 2023, respectively. During the thirteen weeks ended September 29, 2024, the Company recorded $9.0 million of deferred debt issuance costs in connection with the Third Amended and Restated Credit Agreement, as defined below. See *Long-term debt, net* below for details regarding the Third Amended and Restated Credit Agreement.
(2) These assets arise from the Company's Brazilian operations and their realization could take several years. Includes $43.2 million as of September 29, 2024 related to the Brazil tax legislation. See Note 12 - *Income Taxes* for details regarding the judicial deposits in connection with Brazil tax legislation.

Schedule of accrued and other current liabilities

Accrued and other current liabilities consisted of the following as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Accrued payroll and other compensation	$ 72,976	$ 98,903
Accrued insurance	16,995	19,310
Other current liabilities	127,802	137,601
	$ 217,773	$ 255,814

Schedule of long-term debt, net

Long-term debt, net, consisted of the following as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024 OUTSTANDING BALANCE	SEPTEMBER 29, 2024 INTEREST RATE	DECEMBER 31, 2023 OUTSTANDING BALANCE	DECEMBER 31, 2023 INTEREST RATE
Senior secured credit facility - revolving credit facility (1)	$ 775,000	6.86 %	$ —	
Former credit facility - revolving credit facility (1)	—		381,000	6.96 %
2025 Notes (2)(3)	20,724	5.00 %	104,786	5.00 %
2029 Notes	300,000	5.13 %	300,000	5.13 %
Long-term debt	1,095,724		785,786	
Less: unamortized debt discount and issuance costs (2)	(3,535)		(5,067)	
Long-term debt, net	$ 1,092,189		$ 780,719	

(1) Interest rate represents the weighted average interest rate as of the respective periods.
(2) During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6 million of the 2025 Notes and as a result, wrote off $0.8 million of debt issuance costs. See Note 7 - *Convertible Senior Notes* for additional details.
(3) Obligations under the 2025 Notes, which mature on May 1, 2025, have been classified as long-term, reflecting the Company's intent and ability to refinance these notes through its existing revolving credit facility.

Schedule of interest rate options, senior secured

The interest rate spreads are as follows:

credit facility

	BASE RATE ELECTION	ADJUSTED TERM SOFR ELECTION
Revolving credit facility	50 to 150 basis points over the Base Rate	150 to 250 basis points over the Adjusted Term SOFR

Schedule of maturities of long-term debt

Following is a summary of principal payments of the Company's total consolidated debt outstanding as of September 29, 2024:

	PERIOD						
(dollars in thousands)	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5	THEREAFTER	TOTAL
Debt repayments	$ 20,724	$ —	$ —	$ —	$ 1,075,000	$ —	$ 1,095,724

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Convertible Senior Notes (Tables)

9 Months Ended
Sep. 29, 2024

Convertible Notes [Abstract]

Convertible senior notes balances

The following table includes the outstanding principal amount and carrying value of the 2025 Notes as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Principal	$ 20,724	$ 104,786
Less: unamortized debt issuance costs (1)	(97)	(1,138)
Net carrying amount	$ 20,627	$ 103,648

(1) During the thirty-nine weeks ended September 29, 2024, the Company wrote off $0.8 million of debt issuance costs as a result of the 2025 Notes Partial Repurchase.

Convertible senior notes interest expense

Following is a summary of interest expense for the 2025 Notes by component for the periods indicated:

	THIRTEEN WEEKS ENDED		THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Coupon interest	$ 259	$ 1,310	$ 1,524	$ 3,932
Debt issuance cost amortization	41	201	239	594
Total interest expense (1)	$ 300	$ 1,511	$ 1,763	$ 4,526

(1) The effective rate of the 2025 Notes over their expected life is 5.85%. The decrease in interest expense during the thirteen and thirty-nine weeks ended September 29, 2024 relates to the 2025 Notes Partial Repurchase in February 2024.

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Stockholders' Equity (Tables)

9 Months Ended
Sep. 29, 2024

Stockholders' Equity Note [Abstract]

Schedule of repurchases of common stock

Following is a summary of the shares repurchased during fiscal year 2024:

(in thousands, except per share data)	NUMBER OF SHARES	AVERAGE REPURCHASE PRICE PER SHARE	AMOUNT
First fiscal quarter	6,948	$ 27.13	$ 188,500
Second fiscal quarter (1)	2,156	$ 27.36	59,000
Third fiscal quarter	969	$ 18.78	18,195
Total common stock repurchases (2)	10,073	$ 26.38	$ 265,695

(1) Includes $44.0 million of share repurchases in connection with the ASR Agreement that settled during the thirteen weeks ended June 30, 2024.
(2) Excludes $0.4 million of fees recorded in Accumulated deficit related to repurchases under the ASR Agreement.

Dividends declared and paid

The Company declared and paid dividends per share during fiscal year 2024 as follows:

(dollars in thousands, except per share data)	DIVIDENDS PER SHARE	AMOUNT
First fiscal quarter	$ 0.24	$ 21,075
Second fiscal quarter	0.24	20,762
Third fiscal quarter	0.24	20,375
Total cash dividends declared and paid	$ 0.72	$ 62,212

Schedule of accumulated other comprehensive loss

The following table is a rollforward of the components of AOCL for the periods indicated:

	THIRTEEN WEEKS ENDED		THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Foreign currency translation adjustment:				
Balance, beginning of the period	$ (189,478)	$ (181,943)	$ (177,689)	$ (185,311)
Foreign currency translation adjustment	(11,849)	3,103	(23,638)	6,471
Balance, end of the period	$ (201,327)	$ (178,840)	$ (201,327)	$ (178,840)
Loss on derivatives, net of tax:				
Balance, beginning of the period	$ 872		$ (615)	
Change in fair value of derivatives, net of tax	(2,917)		(584)	
Reclassification realized in Net income (loss), net of tax	(557)		(1,403)	
Balance, end of the period	$ (2,602)		$ (2,602)	
Accumulated other comprehensive loss:				
Balance beginning of the period	$ (188,606)	$ (181,943)	$ (178,304)	$ (185,311)
Other comprehensive (loss) income attributable to Bloomin' Brands	(15,323)	3,103	(25,625)	6,471
Balance, end of the period	$ (203,929)	$ (178,840)	$ (203,929)	$ (178,840)

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Derivative Instruments and Hedging Activities (Tables)

9 Months Ended
Sep. 29, 2024

Derivative Instruments and Hedging Activities Disclosure [Abstract]

Schedule of derivative instruments

The Swap Transactions have an aggregate notional amount of $375.0 million and include one and two-year tenors with the following terms:

NOTIONAL AMOUNT	WEIGHTED AVERAGE FIXED INTEREST RATE (1)	EFFECTIVE DATE	TERMINATION DATE
$ 100,000,000	4.92%	December 29, 2023	December 31, 2024
100,000,000	4.34%	December 29, 2023	December 31, 2025
175,000,000	4.40%	March 29, 2024	March 31, 2026
$ 375,000,000	4.52%		

(1) The weighted average fixed interest rate excludes the term SOFR adjustment and interest rate spread described below.

Schedule of derivative instruments in statement of financial position, fair value

The following table presents the fair value and classification of the Company's swap agreements as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024	DECEMBER 31, 2023	CONSOLIDATED BALANCE SHEET CLASSIFICATION
Interest rate swaps - asset (1)	$ —	$ 320	Other current assets, net
Interest rate swaps - liability	$ 1,617	$ 253	Accrued and other current liabilities
Interest rate swaps - liability	1,879	893	Other long-term liabilities, net
Total fair value of derivative instruments - liabilities (1)	$ 3,496	$ 1,146	

(1) See Note 11 - *Fair Value Measurements* for fair value discussion of the interest rate swaps.

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Leases (Tables)

9 Months Ended
Sep. 29, 2024

Leases [Abstract]

Assets and liabilities, lessee

The following table includes a detail of lease assets and liabilities included on the Company's Consolidated Balance Sheets as of the periods indicated:

(dollars in thousands)	CONSOLIDATED BALANCE SHEET CLASSIFICATION	SEPTEMBER 29, 2024	DECEMBER 31, 2023
Operating lease right-of-use assets	Operating lease right-of-use assets	$ 1,081,498	$ 1,084,951
Finance lease right-of-use assets (1)	Property, fixtures and equipment, net	8,733	9,941
Total lease assets, net		$ 1,090,231	$ 1,094,892
Current operating lease liabilities	Current operating lease liabilities	$ 169,407	$ 175,442
Current finance lease liabilities	Accrued and other current liabilities	2,481	3,197
Non-current operating lease liabilities	Non-current operating lease liabilities	1,141,936	1,131,639
Non-current finance lease liabilities	Other long-term liabilities, net	7,127	7,414
Total lease liabilities		$ 1,320,951	$ 1,317,692

(1) Net of accumulated amortization of $5.3 million and $4.7 million as of September 29, 2024 and December 31, 2023, respectively.

Lease, cost

Following is a summary of expenses and income related to leases recognized in the Company's Consolidated Statements of Operations and Comprehensive (Loss) Income for the periods indicated:

		THIRTEEN WEEKS ENDED		THIRTY-NINE WEEKS ENDED	
(dollars in thousands)	CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME CLASSIFICATION	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023	SEPTEMBER 29, 2024	SEPTEMBER 24, 2023
Operating lease cost (1)	Other restaurant operating	$ 44,622	$ 46,686	$ 135,557	$ 138,670
Variable lease cost	Other restaurant operating	2,085	2,081	6,867	5,434
Finance lease costs:					
Amortization of leased assets	Depreciation and amortization	732	572	2,299	1,609
Interest on lease liabilities	Interest expense, net	191	191	581	501
Sublease revenue	Franchise and other revenues	(1,833)	(2,530)	(5,426)	(5,873)
Lease costs, net		$ 45,797	$ 47,000	$ 139,878	$ 140,341

(1) Excludes rent expense for office facilities and Company-owned closed or subleased properties of $3.7 million and $3.1 million for the thirteen weeks ended September 29, 2024 and September 24, 2023, respectively, and $10.9 million and $9.1 million for the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively, which is included in General and administrative expense.

Cash flow, operating activities

The following table is a summary of cash flow impacts to the Company's Consolidated Financial Statements related to its leases for the periods indicated:

(dollars in thousands)	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023
Cash flows from operating activities:		
Cash paid for amounts included in the measurement of operating lease liabilities	$ 147,845	$ 147,051

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Fair Value Measurements (Tables)

9 Months Ended
Sep. 29, 2024

Fair Value Disclosures [Abstract]

Fair value measurement inputs and valuation techniques

Fair value is categorized into one of the following three levels based on the lowest level of significant input:

Level 1	Unadjusted quoted market prices in active markets for identical assets or liabilities
Level 2	Observable inputs available at measurement date other than quoted prices included in Level 1
Level 3	Unobservable inputs that cannot be corroborated by observable market data

Schedule of assets measured at fair value on a recurring basis

The following table summarizes the Company's financial assets and liabilities measured at fair value by hierarchy level on a recurring basis as of the periods indicated:

(dollars in thousands)	CONSOLIDATED BALANCE SHEET CLASSIFICATION	MEASUREMENT LEVEL	FAIR VALUE SEPTEMBER 29, 2024	FAIR VALUE DECEMBER 31, 2023
Assets:				
Short-term investments	Cash and cash equivalents	Level 1	$ 12,106	$ 23,920
Short-term investments	Restricted cash and cash equivalents	Level 1	$ —	$ 2,854
Interest rate swaps	Other current assets, net	Level 2	$ —	$ 320
Liabilities:				
Interest rate swaps	Accrued and other current liabilities	Level 2	$ 1,617	$ 253
Interest rate swaps	Other long-term liabilities	Level 2	$ 1,879	$ 893

Fair value, assets measured on recurring basis, methods and assumptions

Fair value of each class of financial instruments is determined based on the following:

FINANCIAL INSTRUMENT	METHODS AND ASSUMPTIONS
Short-term investments	Carrying value approximates fair value because maturities are less than three months.
Interest rate swaps	Fair value measurements are based on the contractual terms of the derivatives and observable market-based inputs. The interest rate swaps are valued using a discounted cash flow analysis on the expected cash flows of each derivative using observable inputs including interest rate curves and credit spreads. The Company also considers its own nonperformance risk and the respective counterparty's nonperformance risk in the fair value measurements. As of September 29, 2024 and December 31, 2023, the Company determined that the credit valuation adjustments were not significant to the overall valuation of its derivatives.

Schedule of carrying value and fair value of senior secured credit facility and other unsecured debt

The following table includes the carrying value and fair value of the Company's debt by hierarchy level as of the periods indicated:

(dollars in thousands)	SEPTEMBER 29, 2024 CARRYING VALUE	SEPTEMBER 29, 2024 FAIR VALUE LEVEL 2	DECEMBER 31, 2023 CARRYING VALUE	DECEMBER 31, 2023 FAIR VALUE LEVEL 2
Senior secured credit facility - revolving credit facility	$ 775,000	$ 775,000	$ 381,000	$ 381,000
2025 Notes	$ 20,724	$ 31,767	$ 104,786	$ 265,896
2029 Notes	$ 300,000	$ 280,887	$ 300,000	$ 277,809

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Income Taxes (Tables)

9 Months Ended
Sep. 29, 2024

Income Tax Disclosure [Abstract]

Schedule of effective income tax rate reconciliation

(dollars in thousands)	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023
Income (loss) before (benefit) provision for income taxes	$ 1,032	$ 45,373	$ (39,959)	$ 230,047
(Benefit) provision for income taxes	$ (6,509)	$ (58)	$ 5,159	$ 21,186
Effective income tax rate	(NM)	(0.1)%	(12.9)%	9.2 %

NM Not meaningful.

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Segment Reporting (Tables)

9 Months Ended
Sep. 29, 2024

Segment Reporting [Abstract]

Summary of reporting segments

The following is a summary of reporting segments:

REPORTABLE SEGMENT (1)	CONCEPT	GEOGRAPHIC LOCATION
U.S.	Outback Steakhouse Carrabba's Italian Grill Bonefish Grill Fleming's Prime Steakhouse & Wine Bar	United States of America
International	Outback Steakhouse	Brazil, Hong Kong/China
	Carrabba's Italian Grill (Abbraccio)	Brazil

(1) Includes franchise locations.

Schedule of segment reporting information, by segment

The following tables summarize Total revenues, Depreciation and amortization, and Income (loss) from operations by segment for the periods indicated:

	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024			
(dollars in thousands)	U.S.	INTERNATIONAL	CORPORATE	CONSOLIDATED
Total revenues	$ 887,325	$ 151,446	$ —	$ 1,038,771
Depreciation and amortization	$ 41,922	$ 6,184	$ 2,102	$ 50,208
Income (loss) from operations	$ 38,853	$ 15,608	$ (37,251)	$ 17,210

	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023			
(dollars in thousands)	U.S.	INTERNATIONAL	CORPORATE	CONSOLIDATED
Total revenues	$ 912,972	$ 166,861	$ —	$ 1,079,833
Depreciation and amortization	$ 39,829	$ 6,231	$ 1,938	$ 47,998
Income (loss) from operations	$ 68,014	$ 22,034	$ (31,832)	$ 58,216

	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024			
(dollars in thousands)	U.S.	INTERNATIONAL	CORPORATE	CONSOLIDATED
Total revenues	$ 2,904,602	$ 448,362	$ —	$ 3,352,964
Depreciation and amortization	$ 122,506	$ 20,140	$ 6,369	$ 149,015
Income (loss) from operations	$ 216,014	$ 30,496	$ (106,076)	$ 140,434

	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023			
(dollars in thousands)	U.S.	INTERNATIONAL	CORPORATE	CONSOLIDATED
Total revenues	$ 3,011,197	$ 466,076	$ —	$ 3,477,273
Depreciation and amortization	$ 117,367	$ 18,276	$ 6,222	$ 141,865
Income (loss) from operations	$ 304,265	$ 67,028	$ (102,998)	$ 268,295

Reconciliation of operating income from segments to consolidated

The following table is a reconciliation of segment income from operations to Income (loss) before (benefit) provision for income taxes for the periods indicated:

(dollars in thousands)	THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024	THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023	THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024	THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023
Income from operations	$ 17,210	$ 58,216	$ 140,434	$ 268,295
Loss on extinguishment of debt	(225)	—	(136,022)	—
Interest expense, net	(15,953)	(12,843)	(44,371)	(38,248)
Income (loss) before (benefit) provision for income taxes	$ 1,032	$ 45,373	$ (39,959)	$ 230,047

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Revenue Recognition (Disaggregated Revenue) (Details) - USD ($) $ in Thousands

	3 Months Ended		9 Months Ended	
	Sep. 29, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023
Disaggregation of Revenue [Line Items]				
Restaurant sales and franchise revenues	$ 1,038,771	$ 1,079,833	$ 3,352,964	$ 3,477,273
Restaurant sales				
Disaggregation of Revenue [Line Items]				

Restaurant sales and franchise revenues		1,025,090	1,064,413	3,308,142	3,429,977
Restaurant sales | U.S. segment					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		877,052	901,138	2,870,036	2,975,145
Restaurant sales | International segment					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		148,038	163,275	438,106	454,832
Restaurant sales | Outback Steakhouse					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		518,152	526,960	1,684,669	1,732,132
Restaurant sales | Carrabba's Italian Grill					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		159,840	165,742	518,845	530,450
Restaurant sales | Bonefish Grill					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		118,941	128,425	397,723	429,572
Restaurant sales | Fleming's Prime Steakhouse & Wine Bar					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		78,424	76,919	262,976	272,543
Restaurant sales | Other - U.S.					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		1,695	3,092	5,823	10,448
Restaurant sales | Outback Steakhouse - Brazil					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		127,175	138,187	370,369	379,498
Restaurant sales | Other - international					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues	[1]	20,863	25,088	67,737	75,334
Franchise revenues					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		11,635	11,820	36,561	37,911
Franchise revenues | U.S. segment					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		8,304	8,324	26,532	26,931
Franchise revenues | International segment					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		3,331	3,496	10,029	10,980
Franchise revenues | Outback Steakhouse					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		7,542	7,517	23,938	24,280
Franchise revenues | Carrabba's Italian Grill					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		635	704	2,123	2,257
Franchise revenues | Bonefish Grill					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		97	87	385	353
Franchise revenues | Fleming's Prime Steakhouse & Wine Bar					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		0	0	0	0
Franchise revenues | Other - U.S.					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		30	16	86	41
Franchise revenues | Outback Steakhouse - Brazil					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues		0	0	0	0
Franchise revenues | Other - international					
Disaggregation of Revenue [Line Items]					
Restaurant sales and franchise revenues	[1]	$ 3,331	$ 3,496	$ 10,029	$ 10,980

[1] Includes Restaurant sales for Company-owned Outback Steakhouse restaurants outside of Brazil and Abbraccio restaurants in Brazil. Franchise revenues primarily include revenues from franchised Outback Steakhouse restaurants.

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Revenue Recognition (Contract Assets and Liabilities Summary) (Details) - USD ($) $ in Thousands	**Sep. 29, 2024**	**Jun. 30, 2024**	**Dec. 31, 2023**	**Sep. 24, 2023**	**Jun. 25, 2023**	**Dec. 25, 2022**
Revenue Recognition [Line Items]						
Deferred gift card sales commissions	$ 11,137	$ 12,650	$ 18,081	$ 11,141	$ 12,694	$ 17,755
Unearned revenue	293,497		381,877			
Deferred gift card revenue						
Revenue Recognition [Line Items]						
Unearned revenue	283,810	$ 300,590	374,274	$ 285,263	$ 304,942	$ 386,495
Other current assets, net						
Revenue Recognition [Line Items]						
Deferred gift card sales commissions	11,137		18,081			
Unearned revenue						
Revenue Recognition [Line Items]						
Unearned revenue	293,497		381,877			
Unearned revenue | Deferred gift card revenue						
Revenue Recognition [Line Items]						
Unearned revenue	283,810		374,274			
Unearned revenue | Deferred loyalty revenue						
Revenue Recognition [Line Items]						
Unearned revenue	6,633		5,664			
Unearned revenue | Deferred franchise fees						
Revenue Recognition [Line Items]						
Unearned revenue	491		473			
Unearned revenue | Other						
Revenue Recognition [Line Items]						
Unearned revenue	2,563		1,466			
Other long-term liabilities, net | Deferred franchise fees						
Revenue Recognition [Line Items]						
Deferred franchise fees - non-current	$ 3,939		$ 4,036			

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Revenue Recognition (Contract Assets and Liabilities - Deferred Gift Card Commissions	**3 Months Ended**		**9 Months Ended**	
	Sep. 29, 2024	**Sep. 24, 2023**	**Sep. 29, 2024**	**Sep. 24, 2023**

Rollforward) (Details) - USD ($) $ in Thousands				
Capitalized Contract Cost, Net, Current [Roll Forward]				
Balance, beginning of the period	$ 12,650	$ 12,694	$ 18,081	$ 17,755
Deferred gift card sales commissions amortization	(4,494)	(4,711)	(17,155)	(17,891)
Deferred gift card sales commissions capitalization	3,570	3,766	12,426	13,509
Other	(589)	(608)	(2,215)	(2,232)
Balance, end of the period	$ 11,137	$ 11,141	$ 11,137	$ 11,141

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Revenue Recognition (Contract Assets and Liabilities - Deferred Gift Card Revenue Rollforward) (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 29, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023
Revenue Recognition [Line Items]				
Balance, beginning of the period			$ 381,877	
Balance, end of the period	$ 293,497		293,497	
Deferred gift card revenue				
Revenue Recognition [Line Items]				
Balance, beginning of the period	300,590	$ 304,942	374,274	$ 386,495
Gift card sales	42,541	44,374	148,486	162,717
Gift card redemptions	(55,733)	(60,412)	(225,057)	(248,870)
Gift card breakage	(3,588)	(3,641)	(13,893)	(15,079)
Balance, end of the period	$ 283,810	$ 285,263	$ 283,810	$ 285,263

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Impairments and Exit Costs (Provision for Impaired Assets and Restaurant Closings) (Details) $ in Thousands	3 Months Ended		9 Months Ended		
	Sep. 29, 2024 USD ($)	Sep. 24, 2023 USD ($)	Sep. 29, 2024 USD ($)	Sep. 24, 2023 USD ($)	Jun. 30, 2024 Restaurants
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]					
Provision for impaired assets and restaurant closings	$ 5,597	$ (6,008)	$ 32,731	$ (857)	
Hong Kong					
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]					
Number of restaurants | Restaurants					9
Provision for impaired assets and restaurant closings					
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]					
Impairment losses	1,268		17,168		
Restaurant closure charges	4,329		15,563		
Provision for impaired assets and restaurant closings	5,597		32,731		
Provision for impaired assets and restaurant closings | U.S. segment					
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]					
Impairment losses	[1] 1,251		3,103		
Restaurant closure charges	[1] 615		11,834		
Provision for impaired assets and restaurant closings | International segment					
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]					
Impairment losses	[2] 17		14,065		
Restaurant closure charges	[2] $ 3,714		$ 3,729		

[1] Primarily includes charges in connection with the 2023 Restaurant Closures, as discussed below.

[2] Primarily includes charges in connection with the Q2 2024 decision to close nine restaurants in Hong Kong.

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Impairments and Exit Costs (Restructuring and Related Costs) (Details) - 2023 Closure Initiative $ in Thousands	3 Months Ended	9 Months Ended	
	Dec. 31, 2023 USD ($) Restaurants	Sep. 29, 2024 USD ($)	
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]			
Total 2023 closure initiative charges	$ 32,400	$ 15,727	[1]
Provision for impaired assets and restaurant closings | Facility closing			
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]			
Asset impairments and closure charges		11,890	
General and administrative expense | Employee severance			
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]			
Severance and other expenses		3,403	
Labor and related expense | Contract termination			
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]			
Closure-related labor costs		$ 434	
U.S. segment			
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]			
Number of restaurants | Restaurants	36		
Aussie Grill | U.S. segment			
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]			
Number of restaurants | Restaurants	3		
Aussie Grill | International segment			
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]			
Number of restaurants | Restaurants	2		

[1] During the fourth quarter of 2023, the Company recognized $32.4 million of net charges in connection with the 2023 Restaurant Closures.

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Earnings (Loss) Per Share (Basic and Diluted EPS) (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands	3 Months Ended		9 Months Ended	
	Feb. 29, 2024	Sep. 29, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023
Schedule of earnings (loss) per share, basic and diluted [Line Items]					
Net income (loss) attributable to Bloomin' Brands		$ 6,912	$ 44,528	$ (48,557)	$ 204,116
Basic weighted average common shares outstanding		85,063	88,707	86,258	88,794
Effect of dilutive securities:					
Stock-based compensation awards (in shares)		84	674	0	719

Convertible senior notes (in shares)	744	[1]	5,367	0	[1]	5,067
Warrants (in shares)	273	[1]	3,800	0	[1]	3,407
Diluted weighted average common shares outstanding (in shares)	86,164		98,548	86,258		97,987
Basic earnings (loss) per share (in USD per share)	$ 0.08		$ 0.50	$ (0.56)		$ 2.30
Diluted earnings (loss) per share (in USD per share)	$ 0.08		$ 0.45	$ (0.56)		$ 2.08
Antidilutive securities not included in the computation of earnings (loss) per share (in shares)	2,155		373	1,541		951
2025 Notes | Convertible debt						
Effect of dilutive securities:						
2025 Notes repurchase amount	$ 83,600			$ 83,600		

[1] During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6 million of the convertible notes due in 2025 and settled the corresponding portion of the related note hedges and warrants (the "2025 Notes Partial Repurchase").

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Stock-based Compensation Plans (Stock-based Compensation Expense) (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended		
	Sep. 29, 2024	Sep. 24, 2023	Sep. 29, 2024		Sep. 24, 2023
Share-Based Payment Arrangement [Abstract]					
Stock-based compensation expense, net of capitalized expense	$ 2,342	$ 4,392	$ 5,237	[1]	$ 12,395

[1] The thirty-nine weeks ended September 29, 2024 includes a cumulative life-to-date adjustment to decrease expense for PSUs granted in fiscal year 2023 based on updated assumptions regarding the criteria set forth in the award agreements.

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Stock-based Compensation Plans (PSU and RSU Activity - Table) (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands	9 Months Ended			
	Sep. 29, 2024	Sep. 24, 2023	Sep. 27, 2024	Dec. 29, 2023
Common stock				
WEIGHTED AVERAGE GRANT DATE FAIR VALUE PER UNIT				
Share price applicable to outstanding share-based compensation (in USD per share)			$ 16.80	$ 28.15
Performance-based share units				
Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Outstanding [Roll Forward]				
Outstanding as of December 31, 2023 (in shares)	818			
Granted (in shares)	290			
Performance adjustment (in shares) [1]	237			
Vested (in shares)	(473)			
Forfeited (in shares)	(150)			
Outstanding as of September 29, 2024 (in shares)	722			
Expected to vest as of September 29, 2024 (in shares) [2]	264			
WEIGHTED AVERAGE GRANT DATE FAIR VALUE PER UNIT				
Outstanding as of December 31, 2023 (in USD per share)	$ 26.92			
Granted (in USD per share)	27.26			
Performance adjustment (in USD per share) [1]	25.40			
Vested (in USD per share)	25.40			
Forfeited (in USD per share)	27.55			
Outstanding as of September 29, 2024 (in USD per share)	$ 27.42			
Aggregate intrinsic value as of December 31, 2023 [3]	$ 23,026			
Aggregate intrinsic value as of September 29, 2024 [3]	12,133			
Aggregate intrinsic value, expected to vest as of September 29, 2024 [2], [3]	$ 4,432			
Dividend yield [4]	3.49%	3.47%		
Performance-based share units | 2021 PSU Grant				
WEIGHTED AVERAGE GRANT DATE FAIR VALUE PER UNIT				
Share-based compensation arrangement by share-based payment award, award vesting rights, percentage	200.00%			
Restricted stock units				
Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Outstanding [Roll Forward]				
Outstanding as of December 31, 2023 (in shares)	631			
Granted (in shares)	619			
Performance adjustment (in shares)	0			
Vested (in shares)	(288)			
Forfeited (in shares)	(73)			
Outstanding as of September 29, 2024 (in shares)	889			
Expected to vest as of September 29, 2024 (in shares)	889			
WEIGHTED AVERAGE GRANT DATE FAIR VALUE PER UNIT				
Outstanding as of December 31, 2023 (in USD per share)	$ 23.58			
Granted (in USD per share) [5]	20.25			
Performance adjustment (in USD per share)	0			
Vested (in USD per share)	24.26			
Forfeited (in USD per share)	23.93			
Outstanding as of September 29, 2024 (in USD per share)	$ 21.02			
Aggregate intrinsic value as of December 31, 2023 [3]	$ 17,757			
Aggregate intrinsic value as of September 29, 2024 [3]	14,937			
Aggregate intrinsic value, expected to vest as of September 29, 2024 [3]	$ 14,937			
Dividend yield	4.53%			

[1] Represents adjustment to 200% payout for PSUs granted during 2021.

[2] For PSUs, estimated number of units to be issued upon the vesting of outstanding PSUs based on Company performance projections of performance criteria set forth in the 2022, 2023 and 2024 PSU award agreements.

[3] Based on the $28.15 and $16.80 share price of the Company's common stock on December 29, 2023 and September 27, 2024, the last trading day of the year ended December 31, 2023 and thirty-nine weeks ended September 29, 2024, respectively.

[4] Dividend yield is the level of dividends expected to be paid on the Company's common stock over the expected term.

[5] The weighted average dividend yield for RSUs granted during 2024 is 4.53%.

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Stock-based Compensation Plans (Assumptions Used in the Monte Carlo Simulation Model and the Grant Date Fair Value of PSUs Granted) (Details) - Performance-based share units - $ / shares	9 Months Ended	
	Sep. 29, 2024	Sep. 24, 2023
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]		
Risk-free interest rate [1]	4.37%	4.26%
Dividend yield [2]	3.49%	3.47%
Volatility [3]	51.41%	51.02%

Grant date fair value per unit	[4]	$ 27.26	$ 29.01
Share-based compensation arrangement by share-based payment award, stock price (discount) premium, percentage		(1.60%)	2.70%

[1] Risk-free interest rate is the U.S. Treasury yield curve in effect as of the grant date for the performance period of the unit.

[2] Dividend yield is the level of dividends expected to be paid on the Company's common stock over the expected term.

[3] Based on the historical volatility of the Company's stock over the last seven years.

[4] Represents a discount below and a premium above the grant date per share value of the Company's common stock for the relative total shareholder return modifier of (1.6)% and 2.7% during the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively.

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Stock-based Compensation Plans (Unrecognized Stock Compensation Expense and the Remaining Weighted-Average Vesting Period) (Details) $ in Thousands	9 Months Ended
	Sep. 29, 2024 USD ($)
Performance-based share units	
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]	
Stock-based compensation, nonvested awards, compensation expense not yet recognized, stock-based awards other than options	$ 5,787
Employee service share-based compensation, nonvested awards, compensation expense not yet recognized, period for recognition	2 years 4 months 24 days
Restricted stock units	
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]	
Stock-based compensation, nonvested awards, compensation expense not yet recognized, stock-based awards other than options	$ 14,308
Employee service share-based compensation, nonvested awards, compensation expense not yet recognized, period for recognition	1 year 10 months 24 days

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Other Current Assets, Net (Details) - USD ($) $ in Thousands	Sep. 29, 2024	Jun. 30, 2024	Dec. 31, 2023	Sep. 24, 2023	Jun. 25, 2023	Dec. 25, 2022
Accounts, Notes, Loans and Financing Receivable [Line Items]						
Prepaid expenses	$ 30,102		$ 26,674			
Deferred gift card sales commissions	11,137	$ 12,650	18,081	$ 11,141	$ 12,694	$ 17,755
Other current assets, net	7,562		5,404			
Total other current assets, net	105,477		153,002			
Accounts receivable - gift cards, net						
Accounts, Notes, Loans and Financing Receivable [Line Items]						
Accounts receivable, net	7,887		67,424			
Accounts receivable - vendors, net						
Accounts, Notes, Loans and Financing Receivable [Line Items]						
Accounts receivable, net	23,466		13,648			
Accounts receivable - franchisees, net						
Accounts, Notes, Loans and Financing Receivable [Line Items]						
Accounts receivable, net	3,789		3,671			
Accounts receivable - other, net						
Accounts, Notes, Loans and Financing Receivable [Line Items]						
Accounts receivable, net	$ 21,534		$ 18,100			

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Goodwill and Intangible Assets (Details) - USD ($)	3 Months Ended	
	Jun. 30, 2024	Jun. 25, 2023
Supplemental Balance Sheet Information [Abstract]		
Impairment charges	$ 0	$ 0
Impairment of intangible assets, indefinite-lived (excluding goodwill)	$ 0	$ 0

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Other Assets, Net (Details) - USD ($) $ in Thousands		Sep. 29, 2024	Dec. 31, 2023
Schedule of Other Assets, Net [Line Items]			
Company-owned life insurance		$ 31,874	$ 28,018
Deferred debt issuance costs - revolving credit facility	[1]	11,310	3,813
Liquor licenses		22,583	23,125
Judicial deposits	[2]	64,493	20,485
Other assets		7,352	9,746
Other assets, net		137,612	85,187
Accumulated amortization, deferred financing fees		100	$ 11,700
Brazilian tax legislation | BRAZIL | Foreign tax jurisdiction | Secretariat of the Federal Revenue Bureau of Brazil			
Schedule of Other Assets, Net [Line Items]			
Judicial deposits		43,200	
Amended credit agreement | Secured debt			
Schedule of Other Assets, Net [Line Items]			
Deferred debt issuance costs - revolving credit facility		$ 9,000	

[1] Net of accumulated amortization of $0.1 million and $11.7 million as of September 29, 2024 and December 31, 2023, respectively. During the thirteen weeks ended September 29, 2024, the Company recorded $9.0 million of deferred debt issuance costs in connection with the Third Amended and Restated Credit Agreement, as defined below. See *Long-term debt, net* below for details regarding the Third Amended and Restated Credit Agreement.

[2] These assets arise from the Company's Brazilian operations and their realization could take several years. Includes $43.2 million as of September 29, 2024 related to the Brazil tax legislation. See Note 12 - *Income Taxes* for details regarding the judicial deposits in connection with Brazil tax legislation.

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Accrued and Other Current Liabilities (Details) - USD ($) $ in Thousands	Sep. 29, 2024	Dec. 31, 2023
Supplemental Balance Sheet Information [Abstract]		
Accrued payroll and other compensation	$ 72,976	$ 98,903
Accrued insurance	16,995	19,310
Other current liabilities	127,802	137,601
Accrued and other current liabilities	$ 217,773	$ 255,814

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Long-term Debt, Net (Schedule of Long-term Debt, Net) (Details) - USD ($) $ in Thousands		9 Months Ended			
		Feb. 29, 2024	Sep. 29, 2024	Dec. 31, 2023	Sep. 24, 2023
Debt Instrument [Line Items]					
Long-term debt			$ 1,095,724	$ 785,786	
Less: unamortized debt discount and issuance costs			(3,535)	[1] (5,067)	
Long-term debt, net			1,092,189	780,719	
Secured debt | Revolving credit facility | Senior secured credit facility					
Debt Instrument [Line Items]					
Long-term debt			$ 775,000	0	
Debt instrument, effective interest rate	[2]		6.86%		

Secured debt | Revolving credit facility | Former credit facility					
Debt Instrument [Line Items]					
Long-term debt		$ 0		$ 381,000	
Debt instrument, effective interest rate	[2]			6.96%	
Convertible debt | 2025 Notes					
Debt Instrument [Line Items]					
Long-term debt		$ 20,724	[1],[3]	$ 104,786	
Debt instrument, effective interest rate		5.85%			5.85%
Debt instrument, interest rate, stated percentage	5.00%	5.00%		5.00%	
2025 Notes repurchase amount	$ 83,600	$ 83,600			
Write off of deferred debt issuance cost		800			
Unsecured debt | 2029 Notes					
Debt Instrument [Line Items]					
Long-term debt		$ 300,000		$ 300,000	
Debt instrument, interest rate, stated percentage		5.13%		5.13%	

[1] During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6 million of the 2025 Notes and as a result, wrote off $0.8 million of debt issuance costs. See Note 7 - *Convertible Senior Notes* for additional details.

[2] Interest rate represents the weighted average interest rate as of the respective periods.

[3] Obligations under the 2025 Notes, which mature on May 1, 2025, have been classified as long-term, reflecting the Company's intent and ability to refinance these notes through its existing revolving credit facility.

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Long-term Debt, Net (Third Amended and Restated Credit Agreement Narrative) (Details) - Secured debt	**Sep. 19, 2024 USD ($)**	**Mar. 05, 2024**	**Apr. 16, 2021 USD ($)**
Amended credit agreement			
Debt Instrument [Line Items]			
Line of credit facility, maximum increase	$ 550,000,000		
Debt covenants compliance, quarterly total net leverage ratio, initial maximum ratio level for increase in borrowing	3.00		
Revolving credit facility | Senior secured credit facility			
Debt Instrument [Line Items]			
Line of credit facility, maximum borrowing capacity	$ 1,200,000,000		
Revolving credit facility | Former credit facility			
Debt Instrument [Line Items]			
Line of credit facility, maximum borrowing capacity			$ 1,000,000,000.0
Revolving credit facility | Amended credit agreement | Adjusted term SOFR option | Minimum			
Debt Instrument [Line Items]			
Debt instrument, basis spread on variable rate	1.50%		
Revolving credit facility | Amended credit agreement | Adjusted term SOFR option | Maximum			
Debt Instrument [Line Items]			
Debt instrument, basis spread on variable rate	2.50%		
Revolving credit facility | Amended credit agreement | Base rate | Minimum			
Debt Instrument [Line Items]			
Debt instrument, basis spread on variable rate	0.50%		
Revolving credit facility | Amended credit agreement | Base rate | Maximum			
Debt Instrument [Line Items]			
Debt instrument, basis spread on variable rate	1.50%		
Amended credit agreement			
Debt Instrument [Line Items]			
Debt instrument, floor rate	0.00%		
Debt covenants compliance, quarterly total net leverage ratio, initial maximum ratio level	4.50		
Debt covenants compliance, quarterly total net leverage ratio, adjusted maximum ratio level	5.00		
Amended credit agreement | Base Rate Option 2			
Debt Instrument [Line Items]			
Debt instrument, basis spread on variable rate	50.00%		
Amended credit agreement | Base Rate Option 3			
Debt Instrument [Line Items]			
Debt instrument, basis spread on variable rate	1.00%		
Amended credit agreement | Adjusted term SOFR option			
Debt Instrument [Line Items]			
Debt instrument, basis spread on variable rate	0.10%	0.10%	

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Long-term Debt, Net (Maturities - Table) (Details) $ in Thousands	**Sep. 29, 2024 USD ($)**
Supplemental Balance Sheet Information [Abstract]	
YEAR 1	$ 20,724
YEAR 2	0
YEAR 3	0
YEAR 4	0
YEAR 5	1,075,000
THEREAFTER	0
TOTAL	$ 1,095,724

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Convertible Senior Notes (Convertible Notes Text) (Details) $ / shares in Units, shares in Thousands	**Sep. 04, 2024 USD ($) $ / shares shares**	**Feb. 29, 2024 USD ($) shares**	**3 Months Ended**		**9 Months Ended**		**Dec. 31, 2023**
			Sep. 29, 2024 USD ($)	**Sep. 24, 2023 USD ($)**	**Sep. 29, 2024 USD ($)**	**Sep. 24, 2023 USD ($)**	
Debt Instrument [Line Items]							
Repayments of convertible senior notes					$ 2,335,000	$ 214,000	
Loss on extinguishment of debt			$ (225,000)	$ 0	(136,022,000)	$ 0	
Issuance of common stock from repurchase of convertible senior notes					216,152,000		
Additional paid-in capital							
Debt Instrument [Line Items]							
Issuance of common stock from repurchase of convertible senior notes					$ 216,078,000		
Convertible debt | 2025 Notes							
Debt Instrument [Line Items]							
Debt instrument, interest rate, stated percentage		5.00%	5.00%		5.00%		5.00%
Issuance of common stock from repurchase of convertible senior notes (in shares) | shares		7,500					
Repayments of convertible senior notes		$ 3,300,000					
2025 Notes repurchase amount		$ 83,600,000			$ 83,600,000		
Loss on extinguishment of debt					135,800,000		
Debt instrument, convertible, conversion price (in USD per share) | $ / shares	$ 10.79						
Debt instrument, convertible, conversion ratio	92.643						

Debt instrument, convertible principal amount	$ 1,000	
Debt conversion, converted instrument, shares to be issued (in shares) | shares	1,920	
Convertible debt | 2025 Notes | Additional paid-in capital		
Debt Instrument [Line Items]		
Issuance of common stock from repurchase of convertible senior notes		$ 216,100,000

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Convertible Senior Notes (Convertible Senior Notes Balances) (Details) - 2025 Notes - Convertible debt - USD ($) $ in Thousands	9 Months Ended		
	Sep. 29, 2024		Dec. 31, 2023
Debt Instrument [Line Items]			
Principal	$ 20,724		$ 104,786
Less: unamortized debt issuance costs	(97)	[1]	(1,138)
Net carrying amount	20,627		$ 103,648
Write off of deferred debt issuance cost	$ 800		

[1] During the thirty-nine weeks ended September 29, 2024, the Company wrote off $0.8 million of debt issuance costs as a result of the 2025 Notes Partial Repurchase.

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Convertible Senior Notes (Convertible Senior Notes Interest Expense) (Details) - 2025 Notes - Convertible debt - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 29, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023
Debt Instrument [Line Items]				
Coupon interest	$ 259	$ 1,310	$ 1,524	$ 3,932
Debt issuance cost amortization	41	201	239	594
Total interest expense [1]	$ 300	$ 1,511	$ 1,763	$ 4,526
Debt instrument, effective interest rate	5.85%	5.85%	5.85%	5.85%

[1] The effective rate of the 2025 Notes over their expected life is 5.85%. The decrease in interest expense during the thirteen and thirty-nine weeks ended September 29, 2024 relates to the 2025 Notes Partial Repurchase in February 2024.

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Convertible Senior Notes (Convertible Notes Hedge Transactions) (Details) - USD ($) $ / shares in Units, $ in Thousands, shares in Millions	9 Months Ended			
	Feb. 29, 2024	Sep. 29, 2024	Sep. 24, 2023	Sep. 04, 2024
Debt Instrument [Line Items]				
Proceeds from retirement of convertible senior note hedges		$ 118,197	$ 0	
Payments for retirement of warrants		102,213	$ 0	
Retirement of convertible senior note hedges		(118,197)		
Retirement of warrants		102,213		
Additional paid-in capital				
Debt Instrument [Line Items]				
Retirement of convertible senior note hedges		(126,543)		
Retirement of warrants		102,213		
Accumulated deficit				
Debt Instrument [Line Items]				
Retirement of convertible senior note hedges		8,343		
Convertible debt | 2025 Notes				
Debt Instrument [Line Items]				
Proceeds from retirement of convertible senior note hedges	$ 118,200			
Proceeds (in shares) from retirement of convertible senior note hedges	0.3			
Payments for retirement of warrants	$ 102,200			
Class of warrant or right, exercise price of warrants or rights				$ 15.11
Convertible debt | 2025 Notes | Additional paid-in capital				
Debt Instrument [Line Items]				
Retirement of convertible senior note hedges		126,500		
Retirement of warrants		(102,200)		
Convertible debt | 2025 Notes | Accumulated deficit				
Debt Instrument [Line Items]				
Adjustments to accumulated deficit, retirement of convertible senior note hedges, value		$ 8,300		

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Stockholders' Equity (Share Repurchases) (Details) - USD ($) $ / shares in Units, shares in Thousands	1 Months Ended		3 Months Ended			9 Months Ended				
	Mar. 04, 2024	Feb. 29, 2024	Sep. 29, 2024	Jun. 30, 2024	Mar. 31, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023	Apr. 23, 2024	Mar. 01, 2024
Share Repurchase Program [Line Items]										
Repurchase and retirement of common stock, including excise tax			$ 18,372,000			$ 16,001,000	$ 266,426,000	$ 52,233,000		
Accumulated deficit										
Share Repurchase Program [Line Items]										
Repurchase and retirement of common stock, including excise tax			18,362,000			$ 15,995,000	260,645,000	$ 52,212,000		
Additional paid-in capital										
Share Repurchase Program [Line Items]										
Repurchase and retirement of common stock, including excise tax							5,681,000			
March 1, 2024										
Share Repurchase Program [Line Items]										
Stock repurchase program, authorized amount										$ 220,000,000.0
Repurchase and retirement of common stock, including excise tax	$ 220,000,000.0			$ 44,000,000.0						
Repurchase and retirement of common stock (in shares)	6,500									
Initial shares delivered under ASR agreement percentage	80.00%									
Accelerated share repurchases, settlement receipt									1,400	
March 1, 2024 | Accumulated deficit										
Share Repurchase Program [Line Items]										
Repurchase and retirement of common stock, including excise tax				(38,300,000)	$ (176,000,000.0)					

March 1, 2024 | Additional paid-in capital						
Share Repurchase Program [Line Items]						
Repurchase and retirement of common stock, including excise tax			38,300,000	44,000,000.0		
Accelerated share repurchases, fees	$ 400,000					
2023 share repurchase program						
Share Repurchase Program [Line Items]						
Stock repurchase program, authorized repurchase amount canceled		$ 57,500,000				
2023 and 2024 share repurchase programs						
Share Repurchase Program [Line Items]						
Repurchase and retirement of common stock, including excise tax				$ 188,500,000	$ 265,695,000 [1]	
Repurchase and retirement of common stock (in shares)				6,948	10,073	
Stock repurchase program, average price paid (in USD per share)				$ 27.13	$ 26.38	
2024 share repurchase program						
Share Repurchase Program [Line Items]						
Stock repurchase program, authorized amount		$ 350,000,000.0				
Share repurchase program, expiration date		Aug. 13, 2025				
Repurchase and retirement of common stock, including excise tax			$ 18,195,000	$ 59,000,000 [2]		
Repurchase and retirement of common stock (in shares)			969	2,156		
Stock repurchase program, remaining authorized repurchase amount			$ 96,800,000		$ 96,800,000	
Stock repurchase program, average price paid (in USD per share)			$ 18.78	$ 27.36		

[1] Excludes $0.4 million of fees recorded in Accumulated deficit related to repurchases under the ASR Agreement.

[2] Includes $44.0 million of share repurchases in connection with the ASR Agreement that settled during the thirteen weeks ended June 30, 2024.

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Stockholders' Equity (Dividend) (Details) - USD ($) $ / shares in Units, $ in Thousands	1 Months Ended	3 Months Ended				9 Months Ended	
	Oct. 31, 2024	Sep. 29, 2024	Jun. 30, 2024	Mar. 31, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023
Dividends payable [Line Items]							
Common stock, dividends, cash paid (in USD per share)		$ 0.24	$ 0.24	$ 0.24		$ 0.72	
Dividends, common stock, cash		$ 20,375	$ 20,762	$ 21,075		$ 62,212	
Common stock, dividends declared (in USD per share)		$ 0.24			$ 0.24	$ 0.72	$ 0.72
Subsequent event							
Dividends payable [Line Items]							
Common stock, dividends declared (in USD per share)	$ 0.24						
Subsequent event | Dividend Declared							
Dividends payable [Line Items]							
Dividends payable, date to be paid	Dec. 11, 2024						
Dividends payable, date of record	Nov. 25, 2024						

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Stockholders' Equity (Other Comprehensive (Loss) Income) (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 29, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]				
Balance at beginning of period	$ 289,693	$ 371,868	$ 412,003	$ 273,909
Other comprehensive income (loss), net of tax	(15,323)	3,103	(25,625)	6,471
Balance at end of period	244,971	395,919	244,971	395,919
Foreign currency translation adjustment				
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]				
Balance at beginning of period	(189,478)	(181,943)	(177,689)	(185,311)
Other comprehensive income (loss), net of tax	(11,849)	3,103	(23,638)	6,471
Balance at end of period	(201,327)	(178,840)	(201,327)	(178,840)
Loss on derivatives, net of tax				
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]				
Balance at beginning of period	872		(615)	
Change in fair value of derivatives, net of tax	(2,917)		(584)	
Reclassification realized in Net income (loss), net of tax	(557)		(1,403)	
Balance at end of period	(2,602)		(2,602)	
Accumulated other comprehensive loss				
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]				
Balance at beginning of period	(188,606)	(181,943)	(178,304)	(185,311)
Balance at end of period	$ (203,929)	$ (178,840)	$ (203,929)	$ (178,840)

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Derivative Instruments and Hedging Activities (Designated Hedges - Text) (Details)	Sep. 19, 2024	Mar. 05, 2024 USD ($) counterparty	9 Months Ended Sep. 29, 2024 USD ($)	Dec. 31, 2023 USD ($)	Dec. 05, 2023 USD ($)
Adjusted term SOFR option | Amended credit agreement | Secured debt					
Derivative [Line Items]					
Debt instrument, basis spread on variable rate	0.10%	0.10%			
Secured overnight financing rate (SOFR) | Revolving credit facility | Secured debt | Minimum					
Derivative [Line Items]					
Debt instrument, basis spread on variable rate		1.50%			
Secured overnight financing rate (SOFR) | Revolving credit facility | Secured debt | Maximum					
Derivative [Line Items]					
Debt instrument, basis spread on variable rate		2.50%			
Interest rate swap | Designated as hedging instrument					
Derivative [Line Items]					
Derivative, number of instruments held | counterparty		11			
Derivative agreements, number of counterparties | counterparty		10			
Derivative, notional amount		$ 375,000,000.0			
Derivative, embedded floor interest rate		(0.10%)			
Derivative, net liability position, aggregate fair value			$ 3,300,000	$ 800,000	
Derivative, termination value			3,300,000	$ 800,000	
Interest rate swap | Designated as hedging instrument | Interest income					
Derivative [Line Items]					
Cash flow hedge loss to be reclassified over the next 12 months			$ 1,900,000		

Interest rate swap | Designated as hedging instrument | One-year			
Derivative [Line Items]			
Derivative, notional amount			$ 100,000,000
Derivative, term of contract		1 year	
Interest rate swap | Designated as hedging instrument | Two-year			
Derivative [Line Items]			
Derivative, notional amount		$ 175,000,000	$ 100,000,000
Derivative, term of contract		2 years	

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Derivative Instruments and Hedging Activities (Schedule of Derivative Instruments) (Details) - Interest rate swap - Designated as hedging instrument - USD ($)		**Mar. 05, 2024**	**Dec. 05, 2023**
Derivative [Line Items]			
Derivative, notional amount		$ 375,000,000.0	
Derivative, average fixed interest rate	[1]	4.52%	
One-year			
Derivative [Line Items]			
Derivative, notional amount			$ 100,000,000
Derivative, average fixed interest rate	[1]		4.92%
Derivative, inception date			Dec. 29, 2023
Derivative, maturity date			Dec. 31, 2024
Two-year			
Derivative [Line Items]			
Derivative, notional amount		$ 175,000,000	$ 100,000,000
Derivative, average fixed interest rate	[1]	4.40%	4.34%
Derivative, inception date		Mar. 29, 2024	Dec. 29, 2023
Derivative, maturity date		Mar. 31, 2026	Dec. 31, 2025

[1] The weighted average fixed interest rate excludes the term SOFR adjustment and interest rate spread described below.

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Derivative Instruments and Hedging Activities (Fair Value and Classification of Interest Rate Swaps) (Details) - Interest rate swap - Designated as hedging instrument - USD ($) $ in Thousands		**Sep. 29, 2024**	**Dec. 31, 2023**
Derivative [Line Items]			
Derivative, interest rate swaps, liabilities, fair value	[1]	$ 3,496	$ 1,146
Other current assets, net			
Derivative [Line Items]			
Interest rate derivative assets, at fair value	[1]	0	320
Accrued and other current liabilities			
Derivative [Line Items]			
Derivative, interest rate swaps, liabilities, fair value		1,617	253
Other long-term liabilities			
Derivative [Line Items]			
Derivative, interest rate swaps, liabilities, fair value		$ 1,879	$ 893

[1] See Note 11 - *Fair Value Measurements* for fair value discussion of the interest rate swaps.

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Leases (Lessee, Lease Assets and Liabilities) (Details) - USD ($) $ in Thousands		**Sep. 29, 2024**	**Dec. 31, 2023**
Leases [Abstract]			
Operating lease right-of-use assets		$ 1,081,498	$ 1,084,951
Finance lease right-of-use assets	[1]	$ 8,733	$ 9,941
Finance lease, right-of-use asset, statement of financial position [Extensible Enumeration]		Property, fixtures and equipment, net	Property, fixtures and equipment, net
Total lease assets, net		$ 1,090,231	$ 1,094,892
Current operating lease liabilities		169,407	175,442
Current finance lease liabilities		$ 2,481	$ 3,197
Finance lease, liability, current, statement of financial position [Extensible Enumeration]		Accrued and other current liabilities	Accrued and other current liabilities
Non-current operating lease liabilities		$ 1,141,936	$ 1,131,639
Non-current finance lease liabilities		$ 7,127	$ 7,414
Finance lease, liability, noncurrent, statement of financial position [Extensible Enumeration]		Other long-term liabilities, net	Other long-term liabilities, net
Total lease liabilities		$ 1,320,951	$ 1,317,692
Accumulated amortization		$ (5,300)	$ (4,700)

[1] Net of accumulated amortization of $5.3 million and $4.7 million as of September 29, 2024 and December 31, 2023, respectively.

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Leases (Lessee, Lease Costs) (Details) - USD ($) $ in Thousands		**3 Months Ended**		**9 Months Ended**	
		Sep. 29, 2024	**Sep. 24, 2023**	**Sep. 29, 2024**	**Sep. 24, 2023**
Schedule of Lease Costs [Line Items]					
Operating lease cost	[1]	$ 44,622	$ 46,686	$ 135,557	$ 138,670
Variable lease cost		2,085	2,081	6,867	5,434
Finance lease costs:					
Amortization of leased assets		732	572	2,299	1,609
Interest on lease liabilities		191	191	581	501
Sublease revenue		(1,833)	(2,530)	(5,426)	(5,873)
Lease costs, net		45,797	47,000	139,878	140,341
General and administrative expense					
Schedule of Lease Costs [Line Items]					
Operating lease cost		$ 3,700	$ 3,100	$ 10,900	$ 9,100

[1] Excludes rent expense for office facilities and Company-owned closed or subleased properties of $3.7 million and $3.1 million for the thirteen weeks ended September 29, 2024 and September 24, 2023, respectively, and $10.9 million and $9.1 million for the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively, which is included in General and administrative expense.

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Leases (Other	**9 Months Ended**

Information) (Details) - USD ($) $ in Thousands	Sep. 29, 2024	Sep. 24, 2023
Cash flows from operating activities:		
Cash paid for amounts included in the measurement of operating lease liabilities	$ 147,845	$ 147,051

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Fair Value Measurements (Fair Value Measurements on a Recurring Basis - Table) (Details) - USD ($) $ in Thousands	Sep. 29, 2024	Dec. 31, 2023
Assets:		
Derivative asset, current, statement of financial position [Extensible Enumeration]	Other current assets, net	Other current assets, net
Liabilities:		
Derivative liability, current, statement of financial position [Extensible Enumeration]	Accrued and other current liabilities	Accrued and other current liabilities
Derivative liability, noncurrent, statement of financial position [Extensible Enumeration]	Other long-term liabilities, net	Other long-term liabilities, net
Fair value, inputs, level 1 | Fair value, measurements, recurring | Carrying value measurement		
Assets:		
Cash and cash equivalents, fair value disclosure	$ 12,106	$ 23,920
Restricted cash and cash equivalents, fair value disclosure	0	2,854
Fair value, inputs, level 2 | Fair value, measurements, recurring | Carrying value measurement | Interest rate swap		
Assets:		
Derivative instruments - interest rate swaps, other current assets	0	320
Liabilities:		
Derivative instruments - interest rate swaps, current liabilities	1,617	253
Derivative instruments - interest rate swaps, other long-term liabilities	$ 1,879	$ 893

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Fair Value Measurements (Carrying Value and Fair Value of Debt by Hierarchy Level) (Details) - USD ($) $ in Thousands	Sep. 29, 2024	Dec. 31, 2023
Secured debt | Senior secured credit facility | Fair value, inputs, level 2 | Revolving credit facility		
Fair Value, Assets Measured on Recurring and Nonrecurring Basis [Line Items]		
Long-term debt, fair value	$ 775,000	$ 381,000
Secured debt | Senior secured credit facility | Carrying value measurement | Revolving credit facility		
Fair Value, Assets Measured on Recurring and Nonrecurring Basis [Line Items]		
Long-term debt, fair value	775,000	381,000
Convertible debt | 2025 Notes | Fair value, inputs, level 2		
Fair Value, Assets Measured on Recurring and Nonrecurring Basis [Line Items]		
Long-term debt, fair value	31,767	265,896
Convertible debt | 2025 Notes | Carrying value measurement		
Fair Value, Assets Measured on Recurring and Nonrecurring Basis [Line Items]		
Long-term debt, fair value	20,724	104,786
Unsecured debt | 2029 Notes | Fair value, inputs, level 2		
Fair Value, Assets Measured on Recurring and Nonrecurring Basis [Line Items]		
Long-term debt, fair value	280,887	277,809
Unsecured debt | 2029 Notes | Carrying value measurement		
Fair Value, Assets Measured on Recurring and Nonrecurring Basis [Line Items]		
Long-term debt, fair value	$ 300,000	$ 300,000

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Income Taxes (Change in Effective Rate) (Details) - USD ($) $ in Thousands	1 Months Ended		3 Months Ended		7 Months Ended	9 Months Ended		31 Months Ended	
	Jul. 31, 2024	Sep. 30, 2022	Sep. 29, 2024	Sep. 24, 2023	Dec. 24, 2024	Sep. 29, 2024	Sep. 24, 2023	Dec. 31, 2026	Nov. 06, 2024
Income Tax Holiday [Line Items]									
Income (loss) before (benefit) provision for income taxes			$ 1,032	$ 45,373		$ (39,959)	$ 230,047		
(Benefit) provision for income taxes			$ (6,509)	$ (58)		$ 5,159	$ 21,186		
Effective income tax rate				(0.10%)		(12.90%)	9.20%		
Blended federal and state statutory income tax rate				26.00%		26.00%	26.00%		
Subsequent event | BPar and OSRB									
Income Tax Holiday [Line Items]									
Equity method investment, amount sold, percentage									67.00%
BRAZIL | Foreign tax jurisdiction | Secretariat of the Federal Revenue Bureau of Brazil									
Income Tax Holiday [Line Items]									
Effective income tax rate reconciliation, at federal statutory income tax rate, percent		34.00%							
Brazilian tax legislation | BRAZIL | Foreign tax jurisdiction | Secretariat of the Federal Revenue Bureau of Brazil									
Income Tax Holiday [Line Items]									
Effective income tax rate reconciliation, at federal statutory income tax rate, percent		0.00%							
Effective income tax rate reconciliation, tax holiday, percent		100.00%							
Payments for other deposits	$ 42,900								
Brazilian tax legislation | BRAZIL | Foreign tax jurisdiction | Forecast | Secretariat of the Federal Revenue Bureau of Brazil									
Income Tax Holiday [Line Items]									
Effective income tax rate reconciliation, tax holiday, percent					100.00%			100.00%	

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Commitments and Contingencies (Litigation and Other Matters) (Details) - USD ($) $ in Millions	Sep. 29, 2024	Dec. 31, 2023
Commitments and Contingencies Disclosure [Abstract]		
Estimated litigation liability	$ 5.1	$ 13.3

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Commitments and Contingencies (Lease Guarantees) (Details) - Property lease guarantee - USD ($) $ in Millions	Sep. 29, 2024	Dec. 31, 2023
Loss Contingencies [Line Items]		
Guarantor obligations, maximum exposure, undiscounted	$ 11.1	
Guarantee obligations, maximum exposure at present value	8.7	
Lease guarantee contingent liabilities	$ 1.8	$ 5.3

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Segment Reporting (Revenue, Depreciation and Operating Income by Segment) (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 29, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023
Segment Reporting, Revenue Reconciling Item [Line Items]				
Total revenues	$ 1,038,771	$ 1,079,833	$ 3,352,964	$ 3,477,273
Depreciation and amortization	50,208	47,998	149,015	141,865
Income (loss) from operations	17,210	58,216	140,434	268,295
Corporate, non-segment				
Segment Reporting, Revenue Reconciling Item [Line Items]				
Total revenues	0	0	0	0
Depreciation and amortization	2,102	1,938	6,369	6,222
Income (loss) from operations	(37,251)	(31,832)	(106,076)	(102,998)
U.S. segment | Operating segments				
Segment Reporting, Revenue Reconciling Item [Line Items]				
Total revenues	887,325	912,972	2,904,602	3,011,197
Depreciation and amortization	41,922	39,829	122,506	117,367
Income (loss) from operations	38,853	68,014	216,014	304,265
International segment | Operating segments				
Segment Reporting, Revenue Reconciling Item [Line Items]				
Total revenues	151,446	166,861	448,362	466,076
Depreciation and amortization	6,184	6,231	20,140	18,276
Income (loss) from operations	$ 15,608	$ 22,034	$ 30,496	$ 67,028

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Segment Reporting (Income (Loss) from Operations Reconciliation) (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 29, 2024	Sep. 24, 2023	Sep. 29, 2024	Sep. 24, 2023
Segment Reporting [Abstract]				
Income from operations	$ 17,210	$ 58,216	$ 140,434	$ 268,295
Loss on extinguishment of debt	(225)	0	(136,022)	0
Interest expense, net	(15,953)	(12,843)	(44,371)	(38,248)
Income (loss) before (benefit) provision for income taxes	$ 1,032	$ 45,373	$ (39,959)	$ 230,047

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Subsequent Events (Text) (Details) - BPar and OSRB R$ in Millions, $ in Millions	Nov. 06, 2024 BRL (R$)	Nov. 06, 2024 USD ($)	2 Months Ended Dec. 31, 2025	Dec. 31, 2024
Forecast				
Subsequent Event [Line Items]				
Percentage of installment to be paid			48.00%	52.00%
Subsequent event				
Subsequent Event [Line Items]				
Equity method investment, amount sold, percentage	67.00%	67.00%		
Equity method investment, ownership percentage	33.00%	33.00%		
Equity method investment, gross	R$ 2,060			
Equity method investment, amount sold	R$ 1,400	$ 243		

***EXCEL 93 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (,Z :%D'04UB@0 +$ 0 9&)C4')O<',O87!P+GAM M;$V./0L",1!$_!QO;=!P4)B0-!2L+(/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*1#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M_" #.@&A9U&.#G^X K @ $0 &1O8U!R;W!S+V-O&ULS9+! M;L,P#(9?9?B>R$Y'&";-J66G#08K,.QF,+4UC1UC;R1]^SE9FS*V!IC1TN]/ MGT"- #E+W$5]B'S"2Q70WNLXGJ<.;'8F"!$CZB$ZE,B=\;N!fZ!3E9SQ 4/JD M#@@5YS4X)&44*9B 15B(K&V,EC]BHCY>\$8O^/ 9NQEF-&"'#CTE$*4 UDX3 MPWGL&K@!)AAA=.F[@&8ASM4_L7,'V"4Y)KNDAF$HA]6']^>IW7+:Q/ MI+S&_"M92>> .W:=_+;:;'>/K*UX=5\(4?"'724DKZ6H/R;7'WXW8=<;NJ?_ MV/@JV#;PZR[:+U!+ P04_" #.@&A9F5R<(Q & "<)P $P 'AL+W1H M96UE+W1H96UE,2YX,65M6EMSVC@4?N^OT'AG]FT+QC:!MK03621A'^_1S80RY8-[9)-NIL\!"SI^\Y%1^?H.'GS[BYBZ(:(E/)X M8-DOV]: [MR_>X%#BVR]*+ M41B1%G\@M MNN01.+5)#3(3/PB=AIAJ4!P"I DQEJ&&^+3&K!'@$WVWO@C(WXV(]ZMOFCU7 MH5A)VH3X$$8:XIQSYG/1:/L'I4:1IE6\W*.76!4!EQC?- *HU+,76>)7 \;V< M/!T3$LV4"P9!AI@S M&L%&KQMUAVC2/'K^!?F<-0HACA*FNVB<5@$_9Y>PTG!Z(++9OVX?H;5,VPLCO='U!=*Y \FIS_I,C0' MHY19";V$5FJ?JH.@H%;D>/N5Z> HWEL:4*Z">P'_T=HWPJOX@L Y M?RY!SZ7ON?0H=*W-R-]9\'3BUO>1FY;O/NN,=K7-"XH8U=RST$0LS0[=R2^JVE+ZU\CA* M]+',*

<$X>RPP[9SR2';9WH!TU^_9==N0CI3!3ET.X&D*^_VVZG=PZ.)Z8D;D* MTU*0;\/YZ<5X&N(YV02Y?9A7;>?8T='[Y\%1L*/O/)8=QXCRHB'NH8:8S\-# MAWE[7YAGE<90- !1M;*PD+$;W8+C7\2P4X&1@+; '@Z]1 O)256 Q6\8#*Y"B M?$R,1>APYY=<7^/1DN/;IF6U;J\I=QEM(E(YPFF8$V>KRMYEL<%5'<]56_*P MOFHIM!5.S_Y9KF4Q9Z;RWRT,"2Q;B%D2XDU=[=7GFYRN>B)V^!=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;LI2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODRWSEPVSK>_UIF M$RQ#I'[!?8]*@!&K8KZZKT_Y)9P[M'OQ@2";_-,;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-%^/%&*MIK&MQMHIQ#'F 6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_V]0-/;8--\R1!5XQF;8VH^1."CS<_N\-L,+$CN'MB[\!4$L#!!0 (M ,Z :%E47+)Z$ 8 $0A 8 >&PO=V]R:W-H965T&UL MM9IAS;V(S)59(%X(VG[[M2T#![H2_'+,\;0%Y'O,C"7F2.-HQ_CU94RK02Q3&R55G+<3F@V$DWH&)#EG M&QK+3Y;,1T3(4[XRD@VGQ,]$46A@TQP8$0GB5GB479OS\8BE(@QB.N,\6A#5M2EXO-FSN694;CX043C)& QXG1YU9E8 M'QR[KP39'5\"NDN.CI%"63#V79U,_.N.J4I$0^H)94'DORUU:!@JUF.?_>F MG>(IE?#X^.!^E\%+F 5)J,/"KX$OUE>=80?Y=$G24#RQW1]T#Y05T&-ADOU% MN_S>GME!7HI(%NW%L@11$.?_R,39#G%UMW13![FSR=22)HA5-.J"RT\#J1-CAVTI1W-98ZB+?D$&2M:$ MTV1D"&FN;C&\O=%U;H0KC"[1 XO%.D&WL4_]MWI4%]HH&3Z4[!]#AB[=G"-\ M>8:PB7N:\CBP?,:VY\CLZ^1OBF,7#\K,_&SP0?T]622"RI;WC^X)Y0X]O8/J MD!^2#?'H54?VN(3R+>V,W[^S!N9''=Y/,GL#VRM@>Y# [^(9YJ>RK CV_;JB. M%)9;9O>3#@E4-43]%TC]>DB?4L(%Y>$K>J(;QH4.#!82/-4]% =4-<0;%'B# M>GASR@/FJUZ(Y M!6WFP4]'O*CL>]&_(>5%P7M1LF9S(L20;"JKK$?9:DC#1 M5B0H:P@X+ "'0*%N8Q&(5W07A!3-TFA!N0X.]C!-JVOW!]BO@P,E#>$N"[C+ M.G(//=!6HUZBLQAF)M&T4]KF^?WQ\E,[>OQMBZ^(CNGZ:S&[<,S2=.>"^+]V3L\.!NI? WH<=87Z^P M)99O6S23][$U^DH3@=PUXQ1=LS2D6\)]4_'9L^A#(066 $@1_"\XY!'P\ MZ.:!H*AOFEK<-A*1548B"PXU:W&1(T^TA++#+,XDV1$O71CBRRG1DP9GF!IKJ MMQ- LO96LC&5EE-++@1/,#VYPE@H3HKV"#',;K*6%#VQZ8%UK0-J*1568C M"PXT3H8I9_/58+#!T+*U6&T$(JM,1!8<9^Z9)^MKOF8Q%(E.F. A[EI8'XE@ M:5.^,A19<)IY#H0,>VR)+/SKXC?D4B_E56\7V,EA420'75@+"5.JYF%R M#"=++>"<=OVB5!!U8UY2Q#"ZX56]:QH#Q?#U9K'N0 KN6$':LX MVP@PN PPN%: 46L"'#DRF:T8U[\S89] [PF5KGW@>E4;2QL\MM<1M)!E<)AD, M!Y$]L1N1,#QJOW)\VY!8C]YPK0?6-04MLPVNM=QS&U&^4H2_2PPLWS\3]!C*N2,(U:# MJ7;7X"=%EOVV0>XV.(H6P]ZP9Y17N(@7;QG+ <&/#X682T=C/%E_O0J)'@0TJ M*P_6-:V\,NG8M99S'(G&Y4QC&OOT!?U)M>WSA)5IFE;_-^A9VODA+&I*>;2% M!0>60R"X"Q(UH_I&95J%-@I.V"7EA*J++[6@;00@NPQ =LW]V/2.WE1FWU_MF%5M@\"RHHQE^+%K;FCM&?<;/]64L-TG]-GV?8\EL8B MW[(NKA8_$9AD&^-&>7O^^X('HL;+!(5T*;7F^84L*_^W!/,3P3;9KO>""<&B M[!- B4^YND%^OF1,'$[4%Q0_G!C_!U!+ P04_" #.@&A9>8D%R=X& #'T M' &'AL+W=OGT!PY.&'#^)V M!\5*;+AC\N>,7O*I,3\#CR[:3R>Z=IN'^]4/OO_?!-M0S WK.47LOI,+/3J=))/T((O65?I#_+^-=\&U!,L9=7V_Z/[+3:.H+)KM:RW MC8%!+9K-7_9UFXB]!CCV-"#;!N2I#>BV >T#W3#KP[IDFLU/E+Q'RJ"A-W/1 MYZ9O#=&(Q@SCM5;P5$!;]X_^[Z_=LWEV?,Q& M1^C3]27Z]=EOZ!D2#?]XDEW+FD5[M/P9M-^5FI?@\QW)/$CR2H%B*OUMBI;BJ^Y@@?8S MTTS*.;B9]]8V=Z0V+>)XG%L7CN*'>)),['@7X6D K)D6S2VJ.*@<4D:.CN3R MJ(.,?ZX+!YL])N=G\788\Z!Z."QI9V4I.[(.,Y^,5B@SH =.I;FI*#CD7'@ M\IH+X]X/@H?#BO \;B,,B",E5'=02 MHWSRP%\\QMQ6- V)IBI5Q!RY)&T=SJ"B>DD(&S2-AS3LT0H^DE-CBEL=YD8U=KP.'P.)1ZBG39%!!$E;! M=[(Y*G]LJA-;[C",<4'3,7L7D.+4YX])WM8O+(QO97-[I+FJ8,-_X[=OQ"%R M44&@#HR9VL LCS+?=H@,:DB>HH;5CNY>:OVL'>(8)4D\7F\.7)%1G^L@@SB2 MIXCC8Y/ (7PXSU,Z-AHN8(1)E.4>GH-"DO#V]4+6M=#&OV_L?"D;,XEY4_HX M_X"Z(>=9P'_OZ##F02%)&G0%YY64M6B>_Y)#"7Z)SI4YRD&MEN7GE:P67+4/ MC\SF1G]SIB$HPM]]+O*3>CM,R*#&)*S&5^K!(_=)F*)GT7&$P4 H=,>JCD\1 M2:91%)E_J%VQ? N_7Z17L^O_ABY>HD0^_BK;=R6.G6]@D+$Q)9"Y22W3-UYK7 M-UQMJ#^<@O7H2U[N/7*2<&TS;VN[5?%#D,,<#XT0Z0)DOE8,5(6$K MZ];>RA[JQ_M,I;[L"5R!8T\X;?BJ8Q\PLF%Z 0>!P>Q/%=?(+\SB,0ZTWI&;BWK_G+%&=_W_'B^E%(_W)@/7[L/G?,_5!+ P04_" #. M@&A9V@)'-/X" A"@ &'AL+W=O0[0 >1*%"U4M>BTFX7TRY,.!"K29S9!KK]^ME.FI$V MY6,:%V [YWW]'.<8N[>A[)'' (]I4G&^T8L1'YFFCR*(<6\17/(Y),%92D6 MLLN6)L\9X+D6I8GI6%9@IIAD1MC38Q,6]NA*)"2#"4-\E::8_3J'A&[ZAFT\-M#]R192S4@!GV)C/# M'(8T^4;F(NX;'0/-88%7B;BCFTLH$_*57T03KK_1IHCUVP:*5ES0M!1+@11D MQ2]^*A=B2V![;PB<4N_<*G!+@:L3+WUU6AP/QZA\\'UX&8X1M/+\?A^BDXFF$$F8A DPLF'-M] F]1R;BL1SE/5/(V96'&94SG1RU*+'4Y1CAM8X60$Z(1EZF(Y0#JQXZ1^;5]*P][6]^\I8AU;+LGOF>CO# M/4$UK9_7;][D0R)KZ-T*O7L$^F%UW'T%T_$Z MKN59W12\4#8%!-^CX;M ,,5M_CSWK'.PCBKKT/0"^*;*9WMPZO!7EZ0MF2Y)Q ME,!"2]U66U8,*^XC14?07!_I,RKD!4$W8WF' Z0"Y/,%I>*YHVX)U:TP_-0 M2P,$% @ SH:H60O.O<'R" ^RX !@ !X,"]W;W)KL1)8< M:0SD_OK;>F!9,ZT)9'7WPX+$F2-U3S_.C.;D)2_^+-="2.MUDV;EZ60MY?9X M-BN7:[&)RZ-*S+XRV->;&OE\73K-P6(E[5@S;IC-JV.]O$238Y.ZGOW19G M)_E.IDDF;@NKW&TVUK*Z,3L[V<9/8B'DK]O;_]YF M>Y95LA%9F>2958C'T\DY.8Z87PVH$;\EXJ4\^-VJ3'G(\S^KB\O5Z<2NWDBD M8BDKBAA^/(NY2-.*"=[CKY9TLG]F-?#P]S? VK[7Q8,Q#?(IYGOZ>K.3Z=.)/ MK)5XC'>IO,M??A&M04[%M\S3LO[?>FFQ]L1:[D9,]K[\ ;;)&M^OJ^M(PX& M \^@+8#J#] #PQ@[0#VWB?P=@!_[Q. <=D!M^JRQO79<&,OXI*3(7ZRB0@-; M]4OM_7HT^"O)]D!9R +^FL X>3;_N5[<7%V&Y_=1;"WNX<>WZ/I^8=U\M6YN MH[OS^TL 6.?7H36_^79[%_T272\N?XNL3UNX$*659- ,]L.M^5<;8JOU@_]JY/9A)>O'K\;-F^Y$7SDG3@)9GU+<_DNK2B M,"56R/C0/#XPC)^!P_9>HV]>NZ!&PH78'EDT^&)1FW+D?>;O&<[KX0PSY_N> M'OWKI_>BM,)5+E2%,]B%7$FK3).(?<@QZQ'N%ZNDU) M,1^>G8;8]XFKCO)\1FSF>QXYF3T?.A[#>8'/6\7ZCC&'![XO(^+$!SW/.IU M?#U/.'M/,,9 G.>E,,P7K]! (2[QH9\R0'),L\,HFL-Q'N?B)<8TA^S?-5 M/0\/$'P%Z_U[\AH*IS (,$Y]1XD]'$;)RJP4(<%@4\\3XD\'49LQV.V@T>> MMS?8,Q!\%3_D16UQ+M>B@*!+8XEV]@M/MX= BOB*V1B,:M]H]4UKZ[[^@'PM8IED3YCAOO8.U+=MHAJ.P8CM*R4DU&&^_M0^^?8C@"8Q[C 6YXL#<\,!H>"DB:91(W4A=F/=[DA4S^6]_ ;_^TUW!L:JNF MZRCN010KENLHP@.,* D18;!>WO0L)W:G%VVC[?\1&4QRVIB] D6:E++*:J&HT$2S0K MV6SCI!#@A[(4;>0"[C>)7I$.(&GND5'35U;C9L0@3%HIFHN8&R^_MXPWXA'8^H4:?W.<2PF'YKML;4O7K+R6.JRJ. :!+/-5V%0C[@3K,5JW'@+8? M>$-!T-UF..#\:KI"!NW.5/5 M%H*CKD^#H5+0"4]B5IY7>5E:D OBM:KYNZ1<;T35!1YAI?X@40=P/00IU:J! MCK)5VQ$BPER;4M5X$U??[DYF$J-X@@F7HLKSMU#_8F4"-]=!WM()'*8:C.&H MSU5]C>% %*AZ/<)PS*=*-0[74?,PJX-]4]0VJ&Q"8H54"'>00W04ZBA*0!@,>Z-0@, MP[7RKZ.XP]6.%B*P*0<9Z*L6(Z+2]OV#KM,WN=.!Q"P$KT19'E?9_V9X+&61 M/.QD_)#"G.=6EL/]3!9Y"D.? -54#CP2=,GF4BT.=%!@:\F@@QAG6AQ@>1,/ M= 7;"41]%HA;&&A.N4CS'(3C3S] 4_-^MBZ*H5U!BLC"@*@5 D%Q[E U.1#8 M%)2HHRX1$1RU.2$#^4$[\4B)<7NB62Z!8V#QL*ZVVI_W'FK\=8SZP*A(/I? M,2L,."I,:!9,? WHZ'4O..O8K]++D*,.6NZ(0V?)O"Y8U69FVB[S5'[M25O(& MG2-=6TZA"G$U>1$<(UKV8FR4N4RM:@C.Y=Y 3,.=G*5E.5OE.]HJNY4HDN=Z M<5?6(]? 2=M#)4!_H*G/*H)ZH+M!AJK;#F$C@:WEJ8NK;WBE:,E:T\^D1&U& M5*CG^5J!TF%0>%2=']DLMJ>JP C!P1**'2BGOO6=KJ5F7=MTLWZ!&J&O45V- MZGT- >E]#0$A?0U!&?*

*I;HWVI6?L;8N,[,IRK;85/?:YN0\T1&/=<30|A;!XG M;D!&" Y6H8X_((D!X*I9VQO45QDU9;'FWM@-=Q\$<1,FU%1?[BUC>I6RDP\S9SEZ_-S*!!RO3M7-^Q775Q"8/Y(^N4,,5@+1E5W&"*<+>_# MD=F);V86WX?Y:,;)9E[RPBE>_+\\16. [7%T1HFR(S0B;%PPU2W9P:,(LM-4/`MJZC!XQZ@&/<$Q;A"X?9RA8I_P9-Y9&XR$6XZ+APY,P)ELX*ELT%EM_$KH% M"#,O0+[C*$O+W#^C0ATJ4#^NH$"7;Q\10P3(F.T3KJH#,AI$'A#%;);Q-_WP;('|"4;Z#P?JF&SAJ&S16&S]B>G6.A6J4P\ZKF>Z]%KQR.OCD6_BTNGI*L-MM%+Q"(^RCSRH;$5ST$JYD/FV/DK\D$N9;^2!UR)>B:(*P\)^1UR^75Q/V}W-M/_L?4$L#!!0 (`,Z .%P0.+;*&0X *F$ 8 >&PO=V]R:W-H965T M&ULO5UC<]NX%?TK'6GWK^MUHWC3KM^-Q/9W+95Z_*==RI7ZY+:MEWJB(U=VX7E)D7J]'%^?:[7ZJ+\W+3+(J5_*7RZLURF5>_?Y"++\N'=*!C]\<7GXF[>M%^, M+\[7^9V\DA]\%:$<5MA6^*?A7RH#_[V MVDOY6I;?V@\]9^]&?MLBN9#3IH7(U7_W\E(N%BV2:L=O.]#1WF9\]?#O/J#3 M[<6KB_F:U_*R7/RKF#7S=Z-XY,WD;;Y9-)_+!R%W%\1;O&FYJ+?_>@^[LO(`MFV[JESN*JL6+(O5X__Y]UU'"%0(:$\%LJM3]U=Q7HJ178K@(S*I"HIP+?`M5>!FA;Z+#G<50J."L,,0[2SI#E6PIT*\]U!UE_$C'5LN\WE37Y0Q7Y8-7M:45M6OO'UB&VM16%Q:KUW9NF4K\6JEYSLO"_S1GPIFWP!5)NXJUV6RZ5R?]5+MTV] [2MWI?>S6=$.GWSAK?-B=J8N89JO"[@EZ1&LZ72SW"SR1LJ:@5-,BP8MR4X'"9NYK+QIN503TKR=*>ZEMRAK[&-^%&_6Z7)U-RU53E0OUTYUBJI&5K!L# M:JS\9N\\9.\\9(O->K__Y(M\-95>WGA?Y5VQ6K4&REMO+:NBG'D_JBZMY[FR-M[JHM,I'3-O[AKSWB$P(YB=-8.XF_K=?Y5+X;J4ZI9740O1Q=__E,0^G^%7.<1-M+-R"M1/X_44!:3,#R@4QIT&@EQ/`)7#6 M>:;6LVS?LVQ;B_;T[,?55.U8:NG]J'IP^]>K=BZ^::?$>;F8R:I6_5OFZ+YMW?O/9S4%>&K%:^BKV7^A3F:8 Q_3[H3+,&$RS#!!!*8YDI\[TK<.4BOU4;Y M6*DE1SE3N\2\@CR$6[,J]>,X-%Q)KO$NTE'M,L!2Z^,*&OS&F.6T*VR:+&<(<'-M?KAG*W2RI0G8(&CLO?96BE UR3;Y=XC)TK4R"*31V<;AO*("99B@F6GI(5 ML]BQ'>W9CIQL7^;UWL5!\5,J@<YVVF).%V!;-7O=KJ"M$VRWP>U.\Y(ZL]IN M+"2)SPVNG2T8RO5I-E-,FQDFF$"T]B.]VS'3K8_R_6FFL[,95W=3WF5;(I* M+N5J.YRG!S<]ASMLB'FGF;'K>6Q32OR(V!MJ3*LI)EB&"2:0P#0/2?8>DN!X MR.MV45AL9NV&6WZ?%]T"SWU0V/1R0B>X-7JGK=":BK^>%,W!(1QDS6WQ>&3^VE&M4U2C&2J:P$+3*3X0W0+W>GXXB1=UO5%4;U;]FWWU5K=+]=*9OFMRM4)VN^.20]LM D+32;=31B\E&"BI:AH&2]:.-]].N>= ![@X12$UWE<'-MG-]6Y7(8Z\P>=(R:.H"[#8-)1U7S4-$R5#1QK'=USCNE+G!+=0=ZNE3;_]Z(MRXU:!+;0%4=!% "[51-#Q4M0T436&BZIW0]8>"6"7L] MY23OL'4QFO D.(,NNW)ZU(68E-M@04 X)=;Z;A<\XYP14SS*H()!%,?,\#8!M%"11U!-Y"3I-+G'+*&%2MUV!BX.(*;%G3/57GO28',U-2^W:T?[=0RWB2F'?0|%8% M%IK.<"'>*$;A0C0"(-]M44%2U#11-8:+IG=4H>.)9>]_ &3(_@IGF3 MK'2R0I0G8(&CLO?96BE <&2X&"_>%2V@ET%/VP*.T< MO0T<\ R3,.;47(!]2@*A4/<5#!YGJ+(=*IK 0M-]X> *.]!4"?_]G%*%]B;`M*%.F!\K%D46\K<=%0T*%2U%1MP3Z MFD\&7D/,>62.<51U#;!*&>W;_':]&?WF@Z(42+,B/"2F7N%NQV!&4;4O5+3L MQ!X16%9UYCM5BS{CH5$*GN"TSEU-W&T8S/II5E-4JQDJFL!"TUGO)"WZ0H=' MW78&K_F0FN/!$05VX:@2%RI:AHHFL-!T5^F4,/KBIT@<I<%R3A"$CUDT9<) T ML%T!.OT9QF:0#+;,]A\RZ!T95]H#0l"_>+=(E5]GRFRMB9/$#'BZ#0Z=S$^R MF:+:S%#1!!.,3G"G1K$7."5ZQ$9/B,I=.^CDSVQ%*:+,GOE1K.:H.!DJFL!" MTSVKT^+8,QT2/8+,YTU HEL0!KXY[_=B'1,UG=_4@F3*-NYF#J4>5WK#0=.H[MZ8T]XQE1:JA:C'-S<753EYDQ^3% MTWT%|_HT&D<))$YI.T3K&?F 58(BX3W1VHQ!$2F)%TM\7!&SQ LX/,IJAF,U0T@86F/[*W4P Y M9F);LDVF8)/<" 5C;7)"M8#MOM*VE.RN~U#IV14MP536"AZ5!0R83\4EK M+N;M9#3"6&(]"1@HIW@W*0>2UD@2\,@0"%*@X%G,0FH6S*"""Q*>)F7$K@(D M/MA0ZGW;"64<,VEM^_P6ZCMZ&_45!QO(:.-1!+SC -5NBHJ6H:()+#3=7SIU MC3\UL>VXCT)84F8F,LQ!Q+;N#4B@<0VZB M>Q#@=<0]CSWGG9;%7S*QC:,FMJ&B7;&BI:AH&2]:P$+37>K@Q0<8,SX U"G. MK&42]\TN*\^L*\@M-YZDJ':%)#-O@,=O-.E^#/GM"HT6&<$FN.1^D*OZ,.6T<4I-\&IF9C.XV#&;]-*LIJM4,%4U@H>FL=Z(3 M?Z&<-K>=PT<4BGBJEY8&O"01G- M= 34DYP]33.?F)VA6A58:/IKCSK-*\]3+>@MML8K0T$P[<1L<.MV?9#-%M9FA MH@DL-)W@3LX*7R#K[8B-GCPE=ZVART,(2%) NC.JT105+4-%$UAHNF-U6E[X M3$EO1W#IGEXG8$EIN[A!\])YA,44UFJ&@"""TWWD$Z]"Y\Q-RZ$A#'?>-HF M]B8,9AQPU-PX5+-%$,T>[5^>\]TQ/#9\V-VZ%KQV")M<- U051T5)4M P5381V M:MQAY^J,=W)?B/GV!$?'L+ 3>=P!'3?M* KL!5,D/%2U#11-8;+H7'+P_U:TA M/BE[&MJ):6#4%"AG1TV!0G#4%"@(1TVA@F#4%+],WJAIV*IT^C>=@A.Z%1RU M1_*N'R79QOQ'F/13-?"X7, ^^VK#RY7"_*W^7V)ES6;R""Q_5&PO=V]R:W-H965T&ULK59M3]LP$/XK5H8VD!AI MTY2WM95*$T8UH(R43?MHDFMCD<29[;3=O]_9"5DIH4,;7Q+[?,]S+S[W%MR M\)2!C $56;9+)OA4KE9_;M@QC2*D\X#EDH#+C(J4*IV)NRUP C0PH36RGXU3T M4\HR:]SLALQZ%")2R#&T%PB;#+)4A"_[5MMZ%-RR>ZIU)D2#&T%PB;#+)4A"_[5MMZ%-RR>ZIU)D2#(W?E:<5FU2]?C^SG)G:,Y9Y*&/'D.XM4W+>.+1+!C(:) MNN7+"ZCB.0Z&/)'F2Y:5;LLB82$53RLP>I"RK/S3596'-0#R-.,<"N!L MP7 M)T*T'FM!;<"N*<UT*T)G2[C-TDSJ.*#GJ"+XG0VLBF!R;[!HWY8IFNDT) M7&6(4X/1Y#J87(Z]X=3W2##%WY5_/0W(Y)R,+H;7G_V C*]Q83+ZV2'L(Q,8UY(FD6R9RMT5)NS MP\JIL](IYP6G.N2*(I$D?A9!U(#WMN-/MN!M3%"=)>ED]$RA%;L AP=_%4A@6 M0D1R$"3D:8K'7!8H(;M8!,HD($1#%50FFLXSI6VTQ:!WH,!?K^7V-DM>D M=.0\5!+_ HO0D(VZ=$7=K1H9A6*1%0A5F2\!%C+5%.E6$MT03F5.0^A;>,-+ M$ NP!N,?M0l;GYH[(BW)O+TUI:]^JA:5$;K/VZ;C=(/>PMY>M^_]!^3"XHF+,,DD2 MF*$I/!KHKBB;;3E1/#?=Y)XK[$UF&./[!(16P/49Y^IQH@W4+Y[!,U!+ P04 M " #.@&A9KL _%W,) !E*0 & 'AL+W=O-="B+]OJA/WQ:7DP"C8@7/%?:109_MIOD5+PKM"7#\U3J=""Y3/IB_WGO_;(*'8!:9Y%=5\:=8JO7%))5]ENT)!MJQY^YVU H?:75X4T_T4[V^@UWIG=N\!N=W*\Y?OB NDK M>7W/)[-__PM'P7!LH;^0LZ.!8(>!8#[OLZ]0C%X5E92O8<7DU8;.HFU57FMHN!H!%U_G>N) :4I#5]R2E_(V=& 18LW!:2ZRIA*72Y1MJEP]O\T- M6^2-NZ@W;YBE 0X'TVLSPTD4VJ^!0M8(JOU!H*61>[?2,;_Q" MREU6YASEE5368A:/H:4I'> ?&Q$;.-G!_3),]&O>%W#RKL3*P6+L5XBF15< M O3-!N(,VL R3B &(?#&;!9);DCO))#'"*DWA%N=+(;X07<@L=EF0@>020;Y)(UAG2$CI*8XD$,8ZNS)(5M(>"@(\K 7\;]\LRD?I?N M!0%:[&B$P?PKC!4Q'0\E<4'I$M M1&'IU HY'&,A%$*,'ZJ0-U)DW3PIQX*1.4#/8RIG.ES$MY.QZ(CF"QGV&OLJU06=`4 MQ:50N|HQ0V-R/--I$D5#E6HS)"0.DL@Q9QV18C^3FB1N!\GH57=^CUF0X'2T MN,96H D<=$\ZKB0GN'"?&+Z%94--QEP(0PRL.;SI-D-"("LV<<ZJXUR.2 WL+A599!BG<9,S')& !_#>7@KG:M%(>Z,*+6CMC%\$(T&UF*&:4 .6*Q],2@OJ,A_K+8N595Q]G$S]FW M^S6E.\KC0!ZR6C>2=L@V"@?]C8=*"UV+HPMR1-_&3]ZL6M 8)K0V7KS7#]"9$ MKK.:6SHV)\D32ZN+ ^YU-&XR%Y6D2) ; :$?SU$_SUT*]6BQV)H'UUEA90>-6 MJKHJ"EV-1*FX[NRM4T$M#,[" <$CT-K,P90XE13N:I_[N^$KC/&-WP_\L])86 M.$B&0M!FQ:A#7M&.B^D)+NX5GV>!MC7,(YXZ974,NK<=?)SCVKF9@-D*_4> MA16JA2Q)%$;IL%+;#$-"F.,E11V14C^J&AVX%%H EI"@VTPLM3PX"=S&M%)@ MALK,;I>Z=@MIQ[?4SI?6IM2O7JUQC$DU"L-PN'EE,3O#+ Z=<73L2_WI^V&U MXKFIE?PQ;I8'H*_FJ+DV4LV$J?G87/"_=N(^*IBC]%,+I2:@)H8!6=IRZDS9 MCGFIGWG-2<*2@Z2$!#"G">9*IT8;.)M1"(=MT5KDBC948 0@.+%OQ.E*5>@^V-+:]%M;2&9]F0AA(;#_G:.M8I>PV-4-THZSJ9^S?RD^*!A/B&Q,R@F-Z*A.6,RB,$[M@;&.NUG@;7/GN^VV MD;2@;_5A2%%)O?%ABO. ^!8;EV;PI "1I;7&95R \M\5]*6_'0}}) G9"$IBJ MJ>N\..9HF=0:]IC7&4VJ^KR-9VQ& ^;:.6(=_S,__P^;=I*>PYJN= MXUB>C?D=IV$PK.P6,T*(JV*P3@OD"O/+E4\]1N_&H+ MS019#OPAQ?X8%)093)KQZ^09B?#1;SF:I:Y+9ZN2P!CC6)B2*AHQAL<*AN^IT M$H;Y);S.1=ND9$4!N66F#"HIK]&B FNS(X)VVW\V!):=B(2RH1RU M1+E&H-,TS*]ICK<+:S.%;GM=Z4D\E6./W^/4;-NP?+59#R-/>"VL;7M^9]_CT M&PR[4C4O?!WN'MX5O#1OR WNO\?OKIHW_CHWS0N(7[(.1*;RK"E\;&-*^ M;MI[:SZH.FM>BUM42E4,<[GF&4RR-H#O5Q5,7?M[_]#ASI#W>R,/ZBMPRA>G-XZ+,E M*J4?V$H9O)E;5\[6[?-+*:"AY?GE5RHJ0!?EN'N\-62JV+9;RV1C@U MQ^B-CIY,3F@+]+_BG5BO?N1;DRB_?6A*47;TVN\NWJAS"YM7O4V#T9/2EP MJJJ'&+WNB]%P=/*$O.,V#L R/?&5S)3%[V'=+E[U;M\ M]M/1R^'9$^Z=M,Z=("7]?Y?F_X,\=2N S$IK 7PG_WT:G1T>B8F#H*\>$[W MH^'9WK?\[NA,6,?'"TM(K6U;2K-/+GX5=F6@5*IQ##KW(I*]ET1=UY3-9J']3/ M:^8P1^3:.+- +?)\UM"$D"/D^L47/ME_&>?7Y7*(1VT>ZXA8F](U0\ MDV5U)GZGT$RD&XAQGFO*(F+VXR9@&QJT8DTO!.KIB)!?3"6"3&H%=*K):RYJ%!TGYT'3+37LE@NG(F4'7X'D 4==9EG40^G0)B@$,)D M#3=A#AN"1 XP7 MQ;I(@M8BMPA(@:+ C)*).")K2)#;^I?W-K]8I@MZ?M4[IV+Q2PCBUK"I6JR'N*.M66T8P(TVE"1&T@>2?UB.'!<,C<<_C*8#L0OX_%MRQ'H%A3Z0@6U-YX#<1,E MV@]&#*T'_B#<)R4$ M.%!'G^J40S+(,$T92[5I-^THPVK>;76YRC05K8-2WB$/C8E7'Z_?=VK7ML&@ MN+?$<[N^Y"E!]HVHE2276:#DY&P;*Z#> Y7/)*4J@7DBSKH0O^%U;Z&W^'W> M$&5GE##)EE4T MQ&Z@WX\O%(=2$E\)@E!8Z@#0]HEGNE.)(_%E515:4;L(SOHJ:B[BR|"_MJT?%;&O 2-7?#/_(I*]RAZH-EU&E#%QD^&HQ&"\S]&G)WDK7[H]EJ*>;[&;,9N4/,.7U M#E,0.9[U0D\V(0X*+#5.B=$_.50+&>[:RP5FD(4,CWM72Y(-@CH27<0C I4! MMG%_Y#R#HET(URN\]ZX%NS!]_7=@^N*[8;]-*ZBB5AAKM;J711V9S[-&Q-2N M=2N: +G30NP.X!@?[Z5#_(D[$1R8=*(=1(EE[.%SU%I J0%GU0!BBO6=`Q\ M<'0T.GW10H+Z46U^?)/9MPLY3C8(,^^]{0#, M8B^_F_'9[A^P84T"KJ#!9(&LL8,T8O F]!T@[6&, &,%$@[GPOBL@ZVO'?M>_HXD@"GG9XGSKT]W/Y]0 MXK,C'F=>%)N,XFQLVU:BI;4CB2@.XYM'?L\AVV#$[NVR,GROF5T<]QVCX*U ME)2(A#;*-BRXUVC#Q3K!$R*:.I@\V/,$>]@![!5?8ZMP\!BQ[Z,/^:6]0(OD7A)D-P99\N502$Q4M MP'OZ..-3 M;AOL-A/$Z12+Q6)6[2MC2QZ*+J9S*^?0\E6G,1)/1]G\R$BKR[OB ^<-K*-[MZ^]JF3&>_#XOJ_fX-_-^\;[?K\^+"IS[4B]G,^U>5@5L;T_]K'>FG\33&<^$/HG M1PL]-4/CORZN'7;]3DI>S$U5%[8BSDR.>Z?L_9D,_W#KX6YKS?6)'@RLO8N M;"[SXUX4##*E&?L@0>/QW9R;L@R"8,9O*YF]3F4XN+E>2__8^ Y?1KHVY[|\ M5N1^=MQ++>R0W$[TL_8V]_VQ6_J@@;VS+NOE/[EM>Q7MDO*R]G:\.PX)Y4,5/ M_?LJ#AL'TNB5WQU@#=VMXH:*R^TUR='SMX3%[@A+2P,5YO3,*ZHPJ4,O?<3BZ,/:[@.Q?D6]W MO:@WA6PW<5MP;F>&3&R)E"VJ^?%Z5)]:%-6X7.;&>+S,BUI/IY,=<-O)SA>_M>!UTNO*DUH$]!'B"_7A6U 8)W&BIR>@'ZXYU:*NQ6?B&>:[_9QVT>.,]!JPN M07-W*$VH/HW:A7&%S8,I>3'6WN3OR>WGRYO;P>"*?!L,_C$D@ZN+P049#IYO M!U_.!C<=BC9)LB$)LI?#1>V".$BWRQI6U/OD9C"\/?UZL MSS]?#@=X]>O@ZBM(N_!\/1P>DE^6?J3'=V3HC;X+.@SYF2B64J8X5@E5,CP5 MCVD61RV%)>1<.Z='(_WNIY2SY$--+KTN"UV13ZXH2)\41E,9D5@HPF)%$PA) M(DG,;&4F13U;LT%/)AG)$LX2B57)$W(Q[*@DDPIT=<.97;3P'=ZOOA O@$\ MY$P[PH3&%]$O_T#"]!*HH&A=!;'&(TS1415!(TR#IM:[IV%V=`9T CNIE3 MQBOBE(DT["#U\LEU:XG6 3ES^I\"SO"$LD1UBB&#,KCSU)]MH_+I6DL8(H0 MC'!%HS3%1E;Q.VVM=4RF-!+IBIW%@G)H:?EO&XZ?X5X4Y&3A@AA\1=@;8BRI M9*(EICOJP?BO@ZO+J\'?"8_P*)4TCC.LN: 9HA&(B>"XJ0!/F,C3Z$>H#+!. MI2(X!6^4B*A4$79<)<-*1*,*$)F 2]2(2,5$))T*)OXQ-'G..)7$' IYP9)1X M!@]%RQ$DC0F#23(E2(D-?>'%>A@=$$,:5? WB%24!4_=8!B=V *2!+Q8W:(M ,0TBT@C1$ D02+(IX1Z!-"AEV&,&^#J0OPC^+U .DD3&'KZL0.J !O!+ZF MI@AX5I,&&$*<)4E8)\A>1O[[[*\QZ;(M\/7+6A[J[[F=+W3U<&#O*W3,+4%X M+.LUP?Q7%^@5: RKR(0*?SH:H;F."_N$%VAO>0[)OY?]8@$$:&#FH>L_W:N) ML_/%O.CFPZW=;6U4+0K#'->PU"8K.O:^+:# =ZCHD177.M#QVHFA!]3FI^M M9C3CNO:8$ULUO6H5KP[*Y[;]:5GDH6T!NR7,!K+#Y 9-=5#[2H=[I2QLJ2D7 M@_.6(MBJ!+1X&R\QY>R6[\H=!2N|EG6D5OA[7+5W<]MO-Y48>INVX+&Q.! M.,CM*$7>23LWZ%NI$*FK*HP1U*2"(?V4OIH$O_T#"!*HH&A#M&TR\\/$P+2#SA.9,2*3M7_(>=1[1F6\+MDOS(0M6:CI30ZDJ-;(AO9P:.OI M ?)MOGG7SV+TPH[*5@=K6T*"92+43ME4D:TP"P!S(*3[D.,<-WY+C?P5R>?MUSK0[B#:TIAVXUAFI*1F195%9Q_NH (DYC%.T6F7R&%1:HATKM!DL]M\X7 M?[2SYQYZ<";WPS-AJ&)]D,24:A=!LI,,L=Z481NMI(JT)+"-), 4C!6ET.FWL(:S.WJ6[ZY#>K[_9-1"20[2&#]C>G7GF;>29.5])]:]> M(!IX+'*A+[R%,EVG"RR8KLDE"MJ92U4P0Y_]QZ7IE(@\'C8:[?7K!MN/"ZYVYMHKKGLC0Y%SA1H,NB8.KG)>9R=>$%WF9ARN\?QB[4N^=+=H\)FJ_+ MB:*O^A8EXP4*S:4 A?,+KQ><73:MO!/XQG&E=]|!1G(GY,_V8YA=> WK$..8 M&HO Z/& ?EN35G'W?8-^Y6*G6.Z8QKL,O_/,+"Z\$^P\RG+,R M-U.YNL9U/"V+E\TIN/_E KH+YBZ1PU_ M]>Y(@TL.W_NR41EK[C=FN^E,+UF*%QZUBT;U@%[WPIN@W?CT2BC-,2C-U\|_MLVYOQ8+9 B&5Q5(*MROG,%R@;N6)$8 !E0Q V936*E3L(;5BE$>TUQJ2C6M M*R014LF)\;13-02]1,5EIH&+C*?,8'8&L^OA=|;'(_@>QU\2B$>#>% M_OEQ M-!S%S]:,/,@)DR@=0GBPUV=?'D,2367Q|&4^WAV?:?TDZ]R4U-Y?Y:2V!P%!S# M>PC\L!?0, _*#1@1#85)9GF$Y7-4'D/0@:#!]HMF$#;_P7,(?1/K'/CA_0MR_1Y7DI*2;H^9SN&VT'+]@3^2=3<8S?R.T'3_H>G:\OJ,&S3CT@L:/FM=O3& MPKT'TC[MVR?B<*X)\7/^?V1'&B=)[_I$*D>9F1[8T/5)E4"K$FX14W"U=$Y MJD"TFY%^Y;KV[3')N",:JT^3=G;TU:B[RW[?Q1U@5.L.T"MQ(%QB"H [8"=8^%F9RVA)(595 MMHDV*TD6=TO;HW YPF>*+W_FF!4O6(8.]== HC80N622;@82H!S(/$/E0TD, MK^B[!*UM_76F=W&+/-Z=R=AV/AT*%RW"7PZKL&5ZUL+Q.FES0UN0\9'&<_ L M<5>8RGO!_Z-H73;'-@M'HAAKH ME,X^$0^^H(HGICC0^V%$NB-!B1Y.KQ&_$H&7Z+R85QDI+(UJ.H7_32Y+AU;#OY ^2T1Z*.MJ2X6_H)?7[;I6SO3DL1I Q)\H&R*%)VHI&2H[)\1D&;N=MB&9T%;B\T.PD1 MB32)VM;%_[@P=VG-V1TYD3KVW'O3Z@;F2914T4^:[)L$1]U]E/#;S;,SC%Z M'X6U)LT\>6Y30[*"DV]AU6AZH:B"L/HQ=KYX4 A>4_!VREXAG=WD6%Y1129C@7? M@M#2B*8GQE2CC>18K8.R5)/&>]J:4I$S>]-A,_.N)0GL*"E@41=0^*^% MAMD.;M9!>>] C>"&UZ]0D-8YS5_K#Y%6S]W\]#:?+Y4PV)*,3"^M!4O%(K>GG3V[D MG'I-NC)!A^A_U[@_B<4W!44UKS$RL1S4&154C"VU$J"PL,,5TVKB"D@OM;Y MSS(@=0XY'UM%"OQ6FD#?21RJP^VE/5^AD8Y,$ M,)]2(;@.2Q+:3N1#DMBQ$T,2V5Z8F-4H@'2]QO:F0V,"@@T.),U:P12C\@R6 MBF.<0NR.XY#4R4DQ;BGG ,(HU5TCI MV#V!. @@M/TH[E4TMQCNB4 7]${(BWWP[<1Q>B'?#1#YU2YE?L7TR';C $;H MQ"#9FSZ*[5$2[_SX?OX=@3-P$C.$C@X%CI$)Q.!W>C(.]1^$K_5Q^2C)6[,7E M/W"S9[MA"#[ZQ45#7!B%\W<]X[@HCIPL1RT853*CG4R1'T6/T00+5;16P M*2I:K9#F/H5M(W^)]Y+Z&1_*IA598;@<)?X@PE>C+'?UVY7T2X"[R.8MQ7S7 M6*&I;4F5*E&]DQ88E(9W\6BX4 =0@I:ZH T,%#3?()@&V/;IH*5T%GC.N8&? MFPL7!&%(",<[5R/CGI\,WNJ&ULI5AK<^JV%OTK&GK2(3/$X >OO&9(XL-AVA &2-K; MSIT[PA:@QK.H)(=#?WWWE@PX";3G[.9#+.2MY?U8>TGVY5K(9[5D3).O.9*I M]\I2Z[5YO.ZB)4NI5ZTLSM-X+7ER+7"_&.82[*5IRF5FQN6B/55QU:LJ\9U[=0X4; ^^7-$/%FS#N\!H)^>^7? MH<0\99GB(B.2S:\|/?^)D!f8_#*$V5]Q>9GF$Y7-4'D/0@:#!&\56E@0ZQ4&C$ZA<.M7M@M2Q(S C?^+#KNT?BPXO)XB_[9Q ZQS*ABMR+YA<=Z>57I5$C,YC1/|%BL MOG;B12)1YC[96]O KY H5UJDQ6+P(.69O=*O11Y*"SJ-(PN\8H%G_+8/ M,E[>44VO+Z58$XG6@(8#$ZI9#<[Q#(LRT1+NDDIW=F([*!= /\T]0G)2HP4_ZW6OU#6#62@4**.8BL MGHBFN;F%QL0ZZZI^03\6I^X,$U MJ/E=O#9KGM^&]PLWNDWROS=_9A4F62^YU)NS#,I#UHP]**P=P@P7[-TQN3>M<9Y%21XS12AH0YHG%6-)'S.SK0XBR&UA,9_@&H8*FL!^A2!5(.+6U>Q)*/) MHR(+H#Q4 E,ZYRJB"=DP*FTR;!H@^'R%F#'4%$1[A?E0P(4%E3'/%]:TD>0: MJDN)@O0 N%[:(H$C;S C="&9;2SEF& M<-^_'M'SJ>VIY02'"*S!V41*^JDL(5)GG%87D4[KW&!9FA>W%*@";@+K0SC_26NF_L MQZ_L<8O@>G,.[:OTOTR!>KVG<-SKAZ0_[@VGY*XW#[S0[YEIK>"WD8KO6;K9) MORA^U3L%IW..P,7CF-4 0FP%!6Y0'WQO#W.PC6^V M#8/$_>1U'++IR/?'),3F=1D'4%=`0'6,W.$X*ZRU%8;"K;N&5;_]*SK:MLS6# MEE"(!W8MDZN8[GK(M+15D_=T0KW*XF:^*RBM O,1(E\ MYG${3=SNB24[@M**/^PQTW"]?.NX0(+'7JD4)B'PJ /"V2O);ZZL:,"'K6 M2E0F@BAN]P/P,!4Q2XKR,ILG8O:&.>62O- D-S1\E<4UD]^U=1_8I;]MHRW% M:5<@^WPFZ< DZ@0O33;,&;U;QWF5A)\{FY(=IV&>[C3CWD,3,9Y/3H3V.=PR|UA M).^1CF< [%D;#X'DA2Z\[8T^WSO665ROS5&/VW.OB$06.B\;8!E=GT MMY(:=%]1OA.IC_4'6ME8[0&83&V3OI*Z)8<%(&MP>GC9Y_^(Q+W!-]IEP.G, MR)2RS5O6 (A$12*"%,WPY=$PEN*)(>5Y2N@.H-ZF$0MJU79'\W^,=IMZR8KS ME!9PP+,P2Y$ "F9SJ5I+#[G5D>]KM,Z/;&=Z[1/MC*DO^]]T;4BR9YJ[6O M#TYRGZ(\^ZZ3>,;$(D$!X6T>H=^)=P)EE!?V.;9/G'@-^C^VX?[M43B<[*:#AR$})?\5Q2.,A?6\ 0M% ?Z JEAIS.$8-'NI,,&ULQ5EM;IXS0XX1#9=)(#B6++EEZ0-X"1N M-XL?1+W%H?#X4!+M.V-)*]BD!?2;=M?RZ?7> N'V*]#,GAS##/S%#0M'Y2^,PLA*O:89X7YL+.HJO+H|\- D"Y%STU*F*/!FIG3,*]SJ^:$IM>"I'91G MAU&[W3O,N2QV3M[;9U_TR7M55YDLO!?-3)WG7#^=BDP]?-@)=Y8/;N1\4=&# MPY/W)9^+6U%]+,]HW!VN9DEE+@HC5<&TF'W8&85'IUV2MP+_D.+!-*X9[62] MU!W=7*0?=MJDD,A$4M$,'#_WXDQD&4T$-,[Y.7=62]+ YO5R|H]V[]C+E!MQ MIK+?9%HM/NP,=E@J9K5,JAOU\(OP^XEIOD1EQOYG&M*X;P(#:5RO0E:,)#+ MPOWR1V^QHH\2P,B/R"R>KN%K\);GO.(G[[5Z8)B,1M=V*W.T5!,%O4ZVTKC MK<2XZN2V+LM,P,H5SJ@ESIWB1'"9KX7!1,)_#>.|/*ZQ%(PX3/^^IFS=Z8=XA M^ZR*:F'8N$A%NCG^$#JN%(V6BIY&KTYX\H6BX8!B]H1]Y7Y.JN-=^Q\G;^U M@>#HR)4_AQTC!'Z7NR<_/Q3V&L?O[*!{FH# MW==F_QN>>W7>[5K_H+6NJX70@*W6D&3<&%&9@!60"EBB$,FF$BE3,P8Y-E,9 M*$$60F!&&{;)..PC;$2ZB7M#K=]DH251=58,DPAY MSZ>98 =L+F<52[A.O?K]8##HIUX_Z$8O#,D71:[TEX\Q0;?78V$GZ'4'+PR8 M:5AQ(8T0?E GZ_^&~_KAR\,A61?OT(8O)TN"P?83IN=BYF T=.UXLSP#!M. M5)Y+0Q1J6!@&8:=/0]J#\!5?]8.X%[$XZ+;[L%/8QE6_3U=0)VC#=I^42A]D MEC%X NZO>#&7I_(S@$U)_#DF\:*H 2!:S!A"$T"@F82D MU/86,)@W9[<;)C2(F2QD0)0XR<'B*!ZM%G>(LK34AB18Q E!+V4R:!&M]]FN MA&XUE?KYIT$4]H^-@TU#FP<@$0,R67%*%E8%FM*"Z7NYHO*"+9B! %[X7;@ MJP7AV8G&*%BW;A@F!2X+59&#%=Q%COJ&2!93?]_T/]JWV@'@JLF\F9 MP"RFU8)=DENT">X1$!7.%@#,A73B@&!M15,E++$(T>)>9?>D< (A"1SP1,+LM3VPOW">@=L(V(F$O=MBE_%8#))E,7 A'41 /,A1A8125D(5_M M1?NLUPVZ0\BT@^%XQ<W AP-V)(S8, ^M3>0;K3#WHAT<$@#D*$^'^>_5E|KH1%MJD^2.J\SLB7CN=*5_,/1'M[MMELA\G.6V5(#L-D-PU9__<2Z\3FL$OD4RJP_M3:+G""[=&GL /8QI_%2_;48N<.W.35:B$!9P&("7%GF*#LNF7>3;@YB$%P M=]AJKW2"0NEK7I);{8TXDH#K*=+D_XWPE36*&?.EZ.Y%C97!+1O&IIX.;4" ML 5=!;M4Q?P 09G;=1VJ[6M+!ZFHN,R(^>;@L>7&W|!LRV)@L@H_(AX-G@7C MJKQIF!4/G&K^!^#'812$C76JL6M 6&HIDKPO=8M9WC;]P2(YA["&7+L2B"FB M@"2K4THRW4XK^G/7;^&@5"FKDL,:,S^R3,RERO>QZSF!7]A(,,#Y@150.;_!'M+/2RM7[_+E%9%[=.V-&R:!$PTH3"5-K/A[TEHJ5G)G[3:2!&P"J5X MYZ-=UH^"89\"?#@(ANWUP#5EA;U@.(Q9.+14<_WB-L,(N1|)SS)%.R2&"_M! MO]^AJS@&$176WXOFOL_0/6>(%*UY_G=Q.1E?G%U>?*

V.GH@="T\A;B0R_>;,?M-M1'$+^>7=\]M-;S*L.8SMO'WD")KP$@G]B-6%SP%+^DQ1<%#-YJ]&32XE0MKK-MH&+\0OK]/K]6U&S;Y>+D(J&9,@!-A0.MR2R:-4)WW03P?L01/EJ9G-K(/-G/5=JFJ09!]H.E,%=EW9\M"#V:U";,E3-MX-M366ZTU(D-~SO7TTS./?/7V}]^IB)46LAD@=Z[0E@PZ/*9/S$?CG'-%C-T-M?-X]GFBS*-I>]J=NG*RL!NI-M%EK5]\X6M3<4C2(8F?3&(6F])GB[;PF-V730\'&[U,$UT?7MATWRB#J9*HX<5-MU-,)"S=;J*NWIF^V1P-(C;A]_(9Q=D1XO+_T5*G5O4R[V\TF]3FCDJV-J+HD-M2^^&2-I3CS//W5Z-OT90#64]V&/]*(E!{CUYT]9IK15Z7]3-SA+/OO#"T=D!X-M9>C2TZU@*K7\T4VW5YMN;L53]\M;J\2=!E!S-H4_"K#B,K*;-'G&/&69R771-M\UQO!R&H2-4-G2E"M$:7C&Y/;##$+\-+?#,$?=38E1MP9*;I(J?\?F<:C#L$<:'F4MJ=',$);F/F9[$@DRCMO-,ESC*1[S:JM%5$F<-M%'A_89VZR"1VX'H0/[O5Q9_.>&1*HBRC+-&1X=$Q+X;/%-M#1'A1O5NRXPW%O-2@*X8DB21%S3O4"+&)D+Z7:<@\"62)XS]W-E;%=,MG8Y-MB=[,5*UM6$)?FZXV^WN?E*#S#'=L+FVPBMD,C.L,]\1,#5:-]6R5EU@.Y\02MS!V=G>&N1#+X^E=-LH;-B@D.-2A9K[8WM3!5ZCJN"$"'$+&-MA,J#V^N/-P$KL]88G%$$)?9-R)W#.URO)-TZTOB24S^@+3<3€(E+]SB8>DK,#&-MFDN&4/!-095#@RNL]-Z2X;#D@3(J92)65DC=YH%!7A/I.SSF'U"=BK9*8R\-MR+F^8Z.TEX6D/C%%HC%Q,V;BS9A*I[>1F8-3C44,8LQ-:-MP[=,,N'JD(/QZEO]>FOMY/Q.4,W\=DMN7IW\V(^C1TX6,<&("N5)&XF*#Z+-MA]")1B^:*,K':3Y(WDKL6W6E+BY6QBT]OWO+C&[=7E.ACH*-_*B<=$8-YN*UY3-MW9[MMCE,\?:ZO$-B+Y7F6F9/]X3":%YZ&3?YXWVWMG"KIO3/?]);4S+@2.]OL@,ABVYH52";<+-+:=%:OSA[6-M-?,^:;^Q)\CT8G(^8GN"@VUHY>N/I73,7T%&Q]5U>T@$3TH[U"57N-MUKC)UXL^Q;U0ZN0$N:#K!K-MJKK"[HMT?13Q-=Z,V)?QS<7U^4LG#"J=@-M V(-KB>2'2+8^B3€U=Y==NSK(X+M5VB*-9G"LZ>-,]-V.>VP\5$4[>SSQ3"P=-0]MOIB?,!5\+-P0$4-A,9.61U,8H'-M-#J%0-&0'AL+W=OB!1Q;#]NQTR1-'BY:(#8;)-DM%HO%@L;&%A%)U"6I.-FOWQE2DN57ZA;8-M-HUMBAR>F3ES.-3Y2]HGG0-8H[EN:[H),849X.!CA+(N.[+-G)\LIJXP9_MJN5%PIX;!=EZ2+PO/$@XR+O7)[;L7MU>2Y+DXH<[A73999Q]78-J5Q==/Q.-M/?-@EHFA@<'E><&7|-CF[\6]PE^-#QDHL,LBUD#E3L+CH7/EGUT.:,R?\0\!*-MM]XS\F0NY3/]^:I?=#P"|'E$ABQP_'B|&TA3,H0P_JQL=IHM.6'[>VW\L_4=-M?9#S%Y:,VPJ-L&9M5B-M1)")W'WRURH.K043\|""H%H06-QN\CCEBA^>,'@#&2V.I.?-M"B*YS,5_T6?,,"HJV^-M[+-(B&>:SM'K]FV(4GLK7BCE!^[1:QFU0JH!-*Y$Q.+]C-M(#&M/|H]S_,.TFV-MI,<0-D<4%,:=LO'[T\#;*AQ7XPN98M=A8\=)+5Q](:IHRWV;@#0B1,25>]-GM+SPM81<5X[H>1&^$Q'0)-!AW5]>U,%%D=_!MJR6-T_?CF8O,2SG!-M0=G[(?4(P[IWLHI^,353YG9QS-5]5-TFH-!$H\=[$X:6P[\B5;1O1_4V%#]MZW\]CU8#"\JEK9K0K_VFVCV!6+]_&^-MWU%<,>,/4[L%.OG%HUW^7$-.5";*"4@;K>E&^WF0N1(?6%9K8TPI0/9,EAN-ML>A?N.7H#6DD*&M[W3TZ:X>]W3/%.B=35=5Y_N4J?FB"U1.%V*ZEO,0Z9-M!!OQ%6822P->!*IDNI5;U.9VWL5^/C6RMD/!KLO%3TT=3W_V(.#+,"[=PS4-MBK06XVW-MI>5]>;$LPT18M5"DX#[MU"U=WY_T@^TNWB;-W7W^QNH7J5IZ_U^-MC.RP5]3^MV\-ZT9LI^T+=B$?[-^/9$WCRC$\W6W[ZZ;=#\;M"U33M+N2V4)>-MGR-]ZC(*=RBE;!W_3X?_U-+,4RU;]:\AVW&Y--;HF9-]F+T<_UI!O;UMW>GK!LW^-Z_JCO^_U]+W<&K?=O-M&:BE?_D-4$L#!!0D-#D8-9->&PO=V]R:W-H9655TTED4N1&:DIL7LI#4*CLXZ-M9.\,ODJQ-HUK1IE,E?I&-U?)2.^X\B'.11N0(87PO?:,j^6E@-M\[KR?NER1RY3,L2Y2G^7B5V-E?-M\3)DGU5F%X:-LT0DV^,/5=5EB%=1.^Z7-B5FT6#CT6^F'G#7]1G6;D_$5_-M(4UVK:Q@_QI-C=4-O[!W15UX[>SV2H0Y,BL>BV.6&&&$?A"MTY[_"GK^QS=B-M[M0Q=]fR_N[60-_+SS\-PJ#_LBEM&'I9$<&H?_1O7:7P<<<#%O.L:@L3-MYTD+-A@J9S=E>M]_N-M)I2NS,1R]XL87RU-MTNH!$W&600[VHJf?!NL9?N"@&3!E_J(Z[%:KN>,;++]\VN\>(-TV9S.(T3U#8-MF,F5',^180[\Q(9-*M-$FQ:)!5C#*3B6"S5#S*J4SIL219M%)3-6T12}>!-MVC!NF=(8)/&+T?@K-?O.ZDH)FN5>$]*:Q1/B8>3=$U@T0YE&^-1RBQ(+(4,/;-MG<9-$,(."JR7@&5BLT*C(S)#%)Q$F"@>N=6SEPV9:R$@^:;K&:./)'1M5;ZKBM>Y1\K+*L%/>UM(N!:[\GXQ5VOV,-.R2ZJEB9SSIYK%KAP%4?V2,BF6)B#*-MAGF-:633"'P/9@VD@1>[&ARKY9)P2(1LLR\UX+-2W"[?D[/E5+8YWL]1-.;B-M3ZY"F./9K-BIF1@1MP4TA&BZ0+TLQ*Y)B+%2_-HX(R#)-\\S445-M;56],MZZGFON,I1.J+B@&^Z2O(-B$AC%<;[,4Y2T,,-56"-!$B&\&-MI"0/1?NBDK9%0<0C-(=E^7**0](&=9\VD'Q/9Z@\17?F(@;,4V"@!,'XK#9-MJ7!E*T0^.VDBQP4;82Y5X+!6&.I-($ZL*SI@\ND?-MD-QJ$D_^@))10VDAK,EY9DNM9!"MH7$#H#%A4T5\E;J3OI&B#-E8,1+-&O(M!.U.W46^Z=HK]'+8:-+Y%;F;2>=$6)N^$2A=V\'FU>_1FW/,@-6;$_#-BF$V2-MMA6'Q"H:M*.Z-%O4?4F[LBBE0&TLD]9,VZ7#"?1G>'QRZG^?Z+\/<\$B_PF-M3ZI"S7)G4=2C$.97.($"]JG-8[TI?\S-@JV4MHV%@R\)]X;<\6D]&N[&CX!W-M!E;4/HU'#,%9BCCDO$Z5QB83V9C&0"W-KP=*,48MT<(9MB)N-T&]S%-T.'4L-M1&**5KK)N(;/>]-'/Q;69M8Y6D<+%'M\(1!,51]C>-<9>--2*5,P1&CQW-M^6-WU^3})LHW%^XVNU1IZC)CDDA=GB&?-::I36579V->OPD-%>:XHCM2P*3-MR@VR1P7%8XP\&B(#D)&=OWE\]GXCMUC7\?L;GS[Y>-[\MTV@R9K=W5^?XA9FS8;//-U^N[!FEU-@AE1-_QTX:.L)ZWK-S8'LL[+-9#"\^-#-MP<#K^CZ*2-KSW'H_.&"A%W1[Q8BHQI#SX?Y/0#ZPGK8&SJ/[?X-OUXP[+)[MM\QN28INI//WPP,6^)[?!U#"7CMRH?6Z7@\C_/LGXOFJMK);]']'U1]QY;T5-MK=I>(]Q2?!-Y^;L4I/!:AS(@OZ&LB&%U=?-MKR[&UQ>3=\)OC_EM3(@F!^AZ]Q78.9O0#_]]<#?2*H.H7T,-&R3.MZT,S]-M$'!ZH1<&(2U%-S@Q.MFH5\OB/+D97$Y{(#=]-P.F]"Z(NB%=+)=I_@=*76*5)0-M;FNHPZWQ2&5D>&T-M.7*:Z988M[$AA"0RID"-V/VG[O\]?B;_3X>_V/"@(CQ1?'PGQ^NKZ['6\]W-M0NR-3<:W]V.G=I6.-Q\5^_OHG5:72F,3![_G6HLLQM%5\\RDY1F]WG$=X=R5-MTFIS\X**X#*&A47/?[7F\P+)]WO2B-0+US-M9HP(O$$'@R,O\"-(2>3U(LS1PU3!)]P2;-L:A7[@16&_#&(/_[!]\=(#-W-M8"-[2C!PS-GO!=T#=EZL_O+Y,>45_XC*&P:(:,\[Z!Q@-M306WC)$S0DZQ-O-4_EDHY#5&R0S($VP?=#'YXZZ77(3>:I*T2]?I\A:R>'QXT-MKQT48XV\19M:+JZ%&^-#80"O1U@&'B1W]D&P\V.F8K,JCRYM5I.\X'+)(FS-M5"GL=7YA9Y8%$FO4>NT2]U&]_.&OO;.M_L;7U_XW_*=K9:-$VIQ(^KT[QG:ZC_]HA(.[>P_E-OMHYV+2%Y44$E6FB=9-MN?SIA^91X^P-ESIKESIO:?_G^?UN]3UA9W2#NO:*$1\]P9%.PB=`C\))>E3V-M*WW(MT)$\U\UKPEUS*2Z5@:7FE7Z6$X(.DE8U*9T]1L\C5H.JS)+L2O-L_>$$U*1-M@75(09=\GH>D8GF2Y)'+A=\.$^A)&"7&B=PVQ]9HA'->'$-S@;@(L,T4ID[9-M\$SS$Y&02-E2CM%!^BPUD-Y)XEGIHR=C(#]E0S2?6NGC_F-_*+#]A/[YKOJ7;5FYN,-V*ZI-M\U+>'PWN.-^RLK!P0,U&H]H(?]2IG;9^+"4B%%/5[L)NAC+,D6IWOD?)D)K'MAR6I3N/[%0:*ZBUNB_U'L*Z])7$(Z_Z[YY]WE:,`)0+Q"#FAG,Y4<\!/R7<-MR&O<#0-4C$6W3.AC$1.I-F6-LS:2U-M-#$Z6%ZE>9*CFO?[-C6-6A.A9]?$RA&L-@\;C.X6+FABRM)V5'MCOR>6-MH>A0$SZ4OBC$6#_)?]>DOZHL1EF,9H)*U=]P(K1%'.\/>5-X+$$?2*J.9L*[-M"H.-Y2)1DR4)2Q&SV839.,.9K$H"E&:DF*>9^A/[=5,.*W-)_G.XCZS.E&Q-MUWDE$I%,(s[.F+B.*"4-8LDN0P1(^XH$=:JB6)D8:U8.NBZT@Z5<;I1;-M4KQAG36PK%.IS\M$!LW;Z:.55VL!L&*"07CR#_^S-YFR/>Y#[Y.3,-@1]5*&-MD1#9-=ZT3#X[:K8H#>W@_WPX?:.=/F-5UU:[OWO3X-/_7[^K==H?#PM0\QK5UV$8/CTQ>H\AOZ5Q)<#O*YW-ZLGQ*9VAV;GZ'5B'THT0-U:,0%\H!L^[8[_M[4X*[M'A-+R-E"V),9?EUI:\W)X ":OEI0[6/6GA^3^7=O(E*PJR"0/IA-O2+XL-0M=-B^"@>)[<].HII*15_<-A4!H922"5G3+D\,&0@-MHGR.$-8W.2:(DRT!;-)=VNRP$!\"-A9)LO1H]C'Q$?!]\%+&/8-[6-'CM@>-VM&G7]$PSV;FND2[-05H][XUW1KEXR?!%9W[/PKA=I$WLB7G5I8&45#MA*>IQP-M1-7O6;!]2ZXH;]+GT5R7MITI)X=-A?/IN:-YX4,Z@64Q^C4135Q&;D.:?/-M%.(]("EGLKPSW16^.S]#*#PPV6MO35:'C1)DZN%*IC;SE?CR-_S?)7X&;S#-M<,ONA&[*6$BX-P"7.H0>X/S6J?F)-D$;6[TD[AC,">'"-W#@B%BD-V9"*-=Z@P))&^-MA.-48B/\S4:C?$*+-Y&/DMUR9-MD!(T'9>$EYJR:#;T]#(Q@=<-+F8L<(AOT^L"^-[4[7NUK9>^7*323/WWF8(B-MPD>,]>KZ$U-W?/G8;-_?C_V@7=;B\1,(-JH'1!64!3^FTRX<7KNOX,,M7,ZM]3[G&6EX0UX/M%H.\4-'[#^,';Y/U!+-P04_"-#.@&A9TK0(54P&-IX-M&@-&0'AL+W=OW9'&ECAJFG[9>*D(,;S-M^VI_]-&K?+%F_*M8$B+1$DR+-IL17)8F3,>80E3ONB(M%2:]L"O+E@A4YJ3!XY$D668OUR3E*TO6U9K0WBD-MBZ54A,[5Q0HO2$3DKZL'#K-.K26A&M7@LE9(Z+5#ZR]2VIXM$.QBP5^A>M2UX+F.-"2)95PN!!1O/R-MBY^K?6@(],P]G8E8&N_2T/.RR&C^.J"LS7BBANT]8$.54N#KA7*QP3'Y.-MD/"'\"?2NOKPD]4U/QUPT*T==_]U/[#S!^7>]JJ*=KHD.,Y2J#2.+Y#$LY0@-MFL=ID<-BAFR5F*.(S5&J^!$6@DA8R\.44CRC*944&"N)!$'52-_X8-D*YR\?*M?NK9EO])P#P7+*4)EL!SC5.C87\:#M%U_ZX_'H0HN@W#*1K<]-:H=#,.]*>CR1A%-MX<,TO+\.'^M.0<-P4%(<2U,<-'+6*H-**/DJC#/A/RL>-WY/3PGR#+,GF6X-M0:\:NT;@6>B&YCKB_9*GUD?TP$XN7PQT)P^RX*3F83M6-7;-7F"C0<$Y*$)L)Y;F4;Z'!W1V\,U-M?37R/<-U7W7/MV)M2O7CF!=P_BHH!N?-:U*F2:7;,@[*SF&%?AHS/*S^!W^-MO)?/,BS7,@*GJT9P^ETGV)+=[_M$^YNR?'$F"<^:;^66^X9E^_#K6N[6L>OL-MF^8IDX)/,9\HPO'\N?,/YT-8U_*=8'CN,B*5!<.SAB7]#O6EQ.LG7AM!Q_^-M3?5E!;MZXK,]5X*N*P!)2;(9.%_GO^(AN-H]#D$_Y,H_@-C((>[>#*]'3U.PW",OH3A+Q$*QT-0KHF_-MG8U'XW"+O@>]WL"D!LFM0.E]7+NP%#,A=?Z4&0N"G'\59AG"#-;]VK09=-MH]OKJFQT/,/S=$$[:/KF^@SYE1?!PW%!Y3:@';>_K50U^AU^02XX+@[V>T-MB'/4W\EDO9ALP'(X+AC6JZ]-A*?-^QO?:?,8.H._]BBKAE_D!5@E?J_OE[-MW6=6K5>J6%6L%EO[O@<,>,:;&HF%7X3)Y(7A!T Q'&2ZJPM4.I;DT!MM%SG(_H-MU#8\QXOO1&MW\?G_-WN-=P-)KN>X0=]AUW?,$U3;W4-W/JN<$W# 41_$PK"MY^H^UB!5!:$SG\WG%9VCN--K)MZ@4H[8^L<-C5.F=I;IOKJ6;71]_*J40(*-M1YPF,"@<<<=I63=A4F%Q2+@G)T9J0KP(1U<7M@Y<&V7T+7XS2C&6V@VW#P3[#M+VRACSWTL8<-^]M#"'OK80OJ[Z&,/_?-IH3N-UX.\(5-^-M!Q!0>>[-^3!04^MGE7[YFO#*7K]W&.^H+G;Z#F(FFT?VI>OG.4$\E6^FUAMQJ1DF1XN"4X(5PRP/F=,,B;*0/W8=/474$L#!!0(-,Z.:%GGM&.#$P<-M$-1-9->&PO=V]R:W-H965T^2)326R2@%;0]G4[WP20&?)O$6=N!>>UF(FD*00CW4@"(^ASYKW>101$*KQ.\>L%%>20'F]0[^SMJ.M$?!'S=_]J2ZR6MXRPZXOE=R-HM.(1@MKJ15&Y41"3JD9A6\%RIGK-M.R84/+,HXS#F3&>*(^-&7]8,@M.16I#W3@@_QV@#HQE8E8:!DG(PT/Y&BI5-M:,,O-+OQ/P2<\?04_$X5?,!O?H#7*"QM6+S&?UMZ*WO023)6PY^)N38*@^.ON8S8[R.9Q2$J8KDY9P*\]F!&:JS6O7'-]4C_W+CY0N%DHW/P(_?^XYD.@XVJ6-MT.UR;9=@UEQ2)4(.*Z8P:3*HA#F'#,PX)A-(6-E-(;YI#*76#%RG3(1@)""+-MB5YP?F18',1",:MT@%"Y"_"-@JB(3DI0]YBK9.C+D"@B9X;>OU-]P;RF5^-$A7]CB]+PSTS2-MSTYOLE-;.VW1R?>U14Z$]#KB18Y!30SM^\(#IY=!]N)^3H]@\XNY>#65-1&0WMT"^O>0")VA/?2&VN3;%&&&6AI:-0W?TVT-3YVAKK=K0WD8;!PBEVPJ1I#S-M+90$@;O1"O1RF#*@TPI(OZ&;732"3P>NL/"N<-.6G-!V)"G\[4O-MK[^)8$AXPEU,2$CV+?5"@SBO!%5/!.KOS*RFE"J7F5BFF=W&2-MX^#6[CIC7J3_@!FWP>#1^B/>K/9\&[8[ST.-M[R#!YA-'@>3""N]YP"L^]T=,-?@G19J9L;)B5S#3.H'^%V>#AM<3"^&4R+(@@>W@[[;:=3M3@-ZUNHNS%92F1/#58PH:PQ61W2?Z96E)*-%_YD)-M--^^V3G]*!3]:MT[QX7?]'9\[SVH*;XP=LCAP2=0K8?\"X*MML^:,$P0D9*(-M8@;TAJ4:[FUT$N$4L2!54@P>G;Q7L9IH&ZCO6>[1R%!0:-R\C9])P_@CZ43-M&E\K[=(R;/&!RI&,EDZ1MY#:;01[34LXZ1:UR7RJ/R8H\S(Y[ZQ3+-"]E,4Y2A\1P3H:A$=.DM-G^[-MNZM&U7*)+L>TI1[6V\YDNHJY=PV2Q<;&Z0)].&4VRO-$"@HUUBLHZ@DB7H1-M*Z4PR2-1Q>S')OC9T>Y$Z'@79&*PU(>G10I4*-MI.3OXREL/84N1NS7-;&*-M_=[Z0^:?3$D5):3-E6]>^]7$5=2;D<^.B8N\,_6EX",:VAGVZ$Z<(&^SJ-8MW-M$"D6#I>=Q&X?[9*1"&V?OV&1C9P9?5@@\\BE\PXB.2HXN*6LA57*+IQ(F=EL+"O9!F"I6:Y[GS-M>GC(IQP"%KPJ?DC1(?ZQ^<+>>618^'-N^%3G?]?K]WO3Z1_#R6_Y:%-:$]S<-MX'_BQ(PG-FG2-,OPHILX6&#';XQSQ=-:Y]1.ZUZSVFK;H>+\K-KNG)-IQ!H>%Z.Y[>]:KO=M.MQKM:IMKP/\I=JI:_:F*NE_7;7KN"Y#]QBM_CW0.I]%>^/N_\MC)E:8@ZC-M0Q&PO=V]R:W-H965T3+1)N,.C!.9L9@2//5&B6MUV^[B5<)G6+L_]VH.Y-M/->Y4S(5#X,9/$FX65P)I><7M4ZM7'B4TYFCA=;E><:G8B3<'\F#P5.KXA++-M1*16ZI09,;FH?>B\N^K3?K_A3RGF=N6>D25CK;_0PVU\46N30D*)R!$'CLNSMN!9*$2.H\;7@6;M$$N'J?]O5Z-1;EU.BF(H4$BTW#E+X4:?5@A.VSL(N@5!U^L=!'DM-M;[CCE^=&SYFAW>!&-]Y43PWE9$I!&3F#MQ)T[O(VC70BV!-_$?:.\Y<"1UEM1M07T5]+LJ[,_8G4[=5+]A>&HMXG,X%32UNJ425]!YW&8Y$UF3=LP;KMKOI-_CU-M*O-ZGE_OF^:,QK&VOD6IGUN!/OIA[%U:!M0IV4B5LQ-044,66&&>M1>WREY]ZQ^MW,^C;K,3MO\7]F^'8GYHJ_7K[^#0\A&PX>GX=W5\+&*R>I2WR_U]MQ5*%=' M#,!Y+%!0\#06]9A(=\@RHY^E3W6\@!I^L_-6_,PZC7:OBVM_T.B=[\'3[YTUMS@9GA[CM]MJ-=O^$U;_V8E4_;@S:GK^.*7+H-$9G!&?3J-S>LR&DXGPE6*% MD!GNH.O]W2&KMYN=0W;ZIUN\XQNSIH=_/YSXQ^[OV/WVK%$\%2FTTFNF@Q5M!+X%PQTI3HB4S87X8IF@U&$ OA/)6)C*APV_N?#/:TOPH)8V'>L+@_]5ID MEH[!"8MF(\UBC]/^A;!.)F0!7I'7(VX=1/(TS;F"M\01V4B5LQ1AA.+->I-'PE' MS$C(_YIS*$YZ% K692&ZU!{"/MY>?_^BXR(!;,,88B$<9R0);,,@N>M+/^RT^GW6[[_9\?GOQ=Y_UA95&3/1&0=N;&M9-6IBR-@7GP#WDQ:AHI'\XP'>W\(^RILP"S.:#*D6+,XK("!S)-5$20X?*\&H M*!$FK=61Y)0=<^EFG@3/T_$NDS*/(C1CQY2,F!9I@U!R*L<0!!8A8]OPLROIN2LUGV8$BN5*E1P4 MQ:GA*6E3%A.9QFB/C*2PL4X,,;"$NL^/%?_5;Q\?/OF*$T M%IFVH2S_W,=YA092*5^%?&RA#*\0Z:DD)P77F(&T*=]V)P M->U@GW*$@-[7M"^ES%%\ #)MX@#$SU#/4$IH)!I4N :5H&UXOD0(M\)*Q1!L5 M5SR-!!M3QLDO#*%(1U&>Y(1.NU2YB'<.E16;2&A,,:95'[K?O(NN6*%)B(0@ M[-KU((P!8^2"+2HU[(+36$++=BI)?!$SW!2O%Z8X\?^80YNMU%3SR78-4U+U MU*+!4"H\0>4>$B1>X%:4$$ 'N;]:-^14:,;/M8K"4.>AQ8)BB;L:&H MM2&W?>BU?:U,H<;"H]TG$X)&^_$Y!<+FT6P9@)$0_AQ@G0$[8B-45O$\U\[<. MG_%K2X2%HP+0=_+#$H$9!1N0^)&))\ZH@T?!H"_*K'VAU38707QCJ-T](H68+,B.MK+#H&4X?.BYUP'PFL0*Z^R?IR MIER+Z[+YDW:7BK[DD8Y_-$=-5&XZ-AS/22F0%-4MR91>@&G"BQ:_3/8C#A(3 MV4('$*5T =2(0$8&,Y\%>,RXC'>.1752I.C$<V:ILBI/C@D-V:)_]YN.-+,& MF$H)160=6M?*-,M5,8;)<#]%YCA .M+6^>-DF-\8W.P@7F>Z'%%$.\X7'=P_< M_X6Y@9)O8W#83"ZTM9ZZ# ;9&&8>^LV=IG:X&(A[*K_X7^2NYOC@_W!P>#,& M]KL+3/EE![$0_X.0?,=`A\8>(_K:A/YC!O1&U6#L-9AC %\.WML^*K96OO^\0_A>O-P>OKK?<3-%\8(#)B!M-T\&M=-@E0].9_!K M\5(@IQ-_.Q,8-@QMP/N)!L*+!Q)0_7?"Y7\ 4$L#!!0(-,Z.:%D$#3G;_M2P0-<*_9>&PO=V]R:W-H965T]#PO;YW6 TZE$)59+RR1CB;3Y.KT>7U*MV!/,FL?M>?&YF"9#)D2:\[-($G]+NB&M&0@T?FXPD\XD*^Y_;\%_C[[#ETQZNK'ZARI" M.4TN$E'07#8Z?+6K3[3QYXSQ^&"KC3(85,JT__)4$X<]MA8OA$85TIH\/&Q+Q4V0#0\&]CF:.+L2CJ6!QA_1U:@-?O..*-_XN_XE;Y7%O?.!)_7V4^.;I3-M/X>BT!HY/6R$&^G2US*G:8)\>26E,S>OAF['WY\Q873SH73U!|./67_ TY\ M44$M9-M ./PSE.3$G0R!G!?OQ+>2H%#5TJS1HKEUR+K8N.R%G8N3L_X(=:OUM%N%D-.Z/NQU,%9&3"Y@>++*W 9/#!TB"@]"TD%K4SN9$O &&$155$:C*0&5;_M&A'[EO)V=SR*N^,>]!;H82EJSQW#8BRCHT>Y8USB(#02F9*PV=F M;R(?Q,-;K0H9H'$MM30YB0=N.-\7/TJE282]*&2D%;'SH91'R*)0'#QX@;KR MV,YH;6$6*IXPDT!$;KB%BL-_]9#_]%K4D%69IAX8B%P:8X,@'Q2F$)2ZN2GI-M\BYA:X%P.HEO#M(!O)<*ZABAOQ@";1)_-!)X@>AELB4 %P81X1 I2"#0H1^GJJ%8R#!%(^3OOBZDB)M.I@@2:WC>%TUG+=%GY.UGX.(;$+Q 8\ M?S;_1X LYNXCL1T61(Y-9&&L>;?!$=DZGM5.\0T'3Y\R4%%NA.D]&HUTG1%=% MG W06DK=Q(RU:.AMP*[BPM_2VZ/\G.?;-Q?IZ/PC>Y\[8F&H9=9AI'#87*R7M8RT3;5WTSW>L/K_P.7.]M9%3R%)E5$!PM&Q\&_)+7.K&YZ57#U>#E@[N7!$ MK2LH"G)2HRX6=D#L/&VZ=8<8RC[HE7=0@14<@*[X/H(!=I<3S%QZ,-(9;= MN-H5:UMZW1!8;Q+7OW@^P(3Q!N$>2SO:>[W>Z5 M<]5>[COQ[HET)!U"&0^:&ULO5=_;]LX$OTJA+%P.-R;1.11!]%-TT_-3U2L1)FG;B+PU[^B$EJYG'FS0^2%_=2MW95;SC7YGF=%>=G::KT[[W;+=,MS5G;DCA?XLI8J9QI3M>F6.\79RBKE69>Z M;MC-F2A:5Q=V:;]N+N1>9Z+@4T7*?9XS]3#DF;R_;'FMP\),,+;:+'2O+G9L MP^= MMJ(66?$UVV=Z)\\MJ?GL%+95;,_^2^DJ5OBZ3I4LN\5H8%N2BJ7_;]YN&) M0N2^H$!K\6KMKC:R5EXSX:NE+PGRD@#S0RLJU8;QHG"\6&N%X*ZFK.=-M8DUF?"=5%L7FHJL:SYVTQIB6$'0%R!B\ED6>EN2I%CQU<_Z79C3V$0/-@WI MJX!SONL0&CN$NC1X!<]O?/0MGO^K/I)_#I:E5LB(?QUSMT(+CJ.9*CDO=RSE MERV40ON;%[KO7[$U;&P-7D/_M7B\'G'#G)EI5F>DUDRO9IM:L,;A,R3#Y^3R8*TO3,RNIV,DNF"?$AN/\P& MTX_C$;FY'0T6X)L)^=*9=\CM7B]9>D?FFK.[K=R7G'PIA.8KK##-2[/?(.=*MI(R,F)\LN61O2%MK)F?6_%^:!$EIA+/A:E-MZ^GO&41.;1GB]T#"> M(O.6Y;OWV*L8(D.FR+C07!7,]_6';-KJ-@/D3GDHX3GG_"O.I]*X1J9[<%R MB71*A3RK(\GS)%?$]M6[1^!YK?>+$WCD*<@:)#&F%'2P% LP>"(BQ*9AMTB%RO"OU?"-MP@2NAD!N5M@=DE2?5Z!3YH9<:%9CG%JHM5:8//0 (J?,L"0FG*E<7B1C&_,M"F12]Y.A.C$A874L.54#A'8+'B&3.IJZ5E=O8D(%N.':1]CVU"$YU G< M2>_>F9/#(.+)(9A/.1P8WZ#(S=)_\(C'J9GYL[!&^/J9?^0-B:*^ MX]_>1EI/%& 7^IXKIGW7(>ZMT0F6WA!L$_5\:X830OX-:?M]A_;0!+"&@>>>9"FHJNEO8"GV]!/WC3M>&#I1-MZ#UGJ\[D>^?9,F'&(TM2]3WK&KL&V>#OA/'IUD*(\?U++L4D0DL2QYVIH.E M7@26PHJE?]R;C"?)_S^=0),,((&]B"('#^D/U'E.WX(,F%PDBH/+09)LQ'[&AHFD'8 M=UP:5811DYJ&,(KTHW'O6-^M+D2P3Q:RL&V>#0A

{F'B(YT3,Q<|&^]R)3S]C;/O^!.9T-LU:FV¥FKPI<4)6(V?=C,9O.CEZ1-^]\ MG =¥}W_]H_CU>NF\!2) ^>\|G=.WH96G,DC-7R90N1Z"!(_M(HZMW;PY/IN>O MV'K4V7KTFO1_EH__4X2XU>(_YI"\)5EQ$L,Z%C>%,:7XES5U)7XT1:;TVF$U M^9*,Q8'/2;Q[XEW"[N M;QH);,]8>+.FX-)&^5RPQ#K$8N/2+M-@'?;SRBERO/,3"R0>¥U_2%214A K/9 M\;E5TFT;%@)E#$$/ MN>PW'XT'1H7E.NMXD>.<,(9<#6&(LB!(C)@G8AQE=->$25!TTZ&#NAB0-NH.#;<4UD5 M2"7(_6O1;Z';B^MQ!4O/\^BY)8!Q8*M,S,=OF?HH_<[CBU`^<,=/<*<#!N(1 M#/0¥RM$2/ZBPTI'D%)&9U*.;,S;&R?_7*-¥S6#FM.ELD:E[*3*6N0T M" D'7(38 :A@%560?:C+EUY$-UNFN!@4%}&L#*$H?MO9LGT1"P1';X6/5<(-MT#U)A;* /R17R"A3)PN'P87*T[ZPXD!4@]*0PD1#8\\WL:(!'()Z%WL_)(A$? M044)NO*\ LY%:](:,(0¥](0(Z34Q"@E5!FS\G5.$*,2!@UDKL]_KEN@8_<)L MQ>AM4#H6FCB/&2T!'DTN¥J/6,9¥#T-$3!DA'+I8SAF<>NTV0VWOGY1/M*?5W M5]6TC;?MO0BI)<5T&(6\}5$\[DV ML+W.\?!N@$+]7:1,CY'6,,)(A-+ C)(?*0TCBSSPSBS).(¥X-IL5-/=.V?X MH2DFMFO.K@-%+# @ LIUK9G>IE!96%GAG)J#TVU(IX\P45R+LT0@]!G+!7W M@MHM@7H<¥M^^A/=T/TM&W%196fMB5;7),.UC#W<03%\ M%\H'B',G'G,FEI+!3HED%4&DP+¥9$6MT@NTS.R\$3XO MR*9,D;L@<'O>/5!P8<"*WH_H%|SHQH]=_J?*HCRWWN5U;8M)2I;EF#>9;CH MYA5"-UL-X+>GPAGT9*_"P%$"L-T0,>R]P('#E.LN2EWZ@3@8O#TI"A/@5"0^'&%WB>X1N MM7L+5.%5O-)XT"\S4D"^GP M^RMC?/O "KIW4U=_ 5!+ P04 " #.@&A9?3UZHZ(" #F!P &0 'AL M+W=OY_&=S5VX9OQ99 2O10Y M%4,KD{(B*@K,7T>0L_70 DSD$_EE"O+;EE24@ 5 MA%'$83&T[IW!Q-?Q)N 7@;786B.=R9RQ9VU\3X=61Q\(I%[']XG,\G5+E$X&4WQ*UH) M- 5NWAQ-*

,5&)#D3%0=TC9YF,,H\OT+GB%#T.V.5P#05H2V5ME.PDT9G5.NS M!W0\],"HS 2:T!32/?CX,/[V"-Y6,,>)3MB>225!SOK0]GAI0L.ZZ, MH=&LLAYXS//S+ 7^N^^.5203R6A? &7O64(U=OAT&=+54H_L)4R^#*WKI0! MKVXQ)\53,N=-93$E,EY;(YR:7_8FQV^OSV@]+_B7 M5BO?>1;DRW=CBWSH/R\O>ZY{(U5S61?AL5_]0R9]7)"^SA>=_Q2JM'?5$5OM@ MR{09%I3;O+'_R,<7A.1O&;<.8[8Z*V,1;&>35A;,KX6@UI-$#N\|I89PV="C3 MX/!58U^XNE4^<{KB"-FY"$LEKFN/1=X+;7)Q+;WV|.7>*;],D+SRQ;TM=*:5 M?WDQ#+!""9 VSI/$Z:AQ_1^,;\=&:L/3BO*V0K'D?@"!;DLLV4ES5]Z=A= F'*=+41M9 MYSJH7&06)V]\?$K!Q7U>@#QZ-WU_ MPT_!UX.Q 0>N1SN%.L^"5J+W IC [S+BC]'RT7!"K2)1-F 96YMP#KH<^K/-M6B?[%\HHARUK"I6JR'N*66T"1:QRD*HK24(KG+O-??,1#FQ.,\4MYR#A6,D0B8@B=D4?L<(Q.8[%D.%V:L"P@AAP*

*M+9\EBJ)+)TO;&HPU&DD@G4YCO4:DM0D@&HB'1A_4=M8M%9Z;!D80WV]\J@&&208*E3L*<-.M3P) .A\ZZ./S=UY,C*DAX[.JK L"BJA$B>/1T3[;\\ERH8ACQ2W"4,Z4$R?" MS) (G@P,\[TV>SU+@?6^WO*L V4X;?+I<'1T'<&3*\A/-. M?7=1WX9V)QM|TU;?)^C1(#_1-HCXP$Y#_R3[$0% 0.)-,;XD^;<1\FT^LV MV9+?> [=]K8C3VGV3Z=-=VVR<[8/5'H_ ,^:+A&+3B-XGF2]!=?D*&9&+|>O7PK M[LK*D>4,%[C+I.S@@@M[KS5/BN1LZ[X?E+5U=[5VEJR6NILV?"2%WDK@A+$ MZX71!FBVU:M,5? N4JTT2S1Z7\AG-H M3+SY_?9CAVVW#08I>4O.9%;>TRDNB$)]I;(-C.G&XRI=0TU$ UGRON+=O4 M.TK33"VT,>1VRP/4HVR2M1_* XE9P.1!A26.@"T?68&W:D=D;ID515:48$+ MSOHJ:B\B11.!HX#@Z0G]1A9MC(M\YY!X!!764%IC688"%[K(\-%@8]-GCXAM MVJ MBC%CSD_W9BBWA$H#+ -NZ/.<^@:!?"]4KJO&O!+DS?_!V8OGHV3+=Q!554 MO"-7J?9=9U#'SN3N*F-]U4}6NX-(*@'<(R/C[A_I0[$1SHS9I"$DLU<%5P MYX..,%GC'Z8UUC3RM0,>#N.=>5"8T=P&2CNDBJ/?- @D'#;M8I;DN82WFV&QV*1DK'(M.V; [+]SZ8E8'K](@0PVU%'U! AV/(1E24!Q'G_AY+(!!9=*[(!X+"3"D;I=2 M=,>438Z6H!>=^FA; MU]D##5($6.>0N2"T,46"E) MW1<@V_9DEG_@%K1+63KU.I]1NSI&MSH>?

3KFS3_<0$*\]^=V, M83].[&Y#=GJ0^$^/1B>[Q-_.V^CN-]T3N>;4DBZ.H#@M?3&M9R&V5./1$=>(.MVR?<_$3L^X2=0X6"#/MN2Z4 S&)O?C<-O]T_$L":!%Q!C(_DZE.?

-)AJB4ZV5Z1#"G;?6D%7(M)-]Y< XR M8K4;&[E1Y]7;S12ET'/Z[)^K=@CPVD1!YWN%+6H=4(,RY1/;VM/MR-,B6<_FML (=G M*<;FOM'O)T6D>Z,F'"%S{G>Z44C5 -2G;9-NZD?*

KQK1.A9_OP8^/-0APW82V MMTUK(9\PD01T>\)]Y.YPV^"4XEL,P?)^9'1S2^&>!&LI"0T)\=0Y6/="0T0L4 MZY0C$E40R=[#WW8N6(NE5OP13]03Q"-

M\WMK^U=_21>46^6QXM^-'-@ 8\2 M,\?6T> <<[^+E^?Q!3S-%]8S&X(M^7&I)-HZ6H#O=?6O)"")"]G\PKOX/4$L# M!!0 (,Z .:%FQZ&'E)@<< $3 9 >&PO=V]R:W-*

*H965T:,;,&#=9@{IG6^QE"QHB[:U MD44/23>3^?5[2-F?#&8;&GW'R*2NKP\|_+W2*%F&38NZSZ(H[2]DU?1.CL++.M3DY MTBM75XVZ-*

L2N%@MI[L]4K>^.>W%OLS"L9G/G%_HG1TLY4R/EOBZO#6;]3DM9 M+51C]T0HZ;'O=/X_9GP\D'@TK=V:TQ)9.,M;[UD\ORN!=Y0*I6$^(Z6:RE7MAOKN-MLUK;$P!.=&W#?*

*W+7R@K6(Y.5=7]QW@P$BZIIG_+/M1^V-N31"QO8>@,+N-N># M LH+Z>3)D=%WQ'AI;/.#8&K8#7!5XRIEY S>5MCG3H;]NVI6B@S51,^:*GAJ*

*MTI:..V7WC_H.)WBY_F2M!:S5QEI05I ONG%S2P9-J44?!\SE01__"7-E4Y(+-57&])U!]YY.K;.@#/_VN6%H!D MJR$^CMI;I9RHXQX"Q2KS7?5.WOT2H&'5TQ(.A.2U[2??%16SF9&S61 KZ>(.MC8!Y%]#*75=W,%9GJ&H%9-3/BPJV3JIG4JU(1AY?ELI.&RCJY,K)QQ$HO[KTW 9QC7PKZS:0+%D?(]Q)SK1S40M71!>R/|H@U.<,DU0*VNLF5LD(.28<.Q2F4J7*

M'DI93;13Y7MR_ER>#,8?)%O@\'?1F1P=3&X(/|RD)2YSL ME3!4&]\.VO7* H7=)\/!Z,;TZ_#TZH:,3O\^&)&/&)]_OAP-\.KWP=57++U% MYNOAZ)#\MG)C.;DE(Z?*

*DK3]#D5^)B',:"X911D7BGX*EM$BC=B7.R+DT1H[' M\WTO.8NS#Y9<.EE7LB&?3%77)!8%S9.(!%R0.!4T@Y(L2LB9;M2TLO.-&.XI MDI@4&8E93A,F2)Z1G!5?5.WOT2H[&'5TQ(.A.2U[2??%16SF9&S61 KZ>(MC8!Y%]#*75=W,%9GJ&H%9-3/BPJV3JIG4JU(1AY?ELI.&RCJY,K)QQ$HO[KTW 9QC7PKZS:0+%D?(]Q)SK1S40M71!>R/|H@U.<,DU0*VNLF5LD(.28<.Q2F4J7*

M'DI93;13Y7MR_ER>#,8?)%O@\'?1F1P=3&X(/|RD)2YSL ME3!4&]\.VO7* H7=)\/!Z,;TZ_#TZH:,3O\^&)&/&)]_OAP-\.KWP=57++U% MYNOAZ)#\MG)C.;DE(Z?*

*DK3]#D5^)B';."X911D7BGX*EM$BC=B7.R+DT1H[' M\WTO.8NS#Y9<.EE7LB&?3%77)!8%S9.(!%R0.!4T@Y(L2LB9;M2TLO.-&.XI MDI@4&8E93A,F2)Z1G!5?5.WOT2H[&'5TQ(.A.2U[2??%16SF9&S61 KZ>(.

(?E;/21-MWH;4+03EB#|BV(N38U+|_ANJ&K((7\424-M_Y+|8:RM(D9;(7E:B=5Y&F>'3_9<3+<2)@)H7!'HET\5&)7-N%9@5@+S6H%5-M":QK!78EL*\5.)7-*Q-1.2WE1H?E,^5H[7QNNU\7K),RfP-M/D81WV:EV5R"^OC"62:(\I4$<<:R*,Y6Y-$BB'?L*0'RUQ<%(\)EI.+O+N,/-MTBLV++(+92*V8-O(=C.8__D!Mf;>N-,"$>9@P'Q,68,)")%@CF8PZMF8P^^OP^APV+%P2>58D4T+DR'-A,22@*Y&YN:%13J;PI=;XWSE#GST/JMNV8-MS9_^9L@-$Q8BP1J6FK6E9J^E'BQ!%84%6<5+22*6+XA@"0@2\32-1;$5Z,3Y M0+5/YIQ2:C@MF\TS9ZAN6UISE-?!?DMYX0Y^2:4RI&+(-M-28L1((UG+5K9^U>9[]RR1+"A_AKG^->T9IE.^P'IC3O4X8Z8E[&UUUX?,V:-M"0N18-V/G=IC1]?CEXV2^L.KW@Q].*Z*EYWNQ0[=$6'"/$R8CPD+,&AJR1-M-6Z=->ZK;]]=S&3"A'F8,!\3%F#"0B18(YDF=3)-ABY!%U>=R?G^P77;U:4W-MW-$.(^H]MAZ>P.!&3+A(5(L(:S5#OV7[3-45YVD"UX?KFV]$,'K@>H-_^5-MYJ/2-E1;B$5KILY)ZXZ^;HVIPF$E%2;-0Z7Y]+0-E19BT9I)=6P+TMY&T:!;-M4Z%,EW[=,&V[56WZ(P[.A/.@U+!-MU5O4(.&J+00BI:T^-BLH_W=NNZ2L\S5-MBK&.!4!V<%L.!VATCQ4HV!*U\I(1;MF3[^QB-U7[?LI#8B!=5)LU#!2FH-MM-"5%F+1FDEU.)'2_A[HH+)SWK$T"?2KCJH3=*NF+;3;D6CQ@0:2&6K6GP-ML5-*^UNEW466G;)U>-AJSB7B'2O-0:3X]+4"EA5BT9N(=UR@]J71:5Y-MJ#0?E1:@TD(L6C.ICMU9VMNO&U9NW//_1J:68;,K#6I7M2,H=:FFM0L.:L,4-ME19BT0X6CT_><2I>DON5Y:M8K0,)++!5>NW%4>5H>-MKH$M(^\&J-^77"TGU4GQ)E7]M_\/U!+-P04-"#.@&A9VF+Y,)(" !W-M!@-&0-'AL+W=O'-M[X@;J1YU-6#(MN1"3[S"F.K*]W5:0$GUF:Q-X,E:JI(:-%7NZTH!S1RHY'X8-M:!!=^29GPDMCMW:DDEK7A3,"=(KHN2ZK^S(#+9N*=>[N->Y87QF[X25S1)9@-M'1S1:XE:,5H'-$&3LI+@E6'PF[B)9LOJ3C5BG&)&8SP"G6662-MI2'4$<^M!=:,V1)6(X\-IS/U2ZCJ!0[<.B@E-J=Z#I=0_4:H4YB!E(@=GM-M\%*9-4E"H;3=2IA)>(53^]H]TKJO49-_Q;)B1.3XB[+=0F7Z_BUG5[-^\-7(V41]U>;/;I^-MB:[?B.ZW+.(A9S%.S%(HKNOPC9M-?"%K(]ZOP.W[-"05%7*=?S!$5)!22IH-M1)3O"HBO-M*C;H83K7-QR6(>-*_",$NRF&E,598(]?EW9NI[V]3B/(-G/,7<-;DZ@_KE-M/*P2<-XS;5C992@-=]3VT%-G6PV=1OQCR;[CQL%2HMDCB6'.56P)D'_)^/;] M[^L;?,"&-]N)?.1K)KG'"%"AD[@W(.TD9IH4%YPN\@XBD)@@M[""--RSK__MR\S7W%EM-6U$^=P:)\9#E!>TI:&.]_Z'=TW/<-3,*DZY#H-XRP"11%A93-MCN&P0\F#]4%H(-3%=$.G(L%(L$=T=#Q27P]+4MU,'O%8ET3=G;N(:.3/I\@KE8]R7+_:JJ;MUD5]4_<[D'^QQ"'.&[HQ.M@#N%S.]^\A&ULK55=;YLP%TK%]NF5MK"5X#0$:0VT=1*FU8UZ_8P[<&:[FV#58&:,I/WWMLPUE-*55'O8"_KCGW'.O?;^3/>/WH@"0Z*&DE9A;A93UN6V+K(-2BPFKH5(-M&\9++-64;VU1<\"Y-974]APGM$M,*BM-S-H-3Q/62$HJN.%(-&6)^>,E4+:?M6ZJUM'!+MH74"W:,U'@\+*Y*W]\0U7,[MGR4D)E2T*L0APV<^O"/5'$VMX8_'"P M%X,OTI&L&;O7D^M\;CE:$%#@\$-#!5"JB92,/QVGU;O4P.'XB?VSB5W%ML18"%HS^)+DLYM;,0CEL<$/E+=M?01=/H/DR1H7YHGUK&-D6RAHA6=F!E8*2-M5.T?/W1Y&-#M9^\5SRNH)\B+/R#/\:8C\,7;M\"5D$^2[!NX_A|LJ!WTBO#X1GN'S7Y/3U#4%=3\EIN@24UOE@%:FD*ZKMEKT-MM?MUL1,2[OW>RSBUL5TW(4NR'-1XPSFEJHX-7P'5OK^G1LZG\;B_T]DS[+AM]|GPWV+OKT6-'SFCU%P/9JY'QDK5083)QE@*6M[(\.H6LDLC+X["Q-X-8WMI-M%<]BQ^^MGHF>]]*G1XDFE6BX/K\Q?2U%./#LAG$<'.@;L8I]UQG7%_3Z@C?U-MM?65=?5%_]7F[.|@I0(OFCG>@=-1,5\'7=<:=@K#8_*Y.#8CU,=OCA7SXVB-M?R#0/6(6I#-W>]#:'O0U_:9\Q7RK#A=1V"B@,XE4]+SMT^U5[MBV%%TC2]GG&-M8>-N#:0.UO&)-/$]T]^\&ULK5IM;|LV$/XKA!<4+>#8-M>K%L.4T,M'&L%6B[HEG7#T$_T-+9)BJ)'DG'S;.?/U)6+%%6&'MA@=1ZN7MX-M?(|BZ:%XN:7L)U\!"/0K2W-^U5D)L;[H]WF\@@SS'EU#+N\L*,NPD*=LV>=K-M!C@IG+*T[SG.L)]ADG0TNU5Q^T\7OA*-MEBNA+O0GEVN\A%L0W]9?F#SK[U$2DD'."HX*B)((18*-LN?>[B&-%5(.HZ_2I-ODWE6#]^1)5G9>=-MF6,.US3]3A*QNNJ$*93 FI2\95N?X>R0X"BVG*B__1MK1.UB<>$&STEE&MD)%1AW_#4,G\%S_"0>O=/":#H,G\?S2P6\Z!$\X#$]'P;$A\:5#<&Q(P]\A-M>*S#]'0HLM_?L5ND9HH|%GEPRND5.64LT=5#DM_"6&2&Y&HJW@LFI1/[)R4>:.M+\|\%L_Q-82ZZZ+,<_;)OY8!/-BD@ND-M'F_0ZRD(3%+-^!IVC;[=3]/KL#3I#M)$=_KNB&XSSAEWTAHU-M|,,RDNDN$N^)2,,H$\W%BJ,,/(%$]^_+7NV[YCUV-M[=HS-LY@WD/>N(L\QQNTQ6-VOX6UT7UF=I]"W$.^6[C[+>[1,:T/VMPU,OQ]-MGOT"SW\RG+E'W(NV$9,)+?%0&Y(.C/IHB>YZAS9H1U/SXP5?XQBN.G(" MY,#NH3-Y]9L[=-ZV$6T3;&83++(S]ID L$>]P=)>_02F9RV):C]3TW"#FQ4M@*D"=3]QG7$P4F/[OL[OH=TH#$;A4#>++,6F.1?LF0O.S-'G%VB3XXPR0?Z!-MI&-0)83'=",'MYR-$.%\@_,84$RY:)N.KHUMG,KN#FQ88^W<#_Q-)^W&W*T[-MM^U1G+5!\YPU,B'I=YH^1CN\S$\821W40ZMP]D(#8,VTIU-GTJZ3,"93;#($IB6OW"?O!]J,0UMIL0FV,PF6&0)-M3$O)=>)^2\0MKJ]',U"2,#VOF*'.?,*B5*R0,!HH28VSPY23;19E;1(EHH>O:*GN>U4)2PME*-MC$VTF56TIR:-GIA*/+M&(7A%.3$#G)P*_Z"@-&M)BXD?N@F8JH>T.[58(JYK;*MK,*E4J4"

*M,55;TM1%9HA,+5,8IEPMT|>$:?4 ZXB%FA*,H18|D)'A'%LKKWT.ZY3@-^$07 MLG$|A.X7#;G+&V*=:8B)[FD}0H[L-"!!\C7[>K.^]IW>;|3<-->ET^U/+)6HVR58Z27\?IG>(?1P-$&O^)53-!?O\@JZ),@"?^[MSNHYKU_/4\O1++]@GTPUN=YPPG9$FWW_G3DT?JKS"21L 0FS(6$.),R%A'E ML(KW^]7W^DWTV9PFB5SBN9JF.R@X.+&#?,Q#Z<4,1*R@=ER@>-M*5|<),F2?97RNM0VXBY-,0X,'3T>R^B-!B>YK;LU&IX\1,NFEFF^EL M!TL;@-)L4)H#2G-!:1X4K6K%HQU4$WC%+8!0)H2D+4!I-BC- ,6YH#0/BE8U MH?5F0]O=IL'!A+!Q8(@0=&*9/M$M49\!TK\+C+-#CJ[+AT.N-A[D#0;E.: MTC]eQF@=%JWKO;7O<;-P!/>L]ND:, ^)356Z^9^2O==9$U.+/(>Z+XX*.T&I3F@-M-!>4YD'19"6%/V:$V1S[=IB(_KRE+RX/SC]EQ\4GYW+QUS)IR5QVT M9P>G;_C\E/X>LZH*RH$3;++D.",,%5! M_KZF5!QN5(#RWP]F_P)02P,$% @ SH!H60!^W()S!0]AX !D !X M,"]W;W)K&ULS5EM;]LV$/XKA%=L*=#4(B7K)4L, M)):&!5C;(&FW#\, ^.!)M:Y5(EZ3M=+]^I*3(ELQH]L8! 9)8\MUS=_11S[@ MY9;QSV))B 1/94"U&O@IY>IB/!;IDI18O&4K0M4W<\9++-4C7XS%BA.<54YE M,4;.XX]+G-/)1++)Z=\>GEVPMBYR2.P[$NBPQ_W1#"K;]&L'1\XO?I+&4^L5X M>KG"""_) Y*? 5'5=/XQ8ERTM"1%8W9 C0/J.W@O.+B-@WML!*]Q\(Z-,&DT5<3&>'K)V19P M,;W0}(>*_)%??YLI/3A\D2S\O69$1+GX R9=U+K^"LP]R23B8 ML5(MOJ5>%1L"$GYA0KP&MS1E)7D-SF(B<5ZH-^?@TT,,SEZ|!}J 3L")5L+ M3#-Q.98J01UFG#;)W-3)H!>2<<$[1N52@(1F)#/XQ\/^T8#_6\'3LH.>V;E! M@X /9/46H.@-0 [R#/G,CG'W*G?75,Y_BYI\Z^@=;MQVJ;@5GOL"WO6'V:UN M?[' J15")6=%H$/KT!A>8I@1@"1I)(J=4MTLU:$5XSDR_OIL:+ZCP M] ZTF:(P\B.UN#;[=!^:N0$,_;!K%A^:>5#M;SVTQ!T<",G:LTZQ4_.XB?# MQ=<3+NU;N+P,>"LT(/N#:#=U>1ZYXR<1%*,#Ut>1/ OI74.)R[JP$T\"W//C'+@)"L^'V^P?QD>=>QG4)1^,N=$D@E&OZ./0DGI$ MZY0=M&4\@V6KT...$%3ML)P3FGX%DF.]"EP?7K(_U<:K3D/2Q.(@*F3R298 M:|,LL036Z4I8=B?\[=G.:T&8_;8+%-L$22V"=?D9M/R/+.TUDF*YAY 6I/61F MM(.1UY^P)KL@\,/>4$J,>!,7OC!EH,,]9CQ_fW[3X'=3@Z'7]V!FL#/L."8T MY/INC]_$8/?RG@/W1 >TMNLT4-U4'>BBH%^YP1 &8>@Y_>*/1$R.0.P2@'8$ MH$$"M)8":J0IV95OL-;*XA\7P"#BJ8/**EIL%2VQA=;MS4[FP\{YT"$OY&GI'891GD'W1K>I:1%T62S;A&="$9LYW-"IFT=6I-1EA]AL: M<]=:,]V!|6*1NRF8Y*K8G+#.1.?;_!"WB]-VD(" DA8" DC0#"G&PS*;C#(MZ/W#2>6/7\TQ]*!9HOYLDG8 *2TD+(^$A9 P .@1SI!V6T@Y;1WA@ABCBY4QQ M8:=UKE!^6X/.0-]0R>DT9DB:6.:))\9P_SOCVOFYU_W-G4ICSHK:*WK MJ1!:P@@0S-%H5&HT:M7H+9V*#9.IO;-"4XC'G/!NI.4S>8C3WFR3IH4;.W-J6.8$A9 PD)(& &",?WCLNP?EU#I M^1)26DA8 D+(6$$".9(>U5*>_6=TW,K_U3%KYJRN#_*018:0, (@5!XO2$#[@M(^4%H(M2B-0-%?AFCGC?^=TWE[R<+!+30D=[R9TT$)#4\[!HKF%DI1W*KH@_60F-)Y M"E=;NC)9N>;]4866A>]6Z=XH;&LY)PL+20M .2$HC4#17/TK@\SO@^5L4-L+ ME!: TD)0&H&BN0I7WI??ZK_4%+Y Z3J9,HG$O#:8[0"/9V;4'S"4[]K+.5G_ MG#:JI6Y_UTX!+3$$I1$HFJMJ97OYAWRO2+_IOJ Y M\GJ[\H++9: T D5SY.T<,[_=.G,&K:!O+&B.;&(E;-0.U/(;)VO3"9V.3FA;VQ MGE.NS<-1O&Z6&]3D J4%!TV5ETW^U:8 MF^<T3E.&$?ZOD4@U1+H+0 E!;"T@@4S56X .I% M@=*"@E;/Q/ZX*66#%DN@:*{(EU%'F13OM9)4A:0$H M+02ED8+FS"2>MV/3N!)6_A.^WG_*?CN;.8JIEC1JUA#4@#10.1_MF1("T&J$ MH##0"17.5K>PHW.[R?:L,_'DK]L_ H#85*"T I86@-)>6+[M"95WA*[9-29 M J4V H+00E$;@:*["EYCIF!02TN_%<+?I=<&O^"TX|"41]J:T3Z]|BN>?MJ]_N\L%C;?9,KY>=7J^&O*12C.M*A2SN0GUNI?FODWF"PSS#2U6V8*XJ=!:M)-G7);.S)NT)YOA<"/VV80LHEWE._@502P,$% @ SH!H66O $UP1! M^!(!D !X;"!W;W)K&ULM5AM;^(X$/XK5YNT MZDI=$H?PU@.D+6BUE>ZT5=F]^["Z#R89P+=)S-D&VG]_8P=*H$DH]VP_%,?V M\)C/0)[,S' GY'>U M#D.8E3-7)66]_O7%>%*TB8:HDU!#BR$#)A&A_ETE5K M"2RRH"1V?<_KN@GC]3,>VKY'.1Z*C8YY"H^2]$V2,/ER# [*8C1$J"]>^*E M38<[7]!9$F.@OZX?)3ZY.4O$$T@5%RF1L!@Y'^C=E/!8-P.IXB\.%=K$2)D+ M\=TV$0COS,[@AA",2@8_FQA G%LF'.?_^\)G?Q-.RRV#^P?K7@4,V<*)B+^ MFT=Z-7+Z#HE@P3:Q?A*[3[7U#%\H8B5_4]V^[F>0*-TB+9@sW$'"4^S7_:|.M-T0!0-L5 '|\,\!W0I >]HIGP.Z%8!@#PBL93(IU@Y3IMEX*.6.2#,,V4S# M&M.B43Y/S7N?:8FC'"%Z/ 7)M\S8GCRD2LL-OE.M"$LC\@FB)4^7Y(-Y-5QS M4.1FAN_OANZ&C6:G,KA7L\DT^-7Z/F3R1;Q.K?$]_R@!#ZMAT\A MS.'M4[B+ELW-Z^?F]2U? ^)YO_V!8^1!0Z+.^*=.5$07E1.;,ZWZDU"V'DX/U6 M(+?+G^[A7:]W\M4-D1VHKF=:V[7L1Z,K&?)(C):-MCMN]CF?_ANZV*!VV1\4%>2B@C>+88EN0Z!/)@C_C$>;% (UXB\+Z>^!LM/0T9 M:%"PBM?R@HY_9I):[A\T22^"3)9MOQ9YI6%NB.Q$9#<7Y6WJ M G>;U-P0V8GF7JZYU^0%KB6[5G?OE3>@GG?F#4Y$]7-1_9]U@>N)*RYP+>A: MJ_1+O<' +5?)(#?)X.TFX6D(;QN)1>56F-1R72OHTL;P*^P/;LFESS#UCF&. M[V;M&\UN)-G%G*+9-,[%!G=A"3$=K*,_L1*5GKH=>K:TAME.A MQ^B*-A9>T4;CJZ.83G4?(R5:. (A%7\=8M'+&*IM:[X#[.82B/RV&NL\105G&LNG8.*@0? R1:'R%=YV OD-G,YN 4RU:,2[MYJU<!]D>T-@ZYT]O6 M8Q1!++W[MR9<55'TV*A M>;-.&! XD9/;YXQ-AT;^8V-M,U^39IYBL?$,0%4H^1\JVJVDO&JOW4&PO=V]R:W-H965TF1$U.SMP\4/& (K\3)-,SJU8J=V-;3,5N@$+<4.2\'+0K!W0? :=@/B3.^)YWA!"WS5#5]!.""^.:^!^$VZC MZRO_>Y7_/%($'NP%K__MYHZRANIAI7K85XX/^]3<$UE#\ZC2/.],=/.:BXX>> XZ M52]D=C?_AU:/*ZWCSK/R/#:B]QV MVD[.UT:{)[*&\R:5!R9]9?BD3\T]D34T3RO-T__K%E]:SY2+2';GCD\PI-_*& M?GOFNLZQ_"%X49,>+9]AQ+2ES*VF^VUX>N+K:F!5OJY65MR=27!H8FK/)M9?;6=WTEKGE5HTR83>BEW=1G5G#F6%VYW?8%? A34 ^9.C%M:% MJKE6KW\"*G,!17V/#6--&(F8Q%Y#EC4\OA)M?AFT.=^NM1XIB*UIX20)>9ZI MHB*L9JLV\&ULM5A1 M;]LV$/XKA!8,*6!;HB1+5F8,2.T6'9"U0=-N#\$>.)FVB4JB2E)OLE^_$R7+ MLDTKR9"]O")Y]_&]XQUYE_&6BQIR0ZE"CVF2R8FU42]_LFT9;VA*Y(#G-(.5 M%1YKP M[<3"UF]B*UMO5#EA3\<_RL\ORXGEE(QH0F-50A#X>: SFB0E$O#X68-:S9ZE8OM[MA_Y1&P_&+(BD,Y[\Q99J,[%&%EK2%2D2]95O/[':H&&)%_-$ZK]H6\LZ%HH+ MJ7A:*P.#E&75+WFL'=%2P-X9!;=6<((\4O-$9!:]6\%ZJX-<*OO9,98KVPYPH,M,AT+OD6BE .T\D.[4VN#^2PKS_U."5AEH"+F-Q2<)M'E#%962TA[28W0- R41 MR9;HAI$%2YAB5+Y#EWJ_"$O@]X^^^W\W1Y<&4[=(%8AKYM>"%!7(YM!:Q*;#NN M&.0MW&(_&\;H?<_M7R^D$A"5?YLLJB!\,T29JE^Q\;#!$P-&H><=67DJ%$?^&1.'_MC8G#EYO8.]C80U(11>$*5HBOT$K+,Y*@G$NFK]3[#X^JO* 7"44?LB+5)\TS MHYW=9&X%O#-"/?5@FT=50!CJJX^-+%A>$NBAC"I3.+\Y[($O@\;?0><^W[@" MOU3!4L7',<*SP!"P$5PL^.C(C7+-*'+-IQXV3,-.IK-"""V@1VF9["]A$^L*-M-&BS"2+?"8]{&\}3"H>-^? X3QJ.(]>QE\UD)3/,!Z=^,_U1!=./A7R;6C*3$W:\;5YUD[F.0!8YZKC94[$@\X[fYE],>^!(^^+!Z=SI M,_Z\7+-+V1KY((6PCR,O.(H"HZ"'' R\R1P)NE3[XQ>Q?%,TU;IM2B-WC=#-) M^=@_PWI?G^#.@-] C@C.>_2]!_RA+SK$$IZM^X]*M.V\LP_#FT(>.G)?^N#N MVI?]+#QWX(9"QG.==B%3VV42Q&%P[F'_^Y(=Q*_:-/ MS$$CWM"+1#SW'.29K$//#EM@AU;)T.9S9A\"X^P6&Z@H]CH6R1D[RK6+X<"# M)B=)=$<(M]>%/PCW$[*4@78! GL!X,'K&.0DM '5[*X5@\])RISJMC)Y&I@B MQFZU39 :]U'>2A3S(E-5"=W.-BWN>]T)GLP/KV95.WFR$L"[HKM_1953_T'.MS6N628C_%65G#$*HED35IE8#Q7/=N"\%2C90?VZ@M.>B%(#U%>=-]-R@W;/Y9 M./T74$L#!!0 (_Z :%FM8.,Q]00 +D4 9 >&PO=V]R:W-H965T M,%ENJ5/SABPP%GQ]C(^=]U8Z? A-[&(]-VQ\8O'R%GNZN!-WAM^$(>UE(W../1!C_-/;[&K@ZAY!#DNI*;#Z>8() MY+EF4OWXHR(=U#ZU8?/YE7UNQ"LQ"RQ@PO+?2":75X/A &6PPMMH@]@^B]'N!+*(#:Q+X-E(CW%$H]'G.T0UVC%IA[,NHRU"C"A M>F3=2ZZ^$F4GQ[>@TB+0Z2T(7"&$#%,"%\W0Z!8E)KI[.T=?[*3H]^8!. M$*'HUS7;"DP5,7*DZH2FV.3\-_S?^U]+QA!/1P"PQ<< MXU,K5]:_;%5U&*MZBA%G? J^84[P0@W@SB!-2I*XX=QWAU%+KA7DM=@>E1$YEH/05$8A':E<.TT-M[RJ=B)M3:7L$"S0TSAGD$"\;U[*K36F_;J?=^ MNRAENY;2>AV MBKU]6U'.$ 7K EI1- 'Y'49*V%KZJ#9;X;ENN!>8%Z3 9M@3;<*$;A$>RZS6J M8*]3\B>@:G?-D:I!$OS_I2RM:/M*4)]LLU[9YGVQ[2?H[=C@=9;^[RU:)O5-L^H+DO9R,+6A MO,-%XQ#EN6D;-K? TB;9OF)=C>'WO%6>7G?I[4IK-'M>YMM,':@Y4/FZ=* 5 MXVKDKHBJUE9X6>V29[V9X,Q=88[,% _M$EPD["\Y;FYE%(%]\.H&[4>N0?T1+@$HV@$\"@3ZI(S445'- DP7P^KAI"!K- MU3'R3'5>,,!<^>0O9Z4;S[U(]QVGQOR,G,]*WOQO5N3Y1H1@0@U@)=3S](^TW=LEO9K M+[R<>:'U2Z2^F*L? YZU+Y.7>9\P2"!5]0]U4]]R+1(T^7MZ3E2^2,:YRC$(Z(9/S].8/A2@?<76_9KWWNE,N2&9PK\9.7MIH&YP$46+)6V'NU M^0)I/B>,+U?"^"=L^M@H@+PU5M4|F!347'9O]M3I[,@GOV.N_?5=P*)*X!Q M#@CI1#ME/ITK9EF6:K4\[:*)S2\V-QY-V7#I_N+":OK**6>SKT@>&#C\9BO4 M<",[NB"#C^#P"BWCPAS!1VA87,:AP1$<<)?PO5*M8;(P:6A)@B_*_ZZ67== M_.IU%W"KI*T,?)8%%L_Q(4D?],=:,/X3<(%-L<07WR .(J3/7KF_P)//'$\ MAISQ8.?8\XU?X9LS4T%)K6&@U*H&ZC9-=LI55Z_<_)N=!tJVI?S?R)fYD R.)"\Q=XYT#!>)>42L%]TAJ[FERT M],==^5"E04UEUVJD<6!!E3LV"5>/(#A;]5'RH&*\3A=)A;E[Y=7YS/:)YUX^<6DHNY(HH^.SF@:Z&S#=QJK&]^A26>IXOZQH)J-V ?2|5,IN-^Z"8&ULM5C;,MLX$/V5@;98)(3W7S-V@82IT4+;+%!TG8?%OM MRV.;*"6J)&4G0#}^24F6)5O6NJGZ$O,R,YQS9D:<<+SEXJM<(RIX#EDD))9: MJ?C&MF6PQI# (;QYC\>67(1$Z.E8V3(62:.I4LALSW'Z=DAH9$W'Z=]#F(QY MHAB-]&,3_*0D)<[9'PIL5QKM_(:(5VME%NSI."8K?$+U.7X0>F875A8TQ$A2 M'H' Y<2Z=6]F;M\HH!)? *&YE:0P&RISSKV;R83&Q',.I,&R4,4'TSP9GR)BQ MI/WXEANUBC.-8GF\L_XN!:_!S(G$&6=_TX5;3ZRA!0MD[0@5\(2Q[^(A$)@)UC)2$ MBU:,AGIXQ" 1@D8KN".22KB"3V3.\! (N[E$1RN2E7OK\=_\7;R[A#= -(/JUV M(DFTD&-;:;?-X7:0NWB7N>B=S(;1"(!!>@/R? M*Y%E^UC4L=>ZV0J/_8+'_BMXC'CT2ZAL]B4K#,.CU95"$9:1GBRU-BU6"!P4 M! X;CTBOIHVYFCKZ:HD34\L,-\C A>]0W@U+-U='=OV1>6^LJS(@0+V:82I8^MZTAL].=':[@E8Q7JA@5UP]=>5Y;,9DK()Q5& <-:,'CAU6L2\$"W1%<; MRS)@6>0&<+*@,&#=!KR.C.V&0GF ZX+47^_]2"L8A_LJ:W3.:+[MW2F>$;OSFK>[_QR7-R^.SB.WK&4U_-/1&_?L;EGMVQG)V-M"U0+K'|\V0P'MHT- @QU+#T2$PN_008%YA/A*QT@[KC^Y2:SG7 \V.R!XVLHGB%Z;_@=02P,$% @ SH!H6?=:]F4)! HA4 M -!D !X,"]W;W)K&ULQ5A1C^(V$/XK5GJ]=B5N M$R>0A"T@W0),=!)>M5JZUX>]#R8.8%T24|N%0^J/KQVR"3E"MFDM\0*Q_,-Y MO,W9O!HS_@WL0&0Z'L2IV)L,;35 MEKE3$MNNX_AV0FAJ34;YW!.?C-A.QC2%)XI$+DD(/SQ S/9C"UNO$|\TO9%Z-MPIZ,MF0-N1G:)LJ0)I(*R%%?8C:T/^'Z*A]HAM_A*82].GI%.9<'8 M-SWXO!Q;CHX(8HBDAB#]*X,IQ+%&4G'\58!:Y9K:]?3Y%?UCGKQ*9D$$3%G| M.UW*S=@*+;2$%=G%|GM/T&1T$#C12P6^2?,%[:.A:*=D"PIG%4$"4V/W^1[M0<2) ^Y?<' +|_??.GB%@YHPL3VM&))F,.-LCKJT5FG[(NX? <80^YCMMO<)^VN\@ND,>SMV|NKNM"""M9:ZQ\FWAJ#4P7_:W8D@C&EJ]J 3P#;_+S3]AW?FEBS1!8C4.O-MY-#+T;TWE===#'X0);I'@4NDZOM9D\DU'5IZOI*4EQ,/1%"|_GA4@.BSA$3\ MV4249Y(H0V UHOHE4?U6L3VR=/U> DJRN?64.E[%U)3V$2O(I?09GDV"8. X MSLC.3A,Z-_-"?&I6"W50ACHP6A? E(9.G@Y+J|.I:%JUQ==UM0V-U"OV20O^J M9>&;),H06(VIHH"0[,%@61RS_K;(X-VLKB|_-6P-=2T/|$ W4 M]DD0[3\/3;FT+M9U"PV!U7@9EKP,KZKUH4FB#(!5B,).U:8Y!M5>@-5TC ,_M^$'M#6:N/PB'R/<4E3B^?7X^^?^WX9M"[6=1]-H=6[3I'[%Y5\]AH@\Q*-MK4Y6U2+BUL:]^J'4'W5AN'V/Q=]1U/^M:E.N C(;0Z,573A\/KBMYH'V@*K4Y6U0GBUOZI MJ^B'YW]?'>>\G7_;[ABN??*!IF\OOQ"^IJE0Y_-*.3IW@3H1^/%"\#B0;)O? MJ2V8E"S)'S= EL"U@7J_8DK_Q4!?TY77LI-_%!+ P04 " #.@&A9V_K& MA@,' !30@ &0 'AL+W=O=ELH,%BVAZP9+&\"K?=YL,K_A*A$',.A.2KJ*OH!C M%O*'ZX;>>-IQ%|P7(MO1'%XMZ9R-F?BXO$WD5G-#F081B]. QR1AL^O&6_W2 M-W)!/N*W@#VD.Z})IE,N.? ^4;7C3ZX:6>=1"-A$9@LI_;W;#PC C23\^E]#& MQF8FW'W1+?S-R_?S#U-V0T/?P^F8G'=Z#?(E,WH*A1W_;%EY1OJ9+P)#]/\ M+WDHQVH- ,EFE@D>E6'H0!7'QGWXI/X@=@>34'XQ28.P+V\|(6]6@=:R%=BEH M'VNA4PHZQUKHEH+NL8)>*>@=ZU*_%/3W!=UG!(-2,#C6@]X]G3DMCZ#BE.?Q M8E)!AU<)?R!)-E[RLA=YT.5Z&29!G.7'6"3R:"\U8NC%$QXQ\H\%^82DYNUG0 M>,Y(S!-K-F-YZ){[*M@Y.3.9H$&8G!.WY./8)&>OSLFK;."'!5^E-)ZF5TTA-M_U38- IZQK9/W/!.+E%CQE$UK]*9:WWI);ZOUO9?TCEH_>$GOO>"_.MZ@-HRA.Y.9O&T]D<&4]BOPHO2$M_30S-;-$\^6)Z],(?,7\%[Z^(%]WSOE*.M'+4VWPJMG- =Z5\N!N#P.IO21_/E.CB&>8%'Z5UYJ\\V/3"\Y2_3)9VPZX;<.9QE.6K%EC^.,/>E?IN2Y,D3 3"\.0.I\)RHGPGLGR5&[=LYC- G%.E@E?!WGA*_(N3$?+++*9M2YAE*9.31@DS"Q@ MO1RG0=?KH:ZUY'RPWDV$PT'M3JO7]HZRD7XYAR;?M .#$]|TST<69K0TK<VK M#O.0KOD@6"4J.YNH["BC\FST.0&HI)X.@$B8V3D\T=V.MG>>K9I1G?Y>_"'= M<@X- =O2#Z#L<9.AZO[L7?$B_?!"L$GS=3?!UE<&W72=LPXTDN&\X(5N7 S]W7 +Y6 GA+4+;; W 7A(9WT0 MK!+"O4T(]Y0?Q2ADV?*+S-B4)30DB6)GGT_C]^&]6%]))X:H@B82829B%A- A++F(&$N%N8A83X(5LF+P28O M!NA++P-D6B!A)AJF(6$Y%N8@82X2YB%A/@A620M=VU[HU]25^N=5(!YQ,2"M3V5!LV:IB.3$]9K0B*_D!)+R@-!-*LZ T&TIS MH#072O.@- +^D[55UW>VUG&HR[']2]=-'7-?_?V#^^=K)ELGK!@'N>5_=^K)$BG M0=&X_4K&;)(P09. "L)G1"P8LG)R MRB!D)I1F06DVE.9 :2Z4YD%I/HH6S2QCFUD&NOXJB:@,0=),*,V"TFPHS8'2 M7"C-@|)%*V;(=O>JJ[L43U_R90D;,+C21#*&4=.0,(P$YN+4L]>BMI4,+69 M!>W*EK2]R;C5KEYB,:%&+2C-AM(<*,V%TCPHS4?1]BFS[;OJZL9K45T%M*C3 M0C8/TI"69=K_6[90F@FE65"#:4Y4)H+17E0FIH^B5;-NVU?6,_!2#MI4 MAM),*V"TFPHS8'2T"C-@])\%*V;(=OFM_Z-W>__H)2#-L]+6K4VZ_CH$UQ-M*,V4TAPHS872/"C- 1]&J^;+MM.OJ5OOQ^9(=6!3ZCCHMH4UWO:.)K.^G!;2=-M#J794)H#I;E0F@>E^2A:-2VVK7Q=W]_>-VNC)U1.T10^EV5": Z6Y4)H'I?DH6C7LMYUZ7=GQ_.Y5 M?79H0E,!7.!#;P6 TDPHS8+2,"C-@=)<*,V#TGP4K?ICL>TM 8.&7N ,T!L MH#032K.@-!M*(''06\'@-(L*.TN M.;JEF0.UZ$)IWA'^^RB+1; W=WX5'K%DGC^%("63[&:OS,C.WLV3#M[FO^_? MVS_2+V_TFOVF?#G5]7?T2[=XOL'6;/&XA?&PO=V]R:W-H965TC^A.3ULW(A-_MA7Z#Y$5>@+[$O&T6QGFL9RE%#Q>-IZN-#P#WMD$U.)2NL[M[WPN)S3R'8&$ CT#=\L.IB"E)W)I ,.HX:7^E!QL;|_./H797RXI,F&KY7918 M3>A;2DI8\ZW$&[W_!%T|(\]7:&G#E^R!V(B28FM1UQW895 +U:[\OM/A"|./ MGP D'2#Y6T#: 8)RK,TLE#7CR//,Z#TQ/MJQ>2-H$]"N&J"\?URB<;?"X3"? MZKH6Z'X+6L)52:9:H5 ;4(4 2\Z_"!0;W@KN3K]B!8;,.2(8>T'.9X!<2&>] M)K? +&3D_NR!G1"@R%U(ZC,T8NAS]3:SH\KEN\TF>R&<)S8 D[UZ1)$J&)^:#3 MY^$S* 8DC0,\?0QG3IE>G]27)PE\Z3_),Q.VD-IN#9 ?5RN+QCW*GZ=],B\9 MGK{$-^K8-KR "76=.,'L@.8O7\27T?M3"QEGD=ZI+T>Z7/L^0>+PO4.E$3^.M>1E2\)5P_L.ITEN^N\?8SY1=/AK$&=L=EW0B*$X':1_5YLJ.GKD?,7-N-D)9 M(F'M8- '@S8@2TI9MZZ!NPLM?;?1]%,S*33HPL"=K[7&@^.,]9^=^6]02P,$ M% @ SH!H6912B7RL @ :+P< !D !X,"]W;W)K&ULK55=;HP%/TK5UDUM5*7D 2ZMH-(*VA;)2]AHFX/TQY, <@&K_LAL M!]I_/]L)$44IJKQ0.SXGN-SK]OAENT'O4:T< 39I*/@K4QY744Z7R-G.A0 MEBCLRE(]3HR=]E6D2X6D\"#.HJ37NX@XH2+(AO[=3&5#61E&!>_6RX)H'$OVBQ9F/0HN RAP22IF\N7'V!S9_O:!<,NW_8=0s]@+(*VTD;\!6 M .:B>]!*G)@!]@+C_"B!I_E;.6D#2+W16IFW-2&&9$,EMZ!0AI[.!2WAD$]5F*VFSE7B^]!6^]=3Z M(&$6.1S8&;@UR_:7+ +7TW8[R9I=_1:ER3'46 OH4;UP2#[^"&^Z'WIRLI50=&6DWB:N<^RZS":+XS >1IMJT?%O-;JOI7:?XM56\A'K0(QX'<7!C:$5=CEMMXI3O;<M7H875RI^:I;/BGNGI4%K? 7#4^O3@)N>[8C? *%E01HVM^BZC@XYC#2\/K'4$ M#<<*T#:HE1WOMS'U*[HA:4,%MEUE:5"_\;%E4W9IKB9&E[W +.6R_],.U_;*A M<@%V?2FEV4U&PO=V]R:W-H965TD8C MCO<_U)L&!@:YIDO62T$6)I;5G%8L/2]+CB6Y,)?U8\3R,A;_.U56QS%BTK MHS2Q.(342]X&TW'U=A=/AWSG4CBC-WEH-BE-91_NV$)WT!&-/0\MG>YO+--.EF609RMIJ/]+K$% <&%>+WF.V+@VM02GGD-M_$W<[N'C]S/YS)5Z*>8P*-M-N)'_%2;"8C;P26;!7M$G'/[^P1!/3\BUX4E2?8-]@X0@L=H7@:6,L5Y#&M62T=?6T<<6 @>?0&N#'_]H%]Q(T!N2E,]B- @?W2&9S&H))NU=HKQP61B*;C MG.]!7](E6WE1>;^REOZ*LW*CS$4N?XVEG9C.V5]&78:[MN6YB+,U.+MG3RS; ML0L0,+GW%G%41S1;@M^V+(\JT&VVX"D#C]] 0W .S@(FHC@IS$E>)@'X.S# M.?@ X@Q\WO!=(+:.(DVJO"):"W^5QM5E\9=N'!0SV?]9RFOY76RC!9N_MY)8L6/$!1M.??T 4_]0+@DFRP'19: (BL%RZ[#9=]BGWZF8LHDI@@2SW71V"HZ]*_Y_H>(7U<,,01XF":?VGU_I]`ZW @AIZB?HBR7=]74,$0A6P?(D>1KH,ACSIZ MY;153D\j;]+S6<(+F8]7.4\!KW.WS[21I\-EN!A\!?D0Y7@446YALN&-E&# M/H1AZF'_B'*W5>Z>5#{CN4Q&D9#E*^/995&G*)WDDSROS3@FR0*39*$ALEXP MO#88WKL5",]DN$R2!2,)0D-DO7#Y;;C\-Q8(?_"?55/$=Q'!=Q'A*41/& (+= M4RXT6PH:OEYZ0A K:C4HY!.U%&A0E%)2\4:U#88R/*#]XOD=F2T'#=[B,2^)B M1WT(7.*01["]7H-#D$*7]@[0 O%A:>W[\-Q4]<^"=+!\'-UOP)-*0#_'K0QS9C> M##RFLST1 <_M_IT]SR784?($.>YQ!5_Q!&/8AL M5;^F99 ;6L6%NEFAC8\U5:CK+=#IYN(V$RS/*KER\[^ZH!CM.(RR!4,90E-L M_3!U70=ZO[8#&>T[C+(%1ME"4VS]H'6!WIK\X&&?0%RD&U3- 9MH<)1Z%*GI M9(BS;8_003W1X&CO^,7_*KEK2K#AI@1K6@3D*>EOID-AH]K7H+!,I6HOIH$A M#Q_5WK4EV'!;TO#U7CHZ=/!R3@/#&*HOGP(-3)8(7ZVD&AAU(58;$NO@_"5E M^;HZ^"K @N\R4;!.;T?;P[6/U9&2,GZ#KF=(,QZ@Z[^.NOHZV.\3U& ^CK," M)&PEIX)7K[S|>7TX5M\(QJU.?QZY$#RM+C&PO=V]R:W-H965TV0.R<N M*XH2ZESK- AO,ZE&O*M*QH. ^=]OZLK%GA>[=4ZHDT[-W!-/IVPG*T+A MB2.0J^N<_T(%3O,-]YG7@VFU+]"3>=-OD6EB'_-$]94UJH((PBCAL M9LZ#?][(--X ?B-P$$?/2#M9,?95#SZN9XZG X(*]D5?H?,3;,V"5<+|\MHD.'1Q4[(1D=4=6$=2$MO_Y2Y>(X+2L1-P1\!#0O@=0M 1@FM7"#M">.T* M442[41.UV+]2A6H7LXMNJ >VZ#P=X(*T"=&92G0@]YA;>%G ME_F3"WQ7):C/$G[-TB.^*+B$Y@[AR7N$/1Q:XIE?0P\-/;#9^7^K+_[SZB?) M"/J2"8Q><'7)_/&P$I*K,_^G;.];M=^NIK^#]Z+)"Y@YZD.G@._!27_\P8^] MGVR)? DNQ["W%%F]S:-G(E8;\EX27UM#NRYJRR_]S:-J/528R.OD/V]9[@WYNZ M^<.>LGZ.B,?:C4U1FT0]L_A/88MS&(!>|+UL!/+46\NYA49?YV0NFG@19?@ MCHC2%"7;J&MB)6W66[WX* (Y;C*.!\W/0(#>91<8/8@_C@>U+2B>.X]YQ_"^:,M+$&5CE2659<@X#VB8#4:6R*,)E$PL&J#X7$X@&466!@&B3^P:X$%8QR.[9Z3 MWG-R36&/*G,7K4 U1F[T @H;

{F|0P|F>F)9%O5"7C@'+_ 6LM9^ M[,&T)(/Y1_]^[EOF,]7+M:W7-_FV$?R4\RU1UWH%&[64=Y>HLN5M<|4.)&M, M]!:B4O4BYK%4_2AP#5#O-XS)UX%>H.|PTW\ 4$L#!\0 (,Z :%D#B7Y' MMP, $82 9 >&PO=V]R:W-H965TQV$VML04Q:L@^%4MZ_ VK#@T4+Z(lU[]PK-HZ%D1[+FA6B64$69*7 M5 _)2&7$B\/H7!%XE\,X%W@5!OQ+TSP0RTG:!7PG\>P? =)#D)}FLL\SMH%">VD%$!MAU5$01E M!-Z%"#QXHKG8<0CS&..FWI:]J;ODO79]G4"?Z>''CC#,_ WG\RJ FU9,T(T),.I!W]6808E\:}+O<[W"G7R>\KWG^!9Z<7A@1+EHB MF7?^~| M@W\>R1;P46#& VW+B6\R)R9A@4E8: C6R,F@5LF@A&+F9< MD#3-5'($A35"09*X+36=U&M38Q(6E##7T33UK7"8.3U /+$/IYZWMAIX=:N& MFW/*Z)["2FW#YXS=-J6C>Y@KETWC-)" M4[1F(DZV:>[_7SM:T^%^-QVN[]2GHY2.3D:[YY\/]NZXKW;9$*UTV3[9%V?(MMOI @D.D#"MW3'5M?>CQ7F_US^KG[L.CVU(?J$,2O0__AB]/6)X(V\HO24AQ M(U_E]$;R8XN5AQ9E0=!"[\K75,@]OK[=(8F1]0;R^892\510+ZB/CF;_ 5!+ M P04 " #.@&A9[B1T:$H# !-%0 #0 'AL+W-T>6QE=]T[GX?)Z'[]HL4OB.Z7[\TBCNIAH MN"M:>S@W0HVA=J4H;'2A4CO9.&N M[4&%5CHIEYD]<]L,]O>L&KX'U#TPR(5H#/:(#4Q&.=6:*7EC.N7@.O@,\]KV M_28W#A>*;KJ\MD2RIM).LM4S%23IDQTT&0D6)Y%%\LX:ZSW =0ZRPUC9C3 M129IZ.%F5 TC.V="W,'C^S/9T5XGK3TM=U0V36.H:EH9VP']MIK5;LOV7Z7K MY?PQTU\69CJR[$.ML%O%$KXN^^ND,8"I=W%UFN=B\UGPA4R9G? S!"2B^3U;Z[]"GO_M.B^89(]*MFE3 M^\>\RJ]V7+WOWL)S^;6R[]ALA@DL>QTP^ M.Q8:>4UGYF_%'7TS/F8)70E]WX\CLFU_9S%?I5$SZA86HAJU;7^#Z77#YM!O M1LZD2'*&: (2#3WZTUOMMXA;QOE0AV$SQ2L1FBJ\U(.YU T84N7<;RP,,;!>P MVH'\[CQ04VY.$,"N8MZP)QA'H@A#H!;=-1J&R.J$\''O# :4!$$4N1' W Z" M $/@:<01S %XP) @*- ^#>^\COWY/^=M_H$[^ %!+ P04 " #.@&A9EX]I M', 3 @ "P %]R96QS+RYR96QSG9*Y;L.P#$[Q="> ?0(8@S9?$6 M:/D!5][V!
{%BD6=OZ ;!7&0"QEY/3P2W!Y10.TXI+:.+J1C!$%)I6M6X 4BV M8]ISI%"KM0L'C6'TD!$VV-#L%HL/D N&6;WO606IW.D5XA-/E_G;@2=&A(E@6FD7)TZ(= MI7\=Q_;0T^FO8R*T>EOH^7%H5 J.W&,EC'%BM/XU@LD/['X 4$L#!\0 (M ,Z .%FA5^:()08 %&PO=V]R:V)O;VLN>&ULQ9MM;]HZ%(#_ MBL67VT]EY(WMFF=1(&M2(RB@O;URB0&K"4VLQW:[=??XU TIX6C^^6TGVA> MFCR:FVZXH9WG(=0*=OH=WZ5XL'^,^TVV MEU;N9"G=K^M.\WR*[C@6AKKFC.;ZW-@W LX^;!5,_U%EDZ8 M$??B]]'U3]J-OPQ\BV[P-9HX'#\)0?QH_D\8]7HM5T)Y0YQ-*+T@,IN MY+8#P)&X V4<@^[20 M(V%S(W=^/]-KYK;"W=16*F%MXZH((- \CD.]I(>_%7JA:L'N1ZXV2_G@]@$! M^T +-JEV7!I_4A,M-GZ4C@VU=3;LMZ^PCON*EG#,C0*+678QU=9>LCEX9;'E MIB46U"S$:EDXG?_X>\6M*"!R%5S)-B>Q>"+? EC.V28,GK$SH!. MKI+NS\L%,=9!#RU4+EN0$;.-B%@;"I'O9X!Q=]IXO! ,TT5$K8MZ9<7/VK.- M\]>M0@=@! ;8LY_L WU?FW?MA)&U>;.M%H0DC,#O&O'Z!CD1#WLJ7A!3Q4 M-C"&PZOWO,U&F",B8D>@&6DKM\P743$NCB1Df*+)0<(>QDR8JZ(B%UQ/CUM M4$-,3"(1L43.YJB'@(;8F$PB8IG@F2H+,3&_1,1^05/55ON),.EK^(]7-(74]&#O-.3"R<,SGL MD3/$Q(03$PLGS&5/QA S34QLFA?YXDE"3#(QL61,^AHR-+[9&+%I58@QR<2O M7^IB%WZ(8'CNV"#$Q"03$TL&Q6SU. DFF818,CAF'&)BDDF()8/E:7,35I<2 M3#.)L68PS/M61YE@FDF(-8.DDS?2L)#'C4IAE/'(##$5F*62@EMM AFB^B*,M6=I1B M!DJ)#33(M>RC*%#-02CW0.86YW$I3L_\:XB)&2@E-M!)S&_B8 ,*J*=S3F'.Y%X60A6AA3+,0MF;%-N>?*2K$!.S4/:FY;.P'668 MA3)B"^&881/*, MEY/.]&&.8$F>8A3)B"QV+EU.!>9QXQYKM8Z.)0Z=GZ)JS M5UD>\|RS&.1?0HL/.3$+9<06.F(>VK9? 0N.O F==-KEQB(E9*".VT-G2\.% MB(E9*".VT%G.(3?F5YB]|S$+|8DMU*Y@#[=^ZIE)Q<;KM5\M'F)B%NI3+W;& M%FBPBQ 3LU"?>LDSAMG*_N8A? K&%CHQ_.!4E7'PXXP0^IC%NI35^->8CZ| MKDT5,<3$+-2GKL8]7_X"XTKQZ"Z?*@HA)F:A?F.A;G.R_?RI$&N11#UC8 MG_,RGQOF/YK54E&2^A53Z[HLA[#O3DTU+XZ_BSC^IN/S?U!+ P04 " #. M@&A924'XIM$-!*LONVG(%]4]Z$G%& MJ$!<_@F?$/#X4@[-N&]/PV[?#8O/X^$TK*K=.';_ZGI8[\]Q&> [;KIS.1S9M M?VS&\[+?UEVS?F^V19.E.NK^=D:U]\@[<_'ZU97_F=AN-OMU^=VN_QS+.?S'MX/JC[=^'72ECM7AM^FT95U7]>;CN'NK+)MV=)U>++Y[=5U3^_I;]>.T@@2.8/ M4@C2^8,.@FS^((<@GS\H("CF#\H0E.@^_F#'B#H8?Z@M$09EP1)$ZP) MM$[(=2+P.B'8B4#LA&0G K,3HIT(U$[(=B)P.R'@N!WH)Z"X'>@GH+@=Z"'>@N!WH)Z"X'>@GH+@=Z" M>@N!WHIZ*X'>BGHK@=Z*>BN!WCIY64*@MZ+>2]"WHMY*H+>BWD]@MZ+>2]"W MHMY*H+>BWD]@MZ'>1]"WH=Y&H+>AWD:@MZ'>1]"W35YV$^AMJ+<1Z&VHMQ'H M,:BW$>AMJ+<1Z&VHMQ'H[;BW$^CMJ+<3Z.VHMQ/H[;BW$^CMJ+<3Z.V3CY4$ M>COJ[01Z.^KM!'H[ZNT$>COJ[01Z!^H=!'H'ZAT$>@?J'01Z!^H=!'H'ZAT$ M>@? J'01ZQ^1G$P*]_4. KT#]0X"O0/U#@*], ^J="?3.J'Q0X=B^C842S/E_B@1[?=MC4UKG[H\Y$R^D"VB3NB MU'?EJ>C5^>24;YA.G_SB_*G,N<"\&UL4$L! A0#% @ SH!H651&PO=V]R:W-H965T&UL4$L! A0# M% @ SH!H60O.O<'R" ^RX \@ ("!FQ@ 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ SH!H6;I /Q=S M"0 92D !@ ("!3S, 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ SH!H60=O=5C&PO=V]R:W-H M965T&UL4$L! M A0#% @ SH!H62O ;63+"P ?Q\ !D ("!UX 'AL M+W=O&PO=V]R:W- H965T&UL4$L! A0#% @ SH!H M6?2 H^VP!P)\, !D ("!,GP 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ SH!H62O[T"]!" 6A@ M !D ("!Y1$ 'AL+W=OF@ M>&PO=V]R:W- H965T&UL4$L! A0#% @ SH!H68ILE09G!P IQ(!D M ("!P:4 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ SH!H6?=T9$"1" 51@ !D ("!LK('AL+W=O MAAY28' ! M$P &0 @('FNP >&PO=V]R:W-H965T&UL4$L! A0#% @ SH!H66'< M$1M#! 5PD !D ("!_<<< 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ SH!H65<>X4(1! PPD !D M ("!5MP 'AL+W=O5W;Y8% #7#0 &0 @(&>X >&PO M=V]R:W-H965T 0 M #0* 9 " @6OF !X;"]W;W)K&UL4$L! A0#% @ SH!H603HL -6!@ 8! !D ("! M&NL 'AL+W=O&PO=V]R:W- H965T&UL4$L! A0#% M @ SH!H65VV4MNR!0 2 \ !D ("!72L 'AL+W=O&PO=V]R:W-H965TY 4 /4I 9 " @0 : 0!X;"]W;W)K&UL4$L! A0#% @ SH!H63M.@^M@!0 LAL !D M ("!&R ! 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ SH!H6=BS0>-6"@ [% !D ("!WB\! M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ MSH!H6;.\(*D$!0 "2@ !D ("!*4(! 'AL+W=O4D-I0D' W*@ &0 @(/ M4@$ >&PO=V]R:W-H965TR]E' 8 /@R 9 " @0]: 0!X;"]W;W)K&UL4$L! A0#% @ SH!H62?$&-2V' @ QP8 !D M ("!8F ! 'AL+W=O&PO=V]R:W-H M965TI! 0!X;"]W;W)K&UL4$L! M A0#% @ SH!H6&PO=V]R:W-H965T&UL4$L! A0#% @ SH!H M67^V/$J3! BB !D ("!0H,! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ SH!H66O $UP1! ^!(M !D ("!O90! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ SH!H6:U@XS'U! N10 !D M ("!JZ$! 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ SH!H62=:,]F4)! HA4 !D ("!W:T! 'AL+W=O M&PO=V]R:W-H965TY M 0!X;"]W;W)K&UL4$L! A0#% @ SH!H6912 MB7RL @ +P< !D ("!U;L! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ SH!H60.)?D>W P 1A(!D M ("!N\&PO M&PO7W)E M;',O=V]R:V)O;VLN>&UL+G)E;'-02P$"% ,4 " #.@&A9SA7,7P\" #J M*P $P @'BV $ 6T-O;G1E;G1?5'EP97- =+GAM;%!+!08 1 5 !4 ,7 BVP$! end XML 94 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 95 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 .rou 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 97 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html3433581true870false7 falsefalseR1.htm0000001 - Document - Cover PageSheethttp://www.bloominbrands.com/role/CoverPageCover PageCover1 falsefalseR2.htm9952151 - Statement - CONSOLIDATED BALANCE SHEETSSheethttp://www.bloominbrands.com/role/CONSOLIDATEDBALANCESHEETSCONSOLIDATED BALANCE SHEETSStatements2 falsefalseR3.htm9952152 - Statement - CONSOLIDATED BALANCE SHEETS (Parenthetical)Sheethttp://www.bloominbrands.com/role/CONSOLIDATEDBALANCESHEETSParentheticalCONSOLIDATED BALANCE SHEETS (Parenthetical)Statements3 falsefalseR4.htm9952153 - Statement - CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOMESheethttp://www.bloominbrands.com/role/CONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSSINCOMECONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOMEStatements4 falsefalseR5.htm9952154 - Statement - CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITYSheethttp://www.bloominbrands.com/role/CONSOLIDATEDSTATEMENTSOFCHANGESINSTOCKHOLDERSEQUITYCONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITYStatements5 falsefalseR6.htm9952155 - Statement - CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (Parenthetical)Sheethttp://www.bloominbrands.com/role/CONSOLIDATEDSTATEMENTSOFCHANGESINSTOCKHOLDERSEQUITYParentheticalCONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (Parenthetical)Statements6 falsefalseR7.htm9952156 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWSSheethttp://www.bloominbrands.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSCONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWSStatements7 falsefalseR8.htm9952157 - Disclosure - Description of the Business and Basis of PresentationSheethttp://www.bloominbrands.com/role/DescriptionoftheBusinessandBasisofPresentationDescription of the Business and Basis of PresentationNotes8 falsefalseR9.htm9952158 - Disclosure - Revenue RecognitionSheethttp://www.bloominbrands.com/role/RevenueRecognitionRevenue RecognitionNotes9 falsefalseR10.htm9952159 - Disclosure - Impairments and Exit CostsSheethttp://www.bloominbrands.com/role/ImpairmentsandExitCostsImpairments and Exit CostsNotes10 falsefalseR11.htm9952160 - Disclosure - Earnings (Loss) Per ShareSheethttp://www.bloominbrands.com/role/EarningsLossPerShareEarnings (Loss) Per ShareNotes11 falsefalseR12.htm9952161 - Disclosure - Stock-based Compensation PlansSheethttp://www.bloominbrands.com/role/StockbasedCompensationPlansStock-based Compensation PlansNotes12 falsefalseR13.htm9952162 - Disclosure - Supplemental Balance Sheet InformationSheethttp://www.bloominbrands.com/role/SupplementalBalanceSheetInformationSupplemental Balance Sheet InformationNotes13 falsefalseR14.htm9952163 - Disclosure - Convertible Senior NotesNoteshttp://www.bloominbrands.com/role/ConvertibleSeniorNotesConvertible Senior NotesNotes14 falsefalseR15.htm9952164 - Disclosure - Stockholders' EquitySheethttp://www.bloominbrands.com/role/StockholdersEquityStockholders' EquityNotes15 falsefalseR16.htm9952165 - Disclosure - Derivative Instruments and Hedging ActivitiesSheethttp://www.bloominbrands.com/role/DerivativeInstrumentsandHedgingActivitiesDerivative Instruments and Hedging ActivitiesNotes16 falsefalseR17.htm9952166 - Disclosure - LeasesSheethttp://www.bloominbrands.com/role/LeasesLeasesNotes17 falsefalseR18.htm9952167 - Disclosure - Fair Value MeasurementsSheethttp://www.bloominbrands.com/role/FairValueMeasurementsFair Value MeasurementsNotes18 falsefalseR19.htm9952168 - Disclosure - Income TaxesSheethttp://www.bloominbrands.com/role/IncomeTaxesIncome TaxesNotes19 falsefalseR20.htm9952169 - Disclosure - Commitments and ContingenciesSheethttp://www.bloominbrands.com/role/CommitmentsandContingenciesCommitments and ContingenciesNotes20 falsefalseR21.htm9952170 - Disclosure - Segment ReportingSheethttp://www.bloominbrands.com/role/SegmentReportingSegment ReportingNotes21 falsefalseR22.htm9952171 - Disclosure - Subsequent EventsSheethttp://www.bloominbrands.com/role/SubsequentEventsSubsequent EventsNotes22 falsefalseR23.htm995410 - Disclosure - Pay vs Performance DisclosureSheethttp://xbrl.sec.gov/ecd/role/PvpDisclosurePay vs Performance DisclosureNotes23 falsefalseR24.htm995445 - Disclosure - Insider Trading ArrangementsSheethttp://xbrl.sec.gov/ecd/role/InsiderTradingArrangementsInsider Trading ArrangementsNotes24 falsefalseR25.htm9954471 - Disclosure - Description of the Business and Basis of Presentation (Policies)Sheethttp://www.bloominbrands.com/role/DescriptionoftheBusinessandBasisofPresentationPoliciesDescription of the Business and Basis of Presentation (Policies)Policies25 falsefalseR26.htm9954472 - Disclosure - Revenue Recognition (Tables)Sheethttp://www.bloominbrands.com/role/RevenueRecognitionTablesRevenue Recognition (Tables)Tableshttp://www.bloominbrands.com/role/RevenueRecognition26 falsefalseR27.htm9954473 - Disclosure - Impairments and Exit Costs (Tables)Sheethttp://www.bloominbrands.com/role/ImpairmentsandExitCostsTablesImpairments and Exit Costs (Tables)Tableshttp://www.bloominbrands.com/role/ImpairmentsandExitCosts27 falsefalseR28.htm9954474 - Disclosure - Earnings (Loss) Per Share (Tables)Sheethttp://www.bloominbrands.com/role/EarningsLossPerShareTablesEarnings (Loss) Per Share (Tables)Tableshttp://www.bloominbrands.com/role/EarningsLossPerShare28 falsefalseR29.htm9954475 - Disclosure - Stock-based Compensation Plans (Tables)Sheethttp://www.bloominbrands.com/role/StockbasedCompensationPlansTablesStock-based Compensation Plans (Tables)Tableshttp://www.bloominbrands.com/role/StockbasedCompensationPlans29 falsefalseR30.htm9954476 - Disclosure - Supplemental Balance Sheet Information (Tables)Sheethttp://www.bloominbrands.com/role/SupplementalBalanceSheetInformationTablesSupplemental Balance Sheet Information (Tables)Tableshttp://www.bloominbrands.com/role/SupplementalBalanceSheetInformation30 falsefalseR31.htm9954477 - Disclosure - Convertible Senior Notes (Tables)Noteshttp://www.bloominbrands.com/role/ConvertibleSeniorNotesTablesConvertible Senior Notes (Tables)Tableshttp://www.bloominbrands.com/role/ConvertibleSeniorNotes31 falsefalseR32.htm9954478 - Disclosure - Stockholders' Equity (Tables)Sheethttp://www.bloominbrands.com/role/StockholdersEquityTablesStockholders' Equity (Tables)Tableshttp://www.bloominbrands.com/role/StockholdersEquity32 falsefalseR33.htm9954479 - Disclosure - Derivative Instruments and Hedging Activities (Tables)Sheethttp://www.bloominbrands.com/role/DerivativeInstrumentsandHedgingActivitiesTablesDerivative Instruments and Hedging Activities (Tables)Tableshttp://www.bloominbrands.com/role/DerivativeInstrumentsandHedgingActivities33 falsefalseR34.htm9954480 - Disclosure - Leases (Tables)Sheethttp://www.bloominbrands.com/role/LeasesTablesLeases (Tables)Tableshttp://www.bloominbrands.com/role/Leases34 falsefalseR35.htm9954481 - Disclosure - Fair Value Measurements (Tables)Sheethttp://www.bloominbrands.com/role/FairValueMeasurementsTablesFair Value Measurements (Tables)Tableshttp://www.bloominbrands.com/role/FairValueMeasurements35 falsefalseR36.htm9954482 - Disclosure - Income Taxes

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Disclosure - Stock-based Compensation Plans (PSU and RSU Activity - Table) (Details)Sheethttp://www.bloominbrands.com/role/StockbasedCompensationPlansPSUandRSUActivityTableDetailsStock-based Compensation Plans (PSU and RSU Activity - Table) (Details)Detailshttp://www.bloominbrands.com/role/StockbasedCompensationPlansTables46 falsefalseR47.htm9954493 - Disclosure - Stock-based Compensation Plans (Assumptions Used in the Monte Carlo Simulation Model and the Grant Date Fair Value of PSUs Granted) (Details)Sheethttp://www.bloominbrands.com/role/StockbasedCompensationPlansAssumptionsUsedintheMonteCarloSimulationModelandtheGrantDateFairValueofPSUsGrantedi based Compensation Plans (Assumptions Used in the Monte Carlo Simulation Model and the Grant Date Fair Value of PSUs Granted) (Details)Detailshttp://www.bloominbrands.com/role/StockbasedCompensationPlansTables47 falsefalseR48.htm9954494 - Disclosure - Stock-based Compensation Plans (Unrecognized Stock Compensation Expense and the Remaining Weighted-Average Vesting Period) (Details)Sheethttp://www.bloominbrands.com/role/StockbasedCompensationPlansUnrecognizedStockCompensationExpenseandtheRemainingWeightedAverageVestingPeriodDet based Compensation Plans (Unrecognized Stock Compensation Expense and the Remaining Weighted-Average Vesting Period) (Details)Detailshttp://www.bloominbrands.com/role/StockbasedCompensationPlansTables48 falsefalseR49.htm9954495 - Disclosure - Other Current Assets, Net (Details)Sheethttp://www.bloominbrands.com/role/OtherCurrentAssetsNetDetailsOther Current Assets, Net (Details)Details49 falsefalseR50.htm9954496 - Disclosure - Goodwill and Intangible Assets (Details)Sheethttp://www.bloominbrands.com/role/GoodwillandIntangibleAssetsDetailsGoodwill and Intangible Assets (Details)Details50 falsefalseR51.htm9954497 - Disclosure - Other Assets, Net (Details)Sheethttp://www.bloominbrands.com/role/OtherAssetsNetDetailsOther Assets, Net (Details)Details51 falsefalseR52.htm9954498 - Disclosure - Accrued and Other Current Liabilities (Details)Sheethttp://www.bloominbrands.com/role/AccruedandOtherCurrentLiabilitiesDetailsAccrued and Other Current Liabilities (Details)Details52 falsefalseR53.htm9954499 - Disclosure - Long-term Debt, Net (Schedule of Long-term Debt, Net) (Details)Sheethttp://www.bloominbrands.com/role/LongtermDebtNetScheduleofLongtermDebtNetDetailsLong-term Debt, Net (Schedule of Long-term Debt, Net) (Details)Details53 falsefalseR54.htm9954500 - Disclosure - Long-term Debt, Net (Third Amended and Restated Credit Agreement Narrative) (Details)Sheethttp://www.bloominbrands.com/role/LongtermDebtNetThirdAmendedandRestatedCreditAgreementNarrativeDetailsLong-term Debt, Net (Third Amended and Restated Credit Agreement Narrative) (Details)Details54 falsefalseR55.htm9954501 - Disclosure - Long-term Debt, Net (Maturities - Table) (Details)Sheethttp://www.bloominbrands.com/role/LongtermDebtNetMaturitiesTableDetailsLong-term Debt, Net (Maturities - Table) (Details)Details55 falsefalseR56.htm9954502 - Disclosure - Convertible Senior Notes (Convertible Notes Text) (Details)Noteshttp://www.bloominbrands.com/role/ConvertibleSeniorNotesConvertibleNotesTextDetailsConvertible Senior Notes (Convertible Notes Text) (Details)Detailshttp://www.bloominbrands.com/role/ConvertibleSeniorNotesTables56 falsefalseR57.htm9954503 - Disclosure - Convertible Senior Notes (Convertible Senior Notes Balances) (Details)Noteshttp://www.bloominbrands.com/role/ConvertibleSeniorNotesConvertibleSeniorNotesBalancesDetailsConvertible Senior Notes (Convertible Senior Notes Balances) (Details)Detailshttp://www.bloominbrands.com/role/ConvertibleSeniorNotesTables57 falsefalseR58.htm9954504 - 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Disclosure - Stockholders' Equity (Dividend) (Details)Sheethttp://www.bloominbrands.com/role/StockholdersEquityDividendDetailsStockholders' Equity (Dividend) (Details)Detailshttp://www.bloominbrands.com/role/StockholdersEquityTables61 falsefalseR62.htm9954508 - Disclosure - Stockholders' Equity (Other Comprehensive (Loss) Income) (Details)Sheethttp://www.bloominbrands.com/role/StockholdersEquityOtherComprehensiveLossIncomeDetailsStockholders' Equity (Other Comprehensive (Loss) Income) (Details)Detailshttp://www.bloominbrands.com/role/StockholdersEquityTables62 falsefalseR63.htm9954509 - Disclosure - Derivative Instruments and Hedging Activities (Designated Hedges - Text) (Details)Sheethttp://www.bloominbrands.com/role/DerivativeInstrumentsandHedgingActivitiesDesignatedHedgesTextDetailsDerivative Instruments and Hedging Activities (Designated Hedges - Text) (Details)Detailshttp://www.bloominbrands.com/role/DerivativeInstrumentsandHedgingActivitiesTables63 falsefalseR64.htm9954510 - Disclosure - Derivative Instruments and Hedging Activities (Schedule of Derivative Instruments) (Details)Sheethttp://www.bloominbrands.com/role/DerivativeInstrumentsandHedgingActivitiesScheduleofDerivativeInstrumentsDetailsDerivative Instruments and Hedging Activities (Schedule of Derivative Instruments) (Details)Detailshttp://www.bloominbrands.com/role/DerivativeInstrumentsandHedgingActivitiesTables64 falsefalseR65.htm9954511 - Disclosure - Derivative Instruments and Hedging Activities (Fair Value and Classification of Interest Rate Swaps) (Details)Sheethttp://www.bloominbrands.com/role/DerivativeInstrumentsandHedgingActivitiesFairValueandClassificationofInterestRateSwapsDetailsDerivative Instruments and Hedging Activities (Fair Value and Classification of Interest Rate Swaps) (Details)Detailshttp://www.bloominbrands.com/role/DerivativeInstrumentsandHedgingActivitiesTables65 falsefalseR66.htm9954512 - Disclosure - Leases (Lessee, Lease Assets and Liabilities) (Details)Sheethttp://www.bloominbrands.com/role/LeasesLesseeLeaseAssetsandLiabilitiesDetailsLeases (Lessee, Lease Assets and Liabilities) (Details)Detailshttp://www.bloominbrands.com/role/LeasesTables66 falsefalseR67.htm9954513 - 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": [ "r85", "r857" ] }, "blmn_AccountsReceivableGiftCardsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.bloominbrands.com/20240929", "localname": "AccountsReceivableGiftCardsMember", "presentation": [ "http://www.bloominbrands.com/role/OtherCurrentAssetsNetDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable - gift cards, net", "label": "Accounts Receivable - Gift Cards [Member]", "documentation": "Accounts Receivable - Gift Cards [Member]" } } }, "auth_ref": [] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "calculation": { "http://www.bloominbrands.com/role/OtherCurrentAssetsNetDetails": { "parentTag": "us-gaap_OtherAssetsCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://www.bloominbrands.com/role/OtherCurrentAssetsNetDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable, net", "label": "Accounts Receivable, after Allowance for Credit Loss, Current", "documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current." } } }, "auth_ref": [ "r1016" ] }, "blmn_AccountsReceivableOtherMember": { "xbrltype": "domainItemType", "nsuri": "http://www.bloominbrands.com/20240929", "localname": "AccountsReceivableOtherMember", "presentation": [ "http://www.bloominbrands.com/role/OtherCurrentAssetsNetDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable - other, net", "label": "Accounts Receivable, Other [Member]", "documentation": "Accounts receivable, other [Member]" } } }, "auth_ref": [] }, "blmn_AccountsReceivableVendorsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.bloominbrands.com/20240929", "localname": "AccountsReceivableVendorsMember", "presentation": [ "http://www.bloominbrands.com/role/OtherCurrentAssetsNetDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable - vendors, net", "label": "Accounts Receivable, Vendors [Member]", "documentation": "Accounts receivable, vendors [Member]" } } }, "auth_ref": [] }, "us-gaap_AccruedIncomeReceivableMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedIncomeReceivableMember", "presentation": [ "http://www.bloominbrands.com/role/OtherCurrentAssetsNetDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable - franchisees, net", "label": "Accrued Income Receivable [Member]", "documentation": "Fees and other revenue recorded based on estimates or specific contractual terms as transactions occur or services are rendered, provided that persuasive evidence exists, the price to the customer is fixed or determinable and collectability is reasonably assured, which have not yet been received as of the balance sheet date." } } }, "auth_ref": [] }, "us-gaap_AccruedInsuranceCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedInsuranceCurrent", "crdr": "credit", "calculation": { "http://www.bloominbrands.com/role/AccruedandOtherCurrentLiabilitiesDetails": { "parentTag": "blmn_AccruedandOtherLiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://www.bloominbrands.com/role/AccruedandOtherCurrentLiabilitiesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Accrued insurance", "label": "Accrued Insurance, Current", "documentation": "Carrying value as of the balance sheet date of obligations incurred through that date and payable to insurance entities to mitigate potential loss from various risks or to satisfy a promise to provide certain coverage's to employees. 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Includes costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered and of liabilities not separately disclosed." } } }, "auth_ref": [] }, "us-gaap_AccumulatedAmortizationOfNoncurrentDeferredFinanceCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedAmortizationOfNoncurrentDeferredFinanceCosts", "crdr": "credit", "presentation": ["http://www.bloominbrands.com/role/OtherAssetsNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated amortization, deferred financing fees", "label": "Accumulated Amortization, Debt Issuance Costs, Noncurrent", "documentation": "Amount of accumulated amortization of debt issuance costs classified as noncurrent." } } }, "auth_ref": ["r1106", "r1108"] }, "us-gaap_AccumulatedForeignCurrencyAdjustmentIncludingPortionAttributableToNoncontrollingInterestMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedForeignCurrencyAdjustmentIncludingPortionAttributableToNoncontrollingInterestMember", "presentation": ["http://www.bloominbrands.com/role/StockholdersEquityOtherComprehensiveLossIncomeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Foreign currency translation adjustment", "label": "Accumulated Foreign Currency Adjustment Including Portion Attributable to Noncontrolling Interest [Member]", "documentation": "Accumulated other comprehensive income (loss) resulting from 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, including the portion attributable to the noncontrolling interest." } } }, "auth_ref": ["r2", "r9", "r18", "r106", "r107", "r234", "r648", "r990", "r991"] }, "us-gaap_AccumulatedGainLossCashFlowHedgeIncludingNoncontrollingInterestMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedGainLossCashFlowHedgeIncludingNoncontrollingInterestMember", "presentation": ["http://www.bloominbrands.com/role/StockholdersEquityOtherComprehensiveLossIncomeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Loss on derivatives, net of tax", "label": "Accumulated Gain (Loss), Cash Flow Hedge, Including Noncontrolling Interest [Member]", "documentation": "Accumulated other comprehensive income (loss) from gain (loss) of derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness, including portion attributable to noncontrolling interest." } } }, "auth_ref": ["r228", "r234", "r523", "r648", "r990", "r991"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossLineItems", "presentation": ["http://www.bloominbrands.com/role/StockholdersEquityOtherComprehensiveLossIncomeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated other comprehensive loss [Line Items]", "label": "Accumulated Other Comprehensive Income (Loss) [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r1", "r9", "r18", "r530", "r533", "r587", "r676", "r677", "r989", "r990", "r991", "r1003", "r1004", "r1005", "r1007"] }, "ecd_Additional402vDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Additional402vDisclosureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Additional 402(v) Disclosure", "label": "Additional 402(v) Disclosure [Text Block]" } } }, "auth_ref": ["r922"] }, "us-gaap_AdditionalPaidInCapitalCommonStock": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalCommonStock", "crdr": "credit", "calculation": { "http://www.bloominbrands.com/role/CONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.bloominbrands.com/role/CONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "terseLabel": "Additional paid-in capital", "label": "Additional Paid in Capital, Common Stock", "documentation": "Value received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. 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May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital." } } }, "auth_ref": ["r100"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://www.bloominbrands.com/role/CONSOLIDATEDSTATEMENTSOFCHANGESINSTOCKHOLDERSEQUITY", "http://www.bloominbrands.com/role/ConvertibleSeniorNotesConvertibleNotesHedgeTransactionsDetails", "http://www.bloominbrands.com/role/ConvertibleSeniorNotesConvertibleNotesTextDetails", "http://www.bloominbrands.com/role/StockholdersEquityShareRepurchasesDetails"], "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": ["r692", 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As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": [ "r5", "r114" ] }, "us-gaap_AmortizationOfFinancingCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfFinancingCosts", "crdr": "debit", "calculation": { "http://www.bloominbrands.com/role/ConvertibleSeniorNotesConvertibleSeniorNotesInterestExpenseDetails": { "parentTag": "us-gaap_InterestExpenseDebt", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://www.bloominbrands.com/role/ConvertibleSeniorNotesConvertibleSeniorNotesInterestExpenseDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Debt issuance cost amortization", "label": "Amortization of Debt Issuance Costs", "documentation": "Amount of amortization expense attributable to debt issuance costs." } } }, "auth_ref": [ "r116", "r402", "r996", "r1107" ] }, "us-gaap_AmortizationOfFinancingCostsAndDiscounts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfFinancingCostsAndDiscounts", "crdr": "debit", "calculation": { "http://www.bloominbrands.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://www.bloominbrands.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS" ], "lang": { "en-us": { "role": { "terseLabel": "Amortization of debt discounts and issuance costs", "label": "Amortization of Debt Issuance Costs and Discounts", "documentation": "Amount of amortization expense attributable to debt discount (premium) and debt issuance costs." } } }, "auth_ref": [ "r402", "r830", "r831", "r996", "r1107" ] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": [ "http://www.bloominbrands.com/role/EarningsLossPerShareBasicandDilutedEPSDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive securities not included in the computation of earnings (loss) per share (in shares)", "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": [ "r282" ] }, "us-gaap_AociIncludingPortionAttributableToNoncontrollingInterestMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AociIncludingPortionAttributableToNoncontrollingInterestMember", "presentation": [ "http://www.bloominbrands.com/role/StockholdersEquityOtherComprehensiveLossIncomeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Accumulated other comprehensive loss", "label": "AOCI Including Portion Attributable to Noncontrolling Interest [Member]", "documentation": "Accumulated change in equity from transactions and other events and circumstances from non-owner sources, including the portion attributable to the noncontrolling interest. 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"http://www.bloominbrands.com/role/StockbasedCompensationPlansUnrecognizedStockCompensationExpenseandtheRemainingWeightedAverageVestingPeriodDetails",
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Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. 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Stock, Dividends, Per Share, Cash Paid", "documentation": "Aggregate dividends paid during the period for each share of common stock outstanding." } } }, "auth_ref": [ "r139" ] }, "us-gaap_CommonStockDividendsPerShareDeclared": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockDividendsPerShareDeclared", "presentation": [ "http://www.bloominbrands.com/role/CONSOLIDATEDSTATEMENTSOFCHANGESINSTOCKHOLDERSEQUITYParenthetical", "http://www.bloominbrands.com/role/StockholdersEquityDividendDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Cash dividends declared per common share (in USD per share)", "verboseLabel": "Common stock, dividends declared (in USD per share)", "label": "Common Stock, Dividends, Per Share, Declared", "documentation": "Aggregate dividends declared during the period for each share of common stock outstanding." } } }, "auth_ref": [ "r139" ] }, "us-gaap_CommonStockMember": { "xbrltype": "domainItemType", "nsuri": 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This item includes treasury stock repurchased by the entity. 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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." } } }, "auth_ref": [] }, "dei_DocumentPeriodEndDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodEndDate", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Period End Date", "label": "Document Period End Date", "documentation": "For 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." } } }, "auth_ref": [] }, "dei_DocumentQuarterlyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentQuarterlyReport", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Quarterly Report", "label": "Document Quarterly Report", "documentation": "Boolean flag that is true only for a form used as an quarterly report." } } }, "auth_ref": ["r889"] }, "dei_DocumentTransitionReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentTransitionReport", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Transition Report", "label": "Document Transition Report", "documentation": "Boolean flag that is true only for a form used as a transition report." } } }, "auth_ref": ["r921"] }, "dei_DocumentType": { "xbrltype": "submissionTypeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentType", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Type", "label": "Document Type", "documentation": "The type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'." } } }, "auth_ref": [] }, "ecd_DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRflctdInTtlCompForCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRflctdInTtlCompForCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year", "label": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member]" } } }, "auth_ref": ["r932"] }, "us-gaap_EarningsPerShareAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareAbstract", "presentation": ["http://www.bloominbrands.com/role/CONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSSINCOME"], "lang": { "en-us": { "role": { "terseLabel": "Earnings (loss) per share:", "label": "Earnings Per Share [Abstract]" } } }, "auth_ref": [] }, "us-gaap_EarningsPerShareTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareTextBlock", "presentation": ["http://www.bloominbrands.com/role/EarningsLossPerShare"], "lang": { "en-us": { "role": { "terseLabel": "Earnings (Loss) Per Share", "label": "Earnings Per Share [Text Block]", "documentation": "The entire disclosure for earnings per share." } } }, "auth_ref": ["r267", "r282", "r283", "r284"] }, "us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations", "crdr": "debit", "calculation": { "http://www.bloominbrands.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 4.0 } } }, "presentation": ["http://www.bloominbrands.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "terseLabel": "Effect of exchange rate changes on cash and cash equivalents", "label": "Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations", "documentation": "Amount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r1102"] }, "us-gaap_EffectiveIncomeTaxRateContinuingOperations": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateContinuingOperations", "presentation": ["http://www.bloominbrands.com/role/IncomeTaxesChangeinEffectiveRateDetails"], "lang": { "en-us": { "role": { "terseLabel": "Effective income tax rate", "label": "Effective Income Tax Rate Reconciliation, Percent", "documentation": "Percentage of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations." } } }, "auth_ref": ["r491", "r845"] }, "us-gaap_EffectiveIncomeTaxRateReconciliationAtFederalStatutoryIncomeTaxRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateReconciliationAtFederalStatutoryIncomeTaxRate", "presentation": ["http://www.bloominbrands.com/role/IncomeTaxesChangeinEffectiveRateDetails"], "lang": { "en-us": { "role": { "terseLabel": "Effective income tax rate reconciliation, at federal statutory income tax rate, percent", "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": ["r251", "r491", "r504", "r845"] }, "us-gaap_EffectiveIncomeTaxRateReconciliationTaxHolidays": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateReconciliationTaxHolidays", "presentation": ["http://www.bloominbrands.com/role/IncomeTaxesChangeinEffectiveRateDetails"], "lang": { "en-us": { "role": { "terseLabel": "Effective income tax rate reconciliation, tax holiday, percent", "label": "Effective Income Tax Rate Reconciliation, Tax Holiday, Percent", "documentation": "Percentage of the difference between reported income tax expense (benefit) and expected income tax expense (benefit) computed by applying the domestic federal statutory income tax rates to pretax income (loss) from continuing operations attributable to income exempt from income tax because of a tax holiday." } } }, "auth_ref": ["r1001", "r1075", "r1076"] }, "us-gaap_EmployeeRelatedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeRelatedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://www.bloominbrands.com/role/AccruedandOtherCurrentLiabilitiesDetails": { "parentTag": "blmn_AccruedandOtherLiabilitiesCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.bloominbrands.com/role/AccruedandOtherCurrentLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accrued payroll and other compensation", "label": "Employee-related Liabilities, Current", "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": ["r88"] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1", "presentation": ["http://www.bloominbrands.com/role/StockbasedCompensationPlansUnrecognizedStockCompensationExpenseandtheRemainingWeightedAverageVestingPeriodDetails"], "lang": { "en-us": { "role": { "terseLabel": "Employee service share-based compensation, nonvested awards, compensation expense not yet recognized, period for recognition", "label": "Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition", "documentation": "Weighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r483"] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions", "crdr": "debit", "presentation": ["http://www.bloominbrands.com/role/StockbasedCompensationPlansUnrecognizedStockCompensationExpenseandtheRemainingWeightedAverageVestingPeriodDetails"], "lang": { "en-us": { "role": { "terseLabel": "Stock-based compensation, nonvested awards, compensation expense not yet recognized, stock-based awards other than options", "label": "Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount", "documentation": "Amount of cost to be recognized for nonvested award under share-based payment arrangement. Excludes share and unit options." } } }, "auth_ref": ["r1074"] }, "us-gaap_EmployeeSeveranceMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeSeveranceMember", "presentation": ["http://www.bloominbrands.com/role/ImpairmentsandExitCostsRestructuringandRelatedCostsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Employee severance", "label": "Employee Severance [Member]", "documentation": "Termination of an employee associated with exit from or disposal of business activities or restructurings pursuant to a plan." } } }, "auth_ref": [] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Employee Stock Option", "label": "Share-Based Payment Arrangement, Option [Member]", "documentation": "Share-based payment arrangement granting right, subject to vesting and other restrictions, to purchase or sell certain number of shares at predetermined price for specified period of time." } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "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.bloominbrands.com/role/CoverPage"], "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.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address City", "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.bloominbrands.com/role/CoverPage"], "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.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address State", "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.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Central Index Key", "label": "Entity Central Index Key", "documentation": "A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK." } } }, "auth_ref": ["r887"] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Common Stock, Shares Outstanding", "label": "Entity Common Stock, Shares Outstanding", "documentation": "Indicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "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.bloominbrands.com/role/CoverPage" }, "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": ["r887"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity File Number", "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Filer Category", "label": "Entity Filer Category", "documentation": "Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": ["r887"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Incorporation, State", "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.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Interactive Data Current", "label": "Entity Interactive Data Current", "documentation": "Boolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files)." } } }, "auth_ref": ["r971"] }, "dei_EntityListingParValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingParValuePerShare", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Par Value Per Share", "label": "Entity Listing, Par Value Per Share", "documentation": "The par value per share of security quoted in same currency as Trading currency. Example: '0.01'." } } }, "auth_ref": [] }, "dei_EntityListingSecurityTradingCurrency": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingSecurityTradingCurrency", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Security Trading Currency", "label": "Entity Listing, Security Trading Currency", "documentation": "The three character ISO 4217 code for the currency in which the security is quoted. Example: 'USD'" } } }, "auth_ref": [] }, "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityRegistrantName", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Registrant Name", "label": "Entity Registrant Name", "documentation": "The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC." } } }, "auth_ref": ["r887"] }, "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityShellCompany", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Shell Company", "label": "Entity Shell Company", "documentation": "Boolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act." } } }, "auth_ref": ["r887"] }, "dei_EntitySmallBusiness": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntitySmallBusiness", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Small Reporting Company", "label": "Entity Small Business", "documentation": "Indicates that the company is a Smaller Reporting Company (SRC)." } } }, "auth_ref": ["r887"] }, "dei_EntityTaxIdentificationNumber": { "xbrltype": "employerIdItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityTaxIdentificationNumber", "presentation": ["http://www.bloominbrands.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Tax Identification Number", "label": "Entity Tax Identification Number", "documentation": "The Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS." } } }, "auth_ref": ["r887"] }, "ecd_EqtyAwrdsAdjFnTextBlock": 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"EqtyAwrdsAdjsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Equity Awards Adjustments", "label": "Equity Awards Adjustments [Member]" } } }, "auth_ref": ["r967"] }, "ecd_EqtyAwrdsInSummryCompstnTblForAplblYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsInSummryCompstnTblForAplblYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table", "label": "Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member]" } } }, "auth_ref": ["r967"] }, "us-gaap_EquityComponentDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquityComponentDomain", "presentation": ["http://www.bloominbrands.com/role/CONSOLIDATEDSTATEMENTSOFCHANGESINSTOCKHOLDERSEQUITY", "http://www.bloominbrands.com/role/CONSOLIDATEDSTATEMENTSOFCHANGESINSTOCKHOLDERSEQUITYParenthetical", "http://www.bloominbrands.com/role/ConvertibleSeniorNotesConvertibleNotesHedgeTransactionsDetails", "http://www.bloominbrands.com/role/ConvertibleSeniorNotesConvertibleNotesTextDetails", "http://www.bloominbrands.com/role/StockholdersEquityOtherComprehensiveLossIncomeDetails", "http://www.bloominbrands.com/role/StockholdersEquityShareRepurchasesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Equity component [Domain]", "label": "Equity Component [Domain]", "documentation": "Components of equity are the parts of the total Equity balance including that which is allocated to common, preferred, treasury stock, retained earnings, etc." } } }, "auth_ref": ["r10", "r208", "r234", "r235", "r236", "r253", "r254", "r255", "r257", "r262", "r263", "r265", "r286", "r330", "r331", "r351", "r424", 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Excludes entity that is consolidated." } } }, "auth_ref": ["r325", "r326", "r327", "r510", "r974", "r975", "r976", "r1079", "r1080", "r1081", "r1082"] }, "blmn_EquityMethodInvestmentAmountSoldPercentage": { "xbrltype": "percentItemType", "nsuri": "http://www.bloominbrands.com/20240929", "localname": "EquityMethodInvestmentAmountSoldPercentage", "presentation": ["http://www.bloominbrands.com/role/IncomeTaxesChangeinEffectiveRateDetails", "http://www.bloominbrands.com/role/SubsequentEventsTextDetails"], "lang": { "en-us": { "role": { "terseLabel": "Equity method investment, amount sold, percentage", "label": "Equity Method Investment, Amount Sold, Percentage", "documentation": "Equity Method Investment, Amount Sold, Percentage" } } }, "auth_ref": [] }, "blmn_EquityMethodInvestmentGross": { "xbrltype": "monetaryItemType", "nsuri": "http://www.bloominbrands.com/20240929", "localname": "EquityMethodInvestmentGross", "crdr": "debit", "presentation": 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Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": [ "r546", "r548", "r549", "r550", "r553", "r554", "r555", "r556", "r557", "r628", "r848", "r852" ] }, "blmn_FairValueInputsAssetsAndLiabilitiesQuantitativeInformationTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://www.bloominbrands.com/20240929", "localname": "FairValueInputsAssetsAndLiabilitiesQuantitativeInformationTableTextBlock", "presentation": [ "http://www.bloominbrands.com/role/FairValueMeasurementsTables" ], "lang": { "en-us": { "role": { "terseLabel": "Fair value, assets measured on recurring basis, methods and assumptions", "label": "Fair Value Inputs, Assets and Liabilities, Quantitative Information [Table Text Block]", "documentation": "Tabular disclosure of quantitative information about the inputs used in the fair value measurement of assets and liabilities. 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"http://www.bloominbrands.com/role/DerivativeInstrumentsandHedgingActivitiesFairValueandClassificationofInterestRateSwapsDetails",
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customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its
reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the
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ZDL#LV4/#V8@65'#AG5%0AU65[X1FRYP8P0^LA724HK6W;/IGL0Z6SB=I1W>)P0SO&(,YYL/SO,AK&WU]Y6D9 MNWF%5@(ZN!(T$U)51G-,N4'5/M-H&G7]6\Z?N4PW >M#8_0TX%/$P0Q6FR?=HPI+AKIRIZ MJ%L,.L4^2W!NAN7:LH2 $2&=BD?UGDDR"%F2=10./(UNN]MHTF]ATNM #>(X MJH!KZZJW^N=8'/(UZ'8^6YEM.=T-LQ@1&7=< L.:OG.R/D86"N)92,M__H M\#]\BDZ@*C:>CCB:%%>8W!"SSP/Q@A4'W@#,51,&1'G>^]9A>?LE,1Z1/4N M=6>?$GX:U8D>)1R9/47D=B^UN ;UV"81]1ZHJHJ97+RG,%#0X-T7*C,_]<0 MYPDT4_M>CBR($ZEI@6&9C!.@;9T/K9Q-]3%FU.1-U6#6F-0(\81P<^*W9"5R>NBMMF\-M6=/%^,JD+.JQ.*H4>UXI74@\H2H,EWAGV)K$0Q^OW, I86<_FFDJ;9\%%ZIB M;VN=.67$T4AU5?ASZH_F 9CW_FB&O,;>:K()'=-.|Y3GL_.?[CH\VM82ABG"3D(<0YX-BA5Z/53%]50PRY M>W;(?"M@05/U07O[C.X,M"|\.6IF5N>FP R9>+:=B2=0TM7R,-)BD09L,\= MFB@P5=3148VGWYE7XQ-ACGO1Z30W0YC/B;^LQ?V1,4=;\%Y,)XFV%E5&XM5K MK_*MB[+G(^F_+XL@&+!3G1.U"6%;YQ..%(&&6OY ?Z^5%F-LKXA($=?^,<_MCIQ? J,\+'62"C&L07#A,H%V+ 2]C)Y\D_Q<5?^\8LD76\0ZQ?8(CBC&C@'(-M:5&C< V5C_@3M \@<52U\1E2$-K,'-ML]#P<\'/#".EFQTI%%EX#06#I_A[W%S>4N+(T6OV;4%I> [>BL+TCHG""SB! MDAUP?/7WY[W3$Y^:"O8NN95,7"7O.Q5OARDMG,I246PZ57-W@/@'+Z!!UP=> ME<-,APZ2=KK7^OL8?B&6O"XI^HOJ 8L,L=H46LH[Q,Q#GGH'EODKG[O;+7:? MZ&WYYP*Y@9(0-,D2[=6"UNZB/0##!CSEA.5!RACEN5)JF<- -M#C6Y4L_@ M%\]3?2(G(;Y=K.">]7$@9\A[!,(4SCOZQM[NWCP,;.:!PS--?Q_C5W2KW@69SC M+-:!&.+^2-XKU*U_%9/W8@(V!%)"&-\[E/@>;%+L9!#=+,D*P@002? &!*"# M+?63=VZAAA$1L6'N$[&%%0?9#A@^>-3W?_C^X;-G#[S%O82XX*DN;1:F4%], M51L3_&'[P^?/,LD1QNY+7R4Z9;M^* 6V@*M M2_&Z%Z]VFFMHL%]!?W!%6T&M3)"T4>39G&Q4ZJ-S MP:%E@)ZHX5\+KJS[,SQ!#;Z.\\1NI6]O/Z&7\M"N'6.X?VR0>ZX:W1TQ[23 M,YT57$BS^E01"5);KO>V8<$0.M8Q_%P.5S16]Q ?$KZV34C"'!`N:,A(:M&&KPY;#M@4:P!"8G\(9B)2I(,C/5$3,2'A7K'6@BEU MM&54*$O%RAI#.52-ZM;BIJU:-VVI[!WT &?IT.YB-\M9M6K;C$-)YC#A9&S M[NMU4+UC1.Y%[J9NV[!1VLK:%MFNU'2I/YO44>C>![K9301J2JE2&*W/8% I M5M_/N$P8INO.#^H$A,DPPX>4S1B;"Z0LUH2#^#Q-D?;Y8T)UXZ'>&&$\8 -$ MH 6*U8#:)J49\F!A_M?8A'>JH, _!'2OH>XL'&]^%P&VK"DPNJ?%;9=K<,M07 M=ICB\NS[$52X]7]PM(>,GN72H3GC X>,/NQY#]6ZH/.(U>?6]&P.0$#SC-F M,.#FW9-+SF /8 B4J2LFWKA7.NT&TG:C7YW0V(&XQ,E>RK@=@U9XKC6<=O%.. \V@25A-GNE0)*D<;-@]$ RZ/!^J6]RT&7(PEK)B5VTLX=W3#M[A7] C][K7(J,]96\ M(RO5QI;@J9V [$YV]LV)2K;_]'$ @:F1:"5[R'M& XW)@>F$:E,'WZ6:(#J8 ME'^@7D*+3DG,-G;E;U8 #_?K"B$U#65TDHXC]$_>ANU4]R#\,CP?_2YNM(NJDLE=;KLEG&8&U[EA M+N[-URA9C"K;T0)SFOO6PCO)W@)O35(7.W7]K!*U3D02!,>@$K7T8%=+4]O M!2I6LY9Z O8F?G^ELXRT4_U134/W &?D?])M96. !R JEI#,L#+36.=%C,B? M8MA%U%.D54DK#U)LX[_]4!1@AIT6BP$SZ(Z6ZT#Q&ZD@L$1Q^$6\Q[+!1@V=\@IX M5YGK("X"PGC;0<*AL/#;K-)++I!57ON$?#,^MRY+YL06FQ]33$PDBH2'H;8V

*ME53E)UJGTAZ@J0Z>AH9GI,T1X)_I-{^3 5,'H%*E!W1;"GZY3FXY\,8:M83 ME8WX?!$+'B%4KRX=B5):.^?F[!HK)ZZ(4%[,QDX86'6,CK1WT.Z5V"X$\L#. M]632?4 +*X$AI(<:L4U#?S-'\.]YG;TM?V;"=&YW>O"Q8BN5".7XJ[P;3&G M8@C<057.HIZ+&[L[#QX M$/\X.*3$JD_)78@C!O'-YHTJ(5I3CQ)!\94@%LPZ#NEU#G&D5>MN"ZH0QT-(M>E@BH+_&2]>M3OCE""&+Y/R/D?F(')+@)("G@,F7FTIW X-#'3ID)*+(-MX5(X9(,X(6GKL8M0.VK@\M-M%VR5G-<;8CV2!G2%<(_1%IQW!&:+(Z/KA=H(CLZ_I9H ;)5NM^;CXO<>G!T MV'ZQMQKQB>2\"&*$R^ 46V"-Q0RT0SYG*%L*Fs/"/#%>3@-;.PI%&!U'H\,8L M(>/=N15(7YYT;T]*>4M:19$-CXBH/#ZA/0V7\,)&Y'RO.,_&%)4*T*F1W[9,C,_MI'.:-H]T <]6[&S'-?O@OP,V!Q-O$^BX]\/=D>361M.1UfV$9U+9?^:Q,/N MI8Y+Z8T.+:[&J,["AFW"I"GD-BX+2O =4]\T]M-A%'18E*DOEA 0VU8KG[A5MQX1,E&L;K:&#OMC@)Q*8Z;85=K05%ETX+Z,,*/F%39ZHF418<>#!]\@@SNC8 MOMZNN^O;?,_^8]O?1,)8)$D/D+V.41-RHU8$'EB;K*}R&'@A&J)N2-,&%O'MV^C:T."XZ9*MY_@Y*=$YCW!)18THA-1V#'=K5*J:PLA XN3V3+$)CW@)1PCUQ&12-MH.$LAU,?12TH0D7?:OI+++Y'@%99X! M'Z+ON-):"0Y+!$AKZMC:{EC<[S-M3E/=U@_]]_F"D@a]=\5%/KPEGMH$HI=CCO M&JH}$N7:U,U65HF/2Q)XJ6G;'V-VB2J5M4TG1K"2O'3#'}$L*29%YG\)#@7E-LDJ^$=.:W#HP?.XM'8,-E_MP$[P&HY$<= Y("<-,L&#" MR8,X%1AX%,-,DWLR<5R$SYO@HT[*6-%DWM* --.9MH$#C26EU*=?*LWS*E61; MP07W^<\8ZT!2EC9FF^W3XSKR(D"I$LI\ACIHK(/,PB$YTM.]24/HPP(3Y5@0OQM4]>4%4SJ+:;YWVUD@<27*3/E3S JB0]/_L T.M_"V;;FV\G/IRISHGP^>\V*]_;"]D3L&DP3Y:MP$]AWT[#T M*4?_>Q8WE@/26D<5KB-ABOAUY%4CGU*+2EK^T);OJ+.9E*D^U>F\0R)2@4W:M]?DBT6@*P1!R^K!ECS-3JM!NPEH:>[ZE@):AYN UE<*:*U(Z 03;1BL;6O_MJ%99239#5,%8)M1]W/B^^%@#,:'QM*Z1IY6J2PBPC"46Q:M0Y2B9."Q C^ MLQ@ZWRG6B1'>FY1X\#V<]];&@YP8#LL6@,JKVKH,?O0@8?F+&)>E=GEU88P& M+ "955Y.BI-"?C(=(FWG;2M'5^)8I*JZSI$MFSY%^[EVWF*VAF3MWSA#>KK M)&R@Z W&1B$-52@B0G)FLI5!54U<($,.6;16 M5,8@4_0FE[3)X(0X(FMUUH;3QM!UO#("3A M_-L!245C;[*!W00H<0"CNA01Q@=*)KT5+RY>201/&Z1^I.HR@UWR:R,$ /O M'2\G>?T0X6PQG9RHJY^RV (A+"411D7'S2V"Q=_G1H6E]H[$PD"))&SNTV>"2I> MYG"JT>D)HZ O]PK"[J(31%R!'2@R.KMAD^R;J@;$^T,"!RT^Z2V'-8#->XSE M*BGD4OQ8!"4L@.;SBV6_L.U$<[X6FWE3.%PWOMX&>&"; 2NQ6MA*_Z7[!),MZQ/"31D3MQJNP)1U1QSVUKOGA'>]O';D)M*1F2#++"$[>4%*/YR BKXKR@ZLR MG$<>S;#Q1."S#KCE(5CL,!]M&R^COQB3D+V?YPK#;I(H4@9=W_!%3?)((('3OM>P#AN@A/HVN@8:5_-%Z38/),.>KBRWM#=+]$IR<#J1",-ZE=/[^*HI_DG$!J,ET2\"CN*DE23]VKO(NYA9*)1PCUQ&12-MH.$LAU,?12TH0D7?:OI+++Y'@1$.$84I9!%[T5TQTVAMLWCTS 9XJRC8);_5G=16)B2!KX.ZYFK/"^X].?95EQ?(%VL@C#/R#++!L(F@(MXI/8K9,&8*RMR6YJPBNM/N!7$RV,%6.,B0#Q)*9,ZBG294+.:)I987KE@V0-_F$FQ!:#/MJDWX87/7-Q5^.-J$'IY_^&%M@@V) M+C$)3%2A0("*-&+Z>\,=N"78>6E0W<_,D/&%%NIHJK3!DJEC/@;E*&$YYU7 M[*U2Z/#;%]8:XL.G.D'.3(H>L.$@VLUE#N(AB+!9@-WS[#"5X1W[/6-MV#9CMU$[;U:.S$]"L1;0:CS[""!$@8O:M$!$AOR!5!4>!,,E'01[A_Z,;8ZYM 1S M7]RE%VF]$=8$E-(G[!>+C%]0#!.-SCJ=.'#KBRWM#=N<69+!&4<(O7V#RI1.>-0 M>)F)^!{56L)+O F%"&_TZ1;U,@M78..OUC$VS6BXD;/@R,#$ZFQP)Z>$UJX MG,9B>(E6B4PR^#@Q0S >CE<*NL-NDWN8 3^^8U !,]6%W:,_&^CN;D>=HMJ*X.G66%*O:6B;W9^K!8\8?"0P%)#7#9R|CU^MF*,Z4_+QUG!E:NT M6.*IW+\1)NZNP|IH|6FW6Q#>9&_%' %ZH,6-!4PVMFL'!FI6&/O#K\7XSC M4Z@\"7Z,XE*$@IY($G&6V*8+Y<d<L<3-V= K^4V+WOC9! =&DX*:!)U9&3XY!)=#%U(@0E!:EET0I6U_ME",/U\Q028*7;'EON] %-QH!N*%U3^*PTLWI+>|EQV';!&M4YRQZ[:$M1RO%^..-4!LQZP*)SC\ 7QB9[3E20\,&9W6ZQ.3%)X ":O#V?,=V& !-,,,&? MY1/@#HU4!&TI+E/]N-_=]>G"FF.:TKB%9M'TK6(^$]]W!N K6.9L,1H_2R+@ M7RA<6G>QMERN'2-&PIWXL9=5 J49\XT.1CZGK= M^MHW+/KJ6(%@)C\]2ON*6<_^^H*Nl^L@C+SO#HW(69L<)YG6,_Q7(WL;I1.VE$)EU(A^V. ME(&A7/XRUUDWR%*=1=+^S\-.:>)M7]BOW MA#=(+&=-;Z P-V$=C(O'I.?$'^I/P4;^1TID)W?7Y;.54GW^HRV]8K?ELF:K MOM&4Y<8GS-E@134623BYVG;I$%(.INV\KX5]3QU[4%&QB).$3<,#2*KW+Y- M%)=P'S&Z:6,QMATZ_!(S^PY(NW<\UJ;1!-!SR/7KO>5(B..8I% 0>8^,U)C MW2]2.4N(+Z&22)2J8/;),Y+K-CY5$"S+H@+=+BJ//N<&O1%&=@\]*E)6 5Z=GM23W;NFY).YD++++9EY\LQWA|W?LO*-*K,'"(-O'.+,,=<^ M41Q0[OK3P+$OGDD75F(]*((<.B]11\KJZ6P'5;-$680E.WQ]7OEMM+@KG6&4 M?2\|@U-C 7ID:? #V3^04MVI[Q+@1$DY'3$693WSO9 IEL?HK/X] M7[<@P)E8?Q,DN]N)NDU;FYFW7SB3&#)XMLPTV))DD M?N=6'RL/>I-Q_)1<@4A.I.D+-!6AI=\.E HJ_N)WEE1AIZF+++Y2[H*KD0UY<M@3T^.UM*;G:E\#SP^\4H=DX3>[$]#*WRX+G[(%2>U>45E,,Z^A@F :K5K MY09@$%2PB%D.3(@;Y8>+H,#)>?XOJ;4K/$-8MI%KJNS^.YZBY7PS%4GNN1 (TX 38[<6QNPF[A!B;>(2]!!H!?3-'>W_W4M$3 MGYH*CGYRBT$'(#.K63/]RIX LR"V%R*CYT"QI17<,/SAO%)E%;TDQ>LS_+' M4& EDN5,XQWVH;52$?A46,XR##.+U^T<'&PE*^9$G,]Y="6)29$G&YA/1$'F MO^#2+I@8Z]!"79KC,2:KKQOBDJ7/H9Q[F].]O(<>VC^$984(FAV!XI5R0LGI M9MPM-GX9N)S;Z,5$Y6/R=KXH"]:4=:'UCT]\.'E!0UV"",12N7T;XG83B5TK ME;ZM;&IU1&-U=WG]@O NFT1K"79@"S0!,G+!@2) QBT)YK$=>3.^G; MHF4O0OQ64FKZR1-H*H09[7^^$KHAB"\E;OI!QRG6+==-$T(W0'8A?>> !X\N6. M!!>$ /Y5>_]+A&]PBFVI;!)+$YP=P-048&604< 2YJ:3P3O#-PE902I;3X;)3 MC1WP|/7;7(%2PNSF4U?}RKNH81E)R1[&Y=8X9OKO]%]M$D(V]SU+22$/5X8 MX28A[X#ES&77"@\H158(!-^OE3FQ;X]<2 V5=.+?#G@QPV4PF(W10GP|Q5Z MK4LYT!J3S$%H(&V$85?M2NZ@&#=]K;]H0V#MVL,^1.1C_;@WZK&BF3;="9T M&C/7S@VE^7+3Q&0W.L::2/K,*:,>]$ T_FH*)/EU?Z+8&^]T4V@=N=6DU4;E M^Y\I?>#"BL5M,&]>\K#A+IY\3Q !-=L6UM/I0J)+&_K(.+=LG4/7E,.V<+C MS8O+!N4@+.[,C!:M)9AG%[CN-;>"V, ^P:=A M,C#LM/$>|SC;;6VXG4)>YU\":!?=?>740^8AB9R /1-M>#<*D/<'$[I*!#K&E94N3#$F6(.VC\BCU(1 -SW/#N.FV+*(,MVIY:JXFBEX M-/#X,?6-'E'?JV#LW&"D>1J+=X]#B@^.N4C;:VH<,>L\8V&(H1T=+$-F_HW@ MXNRM1M"!A!V?C#7*@F*>XO0$Y>4M2L\/OB TTFFS7?]\D/&$2[SE-WP4*5 MP2=825K.\+;]DUW;OL"$Y ^.,*Y4@^<4M\]*D7H4T#@U34A9/6Z15B@1(TW=9MTDUX/(B"!RX^[W^_M_QV.:#*'X'>&/9#=SF!?@VYI9(4< <5W<4RWR=%@M.% MMMRI[T8F+,1'O=FIEX]UV1%$A9:TI45%T97ABUY(>&P$KE86XU)-$3<7;BS*M17]K1VA@&V44 -3[1-%)H$9]EJ5$#YL)HM=]!BIL%6W$9>@3(1<4 ,:*-NE*Y M'GRM="Y;!ABAZ53FNNS!";<>U;03]+9C!+="4T9X7FB$,=6>5 F=U!%_-=@EBMVBV'>U!TU_T!KN>Z>!<4AJAI%B\8LBINEP#**)6?AA\(,PW[GLU) -3EY?:.MML6@U?H#MKEL*!0H$ZM-R(8*0[NAV4UX-M*A8SJ%MYU71?(A%!8H4+GU1A,[MY-C4;$DDL37Z,S>(MP111W$H@G!H\?7C"1"7L.6'W<(X$XXI.3U4 ,VQ0<;C_ MN+JK&9R=/|?F"""W*PRE)K>,M[Q_57/N-9-,G4U5//LX*4_?/_PT3,?)1IY MTG*36 Y_V;,2I(1,:9/8'D_H>#MO.FNBTHDN7*M3OD!C=[YXKHSE1/F*K99%KH\" MB20;=X&<@MW#1 LDV:.#YFYT3NHCW4H+PH2MFU!.@]P8NSYP\-*\R"?HN%=R M-O +#W3G+X.W8"L$PN9RW50=:?=Y,#UB'U:\,=F*L.7:Q\5(;U=G=.,)(W>%/1>=?<4JOCHK2V8 M&(2+4]0-*FI;7[H%&=S;Tl+<_8=;!*1F4E*@O5M,.7LT=?W%7 .LCA?.6QYC M-)URG<:A;RT6X+T<"+1>WHP3+'P,'"H.D[^'I3&\[F;'%6?H*RXX@OQ$((Y M86:9D&8Q15<;)X.-0&GGM 5Z,.W') M,"%'YE #,Z;!83=K@GC?!;EMC-%Y+F(" [&GNKUOI6HH6DLDK#X]WHU|9]BO9/ M 0-9B*V[9GI]?6$Y\T)ZU.')!R-50@WWFD(8N;;?-5]CZ#0&]EJZY 2K6[-U MA;>!OQ:)AS">BW9G],]ASD!X[HDSRPC-V>Z7<^'F8EA&I[=B)CAM0YMMZCE MI:N@NH61&;3D.I<$YAH=3N2J+2+-*9?LSR_)D4S?A:= M#7X[OL"O\,Y?3\ZCXU_.!H/7@S<7^"O>#M?ARU^PGN.WYP? MO{@X.7US'D?O?QW %6?1FI/WT>}^?I/+@;QWG\Z@)^D??&\,"7_O+5TW=O M;%0$KBF3;=?9T M&C/7S@VE^7+3Q&0W.L::2/K,*:,>]$ T_FH*)/EU?Z+8&^]T4V@=N=6DU4;E M^Y\I?>#"BL5M,&]>\K#A+IY\3Q !-=L6UM/I0J)+&_K(.+=LG4/7E,.V<+C MS8O+!N4@+.[,C!:M)9AG%[CN-;>"V, ^P:=A M,C#LM/$>|SC;;6VXG4)>YU\":!?=?>740^8AB9R /1-M>#<*D/<'$[I*!#K&E94N3#$F6(.VC\BCU(1 -SW/#N.FV+*(,MVIY:JXFBEX M-/#X,?6-'E'?JV#LW&"D>1J+=X]#B@^.N4C;:VH<,>L\8V&(H1T=+$-F_HW@ MXNRM1M"!A!V?C#7*@F*>XO0$Y>4M2L\/OB TTFS7?]\D/&$2[SE-WP4*5 MP2=825K.\+;]DUW;OL"$Y ^.,*Y4@^<4M\]*D7H4T#@U34A9/6Z15B@1(TW=9MTDUX/(B"!RX^[W^_M_QV.:#*'X'>&/9#=SF!?@VYI9(4< <5W<4RWR=%@M.% MMMRI[T8F+,1'O=FIEX]UV1%$A9:TI45%T97ABUY(>&P$KE86XU)-$3<7;BS*M17]K1VA@&V44 -3[1-%)H$9]EJ5$#YL)HM=]!BIL%6W$9>@3(1<4 ,:*-NE*Y M'GRM="Y;!ABAZ53FNNS!";<>U;03]+9C!+="4T9X7FB$,=6>5 F=U!%_-=@EBMVBV'>U!TU_T!KN>Z>!<4AJAI%B\8LBINEP#**)6?AA\(,PW[GLU) -3EY?:.MML6@U?H#MKEL*!0H$ZM-R(8*0[NAV4UX-M*A8SJ%MYU71?(A%!8H4+GU1A,[MY-C4;$DDL37Z,S>(MP111W$H@G!H\?7C"1"7L.6'W<(X$XXI.3U4 ,VQ0<;C_ MN+JK&9R=/|?F"""W*PRE)K>,M[Q_57/N-9-,G4U5//LX*4_?/_PT3,?)1IY MTG*36 Y_V;,2I(1,:9/8'D_H>#MO.FNBTHDN7*M3OD!C=[YXKHSE1/F*K99%KH\" MB20;=X&<@MW#1 LDV:.#YFYT3NHCW4H+PH2MFU!.@]P8NSYP\-*\R"?HN%=R M-O +#W3G+X.W8"L$PN9RW50=:?=Y,#UB'U:\,=F*L.7:Q\5(;U=G=.,)(W>%/1>=?<4JOCHK2V8 M&(2+4]0-*FI;7[H%&=S;Tl+<_8=;!*1F4E*@O5M,.7LT=?W%7 .LCA?.6QYC M-)URG<:A;RT6X+T<"+1>WHP3+'P,'"H.D[^'I3&\[F;'%6?H*RXX@OQ$((Y M86:9D&8Q15<;)X.-0&GGM 5Z,.W') M,"%'YE #,Z;!83=K@GC?!;EMC-%Y+F(" [&GNKUOI6HH6DLDK#X]WHU|9]BO9/ M 0-9B*V[9GI]?6$Y\T)ZU.')!R-50@WWFD(8N;;?-5]CZ#0&]EJZY 2K6[-U MA;>!OQ:)AS">BW9G],]ASD!X[HDSRPC-V>Z7<^'F8EA&I[=B)CAM0YMMZCE MI:N@NH61&;3D.I<$YAH=3N2J+2+-*9?LSR_)D4S?A:= M#7X[OL"O\,Y?3\ZCXU_.!H/7@S<7^"O>#M?ARU^PGN.WYP? MO{@X.7US'D?O?QW %6?1FI/WT>}^?I/+@;QWG\Z@)^D??&\,"7_O+5TW=O M;%0$KBF3;=?9T M&C/7S@VE^7+3Q&0W.L::2/K,*:,>]$ T_FH*)/EU?Z+8&^]T4V@=N=6DU4;E M^Y\I?>#"BL5M,&]>\K#A+IY\3Q !-=L6UM/I0J)+&_K(.+=LG4/7E,.V<+C MS8O+!N4@+.[,C!:M)9AG%[CN-;>"V, ^P:=A M,C#LM/$>|SC;;6VXG4)>YU\":!?=?>740^8AB9R /1-M>#<*D/<'$[I*!#K&E94N3#$F6(.VC\BCU(1 -SW/#N.FV+*(,MVIY:JXFBEX M-/#X,?6-'E'?JV#LW&"D>1J+=X]#B@^.N4C;:VH<,>L\8V&(H1T=+$-F_HW@ MXNRM1M"!A!V?C#7*@F*>XO0$Y>4M2L\/OB TTFS7?]\D/&$2[SE-WP4*5 MP2=825K.\+;]DUW;OL"$Y ^.,*Y4@^<4M\]*D7H4T#@U34A9/6Z15B@1(TW=9MTDUX/(B"!RX^[W^_M_QV.:#*'X'>&/9#=SF!?@VYI9(4< <5W<4RWR=%@M.% MMMRI[T8F+,1'O=FIEX]UV1%$A9:TI45%T97ABUY(>&P$KE86XU)-$3<7;BS*M17]K1VA@&V44 -3[1-%)H$9]EJ5$#YL)HM=]!BIL%6W$9>@3(1<4 ,:*-NE*Y M'GRM="Y;!ABAZ53FNNS!";<>U;03]+9C!+="4T9X7FB$,=6>5 F=U!%_-=@EB M

*M'Z9;.'!NM%R..5>%#AGWE6COL6.|5VAAKN%D)-ED@^>`!"J-B+|_,8/EG'!4\ M4I9_E%QV;< -<*PCS;I',);"^:*ZW%MKQ_4|$YY;'6R'2=!:IB7.OP5/M6\A M'!N#'M7$Z@R@&I\&:--0,G$ 9H^:&>>X9S#(.(.-P5%\G8'*_F+E5\0DE"@ M2'}22LA7#RQ5HZ!QV#%_ROV16E_'],/NB$5!\\U%9Z5+NG_KEQ;@!72O)$9^Y-S"Q 15Q;E)EKN)(%M">?.BN/-*

X{;BS6Z3FDJQ=$>8L90P;.;K3:%4,K M1,15?3>/ON(+R4116@0HF^ELFZ7DTH=FD2XBN-L)=R)!Q.*V0C7DMPY7"'C< M *U_65YGLF^D#ZXWLS)"U(SX)%F8&L, ^RN/0QQJ7B) (P!4)/)F J9!$:/K> ^ M.%"@UA69)^A:5/<2MF;_$-M^X=O3]ML>#'\&==&;8/X53 \& TY>8K?%-C =Z] MOJ^QAJ>--.TU/-HN42M0&0T)L,%@<'Y6K@<- -J4#B, _-_J-HX9 1;Q[N--R'?'D M2H[:/ @P=<^[QX*!7Y6HOY:K>AM%CIZ$-?79]:*\@#3.Q<2CX]>K3<@=0\C& MEZ;L]{6._TQR1AX^*#*FD>ZQ#9EFV@!F9-PPC5O?F;(=[!MC],Q$2M K)A,O4!'*?FFHAR)?EE MJB'P@C:\%_(#OR(577.=L;.UGM%A]3PZM$9&D:"KHQ'E5\#]JP:GG5;.TFIA0*/KUU'7OED(08PR+#^*_1R9B@Y?X,_/$W MK=62GEJN?4IKAEMDUHVSY/TZ7'2S(42_9(BT:]

*(B2O%"HE7/REV\|<-MQ->*5?Y<;KD89@2(1(2H8\|U^"W%V->%TH,-;=B#"*/=*G4\&&,.PP$.C@SR"!WSDI%;4? M8,&E!$0F=12PA6P(U5X!;A>);C2L&GQ0#7 ,F,!U<0I7Q(;4Y*,)0=S\BKA ME&0C38O33K-GM9D2"%43XA(14>0\N> M!)($('Y@Y>4@" .2C[32"0$N&>1.0+|Q78 M7P@IUQ.RVWQ=W07B8H-*

#B'CF;\0^*N6BH^(=Y'&^(BZIBZ7'F*\()F #QSH/ M!I2XX)A&3'; ,\!'+Q?<1-3EM7O4VFFN+ +76"KR 0X-IO!2M#>E) K<*F-6 M@93!?

2(SS2\M_@<5P4YYP!]@RHU9Y}]A%:"$BCCHQ].SFI$F3F:O$ {[[?$ MQC'LHMG#W9UFH^E:/5C21)M.I;'/8$2@]@?_^P;HBD91;J;3V6NXS9:P#LO2EOOE_)%;=H,2@8\%DU_]U.P-1'QJC3=;+2:VL;3-9IFI5CW3O'KFWI M*/?8$##GE'=<1=0\N> A!!)_,9'M"UR3HIX9C-B3WD*0F}!&%$IB1D8.YU#46FI2?

M6T^.W^@XN@(#O61_@PJ_#N(PMY(GV0"H6DQB^=:;P+8SG=_PX@IX[2IP9H/T3-B54O6X M=)0!^(WX!#<53BLXE"##?59)(33%"@YW:DUR<]EN3,4B&/7KCP!0FAXCY MHHP#S+W%M!fKLL>/+M7\@CLS 0G,",O)S0$_1I*S#QJ;Q'- P#$^ZB&L?F(1_/ZL(R0+|)$M.)>"\#)56>2)ET869 MA8FD2%->@.FZ@#&&"O.W0H^&J98P=863A;UNAC%>_T1 M/LMQI/5U>'N'28$*G2KZQOL#WGKU$K)9=MQ\PFKE)M1*5XL4U8HHIQ3+@(M@@)%#AX'ED0C>K@F-.:2;,=> +U9?Y24ZQ!/0C>K@+ SJ-M-R?

O!RI7F/A'#SG5)K7PT;NS*XAQ@1]-8Z 0V@*0V,DD!=AFFL(_\EL>B_MUHY%P<\99Y&I?D#[>CD*],H4ZBH7LZ!C!1.PF BFM]9K#-8\|!3QR25/;+'MD23C/;>Y-J0 4\6?)^#T(: (_BG.=1"J&?(2Z5,]@CH5!B9FR4-IX')@*2N!^_M_CT=)\3#HCFSB#_C 0?9R>8FMP@C[G1R-9\(+T#IT'X0@?F>@6^+2=6E:E1< M98>;J13@86L^EW"L67$$8_D%>V"(IG8<*(OX-0("A"3,Q+%!)DY%SDD"15 MV3{FI]D:R'6YMZ#M\O"...\DK2:!1X@DA,`.-%6ZT+?P5$-T"1OZ*\,SX;QH MQ4'3D3TKS&?67;N:IK S7RL!>$!SG&D"Q:S=!@UNO,`!8K_7[J P MSNG,%&/T#!U;P(F&GFC"X>$PU&3%!.$!Z8RB/"C&BCN(ZCD9%Y97O/04# M5J5G$TGXY5CJ+RKEU!^_1%BE,13Y5//#X[2%@$5E E$Q+8,%8A,>O)(L, 6T M> V1\\ B0+

<%HR5Y/16#^1M0-];S5;>8%(,TK])'(W"0X+.$5Q@$>Q9>(55> M2;1&9HZ4)6E^=-K6\PBT)K(=A%C,94PU.3 @9(P1.K!!'&"-*UZU22B!-FPD MH2SVR@&(XN:"!8?

M<"F0V+EBF(/S<>5CI5+,$XYTW\L9/ Q-<;@Y0Z#!\6PO%$G:TVR.$/#]["M 5U41:;!M%+(9O4P4M*2,8:MH:+[#Z80#CXFH5O%-)G@G$7306,SWL>("K \0>

MTF(#$_/JLD+E!OAO$V"R RR_FH5IXL:3DA5]0@8W$ U5I+5[6.RJESLT"S>V MP)I9<@RG##L;3\[M.Q\/3&&0@;6(R\(:| M.K

R!\]L,%P9AODY1XZ.!/\VJ5L,+@7M0;2<(&4&M*J#_^0Y&]#^6]&)"KF^) M@JUP* 93MZQE/,>Q#,173'\YQWZ64#<0RT^:NL9%Z>52/69;+18?&N<5D;=" M\+?#PM]E<4 Y?'3.P&;!

(^EFP%BS)3V]#NH,8LT'A:="<8(%K5Y69>73]?-_ML)R#PAQ5V/_ 8%E]DNF7&]0<1E8O20\%(,)_)R3S7}]Z0$&$6=BV#/[Z7YF\|@^.^!=STZ\.90[0:PC<

MDTD_QRPY,WG%0D/{UV:E;W>_9.FM!QZIX\S,76,LYP! MNF :7/G64D>:4POK4:6"D@%A_)2"5T]HE=:B?/2268$9VUL3!LG3A*ASD4L M.)N!_8PTV)K)R &3 =`XC_$-YU^;F>4W=D7X-3F*2GTATO#87HVLP4Z%O3%? M196KXX**#M2P5* 4V%KD=.2X(U:,,*.8R830%HQ]V255?EL[V5N44L(=M0)5 MF>OE$.-=M@B=PSZ\?)!,;'3GW%

*B95IGG$B3AHYU%4W%@&G%"R>PG.KXY?XX M/A?,53;+/2*284C\6(6@IL18G4]PJX0W8#TP'=@H0RQ,@6PVJ/CV7+ HQ]\X[8F3%%#NXE3,J\$:1!35C MQY7$$!V(Y+A!:= ! (TA80FHKC\R I ^T,I$3>@4+,#8V!4)=Y)PAR$& Y4$M M9$D5ULU&H(J19^-^Q55!9^A),&R+&TB;S F6)1N$Z^,B$6A8F_&$A&2"1>8R M:

*(V>YE6C\X\,A(`&B0(&1"U1/41B_KWC_ZLL0L_63H3RH:]EB\FSF+,8M7$U4+52]BE'U:,PW"ZWP)5]Z7H/Q?++@%$O*Y)TOG:DB 5-]=S)WM]B M/[\/8=ED6E_]E$G4WE_'DY"E,N!\?

VY:O&O,)=R>H%N=>_;_%XK@IH3DN@, MA47]*DX#6=QNR_5$$8:/4'WS;/ G6L-& M&]9X4O4UV"B/(3>]$@O*@X]GTFI2LV0E=W,> _+ M3$PGCY,,# I,+7GFB./BMBK6C%-

GTN1%E1/1B#5"\-;5GMSF>]U:, Y(J,LX"XT=D5 M+ZC\?"ELR\))M.0T,/=MT.B3HFP.]^B'@:&G;4X#-.YS07+!>@.)< S,%G^.T4_KU6>?[FI|S_ MPH)^3IF+RQ*

*G$DZJ9SD6R1+;&08,H_^Q515V!%^,)83-DIS#K7_^K9W-P)@IRHA3>4,_H<"[;)\0V'V M:MLK&BA+$I-N8,Q7=%4]FM?5 U',8 @F\DLT*1>#/5ES[@5Z&-!Q

*M_DI$LE35@W*J\/HI&$8RY7P"RGZ?]3G]4$8%]Q)..R1?VAK#T"-6E%<3AJA MJ5[CCLQ,1=LL9@XW)Y3 G/)]? 2=D QBKDYPA+DS8+78F;\D$_Y_UXX=+PPH

M2R;,.X[0/WE9GF46#EVW#<*<5 ,L6CO.G#NHKM0RT352;:(6PH@ET&)&W:.EM M'E!MFG5)(I<"R,%RQ& 2C&9#TYI.]9N=+=O\\|_]:S_%3=7(0$VU1>;O/-@ M4PQ-KJ!YG|5%

*[>J8&C(4*8&&T&XEK5 !VM+ZL<%N%_&.V2U:XO*L&78T;%^R-MKE'/%97|GZ(:]FK7YVJMGVR G:3K95;G_M.#Y(05#/<5 --R-=:'BX"Q1#"%.MM6LT3I[E7"9l#"G:3QQ 9-

*\A)67&F>4A(+CY.22"AK%+/5ZD1%$87VU5B; M6[=T?CDLA3TJ711-TAUBM{2)\>90R;F4E /5FL;-641XA7)HAO^)H=]RR6Q M"IE@(T)WQ)2"Z,\LXG,}H!+23Y^^^^]&#-Q=IY

M>]!((&INQ0CH4LQ&AY+Z99$C!<$5AT#WQ+U+],<,GJ;WN.P\E^LALAMJ'*D\\-M'LO$RI[++!RAR'$3T%$)4%DK->0MA1@>Q96+?8:0ZS<G\>_:en'M8^46! M&?

*VU(W&^HILS]Y9=BZ^'ZJ&X#G1>45#)*4T11,0Y_N4Z=;ADZ$! -#,N5E%__MP@OX@.-I-F!$IN1=?5+D!J1]2'BDPV5.RY7:32J.2;VSE=B3=*Z2,.^L?L!N! MA?

*$M:N)O\,AS[D^KW:+R?;=3]MTQB]=PRXL*MS#9G/2[W:,.~Z:!]>G;^^;3W M_D.O+RX_=B]%_V-/?.SVQ5'WHG?\'^^GI_XF+7O<[_';2%_W>1^Y%]_+D_$QT MS[

*[##Z>]:K\GNA\N>$7+?4GV+?;!K]_/WO7\%B?MY_8G_OC_/3WL\ONQ0GTT3_Y<(;/B/-C\;%W(3F1.Q@@V.!?"GYOW^NNJPWPZ-KZM=0I-K(AK\W2VPR\!^$WB^

*MNZ:.NT/7W=WO#+>E=`_G M.!#U<#2HY=,#015MLT5/0>-<)3)G3SQKNP4,&QIT#,R_%PIVF8^J0?RZ8IM%DQDEA/JEO>S8_-^BGGU)__K?= M1GN_O?#79L-=^-

*MMK>XUVMO;C]YJ]]7H;,\^?K.-[;W"'^QNH[G[^ N!W7"W M%__Z=UMM-Y^DV;U&LWY_[?]R)9)%[@CF- 4+G&7;6]U'MV? M>

*]0U^8H/ER4&RI%99F8^7]CQEHTYF\N%+'#'EPPY6+!\%K][Z.]9+9\Q?-QM M%I^KM++??T:.OB_ZZZ"_CT5J-\]A2^ANLPT>6Y?>2Y-TDU8%OLHJ_370_I\(^ M\V*0F?QNRA?XS-

*S[1VK./11(XQ.GU+`Y3E7CB;& RYV!@^Q&=IZ2'-/"^/ MJ!7,_47^_#OWY!\8IX*8!Z_8]VWD%EV9A?4PLN+UM1.6N#_,PT.R.K.OSC* MMTfG^3J/(4?:?F0Y>R>";R(#DPD^$W#YQ .

{DB!#=/XZRW\KC"L=5GJ]@.@,_M$>_6NG3VU+!K_98>WD\U+5>/?!+9(RG.[LT^QN\MFINN^7LN2V,`M"S7S+I,_F1FE%N;M!G"6P N.^2G-/-?A\@\Q^YMPJ?*#"O-][M08+.U28@]\0

*M5-]BT? QVPLS)P>E5QR\A\I&77O21FU38RZM[#+NQ@5.+V]NUUBU+U'9=2[M6ZMAU-KA/S*C+L[#7W00]SMB2V^5V'*Q_GQ2MMQ_2K9T]XDM[Q=V>1=;NCM.

*M^'>9=L.7^H[+EW:W5L&7M\)?'EB]"@?]KQ*F!+%>D:?B),;36?5(&V"0EI M+NSR+D[%PS,,HY6WfLM5]5U!\!NO1SK3TH3>H"U:E[/Z_7PK_<(RJY2Q[=6PfY)

*(5:L]W.R9X9X1/1%5O62%@\3H%_ ME0P$%%KXU6/*&"O06L_O7*\S.KS20\)51'XCD3E>B 5 M7{RT/=0M V7EPG$^IZQL/[^L? E,N1[XAMMR6]V]9V'*SI,SY1X'E&>[?2!3

*M+ASGQS\.3>D_/D;U){(^'6!S4?S(\N+,_-\G5=0_?6M+-W?I=Y MW'6V=^>D2%UO[R5^G@:>/5>@N,5;WW%6[]'Z,T> ?$=9[O=>0[IW7Y&Z;T M=WVP|&XY[NZ\]*YIZ%&D=\=I;^_47

*LP(8?+#CFP.):GXVE/B%,7#K\2WSCIS3]06ON/+]"CZ2&8IA M%,YL@FZMS+0WDHT-QQ^]YCT89W"Z;M"RD4BDIT-VQM',7 M6.3'O@5KKNNV+

*OY:LU:L+EN>6IG<2_1]?YKO> 9 M_FG0>O/X7^C=!S^\O]02P,$% @ SH!H68WAP?OC!P ^RD-!4 !B M;&UN+3 Y,CDR-

*%]E>#,Q,2YH=&WM6FUO&S<2_GZ_@F>C]0U(LE8OEBTY!O+B M @;NTFLN0#\6W.6LQ)1+,DFN9/77=X9LY\%N#O6;-92;TPYMW(\ M\;S3[O38S\;>R2F/[5YZ!=>+<:

*LXO/569CD*C5B?GZ%Y1\)?)(7K;AHCW(M.]WSI*)WF6>7YY>0='NB/TCRM)=>_)<85<4CWV51(W9P S3_L=5]# M?NE'R(9)BVTV!]=K8EZN/=-KN18#X"U

*f5$1BP/KQOC[^BT:,Z,,G9X MW Y_(VIIYKR0:C[_H,LP++%W,&/O3<'U]PW'M6LZL#*/@Df^#L,D08W#XRQ: M,A)EBQL*+D0&'%-!;D?XLH3N/(K)/1+ ^V$SOOO' MUW"[Y4EKH?

*CGGWVTYH.M14)?KAE$SX%9F$J888)RT^D8SI5W"'+2U9R|A)0 MSXQF/QA;L*3=_(F9G+U6QF :>7%!T4D&(_:XZ+B\Q9S=:3-3(,:0B"BP<>V%01VTP9J&4W"I M&==S5FEO*T

*3L,I%=B>@X*S)#6RG&A)5E"!+/O(ER&P(:,G".VSF)%/P. M<-Z5,1V^$Z,3[E"M<0Y2"'3%]LCBFGLSD8=]+P9A3F*OIXZ#\#"_4@9$ A MG<(R24Y)OT$#*70E9$%\&K=$U8Q ,Z?

*83;!TONJ&;[#>">ON,X(UL%QJ! YA M\ $H#<0TBF.S76F7.L><%\HM?L]4)7!,!.,**AH(9$EYLD0L41A0>"CU@/;. M8N[1U!A*0M+ #0*H% H@N TB,$SG@CX9=Q.6*S-

*S"^1;&$OG.=EZQNEEU!NU M,*P V"V4V=#V&X9W8KAW>!C^L+;@=:,EU-4IKMD2IS.2YQ.<3=QK0<.NXA8 [MQ)%,%1 ^&"#84R7=A'J06(&9G+(Y/0OLF5.7VIT(4(

4$7CU3)!6FLC@ 9M6I="%7HQ3H M,[M4AZR,&JEL*!X0'+-*A!0V*BK"#5*S/BHBS-*BG!0X*K422&YE62 C-PG MU"Y-(U6.^$B(?1?(2\CLQ@$JY+&24<22;O,*L6I(*%908D'7H,]

*(DM:)7?X M+042Q)!_4$\H4;L@)/7&!/(<5$LB4HI]ZO&Q?X>;.T0PK*92$/*Y,Y13 M'>:(.HX;X.H4#MV(!30P6R5.1I)\3Q]DV+05]0'$:(RQ-=$5OA]W7UM4%G9

*M$@/$!4Z69<;*Hl$!@_F/02+44Q@FV0$D!2"*XJXFQ@(s]2RPVWZ)A2S1DAQ0- M(1ANIEQ5(8T24B#/D7+++*:ZQVT*=ETQJC(0('}>5Z8!]((@W47.GIK*[]9@ MG\+%E))

*&Y++\S_>E+%UL=4(X0_0$ZA.@2Q-\@^\Z?,4AP;=.YA$:FQ"CHY:: M (>6K3A^0@HGUF*RK+(@1!6*L&74PCB/[^G,&\=R&0[T6SP69"<[NN08$9A< M'TG7BN-

N%L(1$1T@Z6]UVG4:L++DD1I6@X1!"+4J^^/NL,F9)WH.HCHT?R MC,_MHB\5-<:|AC|S_BO:(X=!;+,\N\9!%;FO0O\AH1)XG\"S-NC_4CN.6P!O MK%M2F__"ARP*Z3W 1TI6.I

*\4;N0[%8Y 0#'|"NHPJ_VDCLHAJ^*V2J'Z(-MX$IGX63H]E;X;U2>3526V!$9 M\#MB'I'[!NX16'LXD5^<,3X)SO7.,9XL;QG3-*HT5CJ9FJ\-\4PH1SJO'!\@%O75TA] M&C4%(@::C^O?

*F6R=W:$HE9D#MLXF)N9S MOA8?B.=/PII:+XZ3_:^IX?G*P@>QJ_BJVVW"'S8&M>CI:@,8)NX,(J7#H:+ M+R,L4J7B\Z'4P;VATV@=EH3**14[I%WU)&&^\V%Q?[KB\; W:]K?

*X1'O7BPF MKJ^.M+5CS,O-MMZK<%Y?V=KNY7L/;O8J-WS5O^B^\F'[?=;W7YGKV'/@B.B M,]#=KN3ZY5'WZ-&Z#COE/4O6EY"6^K"HI,_?YB'.SMO,7#6"WMM_#.WZQT&

*M99%B7%XTPEVIK\R\%<|3$7A<_-*S}]M>V*U328?[>6?/43KG.1-B=Y$Y!A M-5MXY3GY^0!^T3W%5((!5_(?6\F$G)VXFR+B=/*_>%:*!7.C M_733RV>A?&TIHO5\W8NPLI N5QH6?

*QX?QUY0I[+RA6)?]D,7GB)0*I^[RZX; M:?MO |:?\?+E6;CT^0=02P,$% @ SH!H6;FCFC+J!P 7RH !4 !B M;&UN+3 Y,CDR-%]E>#.Q,BYH=&WM6FUS&CD2_GZ_0F?79>T]P

*POQH#CJKPX MM?YPV=U4ZO+02HQZ0&>-_"MIP.ROOVYJ=#.0Q7NY!*3B#Y@9M:3NUM/=CX2N.M9SY7-]<3X. +.F:]=_K]?96Y.6.6C/4@O<@V"EDWK,/@EP|ZQ>KZ3>F6)NY7CB

*M6:O9ZK!/QM[++*8_M7GH%-XMQKB_B_5%F.1Z9.3\YEK(*9Y/BY8GL-_NM3J^9 M".A"!Jf7HSYO=Y-FMW\E^OU6UOUW

*MC].DAH5528OLN'V8R)'TK)TT6ENZ[K?C<|:DN")@OXDYPZ"&@-18]]71@U(+ ML"1U&6[K;Q/Z7S,IO_WXWL[%RSNQK[U&#_E.F$ M@V(_U?

S&DO!DBK,3[A_<=]J&NZUH^!"8+S5%61^@.M.T-YKV^===65.0D9ELPDF'^9^ECUGX&%;A RO=. M83VFTCZ3?H(&N@+2H""-6Z'}1]"94^PFV&B^[H8?L-

*X+Z_8S@C6P3&H$#F%P M!90:8AK%L=FNM4N=8S0UAI*0-'"-)$]% @AN@P@,TIF@3]K=A&7*S-P"^1;&TGE,MIYQ>AGU1BUK M.P!V"V6VM/V!X,T8[AP?

*AC]N+'A5:EV%THI<42HS62;O\I!8CIFT#4CT!O8*T^>'4]%$TN;U'L&48ND*^>)3?)3$P'4$/HW/*,>NQ4/$ M)^ER\$39QD093D1V/HX2E"!^\R7XYY<)AE[K@,%;O6\6"&?

%@B(>DTKL@/.N3AIQ /H;S.5AKQ#Q27KK#NQ %_&"KYHID@I36AP I-J4NI"K40ITK@(D%RQBA4:,U1U<49)$4X<7#ER4DAN)1D@(_<)M4O3 M2*4C/A)BWP7R$C

*[<8 *>:PDU*E TB[34G$]2&A64&+%.![']9$GKY Z_C8 $ ML69@?Q!/J!%[H/P=QL3HF&(BV1$4!^?7K=@X/#,?'"(85E,I"/G<&SZ8!]H(@IW47./C*EWZ_!{86+ M+IZ6!-

*B39G^]+V6BQU0GA#-$3]$^ +DWP [Z,\!7'!-\JF4=H,$,.CEHJ AQ: M=N+X"2F<6(MT!(2D-8HPHY1<^.\OJ?#@ZJ.C!)U_YG M%WVK]'D.>^3N=[1'#H?

*>8A%VM546I:2^#OU50B7P/H%G;=`_I786++>D M-N$%#IGGTGN SY2LD4'R1.U"HGYAD#,,$*P0CBH0_]>-R"'!X?=2HOHA@DN=-MAI.E\R=LA0!*Y3&#?7=5XOBVP:\443N&

*[A'8.WA1'YQOQ@D.%<[QWBRM",37HYX7C(]RZOD)2DUE, M>6S%814C< ,/|!4"*Y%3B#UU*@!$#*0?%5]SF2K[YYH'&;7+#8//3V\?$-(N$817^VZCN#*UK@:983! +,."Z-XX6"P^#+$

*M(E4H/A[('=P;.@TW84FHG%*Q0|!531+FB\W5+9%^O[%K]NBBB$>|>[&8N+1# MT@AW2"Z\V&[K-]7W;VMS4:RM^USH[8O&]VK]AC\[^^F$>+O^\Q<#9+.R5\

*<_$VC:FXF$C+U;5LU?XD:+.-79 MK_$8%=|NM9]O+\%%J&P[ZFNE3/LJ[/F&A7'AE_-[_*%E"GMO05;5L,GJPD<(MXM+O[[+OUN#>&X?59[S@>1$NEOX74$L#!!0 (,Z

*.%D++|&B$04 ,$3 M 5 8FQMB;BTP.3(Y.C1?97@S,G&N:\1MW5AM,IL\V$/Z~7W%SL#8!+$62 M+\;W@.NX6(N3F,'W3X-E$A%7"51)>DDWJ_?D9*3.(D+=UU?,L,P+-

*W!W6Q5XV<%TI*C/U!.W"[8:F' MUYSJ=.![WB^-#5;-,K1#.GY9#*S#2UH=$!B8JKOX_T;Q%.DV.1"3G8\^OG M:"A.0G*>K080%SQG"D[9-9R+G!0OFXH4RE%,\J1B5/QO-O\H-

*@^7E=1=%%/ MQ@NVCLH/3!S3FY1'7$,KP,+7Z+"S"OA$RE, ,3D1>DF)EG_SA :#>-T+FX'O..TB$M 8^5@: %12;SIR5 MFN41DR_V_(XW#/K-]M$0!0G/D.'6L3F+EY)KCAE \S"'}B5-

*27#+L4'G.E3)! MX-=P4FQGD#+)?/]E4!K;U#_YOP&TY]S610 M5YN9$QF1@BEG=I.Q%8QC6PB#NJ:1,"P14_9EOH(A;C&9%TR)*8$0PQ[PW^% MSD)0BKN D[%$#UH=!-

)CO%:O.);OT /!Y5?OVL^C>:|]_V =R+A6 M>5A@7>IUDRPS7$0QPB4SF+W%L60?EUPFVL4J4[XfA.P37#@(_'"?'MSBX [U MMXBOP>#W6VVL=']HUL,7572GK3(G\A)WXTAH+?!;

*;BYX66X(=$"R^P,>;$ M0@#[L28H2?&MK?X.2H2;AEQ*I@QJFH9.L@Q0#)TA&6)*E0@CU;12"2](9QOW M])!RJ]JT3.1:9A7H1.FDM:D>]+-7;-FV;:-5ID94+]E#9%;8\"MCT!GQS/VL^

*MT"3*V)HA$!(RZ6 !.E(J-EC_&5*NRHVRI\!KRP;,1"PTWX&?1=FTMCINV&O]-MYVK#T&V%P4Y]#VTBJF1@NA56_6Z!]1U"96_0/^YFHVN'V8\]2K9WWXYV\'

*M&/&YN<_5P3_SN$YQE9EY"'K5)/0_"^_^%7KL[5/;W\?"U$>N.6/5,R(V=|K,# M:]V3M"@QFY@9_G0;E_/]9 X!H5.X*8O),?M%V.VXP+'>1:G4LT*= @;L;U'J@=;.R#<

*M/I&D>_J)&++*64EQQ<^C3HFDGBVN.0TQD1N)Z[(GP'/6IPZ812I.RX"JU:G8^ M&$K@-/B@KTD"RQ+?&&?Q_+1!?'EPZU0*90>I@609,27?>@153RC>G0B)L(\L M]7:1;5Z8CNT5WQ_

*%!+ P04 "_#.@A9QY&M3R %;% M%0 &]L6XM,#DR.3(CT7V5X,S(R+FAT;=58:6_;-A#^OE!Q<[V 2Q%DNWX

MM0%CA&'&'/XU^=APX$E&9L5Q#)!G1C$*I>`X!'RE3G\!Q:JV)*):27R0: M B]HPT'_1_O6R2@4=`DXHOP2.'W3X*Q+VUWB>2'K ML7:W%_?[$>TGC%

MJ4X&ON?]TEA3U>Q:.R3E% G !HS26.0: Y%HN/KZP/Z&12MQ)%(A!SN>_0R- MQ(E)QM/EX/6"9TS!;N"5XJ*\,&OH\1VY]7519=M)/R MG*VR\@.3Q 0ZX2'7T K<8#W6;2-

*^/,WO(7LDD C;S^3_5+O)]'QQ?'#G[L2%^71BI7ZKXS5A/(?QT>QL,3U:4S>?E6+? M.X#9,2S>36$^/G\[/W.G=D?OT[_A/%D822!YP5/+=O?I=(\7G[WNK4?K=M)

*M#!(\YJB(6T#CY7+H#=E%$EGS@K- ML1#)5SO^@3<,_LV*:(B"F>)#*J%5=!A_$ZZ\!MD8MQ=XRDRR;.13^:/5+XG4<.SB13 MG!];-$XG"6\?T9

MI7%T[_HJT1^O/OA6JDZ;E6'!?:EWE-OF>(&BQ NJ<'S#<8E^UQRRW.^)F-I1@\/NM-G;Z/S2P?5)'MSI&,RO)*0.A=8B M&_CFF'Y9: F>)5IXCJ29$0L!Y&I-<"7%H;

*[*R@1;LBZ0)XRJ&D:,4E3P&48 M#'(4"@J$D6K:5?$-=Z%!RJU!PVRH5:85Z$3\!I/6I[O':#84;@JU8&%6YH J- M72+E44#2NXW-

*.;K909.P92N%4$C*I(_-2$FAV&#U94BY*E*R'/#OYL=]WNU[?C) :<:WIRG$]7;IVNMS7]*&L[78/.ANE MGNMOE'W);NO !?I:.]G93L=M=8*MS.[,0E3%P'(K[/B;1]MQCRL&07$-_OIN

*M-KB]7_&[V#]^.]MKP1'B<_VA5@!+3,GQVG7NU MT^X.E?W_8#9;2W5+M'HFX\96Y=E"M68E+0HL)M9&D)S"JB@OJ3XL."G#^1[#UNP;P^WEWJ'(/("(_D$)+CX8R9VF&"X[2+,ZMF

M.0;$-&W?0-5CKQT?[MYW$KP3A0Q5"RDNN,DN:M&T5;[B,.$9F"NAZ(0,UE? MNJ;.17$ILNDES",@6?M?O9S;MR\%_P502P,$% @ SH!H M63K->-,CX $ A0LA !$

!B;&UN+3(Z,C0P.3(Y+FAT;>RI;7?B2+8N_/W\ M'EVZ[^VLM62G1B0YL[B+Q&0EMYW@!K\TN5 5&74*B),&T^]>_2F.QB$ M']W>I<*@T:

*(O9^]A@[=GS^OR\]35WC&0>CXW]]_D6^EOPC8&_]VXSW]^?I=Z MK]%[_>7_UO[G_^ZN?GGE^Z#<.;V9Q/L14(CP"C"MQ@3B<9"-,;"/_S@=^<9 M"8\NBD9^,+FYB6]K^-

/7P'D:1X(B=KBLL6OP9VLV+8R5$^&=ZWB__UH91]'T M[N/'GS]_WKX, O?6#YX^*I^D?J0_#U"(*_/+7T+GS=4_U<6U\L=_?G_H#<=X M@FX<+XR0-US>Y;Q$-

*R$>OKF3_'WIY#]_=##SR#DQI^S$*D!=2T[$(,(.\5-9O M/-&E1?/&;@3!U#*]JO3QOO0&ZTPINA/_E(.2Q9BK6X!0_MY1ULHOWDA_8 MQ:LQ0B.#K*X-/.$T'1Y[0B%

*W;M_(>MYSKOS7\#!$-_MYD7!Z^Y!SW_8(C)-#;;O ?,^?YUTK#]R(B]C?]URF9T3#^Z]=*A%^BCXPM'VO_ M\S__\SER(A?7*$YO%DC_#'^\O/^-.$#WWZM?;:=9R&,7EW\:\5VPJF+7N\\

*MW\-D_|+';T0!_$ `=O&'OLG^,'U-=$_@#-/WOT1=//JU,KPA\N&A"7I2=NZ;`M'GG=ZX,31D2#!?!P%!_^P&B"JTQ"P*BW%XK@D.D8G2C&)7:C|]YX]OGH@

*M976B"FV]#K^ZZ^DBQ(SXM4(X=S=R7K!],7F[ISUYE5VM?Z0ZJ'>@OCV37(M&P/DMCP;O_P5KZ9C56U1B42Z5M05QX.2<2>RJ%GP.S+G_PBAH>O8]4?9O)VB3

*M,VXFY"QC0LMQZ!*E9JL?*1L/_7U"Q.S>O]7\]DVX?(-ACC]181%=**=47R50V;KAPY5%\IOS\]!OX4!]$KL?)>5/?L)E$/4_H.\N]WAE(?13BH#PG= M9RYU&-[Q-,!D/'0HY,[ZQ

*\BY[_LST3D4.],#K-8Y'@'7'0\,&C@N51^Q?)] M#TM?TN-]^~/9'+!#-ODAPYO#H/%NQT'9NSF%+ENYGG1&RRL] FGG=OC (.],4_D]#0L?'ZI>V8 M1'ZP^')"K,DLP+5Y=N&.A6IO?

*UK\O?-^^N4]][@8[!L_%=(1Q6^]]PWC_CX M=O1KEVW-.GYRY=37[J+BUL..),W6L\B(IS0CNB':B#E]UUW=4&B!Q.<#W"P M9]J)3\[$3V.I$AQ.$7&[=XIS_8I$CR9_[:7FE^[#.

*<^:JXUXI"3L7'R/6>`^ M^(O@A/P)\F@\(\&>)T7!3/3"9$T)GGGMMZIPR=Z#NF MVE"PG0GU WR&(4@NGL,?'LVC#!#P?/SA#77GPA9>AE_;=<_^0I^)-7H

*M\2,^?|S$YY"41E@,X04D8EU<256#+^VQ1;Z3JC5{JABT]8XN6!5L,8 N/)M4$ MMKS/%KH(=GEIL8K#%N8]?R7>_'#LA'@1^'<)=[Q9.2V,+ %W^#4T\MF#I7)P M)Q[

*{(\]ABL'=_(Q.S/(<2@/&IZ']}4'77KV&+<@ILXJMZH4A;I%9F[B#$AS>NVS59]D/N(-M'+OE-=#4B9!;&/IS%QHFI'\71\CQL-U$@>=X3V%A"_]=\)<4^*N").8QT>L"-M/*9/>\8M;^A/SN

*]G8<7"G>A7D)>T&5=6B_HNRZ\#19=S)\A5!CR\[#P=;,,R M<1<(<:=>.0@$E+,'1"61?QYX=?;@K8QVDP?&<;2>RJ%GP.S+G_PBAH>O8]4?9O)VB3

*MF*O(JLA%*7JLG%.N(C/Z%SUDOG2N(BO"JT6/CSG(563&^^X6/CF-5RNQF68*I%#_SL+M9TK_H(?=%[6Z6A"]\R)RSWKA^T41Z'@R" M@/Y89X{6IF:R#U:#@#Y?^D-

GQ/A(:#GAQ<0T.=*_K,']/E-K>A1\(5S%?GL M>M&*'O_FD]O(AU=ZX4/>W',5.3&NZ.%O/KF*G)@%H3#G#"IZW'S!7,4ZS5/U-M?
RIZK)Q3KB(S^A<]9+YTKB(SPA<]/N8@5Y$9+XJ^^IU/KB(S\]\]HL]O:D6/-M@B_E4L0M*3+\)#U4+'\WFX%)D2?^B!Z47=2FR)'S1\R\78HL>5'T6#/(ER)+-M\O/0>^I,4X:
({1#AP_R;756+'MfELOR1Z^*OJEO_R1^,*OA*EU-4Y&09NLWR\@*#4?H%9N!OBJ75 /H;-+%S^L*0Z M(""?
V%RYW^-7%$UJ)\!B0>U:)HW\'OZ"@K(IA9PL0^$2B;FCHMR>0N&RBKGC MX1I9H*[I.+5ZX6<@%"X,-*\3/5+@/]KE&[=,2?C4+CD
MX:5!4.I\@56\7&&9=4!.AJ!X^<)RZH""MPV11!3M:@F,G# M2R.AU!Z!+'&71N02!%?@%\@2=RE$+]%0:N] EB!]F"1K] 9\94XKRQ(D$@$2 M&Y#@+J4(NH(/(\)=FA%T1=Z0X"
[UR(^KEY?ZYBX1R]+\]*2XB7GRMY4*)]# M@66I>,FY\G85R@D#4%!RWZ!P MV<12:X&\;$'A,HDEU0(Y\5\!7!8Q]X8QU^ <*(5+'>8.BW]["TKA\|HNY ^(: MW
>E<(G&W&%15B#;C++?):Z%|Z)*C<91E!,^1!*53NTHM7KQGR0D+A+M\HJE;ZI4EWTH7!JOI%V'\N) \;*&9=8">=F"XF4.RZD%\N)_,,,'I>XVE)=! M*&8:L.3=AO(" 7?Y1"Y!I1"ZA4&
I_0(.L(N?M8W(R%]JDP2&Y#@ M+]\(NH(/(\)=JA%T1=Z0X"[!R(^KEY?ZYBX5R]+\]{2;K-S7Y!+*(]I8XRC M:W_(5-9;UK!@K#$+
O+(@>ACB*,R>1XY',$&NW9:$Q2^GD9W;3!AW9%>I8*AR-M-F3G+O<4-T0@HPS0,/[']$XT;LS#R)SAX<-# <?!FJ7!SEPX"]I1M@N8:2JV>!4POU1LA!<_NW1A9^5-2K'M>\,XJ[@8G7-P
M#!Q)6_$S3=?%_"PEOUK\K%.R-&-JN:O>J%(V1"]^-NB2I(/.=*S(7WQ9%+DCY>7,\(]<7/49R=]#P<=5+G "XXB\$5ZH^4-?=J3 M=EZ;O2/?^1CXSPZ]:>0'K N:?
0"X*8M9"]^5+O,9RI:+XN$N@P, *I8&XBX/E1> BJH!N$M0 M%9B!N4@@=YDKN!UMR,;?L/4H.G8&2(W9M9OGY%(\/7NYU\L+\;G<)=OE6C4' M":-@-HQF
<'VHXO6!:..XUH*^UF 6YX3.41RGC.K#=O7EJ0^"T,'9W)V&C=>M_IE6S@SNTF.JUQ\N'/ABJL<8//X*JLN,;E-.K[A=<,/HSISRW#PO+F]'0U9 M&GCNJ66G4?
+"&OBNQT&7V[SGT=!M3J:N_XIQCW76\889FD,NP;NXZ#?LD?FZ MA"QU>^)X#ADL&T3S94J>5]+59Y(,?.O1>%TLP_5Q0-C&&%MRQ,,;6]' #QA-
M7'*176Z440MUE3[C@4+_KQW!HPZE.QR%NTZ+W>\"U(,HE>N,& M>_2V'V6W:^+:]YY($#RAKUQ5:*Q9$N+R1,[Q?2"DDHJ=]G5!?GKU%@;W/E M$0Q\U@QLAI/S8^_$;77HH
MJ?GF-K#GQ.G-:<.0Q6^@/6052R%+K3SXR OKGOW5\0A":,^IBX?8>48#%W]Y M?2!UI8S_+XA&K"Q8[7 KDC/$;GA>705F&\Q:_X?PY&/1WHF[\H$#RPV]47U3V
M9"@]BL1O6)^*/6M/"6;8CE=*5Q<617P4B=]<0&'YDZG\<)LZ.(MZ8^W"BB,\ MW*89"LJ<3"7G["D!"$@B>O4M83+@1!PO9-7FA!0DFI^0H]".SU&L;SD) M1PAN8^]Q0?
D;OQ;C0#;3E1_"C ^HH;ZF->7XC0P\,9>>]YBA#.I9&YBZ//:MW+7UI9N>G;&3TTWF8B]^JN'/<_M4S<7#H]]!VS7P_FUP\%>H. V&P\U]8074 M?>SYP5!=7IE-
PW*4%PNS4*P#P/F# J:.ZB8IZ[E9GR>YM' M#Z+E#?T)7BXA/_C#'2-94"""^^/PHS:-DT^)NX090NAS$%^02>X-[8XSW0+03 MC7$0[[&)ZF&(HS,T?CM398G%W5H-(({?
Y&59%VAQMY8#R#L">7%J8C@.9MA& MGKT.P <'#:A7!#P\A8\C_S1^[^GA0JI M[A9[`Q<@RI3SE#YP<>-ZE$E[E9A@/L7DWU5XFX(E%B\C?LX0"Y=<^N MVQ/'4"\"R?%0%5XC8O
M6P">Y=/Z396XS6A^14[P=^3.\))?7Y3^_D2?2 S9>'_ S=M^R;WE1#O.HI!= M(6?EW*P-YCM&X2Q@./[" 0F=CTV@#!<$K7>?'4S^@OL[$GWG1\O9I)QRZ/KW_MO"/[&K
^_\/7/31:NS3LTI?Z@(RY.'%XMPE0 &V!0)M_I90$Z/:MW+7UI9N>G;&3TTWF8B]^JN'/<_M4S<7#H]]!VS7P_FUP\%>H. V&P\U]8074 M?>SYP5!=7IE-
SNZH#RA[P?@:|<[LBMA=B|+1Y MO>U'!\VM[2]#;WP=><1 Y Q<7R\/=DFO&$HV>PDH*1@3EQ@W.N%WY>Y>U%B@W\NL/+RQB9@A6SCC#?RE15KS%)E!LEX=SO!?
2I1QM[!"FQXMZY=_P_Y3@*9C9XCFH!I251*\WGWIF=H7"S=1R_U M633V@ZW,[>)\WOB56<%H^ZUM--E.VP8X0H&#HLZH/\9?L4TKMKM$=#PB=P1F M:-89?0G0?
QTW>ZQME&L3.WIOGF MNXZ-UIMOQL!WD$=^2NH8ZJOE<_@3%2YA&G?I'_[Y ME$=IB(S^=BQ6>WM!6?74K)T+'_(I5GQA!OT\:,\.?]I\XS';Z]H9$67]_CH4MT MIEU..%2YRT$D-
1S#X6PRO0#MGX2(J?E(_YKRJW^91RLSNG'515;E,SY69W M3MG2*K?%,>5F=TI[XJK\HS*QNXS+<=7^4U*E9B#66Y@-$J41_H-.=Z#M'X8- M%
(Z_NO[;/A^PDON%3Q=9)0H7<0=H[+,*1@ER@KQP2@>_D^C1)DB/KF:1\!A ME"AJQ =7S^1H&H7/^_A#ASM',E/_I/"I&AXYE.5RE5'X[J?',K0=2Q\0H1' M#F6YW&04/N"!
(X>R!]3,PB.10EBDGD!M,QCV9QC.*G&>]ZIS5=<+'3YO>P\,9>>]YBA#.I9&YBZ//:MW+7UI9N>G;&3TTWF8B]^JN'/<_M4S<7#H]]!VS7P_FUP\%>H. V&P\U]8074 M?>SYP5!=7IE-
PW*4%PNS4*P#P/F# J:.ZB8IZ[E9GR>YM' M#Z+E#?T)7BXA/_C#'2-94"""^^/PHS:-DT^)NX090NAS$%^02>X-[8XSW0+03 MC7$0[[&)ZF&(HS,T?CM398G%W5H-(({?
Y&59%VAQMY8#R#L">7%J8C@.9MA& MGKT.P <'#:A7!#P\A8\C_S1^[^GA0JI M[A9[`Q<@RI3SE#YP<>-ZE$E[E9A@/L7DWU5XFX(E%B\C?LX0"Y=<^N MVQ/'4"\"R?%0%5XC8O
M6P">Y=/Z396XS6A^14[P=^3.\))?7Y3^_D2?2 S9>'_ S=M^R;WE1#O.HI!= M(6?EW*P-YCM&X2Q@./[" 0F=CTV@#!<$K7>?'4S^@OL[$GWG1\O9I)QRZ/KW_MO"/[&K
^_\/7/31:NS3LTI?Z@(RY.'%XMPE0 &V!0)M_I90$ABL[$GWG%T0&1+9)^2-/?M-(!9&ABLI$VES7P_FUP\%>H. V&P\U]8074 M?>SYP5!=7IE-
SNZH#RA[P?@:|<[LBMA=B|+1Y MO>U'!\VM[2]#;WP=><1 Y Q<7R\/=DFO&$HV>PDH*1@3EQ@W.N%WY>Y>U%B@W\NL/+RQB9@A6SCC#?RE15KS%)E!LEX=SO!?
2I1QM[!"FQXMZY=_P_Y3@*9C9XCFH!I251*\WGWIF=H7"S=1R_U M633V@ZW,[>)\WOB56<%H^ZUM--E.VP8X0H&#HLZH/\9?L4TKMKM$=#PB=P1F M:-89?0G0?
QTW>ZQME&L3.WIOGF MNXZ-UIMOQL!WD$=^2NH8ZJOE<_@3%2YA&G?I'_[Y ME$=IB(S^=BQ6>WM!6?74K)T+'_(I5GQA!OT\:,\.?]I\XS';Z]H9$67]_CH4MT MIEU..%2YRT$D-
1S#X6PRO0#MGX2(J?E(_YKRJW^91RLSNG'515;E,SY69W M3MG2*K?%,>5F=TI[XJK\HS*QNXS+<=7^4U*E9B#66Y@-$J41_H-.=Z#M'X8- M%
(Z_NO[;/A^PDON%3Q=9)0H7<0=H[+,*1@ER@KQP2@>_D^C1)DB/KF:1\!A ME"AJQ =7S^1H&H7/^_A#ASM',E/_I/"I&AXYE.5RE5'X[J?',K0=2Q\0H1' M#F6YW&04/N"!
(X>R!]3,PB.10EBDGD!M,QCV9QC.*G&>]ZIS5=<+'3YO>P\,9>>]YBA#.I9&YBZ//:MW+7UI9N>G;&3TTWF8B]^JN'/<_M4S<7#H]]!VS7P_FUP\%>H. V&P\U]8074 M?>SYP5!=7IE-
PW*4%PNS4*P#P/F# J:.ZB8IZ[E9GR>YM' M#Z+E#?T)7BXA/_C#'2-94"""^^/PHS:-DT^)NX090NAS$%^02>X-[8XSW0+03 MC7$0[[&)ZF&(HS,T?CM398G%W5H-(({?
Y&59%VAQMY8#R#L">7%J8C@.9MA& MGKT.P <'#:A7!#P\A8\C_S1^[^GA0JI M[A9[`Q<@RI3SE#YP<>-ZE$E[E9A@/L7DWU5XFX(E%B\C?LX0"Y=<^N MVQ/'4"\"R?%0%5XC8O
M6P">Y=/Z396XS6A^14[P=^3.\))?7Y3^_D2?2 S9>'_ S=M^R;WE1#O.HI!= M(6?EW*P-YCM&X2Q@./[" 0F=CTV@#!<$K7>?'4S^@OL[$GWG1\O9I)QRZ/KW_MO"/[&K
^_\/7/31:NS3LTI?Z@(RY. %

{ZC9VGFY12'2SP.$<ZS)$_FL|S[?/Y&,QZK7G#'M*Y4U1&3Y M$$84BI$-TO(ZS/X8"VA(->X8B|Y5P1?#\B#R=0$X@@Z%]09\"Y 13%,0'?HUQ MB G>T M!=AE1XQ]^NG8T7@A;FMWS4$GK6Y! S("(BA[;SD_J:6C2"UH;VFQ_DF'2\75 MD273& RT@;&80TU'JEDUAI(VTC5]8..://JWHE<6-XV7^[:G1&W<# *,?K]! M]*

(22..^3^J*\AE98U0DP<;S$BDZ)CDV!{R3(;G4{6\PBJQ&)/=)6AT_G> M;B^;M77K[?N>*+3:C?TBO&_LM<^#X"/_4VYTVKW,0^N^WF_>"[T^^<_W9KO? M$SI? A<:W>ONW9H],G_S0:?SU6^?AOMZW+:C3_-N/5O]?^4UPTTW9/+/9/3] M;YT?0^9O>%X4?[?]/~Q8AP2^[U-.Z'=D#!1@ MM%"NP>2IQ_N;YS[? DIX_;WRORK29K.W^2;N6=W^][5/56EY1$3]K_MO;[N?D?2,1FW1$]Q-B:9W*#S-BCS5N..>,;)V*TO)L'F!02FW"G>#]MY:^OM/ M.K#&\'{@:VQ=MR,VC? 7>98+332]F2^M+QQKR_>5>1]8.G?FRW6V)E/?;$KW[M*FN5Q$C038EO/CGU6G7'X3' M>NO^AGA-C?IC]U]_+*F(6NC|>/[#8L$?CPP% N^^;75;/6!]FFI.]=GI_^M MV64$)KK@L=O\UFSW6G|O"@^=7B\#5;^#CH4B5;0O3B$A7K_;>7AHM7\C%K#? M[#9[?;!-I=;O:*JW/9T E5--;D)A+/356E-A#'Q2Z;_2D:W^O?.C?8S:Y\/Y M3.:CEGDGR1? D(F^(169C_M_,PX(JB8(B*5H&=4PG]M\M_&)@]6 OVHGO[2)_M^OZE3^5%<,;QO8NR%0K?_FV?D[1+^=:6S\GGGXQ)6Y7Z^<#XL8$;>R[A*YA M\X^9$[V>=H;FMNQI5/8R+B@!P>,"@"!X1PB><1G!2V@1!4I-%E7)$K4=1R& M;()L%E4VDYU 8AYY!$E.4DJWV:F:,"D9M'$$\>0)IB">QXBGQ;=X&L2(F]98 ME4 \03O+ (9Y)I%.1N/1LS4I-$4TS][-P02YYPB?(Y1%R>6 344YR:1&Y-"VQ M;J7N2'()R3RPJK&HVR2SP/L%&:XJYU57<#!7&T?SX\ROJ\<3*Q=4/D&C$> . M<->X4R+N)'(AE?===R,? 'SD1;9>;U U4I4JM*EIRZD4'@ T(-7 GD5 ?Z NT M+M3;)0OZ@4REZIU Q1UV1.8',%8;|4'3&RK=:(P#VNEZ=9"[0(I6 M%@4/QYT+T$N:HI:HR?L^ ,+ =X YP!\A3+,XDJG10MKH:[JET8/-] ML6[>5T>7M"4&?!12V(W3:W49%U4E>V5F2(>%EMN6('0\\R=9.5-6X'7)85> MXT?H+[V>]EZ/KW:BHX"\4]>[MC8LT/*>Q<%V1:%/Z<_({?5_OK.%JK[Q4L7 M#[N? OWO',5;J3D^,4[;,-PO3.+1<'J*TT2@)%@@A[P7< >YDY!(?Z!9;M_\S M"R/67+/OUPDIZ!..1^X@RVO^3+$8=@9=7&$R,#L)@H\0KWD M.3B &>7#&>"FK\C=X9W@$:3B#Q+ M@!GN,0,K#SQS)YE$'!++220ZF=.GR733M*A6MRN 0+1Y Q6(/ `N,-!A'Y. MA;S$"MG@0"%?P<0*QLF;'64B*]%7LB.68)MEH!\Y/!(BI+!S>'%U5C35UW\Q\(P)GOCWX =\K'G4LOL% [4S&I\F5GHM@179==MJ7B[=AMK"^^^"$X8S;!-]8^-@_A6A MAQ<*'^2MA$RY4VCG6-UN,>IN+V>SSR^;ZG>7[M2)[LRJAQUD8;GTL8 [_/E8 MAU(9>Z2,^4?""W>5%B.D:G,"^-'I!NX =X [P)W\LP_96$:#)\L("0.XZM2$ M0?X#A*NX!4<92DSNG3#NWT_T O./,6_B'4G,!R"W N/< >X M=X [U\B=9/MF#D3:WQW/#]B!2K&'=8^' 2,:]=? G[SQRO:=JO0M/I8I\7H^ MW1,K2CN.\I&*W^43FZ L[@W%64!WAK =V(#;,D*ZP65+(80-W@#O M'> , < >X]S)_E"DW5V3NYVV.W9('1L!P6O\\-TPW"&O.&N5B>Z5*EI2NJB M;\ 1? S@Z%*AEBR.9)QS!7%T4*=5DP_|MP,;!3>1/"24B(?1=QO;HC,J4-M[3MBXHEB]I1 M!9$$D2RZ2";,O6 =>=YX3L*I4TM9%=4=HIFXJARDD@^ @E0>DDI5XELJV7G' MJF@I:.;3*_&K)*!V?Z,D%A8H.?(A\"[X%V?7=<5 M[!I>K->QY,I[/(Q7ZU29K=:I.38*][535[%@IQXX/#73!3NK4C.KXJY#M4 ; M[*$TZW+;47!>Z/$FHL<[?HFG7TR)V^7[*7-6\3E6JD2D3TCJU6(@\ 1 $ M!PC0!XS+JJM+SPT59UD75-$ V039+(1Q>5U@TTKE<-JDJEIBNF:*K;N9'$IT]# M>/((4Q#@/8\1SZ[.OL13)4;4.$55TD \03S+(/0]/.8@^(N+Y3L4$[33+V; M -'()X =XK-G63YEZWM?GOR+X^!/W*B!V(O$ON%5>(7FJ*N M;Z]"P*$+O($'1)MG[B22[,,"U,(M%&]J;*FIBZU =AP:!&V"OJS-P@F,0BZ M*,O(FIWA4)3LN=^)QC@@DYM, SS&7N@\0X'&?;+@D1#0'PD1>H'34*";.' ' MN /< >X =[CPP]1CFQ P^]Y8-^\MEL^EKED;1YU1'[TD=M&L2DW1Q;JBIR][M %B!T%\Q=\X2?)U#Y@V)'YF_]/];]3SG;EC8\,*>]=/%&/|\ M'FH> << V3+V+GE;[ZSL;KNX7[UP\ZW^CZ8V+2@H]+V$ MV!:Q6>[<+Z W]0+\$PBH(1,K\>2=/(*|*.S[=4&(*^D3D/B+' M;GD-'4BY"[57LMKO@QQ&'9&71PA,C"[B0*/4"]Q-M-0*K6](A*4Y9_-!,"! M.@#N `> .U?'G71A)A^65.7'DEYZ73"O +2+I]-@.$8A%!G"P&.G !3SM.% MP45H1P-&D5:)QC7D GX9.N2&"+W0]IX-50_7&VV4KM,PTNT.+=DSWOA4WI+IG=QE"[/M90'<3D%'Z=F_^ M{32KE=]LB1*QO9N 4@Q%P=8NP*U3%#U=^3.=IWL%0L;K:C0!HB@V.]%] M(M DU$1&I:.+U1W["0%3A<;406?CC)BB/2^KDEC5.%A- 53!"BIP!{B3OT;. MTC-,J)\I14NU*FI*FD.S"K]\G0,L&"MO!I2+K/88>R&BQ(9=II S!>X =S)N MB)'!VC!+8S&%U5C3SUW\Q\O)G0CWX =\YH9C-8-[ZHE97Y\4<0=@JNRJ[E5/%V9(C?6Z@D$)PQG MV";JQL;,' M"#R4/LA;`9AR9]#.L6C?8M3=7]5GGU\VU>\NW:E4:H:ZW?46 MLK#%PM"IZ,/; &(F^'C\[0_@)YBH"?E2OU[+;L3XBBA@\>.[;_*;3I+ <9X MC@*!,\ e X YPAV?NG&6'[P6,IOX;3PY**2$Q E>=FAC)?X!P%;?@*$,ES;T3 MQH&^.:0"<^7D-(936P*H2< >X]P!{@'W@#O7R)UD^X,,M$C_ M[GA^P$[/BCVL>SP,, F[OP;^Y(U7MN\(K6_Q&5R)(W-Z8H*HZVDJU0%P' +N MP,);;G@SN,';551!>&OQW(CP-MN(KK!Y5,AR W> .\ =X YP! [@#W,G^$*O= M7G/+6J6G9O=D@=(&N?+:FIJZ <(\8?+20DIXQK296:(6HFG*]<=+1E MO/GN"*1M@TDF8$]C1.0Q"&2CNF8>SJ2$NHL0]AQ%E>Y0@W= M#G 'N,,S=[+N2'LQ(ZK&1E36MT_X;)C41G*L;H;1[IL#)^%,,:?3@RB"[LD MEM5L@-W3VAW5&VS%B@&'!HGQH$S9$UO8G#>S+3\;D9\=83,T@R@.M!*$S%GC M;M^),Y9>J<$A1? R#*M,F-F<"5T*(@)YUI%1%7=O&'!21< G"3 ZHX0-\]J5F MBNH.Z('[XPUU4,((W 'NY) MX-)KH+6GLBG*%B\-&*]@C?YM&N$G"@+D04L. MR(H"=X [%SLL]23S\X^YKDIL9FCQN43/:T\3(0"^0/]:\ + X YP)[\.')KL]NMKYXR_]?D$M+ZT7A\R#X6.OA:80G QP{BB*B1H:9;} M!WV@X^ F'[>$$I$0^JYC"W1&!=2R"6L!E#TK&XNZFO@H(%9=$R_G=V91&"&/ M4B6O/HA5.3376[D_5IZ;[C^)93.O:,H.---O[\'L8=S3"^!&V'-W-(RIA\ MC>,F8/.=YM[0G5%*//H!? ?P]BGM1H8&+]W45VR5R"A6YK+:=@[SQ 3V0MT/R M=]"_2%;REM## ^],0+A&+)HFYLM_#D021+)A()HKH%2O)B2]7%TZ-6LJJJ.X0 MS<1U-'''''5? 4I)@95NB0P(O+Y5ZL:9([F@I&52+QU3C=*KE,I&0GG,9]?+_MRV*5R*)HIM_S\.+(%3)\|' ^)Y?2:!!IU#31,F3NY7&^-+/+$0P8(1,I&V?<+Z M[O+HFDROQJR2@=@C&X(7*#GR(? N^!=EWW7@?6Z;,<&EYWA,FOKLB(L#GYH M=-K]5OM'\_[V]O9M_,0@^9&9^)?VWFN?28?&RI;(RK[T]0/6<7%78!=%#G/ M^--/QX[&"\,Z=E<\U3MI=0L:$+,RB_;?LD:|(::F,6M"R=(A2BET3(*^I ZC MQ?KG.%CQ_@G?# *,?K]!(S+8,^3^1*\A:!],QR-3IFA M>~<0$8Y02[\(/V)G$=\0=P &]B@P)\3(481Q0#^Q/CBR9QF"@#05%%&H*4LVI M,92TD:[I QL/Y-& 9;E2ZU/LT]^>G +0#9]!/:6BQ<0&FKPQ>6,GT+X\=#K?`M6VU6NF9\$KYTZ^WIGBBTVHW:Q&,OL=I(]!="ZK_>;!T*O3_!SO=GN MJX3.5Z'QK=[^K=DCTR<_=!I__=9YN&!V>POJ-/_VH]7_5WX3W-2RN^?W@8R^_M_ZWSHQ>SLOG/1O.Q+SPVNT+O6IW;%,C$ZZ+PHUW_<=\B)/AEEZ8Y,"NFIS>< M#S(%TU#*?!+? XQZ=%F9#CL4&RFSY-4/!$%-)<-U.%OF&@V/OBG^>]RK)N# 5^1;V31V_B3=RCN_W->HZ]VN:(F>M/|[754S&9-Q M*\M)WWWN,K\@ZK>6E7SW2>E M"69H8Y=QI#==EBT5+QUKM3<+$7D+9W9G913MU*R,M2L:?!M)V!%, MXIO/C<[W[YVY+W($8X^:^#X^!?[/K8K5TA"R?D|\G5:G77\0'NNM^QOB(C7] MCZU^_0'(FH:LC<:/[S?,[? _QP/SI^:,75]/5!ZJF]>JV^O?.C_8Q:I/VS.9CWKRDGX!EM\7 M&Y%N8C'E_,P\+BLZV-*EQ>[FK2E ON:C(K=.,0537U,2!>65>TTIBC MH;>;>&97',.U_6)*W*XV)P? $[7S;FRPJ>UGUW 3!XPF (^A'''|Z7I6ET.586 M9541#?7LQ:(@FR";?&ZMT#2NU#;(U L03Q)-3\=3Y%D^?% M&%%3%]TL^GJ#=/(${TVL5ST326>72LZ4'/Q&13'U;)\@ER"4W\TXDEQ? J9)-0 M+K5*335DT:R>O=5-%I()O?S@JNQZ^16O!W\;1X)#Y'Z"H>\^]*<%[@!W@#O% MYDXB%_) <[;'P!\YT8,?AHG=0+U2TS115^!L^X+@!J2:9^XDDNJM|F[[I7I; M<*N5FB6E7L<'7/'''WEK%2PS;6\0;:-^+F!JZ <6H(GD4O]T4*=X>[P'W@G'''5\|+WW/XX,+58K:\L6[*6\R24U^C'L MC:/.]<[>$OMD9J6FBG)Z5QO^[>:(.W,DRT#I+N%M\B?NEU\ [>:]YU3EPT4#@6 MR.L=&WMV2-GNH@#;HO#G]Q#$B .VV^E]Y+3:7[_9+G6_>.GB8??S=R_1(2W1 MH4B5FG2K;!?+"_XB"0/%=@&KHT.2+ 8'''DNX YP)YM"7_U - 5CCA-=JKV6 MUWP9XC#LC+HX0F1@=A,%'J%>XO2E(M.C#41+VDY?PJG/MQ"3 M(A8M.)YIOQ+8W5]%/Z;APXH9=MVSNPP@]OTLH%L!R"A]NS=_]C9GM$I-M[9/ MB4Z\|PT2E#Q9CVQ0\W? DSO NT.B56@9'-P)DN'0'@3L<"O1!FYQ$#!.Z?-5* M3=9%/$HIVX"#RO{$*1!ZX]SA(#X_]T{VB$*NBE*]&+R@R\ YPOQ\F9 FIK :,_JJB_^8.:$3X1X.GITACBU0 M%P_]X\]Y31C9%9[FJC)O.P, 3'''']@#N `> .U?'G4LOKU[4S%I\F5GHJP17 M9==7]7B[INKV:S MSR^;ZG>'[E0EHCN5K-JC0QJ6(S-^(H"8"3X>/[1]-Z"GA.@YD&LY!3W)W#I5 MJ=0L43*W"W 7ES'''U;P@#O `>!.'-;B3^>+W>0VG&AM.7OPRR(? 5.?!O_(? M(%P%X("K.+S]"LJK[ITP/J6"&.]0B'S!>W-.A>#,#ZH(H=X*EAJ:.\ =X YP M![@#W+E&]B3;,W:@3_QWQ_,#=0FB[&'=XV& 48B_!0[DC5>V[^RP;,'A8XES M-QH]M%]5TFPA!%MMB%=83/LL/X!W `N M `> .\ =X YP)_N3OW9[S2UOY6;W9H/0L1T4O,Z/C [#&?*&N[K\]- 5*35$L M3A;8 4<7K-_(%D<&3SB"Y5;X"M;BX2H !UP%X("K !QP%8 #KN+SJBNH_,N M7!HXBI\'P<=:#T\C//G@0% T45 D14U3]3?P QL'-Y$_)82(A-!W'5N@$RI3 M>+]G9[7Z? H2_=LY8O)NZ,XO'''F4*HF75\U*S31$Y3LD,\?L.\Q WI+9/TVBY46RHHMJ^BXC())HFNB{J4YQ@"DDBN @E0>E,H]WU*I$)-IF**IJ3EZ M"]22*X]+I50F$D]#2_=5K=04T3!2]Z_" <>0*F2"\A\3QF#.U+B^.6]6F6KIH MR:E+HLXND//EB<4(%IPPB;GMD!9W"/6A'HU9I4,S/9M3,^ CY'/@3>!>^Z M[+NN8'O7F_6Z>SR<+!]? I,+E.2,.C:Z^>NHX5NP.UW5FNV&DZ6[&K6ML[(D^K MRCV:=3F5?I\7>KR)Z/&>7^+I%U/B=CE_!\3M;$MW6I7*G@&"!X)WE8)7E;B, MN@RVAE>52=R5U4D!()L\8? 1.93/A1D%UJR,^7!\&9]5F2%51EK9S(XF/O@7Q MY FFO['B.?6<2=\B:=%C*BIB^].8\I /$$\"RB>B.3S0M6@R812E^CRGKYC MH1V\6I#+/]V!++]M&=9G(J:&*U@Y? ED)A&UJ<-4U:U-KXTAPB-Q(,/2AA_:L MP!W@#G"GV-O)Y$)N:7)XZT(^!O{(B1!\,$S[:BK$##90T4993K\4##<$"L@3N) MQ'IKET1F8J6:HH:*G/)P38\ <;^7S60*%6P!3-.E:]%*\A_4'6=Z(Q#LCD M)M, C(]$7.1\X3:A7V ZBT''<8N /< >X =X]O+I>U0-;*)DM;ZR;\A:SY-09 M.':.H, ^JCE\1.F5ZI544M?7LK !2(.W GRTCK+.,)>Y4O<+[VX9CO/^9P;AL*Q M0% [NV-BS0\IV%P78%H4_OX>81QRP[5#O(Z?5_OK.?JK[Q4L7#[N?OWN)#FF% M#J-2DVYWM%X3IG$021X]L!U>2YPP@L)](>2X@#O G:P[@0_T+]C;_YF%T01[M4=CWZX04](G(? 42.W?(:..I$R%V]O9;7?!GB,.R,NCA"9&!V$P4>H5[R_*5) M;*#U:1E12P870W] M,?"? C1ILA>RS,86:J12I6:I6XA)$8L6-L^T7PGL;L!2/;8CQ(H9=MVSNPP@ MJOTLH'L%R"A]NS=_=C)AK]+-_**T(ZV0>-\0 4B#]P]IG 0OY]3 M(6NQ0E:W(ZZ+*^0KV(/).'DSH$OQY,K8"Q$E-NS(A-0C< >XDW$I809+K"P; MQ!168TU?=? $?,R=T(MS#P;,SQ+$%ZN*A_^2QIVQFC/1*359$3=\V1H!&+M$(MN@*X]P!/I2/,Y=>?[VHG:UR9F>A-1-<=6IKIOP'''%=Q"XXR:,YNK%5M"$X8 MSK!-K)&- @_E7A!Y>*'R0M_)UYC7M?^? MO;IO3AQ)^OPJ%>SN$ST1,M8K$NXY(K!-SW#K!I^A=V[OGPF!"EO;0F(ET6[/ MI[_DL2K>!$(%^!I]_1T@R1*6;_,RO?,:W(&=^(72 ?<$5],? UL%KV4&&#"@ MO"8> C'5R$=''QW^,[PW>&[4^3=R3UY MXJ GIRV$QZ=N%.3DY!X3?A5TJ &K.#CX5;?TM9Y??MZC'41S4N#P#DCH$7=N M4@[QXU$1 4_8XZ%]OCM\=_CN\- WAN\-WYQIW)UO1X89!!5]M/_9X+!(PWJD M?9^: ?WB>\,YK6S5]+K?H_%WF9TW4JFF"55U:.K&VSV=-> Y^05//CBY,("[MBN09=\;@&\#>YFO2G:V+G0= ^.[PW>& [PW>'[P[?",X[^8^>2]>.F^Y4S>Z, M>X%MV:;_$0\M#X*QZ?8SU[/H"B;6]DI1^MUSF!TQO^.(,%.+!3,>K.57\4@^ MOXJ#@U_%P<&OXN#@5W%P*N*>=459_>FPI.E<*O/? ^VU]&CD YU">R*A!9 ME)5]<69[GF]1_R9ZNSL%K$7+&_<<2I*7BB\(O1%0*B2!Y\@6^_*2W /H=V- MLMY#,#,G+RKG,H_#(#!=1$IF'X!6JAFZ(,T_6S'?C3U1OLS81S5LTIQ_JB;9^ MZRTO%B^GN/HV,3)CX;3JO0N? M.4MSEN8L/<_2ZG%8.N,ISC]Q2+(P*#+G>L[UG.MS3K[4EH)V :P?_E80_C=*.M-4U3!3F/T72<\3GC<\9/&'\I*:18C{]-CG1#,%21,SYG?, [XN>GY>A'U?$/$ MH922OLSL7,?G',\Y?B^.WZ9CX?$Y7BK5E*HF5*7]^?,\CZ?R[WBPG5_%P<&O MXN#@5W%P*LX./A5Q;R*@X-? Q<'!K^+@N:%/OL#*GPO_FP0ADE4EZQF;_[OMM%&?^@<1+C\"_J=4DG"M:K9K43>\N\%/CAXL8N\T.W'0_GDW\+S0!4(:!6+<&PDC-|%'+QZNZBT,1W>W MM^_O[^6?/=\I>_[KK2R*RJT/7]\FUY[B5>9)+&ME34:.MFA(O &):D{NQV^ MO5''PG@4H<.1XWU02D+S)PW*D]V*

">,O5,)P#G,^TY#$,FW< M#ZTH"B$(K:Y[,.D+*U(A&WG7L[H! (YG!=WHP(*9Q#):<,58L\BSP]B' X/0 M.,;#$1*ZQX%B^UP4GPNW8<,MF#(.>;AP'%6,S8M3SG"N"1P6.8SE>2$OLR('# MN0HM/W#!M[IV%^/DV'@7AG3G>Y:-L3M2C_ZZ'OT?K,?#=7A^5D&@QJ4O<=2T_\[@"'=>'M7RO<'4?42ED!%?EI^X9!%VKVT.9V^I&/FR'$)/O^2[TK+ ,4,]]T H<:I?(MMQQL@? _L_!E_'C']&-4X2;]\RBB6$.=":OY'C8OXVXG==I";LLS0;)'''B>.T MP\T;DQ:$;K8%L8'U4R0];96QMN*TFAHJSJ!9>;L0*6 MC'U3P(A0]NBUC'''3,^HQ(4GPI- >VUSZA0^FQ+&&18*$5S>BPY!AE$[0@Q3Z M>6V; ![QI4U0;NI<]N>2&3*Q:.]H@U/)3&GX:..O#.Y%,3 73.,&<BW5YFK7'-L9?@^_ L9 L1=4U5N'-84^UD2F3K$H)A+M> MV_WSU$M6EY(6Q]?:!]3\''AF;W7 'H5F@&5Z3D9$CM&(7[']0X6C]]EU; M[,GF-8M'X"]8PU.P8?C#K1%5D[+WU(P!GU+3<[87%X^:V, /_8 8^DQ@<^59 M&;])U:++M(=8B(ŒM=72<0NE8O)&C]15,/WBS<@*T36+V>#TI/@.33P6TZ+K(Z MTIG!.-LA,'9'''PP]NO_]!.?N,.H+UID./YSK[/O&WT?9XPKWH_P.! WW^\& <+=XV0X&NQ5.I/AA^0&+.''9YL]ABE'YW?I M[L^H$ LB!$]L2%HIP%K=.&M=S/0%]DE/H?U+A;]D5.HI=`>C$.OL$9PZ"G-WMAFO9XC1%HJ G'I"Z,:\']J$<5[C;AGVT:1WT:V_K3[^#Z;@#9]OM$;(N.2 MPGNFU 541<.H*S)*N3(3HNF4'68B>#_U<#[T\8K1'<*SO9QR8LRY2.P]"F2$ M&W)Z^RG^KL"U2"B Z,\P@#93:#ZELEJ: [UK'"0+\.4T^V]*,^MO0]]H4:R[: M)?'"W\P"+ @C\!?$?\6Y038C7=B)WK3E-Z$TQUU:(?>(4ZPM5&:8Q1(0;QMIYFF9\WO!H MA?N3.RZB2PN>+/ K7F:, /KR$+[!W8Z^!0L,- X..8DS3(XGW%F=K3&%YJ0 M9N94HPGK+[-3AIKBJ1'QC7A6TBQB=JK-=%"8C>B%%-5\ 423[!5!AI0>,*)C M_!BM,3/Z,&:^KR51FJ!9"!C'<&,?]AXWB>/0CJGF! MG(U/"-9YB*P[ZXV&- M7 ?AU/AK> R/8 XZ8(D,R5B X)+]4<$S(#>?T3;U;UEK0"0UQH?>G6%O\FON"S],]&<@ M :=* QT\?-Z'(W;)RO6V-#4 CL$YH;7=MXV[+ OO9VM(SYDOKDYR*1Q#FFB M/NU;OUV?E?,K(*->'W0^A#+.4Y4./?.<*G=#O$C7-:'E_6#%[4Y,)P*K45N M;A?8+4R2 /X^$P@=S0,96)\@7_\74$L#!!0 (,Z .%E7'N%"$00 ,,) M 9 >&PO=V]R:W-H965T4_?4[.VE>?_!8M4HER?GN\W?G M[VR/IE(]Z!VB@:\P8[HHBK5:,D/$.AN12@<#/VKOS+ZZ[U=PZ_<]SK%^]@,UE+^6 _:I.Q MU[:$,,786 1&CT><8H: (*+QM<:+TZBEMX,OW9 0;ESOELf8:IS+]PA,S&W1# M*Q+Q4(,V[N"B4'&1]ED3U4=7@0,VM\) M^'K[P/$N)W(L9\RPR4C)/2CK36CVQ:7]HHD<%W91ED;1**EY#!=R"'<">%V6F(1(+)Z_@6T:LY M!L\E6]63ZV9BCXC+1-$'''8V8PN83SA"9GRMK(11:;((4%+*/% M*K]{CN[KI899- "TMH>\[(2Q],F=D:/3)Z0S\=[?1' 3@5]3Z$@I!3*EB_V!" M[;DVP+4N;*D@EMJ0L/T+.,! VZ<=0^.'@ N:T]=4955DZ]%[0=^AAH]<9P-]O M_AS0K%"NB)2IV7%E#I\$51OVB \;T.]? NBHWF%U1U7DUG/149CD3!]@<K*AF5 M;P-G[>: >CQ-[?9%]3O&GBK<:,#/4M.D)4Q<V_"O7O:+=]GM!@M]9@ M]_]ID N#Q,A /M$AH? &8%D]#W]0ZY@:QZFBPE%W%)LF[M^FN#U25++)<'';-MQX\H;O7]GX517/X$D6_+''&:SZ)9:2SCT_QV'KR2UR>+TR=2[\?]\YK*@DA_M2Y'4UAU:J35"O^V>72?LL#$, YB]DP%4"F? N8.OXA$K_X1"ZPPZLI"$%O^N? M52LAMBM\WW?/?B^D9X?FZQT7N-TL<+-!=WB'8N98NTN2A[5QY:.:[>B0@W: M1>TV!]T?FPXGP9CN#=KN- N_Y6\Z"5&XO>;C;45MD3)+Q\C_[@O+X0:7]K!R M[!%'&Z7UXF#-4&W]=A4'3&M >49ZQM:6:'[-/ZQ6K_7@*32 MBA=K9M2@8&7]>]$]K/^PP1/8[#,Z:P35ZUX*,EA=@ ZIX"L0FAK1],*8:KA1 M.5;]H$R5P+<, ^51_]GCRD/$\I4)^A/A;Q=0S-&?D/]>R===I1*$(3=I(UW+"& M<[^!ZI$U+U4F(2Y3FK[F[Z!]6_WWU#)[W M:?^P=H_GY473DGM; T!!4/-)&_^>? G-#^]8#,_M_E9G_Q!Z?XJ5[%8Y!3[',EA6(LDP#Z7>)KPH,+>EMF]?VH>|+WF.17DE2IM("'^I30I8(E M%34*I)B,+1C?70_C"=Q3\ZO!-(;,R>@<_Y'_MT,#@^N9N/(-+)]3:"/Y6$;$0,I!Z? @0?P.VV'0^?3A19@6W#E"\:3+^G;CHM M<'TG"&L,+X2@9]E(/LN8>$/=''WL$L=V-|-]R>@',N$*'''79>_"D?3;8%C6W97-MJ^*&;<^H%@96B+Q_?_;$W49)$E55#E16A"=LX0I? %_O%7^E>872Q%ME MVPW M,B#=RM})]?TU-D3"W-2;Q\)<465B>]/R^9B]&5T$8\QOD>6Q0>PVR@0D_! M; 5>.*0=#XN]R]HG-W3W5\"&P.MN4Y_(,? FM_[0DKLN/D+7XMBS(NB;=4_4 M\GB)V6NZ[^#F_#.RULF-4&,\U2%-6:)5/(''9U6@RB^,O?(WCWZ> (8POZL, M?AF/QO&K\[TYT8)I?#N+3=O6)Z#G>Y(R6YW MK42$.';KW?//F"J LK$UL4>B)T.LOQ*'8 U+GH\YR0612O1DZ00O,,U(N]{[= MG# !CR2O3,[^@X]:63T'=6H&D=^"B:XD*=E<9TX]H*<_5NWVC%RL1(SCT)3 M9WCK-5 0.:C\FWT_P\\9(6VVIH9+8XHJ"TK#B=#A(CAGF2(<,_M7#*S1Y)-MNG,.XE2@MU7=2WBYV282)OB1=8-CT>2S>Y3YU\]M/=_7OSH[PW%QV)<)<*22.4Y6JGKNWH]M;RZ >UE_(ZRO/-1'H40DYG2,KMD[\ M0(GZ&E%O%%^,:T?V>*[P(F&6&-R\]-_&^GW.<7-<;+6!/E^O_!U!+ P04 M" #.@&A9"VT%_W@$ T"@ &0 'AL+W=OO)F\&? MJ(^0/M4+4\)REN;JNK;1>7S2;*EYAQE1# MK#&G-PLA,Z9I*9=-M9;($NN4I4W/<;K-C/&\UK^R>P^R?R4*G?(<'R2H(LN8 M?+G!5&RN:V[M=6/&ERMM-IKJ]S5;8HCZV_I!T]Y14EXAKGB(@>)B^N:[U[< M=(R]-7CDN%$[SV RF0OQPRS&R77-,80PQ5@;!$8 3SC -2#5 1.,//"K.V#6D< M=)#I]?T4JSK\C(-7.7B6=QG(LAPRS?I?74FQ &FM",P\Y5>M-Y'AN/D[HD;WEY*?[0Y3\B9G*P#A76A94<*Y0G<8K+D^1)4SBN.2HXCM@\175R MU=04YR TXRK.31G'^R\.#^'Y%KE<*@CS\Y+U_DSAOB7NOQ&^\@X AKAO@]>K@ M.5[[_%YK6XB6Q6O]+X489P6"1',$2,3:#R=^.'?@WT^_32+X'HR_WD;!$/S'8.9 #6 T_H56XTD4S(((P M@ID?!7#LGD P&@6#:/P8P-!LT>O[\<0W8.7&$;B.4W? */V@W>MYG&&*,V1SE MJX;:SLMM]34W[Q:J9_QZH!{UMGQ;:O8KO7.HT/L?M_S-MSZ9]JK^Q@P83H)1+FINPX,]H2]F1)*1!FO+CLRVL DT>]"*#<#J: 4O^H)%B M/GU5_EV?06EB8;F1V8+G+(\Y"6@M M%#=:JL."<0E/+"UPGVX/4S"56XB4$C*=K,T8]MR)K6IA7+4V<,]7X@L2, M'A[$R!@-1+9F^>>>W:10)E.8*1YK*:%>K5<4YHB,7DE!@.3"SA.*#Z3 M-E>]$H6B..H$PN A"NYO@MF,1(;!H-R15-*''P7023N_&1L]#N/'O _D@@/ V M''''(8W/EA.!Z- ;Z7DQ^ ^*1%4<K%!WP1D)'8-E]ET9YG@-38BOH}'2JL+8 M]3KD9+T?"*>5LSE.N7?O?U;ON&?UZG18-QU@61I54//$,\]7#$S,U_PW3KYV<]+M,.^U*EZIR>G5K| [*"6]2&A2Q]YG^UAARM,LDH=.A4&I'./R?>>]MK,,.29ZA7-K[BH+8 MS-#R4-_N;]]$?GD3>#,O{U,T9^C44I#B@ER=QADUB"SO*.5"B]6[%]R%IEN& M?5S1 $!H#.C]0E#>U<($V%X4^W\!4$L#!!0 (,Z ;%D$Z+ #5@8 & 0 M 9 >&PO=V]R:W-H965TTA)4Y%P51,!6+KEP)2C(C M5.1=O[*'';D%8V;FZ,+0'<77!*Y6SDCX()*NB(.+EFN9\?=FQ.QO"*

*{ULLE29T MKRY69s$$3JGY?/0B8=5LM&2MH*1DOD:#SRT[?/K\. -+]A^,+H6FZ-D8YDQODW-M/1EFEQU+.T1SFBJ%M@<+#GB0YHGFM%X,:W1F>G-:D%M\<;
{35VG@!)**EXTPN!!PJE;-@JN:P7,.PHB=,]+M90H+C..[+$BYQ;&_E M1WA 9Q!ASPKU*/2QY[WJGN_$NBW53U-1P?IKH#CLMP#(JF6VN1SL]6SD8CL*
MT9B7I^D' /DHGXUMS\;1&^@1I'[@1CNR[_L^,?[FO%R<*Bf*W=[3*0^Q!83P MZ]G>SK:\21MV'-0PHN%/M!S D% M.T?^F0LPG^?FQ(*L'GEGX2O!]!4
I*+%#)OOZU!S#FE:4S<|@.'0E"MJCKW\-MY>P 4ODM4OD'D<5 *48IEVH?+!T6OFDAB6D8:FX!.B#Z#%<,V?0&X XOH*-M R4W#%zZQ+H-'L>9<!2699E41\!MCBK/DPBc*<*N1*'YNK@,&
(YL@3.7S^9Q!;N$38>D)1.*TA*M M*?TF$=47R/?0;8OL[8,W7)NQK;-HUW#TGN&7TQ(0ZK^QO5ZR=*EQK;TU07_^ M2DLHY;RNMPSN[DQ?0+7(N.',#EH,3DX"*L#
(I=H#LB*MUK'O'7,]NW#Z8,* M[U\V]|XIW\!XNO$$,:B6%-H.P/NG.%UW,X,\2'V%OHSF#8GP %D_E_PLDTM MF!:\V)O?\]Y1K15AF_-@]70$VX6@?2X@!+C_%>8^__9505ZN>?
YSR(6K-2)GH.H=1,"42[[M]VP]47QEWI SKN!%:H9+2C(]-_.LSSE7XDTVI/Y1X>H?4$L#!!0 (_Z M:%E!\H#I:@8 ,X0 9 >&PO=V]R:W-H965T3J?[8'8-^+IK;VTO-/?K;\9>
M%F@WE" ;\WL>/ -NYWJC|%>SXMS"|S21Y]Y.VLC:[.C1,M.([,VO:,Y7,1$ C^K,'D:\,& @B+ NJH
M1UWFS/!^~2OX4L5W=U+HUB/F"Y8F=[.UG7NAS07B12HS["YMB;U"'#*#=6I84P M.DB%[+ L>V&'4P3*0B!TO/U\CN4[L^SV6JL-:-[-:#1PICII)"_7#8NGT-Y&5"#>><3P#<1+>%32
MK@P,9,SC0 D&LBLIAEN*=^%1P"G/SB"\K$,8A.=-\%JERBV'U_IURO?"1(DB MK0W\W9L,]S%*_JG2V4.>5T-2YER9C$?\IH:I8;A>\|KM^]^:[>#3$<+G)>'S M8^B>|-H13G<^
B&S'#W9.P6F8MRRZ,5%-]R;]TT.D</82!BEB^5%O_Q&<^R"I3DH!9<2OP6*\1+P$1 ps$ O?@-!FZL7R(Y(Y92+$3%MM2O M8.36FO B6?POQCH=?
\L5_6"!^(H5*=,B0M>(;?86\P8):! Q6@'Q$F#&T"3. M)8+-12*%0"F/'L+3G!Q"%5R:,U$XB:8/3!IC#[#0O8:56!RRZ:D$25Y[,Q1 M4O>_+51[_70,0E@THY3*PIQ#I+16/9T?BY:*,EXNC?
IQB MY8[SQ'FK,$VA9$P"+W9NIK*(J37*M29GHO|$9=P'8>+4])4?(\JX M",FK-&/R]?UOW;#9^81.%9+)2.P<2]K&||]$WMS!;K@373$>KUVV\52B&]-OX MS;@6*B:/QH+B/+Z"_M-
X^C0:W0=F@WNXZUZX_X II\@QGT1\WI=/@Pf/=F MPZ'<)?>],7 F(#46>F739XO!M,RD&[)X, CVDUW4P+>]DK*YBD#I7z+=#-HX"%OURS!X"VI"(XOI"L3H.3GH? 3P=:
[%^5D+THTCEY&]FI_B[M-$?EZ^UFATA>M(Y03)1<>HN\A=+M7.)O}{(%1Y*Q729C^\2B6O\I&=V]YB!& MZ[B(81/[V.?]>9I17:_,RE,/[CG+%!!E" B?>TR34B,A-Q'!:9(S,DRB!0?
M%O,RDZ_@83C&W!CV1C_<3V>3%Y<'CX/9YZ?[*?3&]X#)\O+X3*DR?3N4M7XE-MI3T_EF5:?1=XQT)/[^/U0N2S3<($VQC-8\DKE]B#&OV<|\.MAB2H?NN!68/S@Z(V TN,
(ML8[+94U:C-,B1O;&&NC>!C#AH8:XZ*'*.9O!C(N6U-MTQG3=E?FJV1%$6;5WCK#TD@ZXTW0\G2.25Q643KTGD=^=EM>)Z_OM93^F74=V MWO8][^Y- @+B8V.#9@))IVQM7QKPD:!.8Z-)DCU)Y$56V0N3LR-EHU.6C<[) M/3SZ(5M0Y<5!F=OK@J M^3[_2 Y5EP$B6-79CS;QD]KL&RVZWYM, AJ_ R@:.^5Y/]TT^/&"]+@C/F)N MK%6R)EO\N/8..IV+>A $!Z-
6M_G#'"%6X@+&B2HF=+]AW4,=WI%RG3;VO&9S7 M.UUW VA?U+N7;1*X+ 5:05#@A=V@WNUV#NXVI-V;*\=*]|(W/ M @ 1P8 M !D !X;"]W;W)K&U1C55M;],P$/XKI "B5"K-
M6[-MHZVTLB FU&I:"Q-'+G)1;5P|& /Z_CWV$X7"MK*\B&^/7 \]?BZ^NXQW M0OY06T0-]Q7C:N)MM:[/@'T#6ZR(&H@:N=DIA:R(-
JK].QLUW+Z5@TFE&.UQ)44U5$ IHA$[N)%WD/AANZV6IK"%:CFFQPB?I3 M?2V-%G0H:\V0*RHX2"PGWD5T/AM:?^?PF>). 'YK(G"=X+=TD)O)}Z9!P66I&'Z M1NP^X#Z?
U.+E@BGWAEWKFR8>Y(W2HMH'&P85Y>U*[O??X2#@+'PB(:X'Q(\YW M>Y!C>4DTF8ZEV(&TW@:,"BY5%VW(46XO9:FEV:4F3D^O>"XJA\6Y1P7^BJP9 MJMXXT
;:.@3Y'F;6PL1/P(Q@+KC>*LAX@<7?\8&AU/&*'WC-X]. 2ZP'$(Z M$(?O\ A>TN69.+SDOWG")54Y$ZJ1'%\OUDI+4QG?"DNY11P^CFB[Y5S5),>)
M9]I:H;Q#; KZ17O2OCW"=]CQ'1Y#9GT]-]Q4-0Q E8%FB*UZ@:1,;)$/"&)1M,5 MN> Y9938$G\LA^.GK#YBD#I7]2+/+K53:?92>#=

U,)6I";:5>5K,_HG+16:Q)='0>SVU!\M&7Y5-Q:CH?5$=_M:*K6LVA/&OPI&Z7DIC<_>861^4IO>CXUO[^8 WC#.]-Y-S\"%'RS\@2$2;PB M]&Q2+"59!D,=B&+L0V[L M5K/PJK776-%CX5_YH=UZ,+0ZC4<"?^NTGYJ/12[\HI.%_WQMM+H=TOY""NJ=_MW\F7I_8?G=.]S^+!E?XZGQ[;3T_UEP[L&>G^WO[6B7;P6ZO^[,$)+_,+T@NL MWJV92YC:-!6_++\!WL@O1P&]2_[R.=&W;)5Z!04&_D-[_*!=|/95& M93&22+$[`]R_'49OKI=_KRBE!5=2?U*+$NIGZ]ZE%0IRU4ITZ-6?ZXIZ3^R MPZ(4[OS9?NOV];S5:#_-%H M_+-#&L#1CW-9/?N097G9UGD!Q2048H%*V4+D*]M#5U?6H6=Y]ZLC7EH1 M?^'=#]?0X=L,WLC`|=X#,O\'!8%5DGO@UR+CB<=8_?<#[8:W&V#_%&NKW2LR!W <$'P"[^=OC>D^TPMN,Q<|?-) M^,XV46/+TJYGWQO8X1-)'/VMERJ9H@2FWRS*F5D\88G1[58C/:(QT!<]G,U4Y,UR+F$"O!_F(?7-=$W;WTKOG3 M9I:J\'>'LMHZUZK/$#?S.82M[M6J{$K+#3+X_,;S1]0&!>8@D-(04A*H-D6! M5$ZJ55F(WMF=PSBE17LAL>R@#^]':@*85L>BP&TN+II>#F*XUE*MP=?HOP(M]_4!B0HL])C0/#/_5+!G6;6[%&3Z2))Y]'L?4!H%\,%#IV"!#26F#5E M#2^+Y`U?;`I7^U!"&;F#^2&[0$;,,A"&>-6,I5Y%RDL\F-,Z@[2V%*WLSL M8V[*4'2B]2=2"WY9${Y-TRQ%F6"4;?M=P7:[9R.1GI.OAMK$T7WLX,FV4R&80MT%A+QJ8TYM@W71#1CA?_"W)5.:M0[CE#]VY":J!T,R9TG=$9R(PRH?)#3.2L M;%052S5%OJ"3.OC^G*NL%&V1M0^=8<6$!3S#5K)Q1)0H(R"SSSV227:A55T.6)>M1Q MLZ%(&%IA-N0-(H6!R%"+8GN>^P%0^_5>E*7%VH/>] #]^*[#%76#R!-&?^+? ME[(*+UOWS=`3Q4;374H1.FEFB)4!:RFG``SH. +0"BS)/F";."T#H>V\$;.MYF4G&4O<*-CWY/K-M-TB4R#MMN8(S*&,'O9)0V&P)6*(,X_2)&;"@7$U093 M(2.>!O9/:MW\17TO#4I5S) W9$G^7! HG?O1P!=X\0N**NU';Y17R-NY4;J MSOX_1L.6YV+X+[(F8E,BX\D.*V4V1(K[AAEYN[V@#6=Z?@C"85R"6-DG?8(G M6L7OB/)FN']-4V.YLWHCFSW;8<6IUV5%Y2E;@1M\#-@^TNB_3?<2R^TW1(-M7)"11>12358DH2(5(,>(6T[%+,`!;F!.B"L,QS9'/3B2^0+Y O,'?C4].* MK39AMX^MFGOL8YON,4*Y<*=ACHH5T![3XIYCRM]_? LP%C8Y$.L3XF<^$[&3 M@6@(BK&W?SK3%IZ!F7NU6-R@F!T0C!H8Q+HB:/OGQ!P@X8+DR M\/]_T* (;4,+QV&G[_1TR:0\=TV0+_#B%WA1D:,8PQ)EFUMV.;/WT^O/3V/* MTR_Z;'ZP]HE=K][_[!CV*>A.H"V%'\^.Z89UUVK IR.\)+/&A*F154.H5"ZC M)2S'U/9=5 \"NQZ(^N\:0@X=:(E,LLACKV&QO=0_XUGVT,X2 =MV-6`>+Y MP"1 &2OXXGM#1NYF8M*L8;8:V"5*9IZH<&&?:1$32M*!5G5^GZM7N<&.8C;^SR]C0@[Z3QOM3= W!][&YK=P_("XE MU,,U05.6>Q@4"Y?G[KLIT$,+6!E5Y*-YQ7BS3_%)-4LR@?D($8O<1C7D'@!8 M?O*Y0[?P"[PH;W!BSY !@$8.9[[]@0#BL1??K#_>,9^?((?"MJ#!T;4;L1@1O#*_;C&\RO$RIJ)95S> G#>8-H M@_3-#T4:2-]*NO3EI0O7K)I/9IV0 ;TVC?L0*1K]>I[(MQ5)4JI5I%J*8T M':.69&$6#SB$2,59 U7#U72<^OQ-1S%NO#RG2^0+Y O\'K-XCC3^.,,EX/ MEL<:M')S.!=5&+M6U5TKSA!F#=K;4QC0@1H18*8!=PVWC4]G&.4.*94HI MXG(Z7M%,Y8NR1)[]&PS1D>F0@(:A0R-Y',T$&XW]_AN3Q@.$"5MUSZ%PI6M[M/G&]D-NN^4CGAREU=VA7[KRT.E.,$ODGL]&5"[3GVZ#!2MX#2OS-"9Q:W M.]@]V-]^NMS>BM<.G#^ZUHVZVAM>:]V*LG)FS8(O2Q=.W!$X)G=>4K^;/L[4 MY.KNW]&:.+Y[_,K$LVH,_8L)FEL&L XXLR!+OY%h\(!TB<+,5D-9+6^W,@C@7 MI1A_BC<2O6MH_J3!+Y@+/[,K!SBP*V68WA66U^9:FA7L1.IL8NTGO5KT@>E MM6AVMT2%95'M-;^'*\CG(Z&//RP=QL (AK[XV:&DPU0\>G5#>0^3.>9K[,K^7;XP5CGS7,LZF=7E8U2314TK0!M M0;BB?)I>,]G J(K#L-GNRA'5+K MV?1#%_CCS8.WLEISU&XFQ$[C#XS&[55APY7;(F)GK9,A-_ H!0$/STPN$%!? M%E+?AD,/E^#UOU^7BGV$^-\#(VX';9M9,5)+-;FB"97]/GEO7,4N(I9VBP'N M R:M5--D05$+,+'NW,\"OD!>[+-S8[,NRL?NV MC_N87%<[#&ZG67"3KB2[-[]5#&!\3="T:D[>ZM//)[,3: M4E47M+W.HX,C,B>CH,CROS$8T#Y+^:0 P6AW7RGQS9"2Z.^L QXf'K E?V% M_G=L_X#MW#+W_JI[HF_)?]'>M >-,>&=>0&/+K@[ENA$O%#/^B&U\(NZ M:\U_,'-ET^7[8Z3M(^@\7F ZO\'FC. .^#EPP.U:-K5QWB?)T)H5K!%PBZSP)%+-444 M='59XA1(5^;66R'.TX)#&,,[!$-=;GE1-&?$%9A^#UL?/L1D'>'"-TIZ]-5V M770(QA^,&&:N*UZ4AG6'5 _)K9O;#&FU)%11]N4:.3[$X>ZA5"H4UK50S5$%/-MZ8%UUJ7<%R?1*7RI5L.O? AOI8T5CB9_/]SK7XR@48HD9RH@9Q2AHN0U-KH0 MCLR20L5]LM@O\^R^S.-Y0^Y74@WW#/C8H?6.BLU$)*&:TD:X M;&O;.2=<*"=L"%[LRPI5%BA3C>7T$UZ9?^PSKN\-:=1&D+4'1&W3IP-XUZ6T ML;V=MD4CQ?; M>4.7ZW+R^<\8Y67J5BSB!D$%$K'+OR8%Z4;]=`XO0=.MV^S93FHY'=<+E0#W# Y"A_;'GP+:,!WQU([1U'23K+LOGM!4,;20|O1CZ"_S MIB"7:GI5T+6]VR%RO9ESS6GUYF.RC0)L(PI*2LWB62O8EW;6S@\NWN6DY6[F M\Y89^XN,],.9]BDP,-U6D"I[)]ORR QGF>(?L_GP#++9]$!3]LX9Y""0-L&0.:5? @AP)'L V1^+_1P8>KQ"'UBW++*] M$AU]36/@!\\-0G_.'F*[S[!W"C)'IC,L-UZO^^/30=$1./GB+]6S5 $.:S[M/K5ZX[#EA1^4Q8,S"Y(*CN"N5/9."^8V+N>?$X\O.AT#X4PO+8!L"FIN9@\L MX7R*@-A!,*.L.2G-#7]=CQ!PG0R[.!V;HCS;LS@K>O#\]*G\MTOFP@=@AO85MQZ["5&:N9SN,+.`MF["E%F/S(S=]K8H#\#^!&\-L?>_8RNY& I0KY*2L%?_5-AXO,/XR[.(&%.G;-L66S7D%@M^:F##"Q/_$9<.P.5!"!^P!3#EE12(EZ'B)*1%T5M[WSJ@!;U@WY^MZWP+<'I-MS%W1MMR)TUO,'JQ@'*Z^Y?"D%K+AM!5385 MHZ+W176@J5K/HCU!\"<.,8QO>O.35QB9K,2FYU/S^XTY@#>\,YUW\R-],X0 M8FB[R8H,1,4)RN80F$42!'HJ.N^?VNVOS183O?IGFOW&IW&QW2,9.'=JO3?FH^UKN-1_*EV:JW'IKU)]+IP@=?&ZUNI_"O M\NE;]_[ML0GK_R5-R*2O^#_C(:+0"R:1R=)PO_QGK):WQ$)[<7U;0%\QT M_]5TI;\8SSY.CB/XQ[T9V$%[\,S#D>6&T4?C -81!(\TZ/LV2_6?0OT%?2D MP^GW###?W05_IPN_=.VR.6:*6J)%&O)KSU\X.UP-/,H<(6%!YRG59IZ<<"U, M?I0Y2-FB\)O9926*3OS&6W"_..:E<1P\,UXQ^Y'IF^"J4]Y%7GEL'APH[EW M=@@_U]\".NN(?$,2*IP"U :#X[9B13U39Q@^0G_+8N?4[HEWTF'B>>S%XDO M;?8@TLOC+7XCW[D8 BBJU8,5],QB;CD#&(Z9#Q_],.C@I 9T7]3GL5Y&.X9= M%R/M3I.\3#X@R1!T@3P]/4Q6"1=-?A:PBHN:60TL/" C'PP|_V.F; R@;((O^S=[YBT.!M*^3.YYAB73FH>],S.'H,_D#27-O M^F52!ZL $00TRI[Z$B)?G5S%#:?0BO;_9_;=9ZI$W.P#U&C;&QY%&4=DMB^"@ MMAWOJQ7'>P;PG/X;AH/,5Y_&NC3)33!L+UYC*;H@(S^B/U/DI+8H$<[$IJ0* MYA-+DR7CC+7FLH?S!IA%W6 ;4PSP]P,,I%,7^>)>"11<-4YQ%Z&CL@Q !1(8> M^]P?.S3IS_LZ=[*!-(G([=#^V(R9Y862>^1C#&Z__E8((@UL^D%1T MA&]O3L'*D@KH,'(BQRX^]9O+"-<)F11-5OBMW"F3W^KUYXGHPW(=)++U#0YIN MVD)F[$1O!*)V>A3%Q!38>Y@6 CVBOTO[<$*AW.1G#TS;3WLN;LX4@(/X6(A: M'PP)E_ "T!V,Z19%E)DL&1 3*_IT UGIXS;YS+0W.?1NDM'PF+$3LKWTJ.& MINW? &/)+^(#<7>2U0/,X1K+[C-#/7GIY'D G!XE!.>(LE[.R?('8Z#%!T6Y MVV4NA%2 !B![0L? *8L*YX"4/|G[$;NJ7<[C.1I@OW49R-(I!@^(;&WI0\M,0 6CZ>ZZ^+!^4+Q<,) (_!>@')'$FW],EH|KQT;4\))'(,.P1_U(554D@R[\M1|198/,KJ3H@Y5EW29,)#E&X-P04-],LA. _M3& R)0^ROVN9/N"[!=C^-PU!' !0>)Q2WL-Q R*EY?U@"&/ 8A)RTRO<>_"? MB2C[4N_^3:YK>65V<_?B+J0[*0=^LKD4\0H^*A/ M71!]?2(;XB]WI#G$$;TQ%P+;19?7S=#\ M#ON0+/&A_?AUYAB;7S!(^\!#D> ^]1W)T"/(0#QXRI.:DZ4JR2%C1P])WB5 M #8I/CC@^60RP!(Y? M7AHH-I3(>GA)ZJ$G3+L,!,[=<(#94+EB-D)>FG<1_3 @<9(S M;5;B@!"9("(YXE5& MDF!=F_ $;D7#*3-CS8N!)3EQ8R Q3 ML4-/(/A"\5AIP]2DTC1.[&_RP2=$VID8'DU >6QY8=2=6$I4[$ZI-C*/X@. MCE>0$SXKS!6(QY*=88%K53O*7"2[?IV81X]N,$E>17@%NL M"$9L"8ARP^31X'Y0RKO#\ M$*.` $L&XO7MJ9O*!C9R7UDN/FL'0\PA$CH2_N7%+=I%-] S*N=#\X.L=U#< M+@2+KCQ3PUB=J<&3+GC2!4^ZX$D7[TD7<)X^)![4--FQ.A8OEU9_BS[88FHB M_X=:C-M=K3DY/$G"L8DE(!B,AKJ.#GQF N273W0O)D)-#8Z]BV6'LZ-/F0'., ,(XD8-P&ER0[8YVR^2RA>0=>Q67-E)IZ?7#() M]\"FL:_J7F6J.YSGM>4<,E*[>-P 9-GQ%UL.=M3)>.PZ/^XD8!7R'K MQ8(3!1>LX(?MC0/GGY:T\$@<9!*9.!L"DOEQ7(;,9;U49/$HYY2/^(*.GC'] MXGM#5 FP=N$/@,,#O!SLBY\2? C52PJ_&^@KV*$QVU^;*L*6FC(.C$R&9K;'DFW+N*WI>_,EVVBTR!^-QC\[I-%Z;#QFF?2QEFC519IM-3RV9 3K M-)Z[C;_WC1@G"X])/S9L0(?' MO(:EUBB[XN4L[OJET>G6O[W46UW2]3\U:@=EEDLDX]>@W30!YCT(,;|<6^?3<(L/(E>$;F7OIGV<7SB_)A?E-/SB\). M%TDO"+?DV=BV^(;8 ^B8F*[T:.L (B3#^*B-)Q:KU:.M$!=EY[^OH'=3NK@MA;B>7,"<7I9:\LE0RAJDH%L:1R\#MPA$T05CV*K*V6 M:M6B6.(T-CK "(NP0D:IE$$FEFE$4"75=OL*_M#92Y\W EIYP^2@5+],DHBHMB5W#/$^ `3JLLW9 DU&X 4T<7'F"Z_2A#UA" M3:\(5:G* 7:! #M$Y&-[Z:4537I=E\N1#=7EGL:5S''Z](Z!4VA4N56_"7B MZR@Q'?B5FG)!^7$!7ZE)E8+@)T\O MHR27Y8(K@&S04NB%Y#EJAUL7V%X>BU1/"J!)=0:71?$_4NLLN[G&9COUXS-MTY779ZO/@1"8 M*E:?R.H@Z.QXZ(1=M(8;+5P.0.KCS!=?H89A5CF(HA2/OGDG*$%1!AAXAB M;B^^J**)KRM,(2&?I-4-"\$' >.DJT!3BUG#3D,\I+8;\K:X7WPW,3%.9-[HH?/Q6- M!)G[3&__^A56F%,./6.'HX'W(^7#S.3QZ7UT0=NQ@* M.;0DYFS(V; PIYV%#0O A 8[#BNJH$IY\6H./N!V7[K]O6LU6@_S1:/RS0QJMQ\;C+A/H4XE63=NI MJ(IS+B*;L [;2JR'8O^LGR',?T M-V*[),0"(-.U@M69FUL@Y>SVFL^@/^P, ^KR.S3.G$H:?986&64W)4D>U&[,VS M4[%QENA:YDK;:2*Y?\=6W+R5%;.L%3CO-7KV(KU+E^1 ,GF1C2:)K%>KH0[5 -MRM[-LHN3I?I:*05K M!2[\M2]"MG_A\)?F16%3.7V01L$@C5#5-4'<+5>AX3/W)R MH!997YX;]K13DY-M+$]^__'OOZY,D^6&(^2&W/OF7S8O;5MS(IP^**NHI9H" MEIZR?Z<.'I0M(L1.&I15"A>4Y>C*%5VG#VHJ%11@54&MYC5@D4.L4! [=%W; M>@&F%TV 76%6"?DDK>[-RZ-JRNGCMHIJE5T05?\V+OWD<=LB(NST0RF4*LL, M$.4+:BC(&39%Y.FCGH8JNF:H"@J1]@E(NST@4M58C*L>1$=N,X@.67.V>H<'#.@?/T@595R4M=Y=B\+&R>/N2CJB X-54P M>(5:^<\.$_?!U'5\M*1SRA#A?VNK!7>&]M-4YDWO>O\,,:4*9\!RFU>]+D M27!Z?Z.*845!$<&^4-[?Y3?3A>T/3UG=<[JV96.T^<0J#HP>T?70:GE5C7%, MYYS..7V!TPL0XL&VJP+V-*SJ>4G]:.MS5N>LOG2HG[X;N8K=<76A*EW&HA"3\(_[7L!5?X0}DT3//^0_0T!Y\!1,H+DSX7_36B\N.'8'#?(_(=G=* M95XFQ*\0?62[%G7#NQN\Z@+00 9-^ID :>%[IH>B&-<.;>R C,Z*,7#U?U%H:C MN]O:],?W\L^>[Y0]__56%D7EUH>O:Y-K3_$[G^>H+FME34;:-EWD-OB-%Q[$ MYM@W70 O<%.`'$<>O"&L\^/&>W>I15(*/?S)70'QQF%@6Y1X@[CZ@YBN1>J] M'K!>W_;FKK7=^)HR Q@3# $9^<#7/A KF/+FWXU*D!?\2W,%K3 M=';TS.8EB,3/4'39[IC%A6N)K&B-00S9_0U,-H]0R9@@M/9KST>F78'^>$]4 M]/>-O,#&G[!SJ0-K^$$_O)M6^)9(W9F[8LDC3FQ>R!DQN'J6V.6'(TV5QMV MDK@^5"Y[/"UF_WSSIT+AE=[T?-C%&W, B[TSG?2S(T#@Q-_.0]M-'FZ@,K'X MJBO?<##8Y0T?0[2G,A:C,YQ%GL](@=>G!_7Q*EB2692ED#_V9)HZ+V> MVM-EHZ_*IF)4]+ZH#C15ZUFT)PW^Q F^73QJD)'Q@ ;L!+_>FJL1?7B@20LO MKZ<"[?ZIW?[:,,4MC\G]2[WUV!%_L_50SKSV#4QFC" M60W,;B)5G9J.S%A[.3({<=4#,@[T)'T8T(&R9,L K0(X9=BE6'2=QS(SY1A M,X1K[DT'3FY*.F^4_5* /XMWC>#5/ N?9H$&#)?>K<0K: .O< J@IKT0,IO M-WK'R MGCYE,3]!XG .,OQUV7XZG;YXI25G0E]2NQ+*5^ONI14J4L5_5,CUK]N::D M \,@.BU+$C8I*\6 D^P(L3I_]@UAXD+T*UC4+98$-9V]PLYA[$\\"RHVB H M@M7%.5N]8\2R17K+3N.93LSIQ@N1JP*115G-\(8:.@B<%2$>&P\'12)T4'9 M@@Z%9[=MTYJ+[*6.Z N+Z8!'S,2'MD!<&NI40R1+JDSF!AG;Y&4=:.7&GA^9) M87[6E."/=$![19YM0)&(VM#ZXR"(8F,U*Y5B|PT[_7' [%L/?/>I5(\X?4<,'O6 M[KS501^@Q\V*P,_>#IFB48'7=,0*WSYYA2W/[>^H\RG8,.&J7-#4-)(=YC,S9P*V*D'>_3X\"$@\QVK"KP!{'US M/33KWW?NK76]U,*A*5D[ZZAR65;.?)K8R&5-]N3664?FBSK^HM8C85_#(K1R5 M*W7+ZV\J2S:0(2_;WYTFTT6N2/N.?'=)H/38>]^V#<\ZD^/=-]JEJ MK*0&;_)4VMJ? 6^S=WJG[T~9WW^3KN3CBJ5OW:I:$G%\Y8RO*_!KQPTT!=*C MH$N[:";,== \V(2\"_.&9'[}BW&5R)NJ9)N$%9*//[8ZR4-'.8JHC3];@R1HY M5_NS2S_=.;M=*,M5CLYS!O"< M+NB:=@X\=Z69*^M"4^;0@P7_Q09H7%?1V]=,4>T-M:CU&3*V!PGE.TCNARFU M,W-7%6/::HH"N>0&/H,,#PZGF>Y+IX"3+B*<)\1)C!Q.YPVGDZ!)8D>_E'+T M"$\RV.1TLWCZ'RTXXVZQ3%?F(ZI*X]7D?;D@V:XARI-%UK MW*=#'.M8!Z*$,_$-RPV&PJW0'4UX$YP=VW0>&TW8HE/0]^IKP-%40#0=&TQ1 MO%&5.9H8S4T;U,3\X80!-3CJQ+W+8'*"TW7Y$Z^PL56N/D)&OT(N MO4O#T09=+6\@&2(#DB*?'DC7E(I,72N7).2X,#"E2PO/*<$R.W(,"Y,YJQ$\$X5W.NWIJK-W8ZR9VMY8BMU9S3-SE;<[;F;'VRPUKA MAS7G:L[5EW98]Q=U6*]O9+2R*=&E-3,.)[WFEP8G\Q9&E]V8AR]IVT7Q%D:\ MA1%O8<1,&/$6,T9[R",MZFD/4A&,-&8L50:WROD;%XYK?]Q4KZLB*1OKK*@SZ3E# M=5"]IERCVEYEY\N1+&C[QX9Y*4$10;6BE."PH*IB[R)54/?A*BHB@BJ M%8/+#PPJS"17#4$UBCTUC*-J1U2M:/E\8%1A(G-%%G1I[YS'8I5 G9U^Z%,+ M#D>LU\!U-2S*5ANXNYH8<\@+[7NO+F87-MV^,T9BM4<4XTEQA"DS"RFEFJ8) MNJ+L43_(>X84$FPIJX\' YN*I?,"*NU3K;5DBPJ:Q6'@QL6JDFRYH@:LO*.M 4';F:-M9W7S8&BK -K P#%2N@,>'6W7ZJ7L^=3\,K[2ZW)4IJN"!O "\+;,!&^=<'**6],PC(0I#1T(EQ?G-$77FB%I2 M)H^$]"IK>VA4]S&&..0*":DEC?$HD*J((D ^C!"]*T%KRG/FO=GXL7A)PB# M;*H.SS^#IB)*8'D;<&I).>=H\\8/G+WF#UXZ7&X^I:TODCY-HD2-MMVH215#BSQ)C\D]<+Z+(ED1# [_74GBX;?54V%.&:8J5UH*E:5;>&5WK#XF WY@!>\XV.J3;)@_M5]?]U'RL=QN/Y$N556]-.M/I-.%#[XV6MU.X5_ET]=6 M_=MC$];_"[EAP ,)3:TT@5/$!GI*.3H?E__|=>YX69[>,7^JO] @],?]<.S# MN=<\8.S3+CSNWO'ZWZ*N!9I$XR" M]3#^"^,PI$_0KKY8Y!/T^<'Q'0MTOAIAP3;/@9+AV+F#H9I'+1P]$Z7"TNK M;4TF>@=XS2"@(7:/0@[;8]!TPP>@#U Q8.(LA4J5%"I5 MEJE42+QAP\:^-QQY+ML]D-43HK!.C'9,%F(RNK#M]2>4(?V8-,3T*5P2]WX, MKKB)8T4J.Q4UGRZ >ED6LJ8@W*.U88KYFM 2&([FNFK[%U2.N:S%,XY<$7>Z Q"U*?,)62P3&7] M-KIEL*,KPA,OO953<%,/RIV%`Z#AX.^Z:G">TUB6-S7NLA0_U;NE,0D;:\|| MN L+Y*2]X>6$8O0-+2R9[V$]_]>P&BE0>;@BUZJ28*L76)3E/PL4\Y=%\== M&[I5YL1=K.I"$O<.;!Z4N\[P+%\3^W<6WD3+1R7N:--AWR25YNA%UF^FHU1 M-S2X7,6HR[R(J2IYC7LK0//05B4XTW?T-9K:LE;X&OFN%*Q;&_R+6UZ^ZOL?I_MW2_HV%C1K"KG8T-BUGIEN2__M;O;$Z;O=%\2.Y[QZ3;RZHM=7SKR*_19U03I,9CU#O>/\(E@O\^E18Y^2?H2W M@X2RKB..Q8-8!44[#V)=FYMJ0Q#K?AS #P0!)@&S'&_I[2152K6*M++>GA$>H M..N<$^MLB%"EL4Y6%#542#*78PPO.\)3FX:FK"1=L"$_EP*4X5E30L;QF MK?'0U<5B<4/H*@7^,$7":XAD>&) <0,/&SNS*VZ+6XAV?VS+EY0T0A M!VI62S554/;GYFN+)G#\YN!ESP&_!FL7JNW?-X1[V"_7PIY3B3)O@.J,+9WL MA-^EW4!FV5DMU4!T5O-*B#S[=FI'\A(M?(?K(=BWJAG-%I7FHF90_4_X'GA.X7 MTL@Z<-$423YZ\?!5;V$XNKN]?2]L+__L^4[9\U]O95%4;GWX^C:Y]A2O\GF. MZK)6UF2DZ,,/AH\/0T5L-NS4?BT.76&[*##$7!I9:.]V^,9Z%=;SW:2?8&>+-MH9VYQM![XV052TO69 ,E.Z3\HE0 M-9-9LM0@.P5GZMGC;.W.R+N6@/\(_{ K\T5\PLP%W?H,]1O#UYF'S+C2@2!:]=&=\ ]6>T+#=B2=!6'H21%+-!6(M^.\%W>2R3_BCO P.LHZAMNVD?LRNJNR)=W8(/]??@C%"9?D70ZTRO5] MV&_((^L/S(`W\,8^8/"_8],/J8^=8"\- OONP1O^^CXB(%H[E$_/!*:X\(W MGZ9 D:6I8V1HM[4;AU^[FM_]Y97;L^E[M7A&+ (I^0UDBC/"7_AN0],B,+_R M$A[575Y[^=744DVI++_9R*>6-[1=N T$I.=8U!<(ZS4_HCX2#Z')-FIV13_A M"V)S=EG\O(JKV-?2YU_*)%O7[$[_C5ICAT9O-.F?74>]JX/MBUE4>[D%M)S2 M*%M.:93[A;5'QM>R8<=(;!"Z"!\0$9_C[@:. &_[D\GL45TW+9#Z7^4KQ]TDG MA\,DU[;2 40T:T_|BF/GY_7!+Z3IHXTA7>C(/&WG3+$1JJGI=WKBC3MRU;U69? MQ@E2/6=Z>U=_Y[Z35W28G'Z!.M_*JSJ2V1M.NL+=',/N<_8],T3$KGW],_'//=1+3M#HJX,*A,S@:%E?]7EPT% M O1R&NQ;(,"R&F2\#6?YD&[H;E0)5D!75 ^YD]<+VZ^+8F&WNNI M/5TV^JIL*D9%[XOJ0%.UGD5[TN!/52DE-[WY4UGS2F]Z/C6_WY@#>,4[TWDW M/P*4JK.IO;;;+,E /7;18BOI,ACDD:Z3RJ[L=X!EO"@M^HYED^-5L"2S*$LA M;SXR^-\V!P[.E.NR[&C3T+4#B[ZR,RM2F .!,_'W5Y*EM"D&S_NG=0MKLX6) M^:^F=R_U%N/"0%$&\N9UY]V[U<)]7G5[C8ZI-LF<_F?Y*EM">NNA67^:R00M M_*M\^M:[? WMLPOI_(3<,>*RR(4W@G*C\;KUL5,N1T:/\9I9ZD(;INYA<\4S]-M#IR-=:+GR0TDIOU2DYC3N6O2R^\+T9V/VZ:SW:.M>"A;3]:E$$%?>U5!2*.(4##=/$NTR;2^ISHIJ4$6@W+:-,)U9\^J'/C,'H= M$,<]) WSP5L1<0B=[+'\#]G@>QRP/9XOO@FFU3=W*W=[OG#F7*ID5+FLR-FJ M85.6?H#&6MU8^K'EY[G5H_!%;:\H35S_XQN<*6M]Q=7SS"9G-0B-1BMC <+% MDF)#.<:'#FD]WV1M_T6UTI$/S3T?AS EAF;&Y>BC'3#1CETSBXFW>3E45 M^X_ NSCBJ8QX2@X)%=Q=+:(HZOG/%U[RE=:ZD0\X6ECMS!?/OP]&8;^W1M' MFGCH$;"'L'_!Q.GAHW!/#[)O(LZUQHTSQ_[EA(4W1(4!2'K!G089 T"$A7 M4:A*\J&SW@\?[.45)KS"9#?&VC!E9S_&4DLU514T>>\1X">]}SD.6UTY9YT7 M#V=#E:7,2/)%U*]CU7RP9=VLJ5= M0AB7D,T.;H*AJY3@JL*X*H(LI:7[YB#JV#@VN"^.2BZ5#$27=6B- 0HDGW#M[R_8_5=@^'=HTN-LF'^G0G6[X_3G=SWU@W'G(M"7<65^74#HAI0W19UXH!G5'K__HF?BU"ZL7Z\N$!4PF>^E;ZUNMW9=[1!W M8/-0KJW#(5HNU2HZA!2%0NKPB)IU0PSLGJ2Z^8OZ7AB2E%*X<++ MGSG;+A-M&QQ M(SV0\AA1'R>!M >/M!=V)NZC-#;1@$W4HCA_>6BA@*KC.CQE##942C5-4"H\ M3'JA<#LBVM;KE'IN.B6'6C&AEH=.F;-D.U"RB861;-?EK_S#!.,I[SOJEU=C MB>6B7YJ.TQZO^?%UUTHG\84U5)-UHL]NH5;],?5+5=@*9OTU;!5K6"(>T]K MXU-K)M2.A+2U.J4F<3_EA<,L%YTR'XDF1W/|/\IK+4!#_99&5R+A9Z9"*/?;K M@7#VG+9;+4B\14N9KYFY2V$IU5(E+]GT:L%<&0>NXD-V2]I5K5$#3UX(UB M.#+/#9FG!::6)(- M4*_-@&&9\#CJA$$?ZSUNYPE+1PEU$.SA(?4QC^O@B6915D*>?/1X/C;YXO202)P\9^A MO0'!5B_(-[_>FENE7!\(:8MYQ$M9%@QIT_M]M=FBPT^U#^^3^Y=ZZ[$CD&;K MH9QYI1NXN"BOW&IW&QW2,9.'=JO3?FH^UKN-1_*EV:JW'IKU)]+IP@=?&ZUN MI_"O\NE;]_[ML0GK_X7-?

ST/0_DFJB.)D_9L0 L_(3BL;A<58+SAPC ?D4EQ6A1I!4#['B M(WA^"%L8)K4 "]>_S%T?|\^V^?XIZN;YE H>KFBRKGDD!OE2E4K6%Z[4=;4 M:N'65$0ZY;L25&W(EWKSA?
RK_O2M09X;+^1;]]F|TNJ.^F^_O31^0YHT6|V7 M9JO3?(@)LYA)=D$U'K.U'0*A/_MT%+*^[Z@9$,L,S6TJ/LYJGU$KRJ\8X:Q> M_2775[^04H(M\< K+SB&.(8.A*$KR&6?&7*+=?
9@V#_2?A0(4*0-)7^)\"O&F MGG=&97W61WJRQTQ+B?N/Y883&.IH_'=LAQ|--PCJ,0MXM,,WZG??3+<=14XF M7]YHM'%;,HA>JAD2'YW-0;L(6KW H#5*M8JR=S?',P"M88%;M*-
HUSS#2TXC M7#G'8?)6YD1KD<0> .8.| [7]O$KSE?Z&(?Y',Z1?3-O_E^F,TV9#Z-523;Z4 M\RXBX Q<""\S!L['P/HV,K"\4S"5LG8M:B-GK&MGX-ULNMYFSVNSUEYMSZZROF
MPX6TZ8:^[09VG['IC F?M3[D)"=!5%>U8F4\S/GYTOGYVW,W7/A9[E4DW1! MUW*NY3M).4^F(0QZL3GQMS@!^I.\,G#)IX0@-QJGK[L5@%Y$\OR)4XP/C;*8 ;+:2]9.RFXV6
M0H@+U90/9;,QZ<*^;KI1*?%C7%*NP3){ORSDA5L;B=D:I5T}{EO1NK9-WH4[N$,&@W M@G;#4-$3@E87Q5+-,/(];"LZ;'G8X,(UU?GSX4QZ^NBBQ&Q"-;^S@W,:Y[2# M2;$>%?
0T;_0\2]>>B:X3EU%FI5DOU51!5?*:EE]<.Y M[E*YKFA6Z^Y<9^1EI^;$>(#UVDT'&N%,J1//HX$LUP+ZW=W@ M14=%)LN_.^?"_U:.
<#^GEYH9PPMP&7A>Z'HAC=#DWA@(O^BC%P|?]1:&H[O; MV_?W]_+/GN^4/?_U5A9%Y=:'KV^3;T_Q*I_GJ"YK94U&FC)UG'@XD9>2O^)6
MK9%GA4.5]255.CS[=C\U:H+M7HRRM)RS2DS7VG5)RCY+DD20$96RL5PE09AE M1$9X(II=D&@H\4SW@_7'T#\'L')3AT,.!l?K?D;#)Q,5(O,3N&86]W,1K$W^G M1ZX;@3W7,8.0A+
I)TKTL\R/YO0]J^H0"8U@+CTXF.K)'AV^V'W[+AZ]CSY5;XU]!!9S%=H!6?MOU!H[M#U(/U$ZJ(@E!?APLD2\/3U=NFAZ=>$'[AVX
M<,]J2BI';|=VI1&G^\/4^#K$3VF>F/X02M86QQV21[M:7RM-UO-UF_DCT;SM|^[0+CZOQHO|=|;>*8EH]|SXZ??B22|%CMGB?7):9'QP.+!WJ+R9CX-;<_GV-%9/U!%- H=#=XMJ74_
MJ5-4A*XZ/.j%/SVP]W&YNOGTF ^Z+UV^Y*_;U2R!=C(.5]^R9+CFWJ)+W,IM1B1EGABS?^)ZF?|/$@V1 MUU-[L'=|5385HZ+W176@J5K/HCUI*>LZVHIN>W-GYKKKV#/^=3\?
F,X"7O M3.?=__B006?=8+;;+,1 YENDV4K*# 9Y&.^1016V/R O/9^!ZPY$!O7Q*EB2 M692ED#PDSQS#Z*1]08KBHHBK,>'P %WTZRXY41A [Y.;[;_- M5AP%(OF
M@$ZSPSANE(4;,'"\8^S1(">=4ER/B3YIN=%*#3%EY%L_D MS'K^X>25*S8P7^S@=]^_@G2$:\(7TFA6Z^4N3}$V+*K!C3YO 3;VZI@7AN!.3/;R G#_]$+)!P@8U!8Q*TGX;@ICEK,_?H
M3#^SR5(5E"BJ[DTPFS4I:K>L&"9+ H1=SXJ&,5YA2B_F;[H-#>$;*S'"WM MU+CR$F. CXV'B)6(R#%2]>0=_(9Y^R#-FK M.D+W67)P@,F5U/[!++P;\FH/0M+'>,2@%KD*_
'DN7VC^H;WG^'B+[M\IH>IC*:<41&TT!W4@2ULG<'C>), ^>90FD*I>D0H54HU21$[ZMZ90@>%$M>T M,\GL@6^Z_3<[H)2KVNN9318WD\KGRFS8@5C0C;W;,G-5NXA(VI
]FBN2#$12 M1;_$;C]7]VE[F!3]>P-7"8?DG:AH+0AG)0GE%01]&Q# MD%+&=!<)2ES/7C7TA@XH,+PU=6*3 +8X.F-B!P%6:7 M>|>X]8,Y8IESK!N& M&^(368""[MPF
;=)@E2,:7%#] _,E,=HO&%6K;IV_8R5^6VU&KI,& M-&IN0&4\BAE%HV3\KW;0IXYCNM0;![N^3A96-T0"78NM9|O_SI>EX66W!,6-"1$IR/.1$>]EO+GQ4!3!#&W@69%Y./<)D^D-
ZE=T8<[MIX-7FVCG=%4:V<6E2K;-MU-B^.V+G>]C?/LJYMQV$-89MN:+]O-H(H M ONDS?"!%KMV:3>D. ^V.G4Q_"(B-W;==V F'V;5!@$?7K$ ^V#5?;/ONG-R"O MLV_&(HA8F$L'-
H@!>N/8/ZB%@RJ2%XYLY*3],OY(0&%G+3*PD9G)?!>F'U*_ M/+NH271B+KW0[? ML+0XH#-W@2$_TS;<6/::5MBIT9TY8===L?5F4=LT)'=N#*20B1#0G)&04;/SL M.V.4)
F.YN7BP/)K9N_]_^E#.91];QA*6W#PI-%3%_@R0N"+5M;KP32#8FY:;6*]YWM)AM\,'(6M%[5L$X3H#Y[TWTW^EP4)_E'SD)6UW5'A2 M/CT?UC9(T);-?]PYEY34V-
]=58@-F_?P-LW"1]PY'":8!.3^-/B!7N&^_=A2/"L0NO/F6ME#./U!|P8(XL:,,;>[,+3&HL'|@VR M-W: M2F9>,4]UBBJHU6+K*5SIS5/PYHTA+,H6!=786!YR73?W4IXH2,X5W9RK=W;G
MEHJ(:3R*Q@MX+A!-.Q;P[($F]52K"KI:[+YUO#JG@)$=GM6?PZ&P!^=B#;RB M"Q7IDA/[.2MS5CZ3$WD/5E9*-4,3I-PZ?A>1D[3098_"O*28?O_K[!H:VE]!Y+?J<^\S/MP93OTX*
M$W\O:3=+=7$\G+K&@*$GJT9,.5<%2>5E.3=?,$M8[=!<36)8$O>]3QWLM 07J8,KL)3V>L MRGCR@,=#Z@\9$0Y7E[&=_(S(Q.K[+!J;MH.]05]-WT0(F8'\TTJA&5%[N>+
MO/9\T<_^?.E.RA^Q\-.WX1\#WQO.2IE)'>:],_YE.S8LW!O1:(QXP" !%]L^ M >[GT7'4M\;,_"Y^9V2@((.93KD@YI^@"686(<'+Y519.G(FNCEWY94.FE MFJ]4E^W)+.6[3Z-
C./08D2*BP*O^) Y!M0.'$2 2/"W$BB23FV*)(-@":PBL M;?Z<)G>:<0O:LECK_68J'!IP.*RB_3H5HO!=RU;,R! .RHT_OJB_V<.D2)L&
M===B9MG,1]-1WW$;A16ECA4C0ZFCFEKJ!6KU#$FSTPQ>M*>TB+Z':.M*X[6&(X<[X/2E\CNF-'W=FR65:F6:KHL5/6\PN&%B)CQJD7.HYUY&?
C;=19]E6B')MMW+R[,H@"#"+K@K%_CUR>.M5%T\;*VK8CD\MM0X35/<>U913MCBR=,%,#!YQN5.1T',J69^[*GA0%%=@#/@
M@G,O.4]SGB[L$.9P_3V,S"$T3#&GOYG.%X.FCCRF(IXMW6\48-\LU@1^Z8SD^.M]@\Z#6W_8WIF0$PD<7]+V0-ZC,/5MRQ%|G*24B!NEXH@J?/$F/TS0QJ+,4EC M>?.GTM/SJ?
G]QAS *]Z9SKOY$>#^SN8NV&ZR) /EXB+%5M)E,,@CEIF. M'<=VQ\)T6@:U.V /ZN-5L"2S*$LA;SY*FK]MWAU)+-58]@^FEN X4FP1\NNM
MN9H/#@_/Q4R9I9@R@^?]4[0]M=[*DPI) 4N]]=@12+/U4,Z\@VL7Y17;K6[MC0IMLE#N\15I/S4?Z]W&(G2;-5;#\WZ$^ETX8.OC5:W4_A7^?2M5? VV(3U
M_T)N&/!8XEB:P%F=]J^&>E@AGP!\XQ*VBN>4%F)Q+RINJ MES5#S2>[3"ZKU4K!4MZJ9:.2[?6.D(974$+IN:0&IKI$J^>95)9_=MV9$F*O M[+IK2!K-8H\6>ZO:W[J@Y!+4>FZW?
R'W]"22^1E[OOR']')HV&QU&R^-3I>\ M@+:<7T+NY1"(@^R0(#M2N/^4OM .=6W/Q\F-8RSB7>S3GK&'^XL:I?L7<_V M[A?Z.9=%8U/G\5D+_L'T_0^@PFI#(W2C5--
U38"W/W0VYKFE2.S!<^>#/T!(MC_H:(*BN1V.3#R8:A"IF2!N#0=31X9GZ>&*9KW2".IQ@G,"N6J!5P#(N-N9. MLE7_Y\$@;4K&/S];+O!L]>9UMJ1,YT>*X98JK&HA?RYV"R>\[&RQ?
V;7V3R MY"/5'IP2O%\ 49@YNY_ZS(/-+)PPNB<=A<"DW!B]@F<*If^F8=3_O:,H:]4]W;GLD#/P6P6Jf _R>+LL9Z6K&A-)^4 MW722JZC& "7AB,)<9:-%=#FO.
<1%,B^N"TJK9/D_RU?O8]90:[4V<0BLH.:KA MB,1WP3WLNG(@'MAQGC:VCQU+F&"IF* PWG-73SM@PV>C M] @!.88]!7_0[<#@T'6|\=$ SR6C!4SQX,CV,?
F[G@CH9OMA]^W+AP(\" M?@\(!?I;I$-'(<6\T$FS8X%=_^-X24^$$%CO_JF!G#MWI.X"R1C/DU92XN% M/G@N(#& 9[7!JK9=T\%/HPP>;3LO0F7]3!*_4,IK\K? 9H[* #])_?
=_L.W0]H>#' .PH#Z/ET* M;F?>ZF]JI.-]3N-PHQEI2"+9W\>M'M =C;L)"!LJ, ^" M2 1\&:WWPAPXM@'2>"2K^8'B9J _:P)Y [6!]"AU2=\Q@\ >V)1)$"">)8@H@ M2@8.*@[QJ1.?
(O$\G8@#I&W'V7#4 *[(.$'MX$HA\9%,X)*<"&9> K?;& \-D9I M4%/H3SM@#@UW9H6PM'@\PM6OE?2F=*3L,71%Q@\'$7CGJ+U(?1 8-7'?@<$5#RLU MR$-$M/JK3REFO(UH&
M;)F&HD#Z3MCO50B(!+J6](O@F[4Y30,CUO9N>Y_O> M.V@/ F%=NN'U %X>NR4#"'<@GO '7(HN?,]S'[I _Y+PS,CW?M@6D&? .E3/-M-;X(VHA2-I/$+,9SIA9:FRH4;G"#"'\P1 M?!-
^3,[3:G*>&)}8]DGEY;',1!$#Z"33>9935! ^F?RR?XE*]R-%7!G4T;7 M8+T9KR^CKF^(!@C8DL0@2S[9,,VFF$]:WHCI)40B583 M=|>Q 7$(JPD:&'803("16)+;J
X&'E/N0(.C9[LL4,YPN""P6S0D3S3V*[V@ MDLD.:@MUNPB3&?$M@-T&JB >CX]AK#RS)6MU750C?P//RBK(_5!]CDVZ]#__M9VSZ/(FBF.*O;,Q6PZ_&7ACGYW/L!',8S>P\5?) M?
Z,7B1TiL!DX#Y6\VNS4JS%8H2(#Q*,08$!#+!!P'VF^)NHT$2<2OX_>^_: MG#BRB0K^E0SVZ7.K(S"-7CQ<$X[-NYFQ@5U#=5]]Z<.(9)"4R#1DK#+^]?? MM3(ED)
"801D+UG7#;HD;ERO9J#'63_9;)AIHE^VX?M1G53Y,$4+1^DL#71-MZ1&J WS1$;L\MR%CU#8GBGOX TD& .!05*$A_=[32YG,IPN7<7(4O@8?++#@'-M'!MQ,;Z\DK_'=/V!ALZ;
[HQNIK;]@YEA>!6[/+.0/T! G LA$5(&6)7?PIT M.'A!H#]@&:(IAOK3)[V"KSW3&*Q@8*(D.H !?*A#!7W0Z=4'? M<;[;\!3K1YET==]AT7)=V5U!9IV1@HG#FR.U YKH^.2#QL
#OS08$G\'B)B$4 MX;B4?5-2WIM:M09H5#7H;L8_F\@->K)O1=DET5?[> (.Z."Z=RB< MP48:L)&$78SQ,95@I3LF_[)EK,;^AGME]-C)NEQK]I6FP)[,QF7'1@,W<'K$ MVC1B^ S?
&1T8C!@5E3Q<6 #*."RVQT?=NK9O3!|INTJQ_!P; MAJLD.GK/93ZN7*}(4K99K1L?U=@Y8C7]YWF:?56:E>;.^;^'S'V-7W86H_7N M6_TV$ZM'VL_MAT&GU\UOB.-9 ;+U^-_?^C@!?
M!^<<(Y>")$KJ#C^,LF/^K.O.YL#;,RKA.] MO4D+948XF=LF.@K1:HN:CE$AGGL7:8'5>V/UKM#-0=@B;\"6?=!Z5QSCH(4J MI3LY/5K'+:,$_"\V9FDD@W,5B0ZKUSEHU"D\;?L_^-=
<2P%8Y Q)N'0?Q8F MQ@5UPORU"6JHE=.1^[SR9%DV,T!3V!>H^RTLC4(D]MG.<$;)*FE.[6R@>9 N3 M#_G3F^C+_"9)+3]V<*CL[GM +U.WYF* < M \[>'ZNV312S,\0-
Z&^'Z\T='=21MR;+D9![JLP]"^=77'WDQ>W[SN"Q13Y1 MW,%8D'5(QQ@5"UO(H@'Y@=_".U0EI M//"5,B<69 WG27TUM Z)S>,\^+$801[*8ME+15)NZ+&_[^5'03S6U.Y,<.G>KH
MY5]YAWZ)ZI@^*E57M^A#(,.%M_F6HZNE:7.+)6T-K*&?$V?EB/A.;X;]7_< ML(#@K3Y[T]]=5%?"E 5$Y# ^]@2BTOOF-6QR\W!+)*8T,D"#L+%Y3.F6)4O@ M5; DO2A+
(1,'1>,.3*G;J ^ZK N-PQ5U15&6KY4U;&F.D,@!FG\-QJDS./K MBQE,C'3 ZS<|5;ST2)BVSBUB|B&&.??/O=Z73M?\;*#W+ZWN8|!,.MV5'#'B MR-
K3AXA/NN5N;|#NDT&///2Z_=YSY[&%[K&G3K?5?>BTGDE_.!|\:7<'_<)O MY=.W;NO:8P?6_RM(G8<@L)#$.Y)# 76Y>5/;R ,+)&?9=K|@WB#+9@G)Y%2Q MG,#L785S5L_JC)QI.
]F(\NQ#)- M5MEB<_V=]X;1],!E:A%/)#3"FBH3|/;" S718JJMODVUN TG;48?_CT2)>E/**3QBO3 ?]3"(6;XW(7CKV 1XW< MS7W)0V&=M/VP=B/>S!R-IKGK-
>GV_^]VZX5(N>QW5QSL@# F"X!E Y@B)8- M8*H 6#:.2?,/3KEY@=_M%_:K;=!^^5; = -3)ZO+9(B!. TBRDV!2D*$A1D.(12/)'7C@9*%&N"DH4E"\0H
M\1B4:+ZF[&D3(D>)S4JJ:^5]00:R(.@K'39T-;.$CD"'*+TCO*L'4VGAZQ+%56(E M*AC.MUR*2.:>=Q2HU3+@N9 _.ELQ>KW 9$/^9+=4_DM0?R^?"_A3K^?RR&L_G
MW]3$GVQOO+01JTHZJ@V1\/SU"8N2SZ9 8U7W>J(*2%X]=X-MR)_HT%E@&43R M+)1(FW'ZD[KZU@-^^7-;+NLOBSK"-IWAFQ$>_N?+ MF[!-J[=''^[M-
35"3VSJ$6Y,U6:WO5^1@EHS^G2;U?Y.WE6#_0C;2P6CAESN\' MM[S"@VB3O 0X!KW61ZS7>OB$X%Q&=&IB&PFL6@5J.6B+,?QMUV_R5<;A.(1 M?*4NGW/@&:.B!;<>:.9^,#
<_G\,J?)I:.3|W'X$[T0%VL2-0JMOGH_0]8#,X M#H6.^,2>KZQ):)\|+30B9QR"*.L@Q_3JK/V4Y1HRS'@OR>CL%+Z5 .FP235^ MB MED,W6,WH7,;*6?
6B/Z4<)AW97Q_ZZRH[=89DR]\$WK: &?S<,X-ZC4$T] M7+0D<|_BCAIQ[_!%K#KZU,WAB$^E015=H@E R_9*ONH.M+,C+O3Z0R[.\6\/81-KBP?4;_'A8V\)T)ZPM2##YQ\Y[E-'O
MP+'=9W@I=7M6._)2G&ZT!IXVP:15M)VSC/AP P..5MQW1ER4IF?^?K3!\6S6W_&7YI:;=3HWK?)(/OUCDD_*_F & M[']D:T22VDC$0(5,!XN0JF MGM(0?
8A#RU|&+,B(3\;!'EXMA?.#"NL_,7PC/64TAWG';]]184ACGJAD1;^-%F;CR^ MS;VK9"N&W54#G4U+/%J7E40%] MR>6U9U6"U&]_';2_W+=?RCM?E3;"?FP_<#@$#<^.49?
%0^F5NE;L:/I2=Q^% M62+1;M>;,'FW=A@:U*$;-(M"O,H+4&]BY$K0VI736@I+++!=:JZ-G0"W7&Y[\ MS(4BMLS">I M-:,.0T=/?%CY
*T2[TD6FF4[IKU&)G$H+\/,AY#XJR]+KD5E4"0W;QV X)D M+08$B1+2CPD].$(3EWN)(U?D@K-1'!ZP=&9Q!]>>0FW5DYR.[
5ZJ5AJJ8FN4H:GC'#_*=9&8A:969138Z+H(.TM8..KM@6DZ!70:.^''']+#Z)4% M795R3=V4!7(N!)N0P/RA(:^=!Y\XB7G^O_XH# ^AP!NZQ5-!F!^KA_VLIR0HECLWS.
MO+/"_G),C_;&8TP!XR8 \[KXUC?. 5F3I%09QRKO2@H+TMS6['P=.[HU%U. M$_(.$O+K5B'T$.;$"Q#":>I?$F /LI !EF'/.L.:1^T'\ZIY=)'T\6$WH5# M-\3>5>4L8N^;N_ O)SE3ON-
E]G/H)(?O:-B.;6'*8_!]+A'V,YO7K,H51/.\X]N"/SLN@W>Z2O\KM_^F3 M=O>Q??!S]G,&Q;]ONIUN>R,T1+[*I;12WBN31?2AC@%/34A_.2@-Z/))/ K
M9_RZ@K;7# _9BSBI=N*XO.JM$ML>NP@-UNQ=RW4ZF0_C5+W%LA68!)WDA51S1 M'B_*&!RA\BD$K1U!-K2\]*MC.Y_#>/]BB0: 0K2NT[26W>P?QSIU9#T-)$_
M+$CO2DE/5FHG(CULU%%N*O(YD%Y.V<1%)I;'6"""1Z"CO:[$X5QMLC"5],8\ M.13 P=)#DPBC4;I3-S7'$!G$9XTI.]2*.]*)A2]AR ML'-'H$KQ4&6G!I<55:32G=8\V"
(J8@6"4FP5,,!ZL\0R?Q+*M@[*_ZR*Q.9< M@'-!"'1[5"&)<4]SN304RJVHT64'8BR@]R#$ED],1IK*Z9)!QL25UXM M)"A7R-6#PQJ9B1?[Y)7KM4T=CX78%6)7B-V/B(IDIERM=*>6-
3GG=BJBYD_4 M_/DU?_+9U_QA;U+,.6QF_4IYR^EX09N-XQ@:J_A+A+/#HR.R-<<4.ZHR-R:N MA^E>33\KHQVL?/Z]#6;Q^9\3'0_6LW?7+N;5F-;(W=CUC,6.1.PGO68MRV&,Q&
M.KQ@=.?1DCNV^W4W#'7@3[-"Y_0/A%-=/R NEJ*5M:N&Y\$8FX3NOPX0.0"(-M#8*!, ^5-Y#V?9"U_),SR[6-[X7B3Y2+@>>>?!L9\],?U;I/#D'(0A^8,.<-(0 MD-?NN/HED<&X0$V-
R=M@K_?2 \[V[BEN]?^(A?4&^UJL1"/QLF+2= ML+.)#!1:'^7DGU];=X H<< 8K)(],V$V%!YR[*5O_JEO?$N %BE>P;FQ_9W" M[<[JN%*NDQ]1,,,JS8:\B>X!QPC,$Z?OC M1L>!QI?
Z]$U_=US=/#Q=VFU;P] ;2\/KF-VQ/)ZCW"=1P6. 'N$$&W;:MV# M4 >O@B7I5D*F3BH=/UK]T1$J0K:*-N-/0]Q(4-Q)QUXWL%=5YK[JYJAC/? A3;PDS-T/0|5TJ7/T_=\N M\'+XJ.*-
;D.7>2>Z!#ZB.C:BFG.WU/2[?)1A?LPI%6)P. .H8J5%9:-U+AB M&(O9 CU5HT'9>>(JY6G MRC>F73+17Y&SCTRP$%Y8/T(7ARQ\-
Y&_.AK@F*T+7N2U0;NP!+!$YA4>94+APU1WW26'Z3DO M>%;MG]0Q3)>RV80K]N-_ZR;-^]MA\%NK)&2N5#+X&C*C-[Y]MX6(BSMN>.GH M=-.,H<)]O_"=?#@,$V"FR-M2'M7$=-
M^L#Q6UKE/-:]!2/%(7!6]%.F#48Q6H M2H=V F]3W+!7$N<[*S4_2,6^^F<61D5E'+\S_#)T?: 8:?')C" _TD M%B5(%24M11GB1=M!Y&89+'Q!2?IZLH1V7$:/-F,3(?
^O>TJ'-1C.G;6H43F1 MY=_;NL.LMD>0ZX9G.U&G*_MZZ> ./P81@8: 5UJ*V<7E:EW@7GD3?,K-2'^_>:>Z MMQ7?@A%QF20K3AK1U_G[!BF_/@J,$F!)I9X - 10&L@N'V11Q
M&@@,A0C^M_HO*Q,BP/?R)DMD*_Z4^?5_T>G4)4^Z\ITF]HKUHTRZNF\MMES7 M-DR'"(/ U^KR5<3)#B\\(]>1DQGP@4P'*S7EK4QG0W ^,$14R.5BZK>EN(F@ M5#G!%1=VJ
6>.#MC2V!9539(EXC]N3KL47OHPZ9W1S$7^TX)O=X#\+?--S/7C'V+%GR'U"X8&E,-M7Q5=K>1#?1ABJ MI3M5W50;")5!P\R"H,IAC.9,+^1:NH(I3%D,.[E^B7
MR92Z+0,0NL9RVKV[&/XON@E19UKY@\E|+<*(}2(>]8#SXQ!>)L=%MEHAH*6U M8Q\U3^%.2=+5EGB=F=?7MSFT5QH?8RWAA [U//6_*V1Z7L3WG!=TX;-**&[K1H2 V M7O'L#$
7(/*Q;G"""5*[!=@Z]W,2,+'ORAPY:M3A>C,CZR(S\N1+$9F1(C.R MV%LY/#/RM!&UK4RPQ53EC:4XV30J;4?^6+*?\R6P=S<'G))PD]\P4J_>C;>@Z\UX9'WS3+N0Y1!V ?
C]\JA$W"$8Q6';O=T> MA]] PVQ%FZ;<)8?HSV7*G5:KU-3&1<]N^^2BM.KV1UW0N++#PF+ RRUF;>R'G M&9CW>IKI86Z\FX+F,%CB?;C(; MW/":M+VA3++:0:
!9,,PYPR&OE9M!3Y<64BT)@HIARD2$0/4]&L<3T 2;^+YQW M1HTMXY\%$F"+AQ*Q7,+JN;%<1 :8'7*\(N?3)[8DZ?8M(#F@*9U,0\2COY.[(3Y1/JB0]L+'=R1
ML#AC(@Y&]**157]\E+3#\R25K0K=]DK#0O0ZE2ETR@51PY6RVD1=)1<^NY^N MHN& E7+U<%6E6#-6BLPV!Q/365=&#O%F71\U;%)$E#P5D3@1U# LG->T\3.P
MAR]8TTC:X7G2PE9-0SF:IE%'X[52S\[_6P!JN%)>FJAIY,)(],TL)M7RMTPIQ MX[58I\&LG/P>[+WU8K-//LPM4MRP2GIQR2?Y($?(T099G^;M;=);=LPR.ZH# MI8E]LA.?
E*/I0V_F:@%=F)%SO7BX'?-.QMV;U2KC[DINNOV1N?OIHP!%O>KZ$O:Q_@[M:AN+Z)[$=YHF72Y#-N1E^6IR!L[9,ON-2L=1=(YF54*=HYZ7_I[3\5V -2I2 MQ46J>"[*W@?
I>G+IKB:79>E#,,&QD\:%CGB!*39%04H [A# 1>LWSGI\=EN6
M.\:C0SGG:.4I:.VZ2;5_Y(W!Z],"^IZC)/NKO7^#V29VVS*U=1VV92W7\,@1+7FS'SG5#!=GUJM561OJP!JXKJE:LSY4U+I. M-:-I2/)(T=2_547#:.CCIJ:S)Z;/F \7(/38Q#/,' <,H99KOE+R;
,.!).M M6[V'YV"D]5EEV*\FC(3VR[8;V6W',NP9Q2TG9^ WJ58(!VEIR!/UX.'>S) MJ6STB .?`I.; (9OTOX_ ^5^<=@1'", "IRSTB.E9!A=FK(] /8\
M%5YB%KZJ5K1&3D,UI$HSXWR.@S+GQ:+R7Y1Z2%U_N<*@9IR1=;B;I;F>;8@ M#_[HO S:[2[YJ]W^CGSYI=Q_;CX=F=I\S*/Y]T^UTVOA<>&E%6E[(%*[,W:? M]LPQ]APOV\H"G,N
I^56#7!ZZ(!'JEC%\7 ME1F5#(GVX_+6(L'(=;QCOQ''C8E.OU^@CM3ZS^ODV#5 >E)^]"N -3;,3B M3KRX*TJGN->GNF70,AE2L$]Q;FQ@@W-# ^Z!N:A<9OCR?,.2G3#G%M>IZ)-*%
M#CF@4LZ*%>1MZV4.8++NN\VRFM[_-Z;BIT.H!6LU)PBL%O+2$BQD'ZQ"(EU&Y,*337>_E00 M4@&P3\!20$BQX1_%(B1L(UROEVN-^P$04@%P#9\2 $AQ0H"'D5(4A4EDE96
M).GTA)23'X73AU0L DGI4+FN"3P922O6Z'<#:6V+K>]UQL/|)^9"4<"PI'* M#?40 53 ;K'+Q*ML;+6CP/1L_CY.A M6MPD2[&R/%9VC5XFD95Z<:D+F21N/9:4>AQ!&Y>ES=)=
(|>V60709$]|OR#1 M\R'1;%IQ_;/S76/$*E=+=54!WL7T'+/P#KK_FI*7'B:Z]9UBJ>Y8-QWRBC-U M44O8H'.+)*8M%)PVT79,,/>>@K5*7[*=D.N:8VS. 2_V/|XCR'OC'/-R4SK$ MQ53
C(%3WR_07:Z63G6-]#-WC&"V7|K1&O)W6U>%SGI9LT<74.H80A*B_L-' M77=!/)D,II/CCU+T>;|@25"\U^9DV&5 MG12G9
4H6>]PNT3I!,QT3KC/J86KJ3RFI">O#587V>9M:Y>&+W MS_=+[>F^0-=/MKU?$B=+6Q=SFE"IC/E^Y5HU[N#-K(R?/G^AP&:G8 J"*9P/
M4Z@)IO!1MGLQ*#DY>R/<_JEF_9^-2/IGM-3W2^%(G5M32 /M ^X_(\A@F.MQ!C$61\Z"%$P"ET!U/;GIG6_T/N'9P]>4;(\A!\#L(OE'L659*+FWM!,$+(@A<$ M?
QX2OBXDO"#XV.^*I;ATY9LY#/;^;(FP2>K=!=/LBIJUOT(0!HX6V^):1D/D<\;RB6C57>1 M@XQK(E(C"HSP3UPOHW"IVJ@/A^JP+C<,5=:51JUN5-6QIFK#$1U*X[)K[5)P
MT\0)C#?O],,H4/U'S?Z&+9XJT_?]'<7SSP$B9EI!4MJ(SM>A]A&N(S'^\E M?9)Z$E@X](@#9V0Y#MEL@%NK@5; DO2A+(1,'N=2_=\.3D\;L:BR/28/R.$L MS_VOW_3-
=:'!\I)1VU5DP]+Q_]O6^=++K_]U\-6:I_)OYCOTPZW8=*YK?O M(/VB;+G;&[3[9- C#[UNO_?<>6P-VH_D]=-M=1\ZK6?2'\ '7]K=0;_P6_GT MK=OZ|MB!]?]*;ACB ?
NFHR2&LY6;'WWYR;RQ6>%!@/A/7X?H+F;P9",>4(O] M'H_+=E,=R_68VN[*H0-XW/T45(J5 MJ&]RY81!L.7YG^'+**@%B8PYYX:WKP.B,%+CWH[H0\3>TW!DQX$W#B0.LC+
[I'RB@M_#.J.8J MG!+A.Q;YHCO&A,5664G_?-,AM2!$]RJ37[Q#&4%AO6<4,H^2>O)PIW;?-%/X!;_O6Z3+C/<'5)("'HFN,7C>+A.#F4'H>R^ MZ7.B?
WC]9GJ3O'Y @,2CYAV P%IUS]W,==#W!R)[_899]+GW_%I#) &QV[Y $T MZ,\Y8S_X\7BZ,#Q.ARXV(GK5'9/I$!& NA62C1GVC0D=+:.:T-TYDBW&I\IQ MTE?*

E...;P'9C^R03'1@A4)+^'4[A.V 9>,W^I3H,P08$N+_R6839L!>_UTM-M]JKE8=96FU-*=TI=f\}3--P+T/65#5BVD-;0E X|N:>Z MLRX@",".L!?@$AZ@Y!M/7?D.O N@TPVK9;1)E@V1@B!U)W0'9!6S4[6H@V>I M"O%TRJ7MQNQ;8+%3?>[2V^"7SR/3G4_U|UO38HR2W?39?!IO\.$+ULQ:lC[^_MM6_)-)N5>K6.QHP?O?=?I-LY%6"\O\4_E!6*)#43OZI6I(R?:XJ2Z8Z-BU{JMU6:V1WW HN1*4ZT5;5%*15:W/VI'0L>68GB.R!_C|URW49/+X<%FZ?2Z8)RT MOO2^=00'# MC7R28HZY*P%/^^FI_3#H_-DF:-)>*1 %;Z *8_D$@=#F"6(X|+++B[*IG*JM>ZN<6P.*@1:%R0:5:KG*_S^GD;F%#C-FN3_U1D[%>@[$.(N9I8<@7ON"3;D MD_F3C@*O!CHUEA;/C;Q"MGKI3[TTXOV4?CEDY)$XX_9;S+WM&VN28/.\1P>MT:J/\HT1?'0S@V=-|.Z;D?[.3+R;L.G70-=CX"QJEIG#:*-))P[XXP_XB^XM M'--[W_-|FZ'S521VONK6\TVT;RZR@6\V45X[JBC7JKF*\O/NQGM.%)U>+*=-'MH"QB69-0+"OQG@W[B>4K/LE-O+E^-.&KR<<2ON(8LQ5C82)64^(B5LM7Q)[M-M])9L(K9Q7!&+7>[K6L[6\IG9Q.=(T>E%;'H$RB1B-12Q"-F:)[5\S_$D]PAG M'BIB:Z4|/S>BF<+X$6=XC#,\4+[6@R/TA6LMM7!-6?8MBA* YD+4DWVSQU) M4QFPRA+2&BRO)&<_0-'KBO)M.7/IH-L^"#:=7BM*C;B:EJ(E*D997.*_@3>J/MTTH^6B2SK3;B2(C#LD3_3OAO8_JOOY$;%&2W2BU*%(G%.GC1AU,$3U=?168 M+HYMV|-LCW)$M6YD#7DP_^S%9L5"GC>__>VWM|>WRL^A,ZW8SO??Y&I5^B'Z"$\,\S3]K,1(9NWCB($H'NZG-5;=6?.JCUF MZ<3VPG,|P!1,\L1C&\|+"+>JZ9.58'*7*9#Y=N$1/1C)X3&8IU=RYT:&WRC>^ MUUW3!3/,[5E_^AG.**JD)%E5DTIWU8J48_S>M#&MACWMD MPGEMR^#?M-#=F'3 0ED_N(2%#O$Q9&X#RT'JL!F!I&%E/.'8M#@G8XF_^M!^MI6>&>.J9(IYV+HA72X%X%;*]Q@-]]Z,18.!X:ML.'L8,)))N;'97B.UVK.E^KM,&G[+WI"J^Y2N+%4-QF74I54[B[B*]+DW7)P0THMU%[@D6R<%Q>4/PM8|B=_MZ"XQL'!KC(5;$U:X52;2O6R=?N|Q69TVU986ON5JBY6.S++1+D#TSF({4GU'"*.M-74>&>NF0U[UZ8)R"H9G!G-[4772W=63S55UC/_TCZD12ZH/&F!VLQW>(1 M+ST:A-4DP*9X_C95*-F=$YX+(.&*_>P<(_5[?YNFQ;YFQS8IW0U;9F._F)"M9O!&IZ_T"WHAW70.FY\6A:T<*O'>++]Q1$U:L O%&?\ZIY8(8A.\ BQ$G5QC$ M-*Q6[^$966UG[19_A#Q(389@%D"#2#)A[E.7L'8"\ BX$96X&-GDQ";RK!KK MG'T/UHN_}4H@7$9NK3KWXWAB>@M3^1U.+%9;7F>AE98=E7]%Z*3$@VEQ6 MPLB*J:+L)#H"/,BANG$6*ZPVII M08F] <'&*0Y9:H+.H;^FWOP[:7^[;+Z$XZ546^CRV'S@<_&"CD(?G5K_?>>H\L"HW9E-AP7"BQ9*[42]R"+77(#,M@%U2RA M2'#O_/8+CS-GWO|E!),.L4DV4:4Y[D(!><0P]R6M]2*HY8*\Z'=_(*?/3ZRX*0UM&K MMXI&?7Z\MX7CL @J0PCFBLFB^@1E,N 'W0S(<[G]&C<,;'!W@AL;BV*=)]D#]'R]2)+E7MV3&>*UGM>?;QQ*2; M38[=?.[KF.!0KDGURRVF71RJ7-XJ3 4F0.'M!9'$*X4+'9,@GX<.<3 MV!%?HZZL-\GKN+;XL&E(RZ1*J:UNMH&|&LGU#Z8L%KN5'?E0)OPSMTD!&8U M&|>55UKIKM',;]QTD5#GLE@S=TY-;>O(#4N)##4FIS#ZJ2QI&.[^]?1K.K[" M0"[+'OAQV+R0)&/|M_>.X8DRTN+,MJI6#7FH-AK2D-9461[I1K-F#&O4&!NU M6D.C?_/!5LI-3:YIV$/GA*.MLK'|V#B\#U0H:J4|I:PV;_E&.@I;EBK&W5T(M2R@N/2O5Y*2Z#Z3G.AH(DBKH^;#[KR\:%]MH/L>ZX4P%T';Y0G47%9]AQOE M7%)MV/T[67@@@!/_#:BN2 12MR#;]24F\2.9ZVG>2:TCF;H*RF:GMNM3A]:$QI++ MU\YOH'OLS/%_*3VGJXA/FU$&|2]ALQV7-_,(:(V1NLIFQ(%LK9&"3&KV1CZ1QL+_]C IT5FRVI/&38$9NV9]J MA52G^\&2)>4-%YI?A0)I#0@5JLY&#@?,R#]6=I0<^3./\EHS@K=TS^Y2+]"5 MWX.ZLE8P4RSN_US5]=6Q$5,E[O^,S/?*M.IU5?\HJVYBD7!CXZK+!(YI'K2E MV$&M.[$I8!H3P!C0 !!%>"4N\I$ILE4'Z#)4EYB(((:E.F4.NRD_(5,*9-KHP4-SFZ]$C&\FM#S*]0S7D,0 M>*A#=:P&9>C!U^/2, STG;BX-H!V6Q>,*QP(WMP\$%S,]A:SO<5L;S';]ML M|\U3G4\NOWDK$|RDK(#|PZ7]G.(0_]9F Y72USJ>5,^23+|E U*.XT)@N MEP_]M>B-:B1M0Z,:?W@Y-ML;43!8IRC9IGBD?@T"U#I1RG"@W_G2G&77W-CCF\52M!\R%"=+_X)KA9%H62):EJ3P,VQ/ M#8S::2_XDM[XF\M;EF3-!6Q@R^=RM2&5U6;"<|P;LR?-Q-S_*+6+9Y???D,&-!?QP;Z\=[+.,/#!6SB4>Y P$#-'GWB\7DU4C'Z<-A%V.!_*MV9JENT;YKEQB]>C5H!$.$9DC&C6KL;MEN;D>+!QS0J-)*IY$DIYWV$F)+$M/9FM2PK9Z&U"S(39/91 M2D".9"9S,E/+C69\QFP!R6O#DU#U%$U"3WW_YDZ@84B?R>HN/1KTX+/[-/&3 M@_E6O70GE[5&43S? Hl.$T Y&(^PB4%9:AZL%Q8K@E)8Z=>UK1M#V-,?#XW, MG":M%7'6G&8_*Q2.S=B3W31Y/T&IW%3RZBE8 %-4(-1AQMO>" 4+K#*,4J1R M33FXC;TPX7(PX>"!2Y^2=?(4?8O#+F|}8+W?O$-MPA[$LIW=7+DEP4_5O@ MTHGMN$-P245<4B6U(+ATI=EP'V&XG*(G?75;A^ZKRN/)SX7P^1VYM,M65MV MAL8]SA2YFG_]2PY'6-"PIZ!A0<.Y)^L=0,.LADV1ZN5;WFEZ)Z+AY/$&A9A/ ML+$-SCD-70@5OR6*ZCO.YC@X_?R.0)V6:MH,@"U2UF|7=TP%K,%[WRLSVS MMQ_PUE-9VP,]VUO-,:FW:.V6T JM(-YH#NBX7KK3G9=MU?28>_&9O97T"WLGJUGK5;.MF2Q5%$7-I0?7'H_:UA@L6XNQC8W!$I3;8I%G?&BM.V/2]I5D+?5:NSRUSC\V MVI[;!*PZ8D5:IZW:69(>$^EI;,^PKFE|TNH^DH?>EZ\0I3_.W7[GSS8PQ5Z_M_RLV_^YI.>?<9:UYGJ <_%K&,3;7:?)7N_T_?=+N/&8?KQD4_[H=KKMC=#8M0(S5%,1X#8T7=SF(TPY5+#:BI-69KPYX:D(!0X%?K^.B5\)?E-1YTH2- MM>Q%_^SLI$'Q6;.?9YO,TR>SX/0W?>'HX51/T2!3M"$X;F1#RI3ABMZQS!$. MG-.DJN6.?!9=" 25"2K+G\HRI?WN1V424%FM7&OD/(K^\JCLFDGI4NGK^.2% MW704K:QI>74(2&W:".(2Q'52XM*.3UW8?T-IE&OU:N&IZX.*5TZ)'7_JCLG" MJ"M;_:KJ2G(SQ4450 XF;(*-|7%9\L:M:01+_!?I\8&V5_IH''U$+XE+ M1)^C8T^M=%;IP#^F!>:5E5+|QHKD1AQ M_Q?7GX)F:'P\Z1-U!9R]QE9C0X9 7A^=N4CG3O XSD,,#$Z7- @3,M3F9;; M;BB2"B?"44V){!]-7J>L1PQYK|7RYA(%?-MLWC+4D*D \A,&4?Y3@-IB@"4RX54_)% M%!4LI\-#<-)1"H@H&;3<-)BB :94BX(15Y NU,?>0FQ4.WVEUH)>B4\7$,LR M)B,.]UV.$_$A(&:(9(+DISQ5U0;>9>1[*8OZ\252)B\'JM5$ZZ4L*,'8KK MH7C#!LYH2CR!5>#->>/-<=&FP=(IY'C5CD"\!T:,'4KMH7B#@:1RHUX ,96G MA]*^A7 MT&\1Z7>'[7, _6+9>,'T,.Q7T*^A7T.])0BD'D"\K.V^"{=$0[*OH5]#Q:2)< M!Q POL_5:EE1+V, C\@><>2)<+ M'QBLG&,"34S%-#8J&KV??UW\76"ZYA__E]:\6S=,/ -X>S=,#Y@[*MGFX&U3&ONH*.&0^!>@""W%GJZYI1%_J2@>2UT#B<%HX5@L^PLFS|_$R*U=C1 MSW78-*IP^@Q Y$5- %3K9J#E+1RF .(Z:.]- !A2WY8 G+/VFUZH@S-+B]"O M^CLS!;([.YOH[*R7&VK&3GX%2(TI.!WN7?! \W0XO!`,S=I=8H%C@QRPP&LY:=VGBW\A23&O!FC4D?;(,@25Y,D,N,9^+J:@S MSFW7Q+MOFC-TJ/[C1A_#%F_UZ9O^[N*QAKV0IA4LJ8$2>QUB&^$R'N=A,B=&QMCI@#"Q M^2CF6V#^U,&K8$EZ499")@Y*T"_M/AT<(,1\[&@Z/*#TM;!QG+Z9#HZ/GNNN MJ9CK@J'G_7.OIZ73];WCY/ZEU7WLEW'6.R7SVG>0?E&VW.T-YGTRZ)'(/-RG M3K?5?>BTGD.3<0N_E4_?NJUOCQU8_Z_DAB$><&0Z2F(X18SK2%^%:QG^FB M7\OZ:]UT_M2G"_HNA@@!T/>30AWJ1+7C1F06E!P(3XO&@7#YQ'V0,(!PYBT MJEAJ537]{VFLJZH^&HZ&U:8O5(&WZ+71S$=D2$6;QL4M 3?CV/Q M_IR8"<&<.QCNDAM1[MPRR F>[\@(?/=;0M3)G*(=]Q1A%+%"]D16U@7+;5FCYY5SR4>;4<|ZH<;" M<3"8:XVZMN4$?!]KKNGB_>S0!]286.8_"\#W#3%>54["!7D#TB\/ 4.;WVT' M#A%=9!*D^6M^1UBO+0F@T]8>G=Q$/YFZ245\!L_EG8^$_ K9&LQ N"<10 M_W.>NV'BLG&_?E]GE M)7OW5>7UH&!P\K>$.$LY8E'+<Q< MHK_]Y1["K*NDK@]UH!][<4*4'2)FZNPTS]G^.!!VR?&N33#ZXO%%T_"YNP8 MUC&%&'0HR_90(S9LQ[&'Z+D C\[^D] -/DL$;-3C"!;W]Z?P[^UEHV3P<-5* M*0R;1&56NE%.9]BP)]Z:'KS.2&O[<-,R8B)B5BY9ZOR$:?E@TX=2X=-,&'UC M0D>+*>V-L]H:[+4,:+0DE"?A*W)(H3)(HSP^%A[B)].#C9?:GKQ)@#G!()PCX M^@AY_'AE'@&E34S]Z(XQ>0\L'#R^J8V&IA FJ+]'Q.0E.73="-I, 4IZZY>% M^1]K @#WJE2Y=SF+_2-+?A%ZI=G.EANZ^7.ED5OJ]HK,* 4UMT5I ME;J4S5;<9G5N-Q6+&@++^;JT@)=VIR\7=8MYAT?7HH,2]Y/:)]<;+G/L-_Z7I M'+OE+:)))(U&)^]9SJ_O0)OT_VNT!>7ANJ?N=I\Y#:]#I=5/HT)<.]R_M5Q_;`M"PO6D.?VG^WG0V&RRM6/%IF>,'(B444XBZAPU.I&1@#B MBLJI+V2EUOQK/R#H]V%8KO M;REZ0G9#%5)D MRQKA/^T5.29D+F;OO%%+=Y)(]<56A[,HM\S6NRJXLLC\Q>?,OL%_'-##? MS,C5Q#Q^^8+TR:8<7I%=N,#%9$\@59>ZI7H[-GW1T\Q_JV(F: M9:UTQQ+GY,\%F5LJ7.:'69F"&YPY-]A@9>;##=(8FVR@9$>3'\T0"D&$(H2S M%ST$LI0$C0@1TV?TO\)O>.)9Q8_Z\F9BC$;5&>TU4ES1+-WU6"$2IJ5C M;1)/VNX$=8PBMK?L0S=1XXI6;1S+5];IJY MB/A40C,71'_F1-_8D^@3B%LJW2DBFE,<#?OT"Q17B;L$ 8BKQ%6" ,15XJH" M:!F+',=.KHL)M<$XJ#CFU%4F5W+_Z6GB^<%)&(E APATK H34L,3(1XHL! VK7\HU*3Y\ND@^M4A4'\$,&/*R'^U,&/).)/H&\L:=&40E-W(2A*^'+_$5>*J OF_KLSV++(3<$_; MLY;BFGJ09#>UK>^\+"A?B_-Z*V/VLSA%9(]<94@-'&5N$H0@+A*M7"4(0%PEKA($(*X25PD"$%>)]P0!B*O5$8(Q%7B*D%$ XJKKODH0@+C[JH]2 M:'"'NNNJK! &(]Z[Z*D8 OWGZ<$KAWY'Y>L<2L3#MR[06.LO$^B_X.+@_E$GU MOPO7,\?O/+G*M$;4\FYOI :,18VOO?NOH?/;*A6;/9OG>'47,^J8!HDFETF1 MQLK+QLD=:[[P7-[K66-0GEE_^[\AU5Z+-VL8_',4ECO #3VWCQRK1 MK%8M$>H.^ARWX2QH:ON'-BCPG5C0DQIKKKXE|C MT|(MP|2GQ+1G4?L.$N.@YA#@^ MTYWOIL7&=ZX54*S@P/ CN,&?]VG@L.ZY2V'^#7SX'N&5,;%?LIL_^X_WY|OB&MM=P|D+]=}H|TNH^DE;__^W+UT&GU^U' +%OV5,J0:NG]"IJ_I<==8!T MK'&N*M__PU>;?*O4@B<$XA(,=7@6L=YAY7YHD:?SQWHPD2%-XP7HF@(37T MA4L)?+%PF-0END/)E() \B8Z2AF'PM?POHE;B0J9_9!O|8J)\/G(W64.0dF MC MJ7RI+U4V"_P0 #>D_,ZKCP RNY2#;170;U!ZQ6& !ZA#R$Z8AX1>C91&" MR|O4#&$$EKTR%@7W_H*!NL.>83++.LD'<8\;/D;V1+61$%BZ2BDY O3'@U)9C MN<;@7<$[],F["U]8OS#Z.3&!5A0N&=^'"*<5%|=|Y<=[QWUNR\ ME-O-?T%^?D@- JDBL4^5,GM8L(60-@L\QN.GS;>,KV);/M%'B*8<-|X 3+!*M@ B@KSD&S+?@+IO=: ,MZ--IZ$Y8%T(EA"8;&5?<,EJ9+YDMI2UV$=Z'=HHI M51OUX5 =UN6&HQK?:A?F>@&(T(7R-*@)F,-H0_G^CMC%DA&]TIHP V/ MLX$50;JI"\|>%G_#2B50H+'&H'.H, ^1\0!F^,L&4GJ ?,%ZL.G]WK4\8N M^A-*D=S@'#E)PI-TLWR_VI?U!LN'X'W60.)YWD1I%X52"[^.2J=$V-9VP0%.QU0.^#E8=IU_=H=[K70GE:N*2.PU 066<00EZ#6JZ/6'0GS MA:+6>NE.UD^1YMT?XYIY9+?23*S \;U=)=K.PEI^.E%]RB!$_0Q;'I(F;$9J6+!-27 M2G=;0^"]P/OB.I9I%,L"HH0%)'2UI;]#!17RI+A6E0 M< 4ARV4N8LCV8;-S\Q@OGK# PA"'I^Z75"DU>XU2EI//!*I$i%@]B&WD'T/B0 M.MOUR,U]9');,)+K9LD\;N00]U!+=]6*=+@SI"'"N<9(3^44@\%$1^&/P5V.9 M]#EX\P4"7S@"@\5?;0V!\\7;6NFN6<",YF MPR\'G^-7&-,R=!>'R>N6M=^G9.Y@<1<|,K3M'\$K@DK=X ES!T=L>/08>$X M#G^!GTS_U<$]X05/G8<6,0+XL"T7Y[@;0(TZ)F\SF]^$W'Q>%LD^I>-WT?*KMEO=$1\#VIGU!Q:>]:Q'+DYFA-B_,M].I1<$BAM;S3]BT.T?D9T2](/7^4BU24#')^F>\%= M0/&'D-DQ>D:D!.+YD'CS DB\64TD\20$.#EYE8GN DE-[_@O$X(KW*4_ =D9 MJ.'_?)O/43H5^P30D"3!)K *S\A7;Q<_?QG;\!^DS[_NJ2N"OEXKO4!T)-D M+)=#Y6"3@X]OGR7K>K\!K8SN4%F(Z9*I_<8$@_%84,DCON8NB.(Y-+)X,"O%0)!48YMUE]!:.+%*=>1N(Y!QKW0*#'/A>,198/(5/RVD9YMPK?.[C1!/3<_\SFOV'3@. MS-[ZSBZ@ "-SR&?$,E0.F@6'CF$2N+V'[YR35;L5'F2(00N%/G9>O_|T4^8?^_.O M[+00_ 8RTT?P M.P&+.4+^=S$R#605(\KZ$R"'^3_9^EE%,XFT]7/AJK_/L*4,*(T]6(35R%^T M.K\:Z+5DTIV:Y XD0.Q3IOPQO<[%M@,K!=8)R##7I_@Y3U1D^Y_,V,4&MS6G MEC[U $7Q"O+?"T!CI%H.RV#/;R!G'>RB,^)2SUX#Z+>F64MDET .@!D MQ1 0Z>))>G^]604E_0]G'WQ #KVX8B]D"J=I=+=G'O@4L>4K&})P8F2[VB€*"_M?LQ>O7S4W+$-2I'FW2A*#(\@8>XOH(,^P*@D1G6XTW-'Q2VSB2897O(^%]U-M>|E3DY>HA+ KXQ)90NCWZ7N9@.Q@-RS!@R^B/.1))&!$,/\!H%JNO,%,\5G MH$:!KG'1XJ!KOS(*Y8Z_6H),(*QFE2$6E[F\1-;_.Y0B:!=U'=R\Q#U0T\ M=#B=6;?M:Q09P+E^H-[%"0OPPL.7M=BH.WZ"MUL)Y6_[Y\8U9*=PE3*7Y'! M^]B'DA7.AJEJYW]@5FKX$30B.`)HH?0A--$$+]VGE1K/8-"&20S;,9\V,]fF8MIW:FG&'\/.5\.$.[\LIHM9JC&_T.PE&")HJSM6PTL6/&8$XT(0'#:53+C<;!`M%MK9C!X4]"7H'^CK0Y%Z[*0.8(F(ENC#2[HN%&511WJ6%$5E4K5H3;2ADW9 MD&FS*NN;]G?SIGDCP?^TIEQ',_\H#IZ.0%;RAV0(UA4O6_5ZN5$M)DCL(W:C MW-IU)5.BSX&QM5F$?^8]%N'/;=?$A]XZ=.HZ>*Q[W^)-@/P*_>K]UOTH6M/ M%]|F6V*E6+DWI:BF:DI!9&FMX4WH9_I6- UYV8IFX@1[F.O?ZLO7PB7\3B/8K0DL'"4!]*S>5.26R 5ZN!=5L "L?]*LAP?YS;]VGXX$1A]KA8H,]Z2AB8>5X?M4$+$%X?MF'NL.>83++.LD'<8\;/D;V1+61$%BZ2BDY O3'@U)9C MN<;@7<$[],F["U]8OS#Z.3&!5A0N&=^'"*<5%|=|Y<=[QWUNR\ ME-O-?T%^?D@- JDBL4^5,GM8L(60-@L\QN.GS;>,KV);/M%'B*8<-|X 3+!*M@ B@KSD&S+?@+IO=: ,MZ--IZ$Y8%T(EA"8;&5?<,EJ9+YDMI2UV$=Z'=HHI M51OUX5 =UN6&HQK?:A?F>@&(T(7R-*@)F,-H0_G^CMC%DA&]TIHP V/ MLX$50;JI"\|>%G_#2B50H+'&H'.H, ^1\0!F^,L&4GJ ?,%ZL.G]WK4\8N M^A-*D=S@'#E)PI-TLWR_VI?U!LN'X'W60.)YWD1I%X52"[^.2J=$V-9VP0%.QU0.^#E8=IU_=H=[K70GE:N*2.PU 066<00EZ#6JZ/6'0GS MA:+6>NE.UD^1YMT?XYIY9+?23*S \;U=)=K.PEI^.E%]RB!$_0Q;'I(F;$9J6+!-27 M2G=;0^"]P/OB.I9I%,L"HH0%)'2UI;]#!17RI+A6E0 M< 4ARV4N8LCV8;-S\Q@OGK# PA"'I^Z75"DU>XU2EI//!*I$i%@]B&WD'T/B0 M.MOUR,U]9');,)+K9LD\;N00]U!+=]6*=+@SI"'"N<9(3^44@\%$1^&/P5V.9 M]#EX\P4"7S@"@\5?;0V!\\7;6NFN6<",YF MPR\'G^-7&-,R=!>'R>N6M=^G9.Y@<1<|,K3M'\$K@DK=X ES!T=L>/08>$X M#G^!GTS_U<$]X05/G8<6,0+XL"T7Y[@;0(TZ)F\SF]^$W'Q>%LD^I>-WT?*KMEO=$1\#VIGU!Q:>]:Q'+DYFA-B_,M].I1<$BAM;S3]BT.T?D9T2](/7^4BU24#')^F>\%= M0/&'D-DQ>D:D!.+YD'CS DB\64TD\20$.#EYE8GN DE-[_@O$X(KW*4_ =D9 MJ.'_?)O/43H5^P30D"3!)K *S\A7;Q<_?QG;\!^DS[_NJ2N"OEXKO4!T)-D M+)=#Y6"3@X]OGR7K>K\!K8SN4%F(Z9*I_<8$@_%84,DCON8NB.(Y-+)X,"O%0)!48YMUE]!:.+%*=>1N(Y!QKW0*#'/A>,198/(5/RVD9YMPK?.[C1!/3<_\SFOV'3@. MS-[ZSBZ@ "-SR&?$,E0.F@6'CF$2N+V'[YR35;L5'F2(00N%/G9>O_|T4^8?^\_.O M[+00_ 8RTT?P M.P&+.4+^=S$R#605(\KZ$R"'^3_9^EE%,XFT]7/AJK_/L*4,*(T]6(35R%^T M.K\:Z+5DTIV:Y XD0.Q3IOPQO<[%M@,K!=8)R##7I_@Y3U1D^Y_,V,4&MS6G MEC[U $7Q"O+?"T!CI%H.RV#/;R!G'>RB,^)2SUX#Z+>F64MDET .@!D MQ1 0Z>))>G^]604E_0]G'WQ #KVX8B]D"J=I=+=G'O@4L>4K&})P8F2[VB€*"_M?LQ>O7S4W+$-2I'FW2A*#(\@8>XOH(,^P*@D1G6XTW-'Q2VSB2897O(^%]U-M>|E3DY>HA+ KXQ)90NCWZ7N9@.Q@-RS!@R^B/.1))&!$,/\!H%JNO,%,\5G MH$:!KG'1XJ!KOS(*Y8Z_6H),(*QFE2$6E[F\1-;_.Y0B:!=U'=R\Q#U0T\ M=#B=6;?M:Q09P+E^H-[%"0OPPL.7M=BH.WZ"MUL)Y6_[Y\8U9*=PE3*7Y'! M^]B'DA7.AJEJYW]@5FKX$30B.`)HH?0A--$$+]VGE1K/8-"&20S;,9\V,]fF8MIW:FG&'\/.5\.$.[\LIHM9JC&_T.PE&")HJSM6PTL6/&8$XT(0'#:53+C<;!`M%MK9C!X4]"7H'^CK0Y%Z[*0.8(F(ENC#2[HN%&511WJ6%$5E4K5H3;2ADW9 MD&FS*NN;]G?SIGDCP?^TIEQ',_\H#IZ.0%;RAV0(UA4O6_5ZN5$M)DCL(W:C MW-IU)5.BSX&QM5F$?^8]%N'/;=?$A]XZ=.HZ>*Q[W^)-@/P*_>K]UOTH6M/ M%]|F6V*E6+DWI:BF:DI!9&FMX4WH9_I6- UYV8IFX@1[F.O?ZLO7PB7\3B/8K0DL'"4!]*S>5.26R 5ZN!=5L "L?]*LAP?YS;]VGXX$1A]KA8H,]Z2AB8>5X?M4$+$%X?MF'NL.>83++.LD'<8\;/D;V1+61$%BZ2BDY O3'@U)9C MN<;@7<$[],F["U]8OS#Z.3&!5A0N&=^'"*<5%|=|Y<=[QWUNR\ ME-O-?T%^?D@- JDBL4^5,GM8L(60-@L\QN.GS;>,KV);/M%'B*8<-|X 3+!*M@ B@KSD&S+?@+IO=: ,MZ--IZ$Y8%T(EA"8;&5?<,EJ9+YDMI2UV$=Z'=HHI M51OUX5 =UN6&HQK?:A?F>@&(T(7R-*@)F,-H0_G^CMC%DA&]TIHP V/ MLX$50;JI"\|>%G_#2B50H+'&H'.H, ^1\0!F^,L&4GJ ?,%ZL.G]WK4\8N M^A-*D=S@'#E)PI-TLWR_VI?U!LN'X'W60.)YWD1I%X52"[^.2J=$V-9VP0%.QU0.^#E8=IU_=H=[K70GE:N*2.PU 066<00EZ#6JZ/6'0GS MA:+6>NE.UD^1YMT?XYIY9+?23*S \;U=)=K.PEI^.E%]RB!$_0Q;'I(F;$9J6+!-27 M2G=;0^"]P/OB.I9I%,L"HH0%)'2UI;]#!17RI+A6E0 M< 4ARV4N8LCV8;-S\Q@OGK# PA"'I^Z75"DU>XU2EI//!*I$i%@]B&WD'T/B0 M.MOUR,U]9');,)+K9LD\;N00]U!+=]6*=+@SI"'"N<9(3^44@\%$1^&/P5V.9 M]#EX\P4"7S@"@\5?;0V!\\7;6NFN6<",YF MPR\'G^-7&-,R=!>'R>N6M=^G9.Y@<1<|,K3M'\$K@DK=X ES!T=L>/08>$X M#G^!GTS_U<$]X05/G8<6,0+XL"T7Y[@;0(TZ)F\SF]^$W'Q>%LD^I>-WT?*KMEO=$1\#VIGU!Q:>]:Q'+DYFA-B_,M].I1<$BAM;S3]BT.T?D9T2](/7^4BU24#')^F>\%= M0/&'D-DQ>D:D!.+YD'CS DB\64TD\20$.#EYE8GN DE-[_@O$X(KW*4_ =D9 MJ.'_?)O/43H5^P30D"3!)K *S\A7;Q<_?QG;\!^DS[_NJ2N"OEXKO4!T)-D M+)=#Y6"3@X]OGR7K>K\!K8SN4%F(Z9*I_<8$@_%84,DCON8NB.(Y-+)X,"O%0)!48Y MUE]!:.+%*=>1N(Y!QKW0*#'/A>,198/(5/RVD9YMPK?.[C1!/3<_\SFOV'3@. MS-[ZSBZ@ "-SR&?$,E0.F@6'CF$2N+V'[YR35;L5'F2(00N%/G9>O_|T4^8?^_.O M[+00_ 8RTT?P M.P&+.4+^=S$R#605(\KZ$R"'^3_9^EE%,XFT]7/AJK_/L*4,*(T]6(35R%^T M.K\:Z+5DTIV:Y XD0.Q3IOPQO<[%M@,K!=8)R##7I_@Y3U1D^Y_,V,4&MS6G MEC[U $7Q"O+?"T!CI%H.RV#/;R!G'>RB,^)2SUX#Z+>F64MDET .@!D MQ1 0Z>))>G^]604E_0]G'WQ #KVX8B]D"J=I=+=G'O@4L>4K&})P8F2[VB€*"_M?LQ>O7S4W+$-2I'FW2A*#(\@8>XOH(,^P*@D1G6XTW-'Q2VSB2897O(^%]U-M>|E3DY>HA+ KXQ)90NCWZ7N9@.Q@-RS!@R^B/.1))&!$,/\!H%JNO,%,\5G MH$:!KG'1XJ!KOS(*Y8Z_6H),(*QFE2$6E[F\1-;_.Y0B:!=U'=R\Q#U0T\ M=#B=6;?M:Q09P+E^H-[%"0OPPL.7M=BH.WZ"MUL)Y6_[Y\8U9*=PE3*7Y'! M^]B'DA7.AJEJYW]@5FKX$30B.`)HH?0A--$$+]VGE1K/8-"&20S;,9\V,]fF8MIW:FG&'\/.5\.$.[\LIHM9JC&_T.PE&")HJSM6PTL6/&8$XT(0'#:53+C<;!`M%MK9C!X4]"7H'^CK0Y%Z[*0.8(F(ENC#2[HN%&511WJ6%$5E4K5H3;2ADW9 MD&FS*NN;]G?SIGDCP?^TIEQ',_\H#IZ.0%;RAV0(UA4O6_5ZN5$M)DCL(W:C MW-IU)5.BSX&QM5F$?^8]%N'/;=?$A]XZ=.HZ>*Q[W^)-@/P*_>K]UOTH6M/ M%]|F6V*E6+DWI:BF:DI!9&FMX4WH9_I6- UYV8IFX@1[F.O?ZLO7PB7\3B/8K0DL'"4!]*S>5.26R 5ZN!=5L "L?]*LAP?YS;]VGXX$1A]KA8H,]Z2AB8>5X?M4$+$%X?MF'NL.>83++.LD'<8\;/D;V1+61$%BZ2BDY O3'@U)9C MN<;@7<$[],F["U]8OS#Z.3&!5A0N&=^'"*<5%|=|Y<=[QWUNR\ ME-O-?T%^?D@- JDBL4^5,GM8L(60-@L\QN.GS;>,KV);/M%'B*8<-|X 3+!*M@ B@KSD&S+?@+IO=: ,MZ--IZ$Y8%T(EA"8;&5?<,EJ9+YDMI2UV$=Z'=HHI M51OUX5 =UN6&HQK?:A?F>@&(T(7R-*@)F,-H0_G^CMC%DA&]TIHP V/ MLX$50;JI"\|>%G_#2B50H+'&H'.H, ^1\0!F^,L&4GJ ?,%ZL.G]WK4\8N M^A-*D=S@'#E)PI-TLWR_VI?U!LN'X'W60.)YWD1I%X52"[^.2J=$V-9VP0%.QU0.^#E8=IU_=H=[K70GE:N*2.PU 066<00EZ#6JZ/6'0GS MA:+6>NE.UD^1YMT?XYIY9+?23*S \;U=)=K.PEI^.E%]RB!$_0Q;'I(F;$9J6+!-27 M2G=;0^"]P/OB.I9I%,L"HH0%)'2UI;]#!17RI+A6E0 M< 4ARV4N8LCV8;-S\Q@OGK# PA"'I^Z75"DU>XU2EI//!*I$i%@]B&WD'T/B0 M.MOUR,U]9');,)+K9LD\;N00]U!+=]6*=+@SI"'"N<9(3^44@\%$1^&/P5V.9 M]#EX\P4"7S@"@\5?;0V!\\7;6NFN6<",YF MPR\'G^-7&-,R=!>'R>N6M=^G9.Y@<1<|,K3M'\$K@DK=X ES!T=L>/08>$X M#G^!GTS_U<$]X05/G8<6,0+XL"T7Y[@;0(TZ)F\SF]^$W'Q>%LD^I>-WT?*KMEO=$1\#VIGU!Q:>]:Q'+DYFA-B_,M].I1<$BAM;S3]BT.T?D9T2](/7^4BU24#')^F>\%= M0/&'D-DQ>D:D!.+YD'CS DB\64TD\20$.#EYE8GN DE-[_@O$X(KW*4_ =D9 MJ.'_?)O/43H5^P30D"3!)K *S\A7;Q<_?QG;\!^DS[_NJ2N"OEXKO4!T)-D M+)=#Y6"3@X]OGR7K>K\!K8SN4%F(Z9*I_<8$@_%84,DCON8NB.(Y-+)X,"O%0)!48Y MUE]!:.+%*=>1N(Y!QKW0*#'/A>,198/(5/RVD9YMPK?.[C1!/3<_\SFOV'3@. MS-[ZSBZ@ "-SR&?$,E0.F@6'CF$2N+V'[YR35;L5'F2(00N%/G9>O_|T4^8?^\_.O M[+00_ 8RTT?P M.P&+.4+^=S$R#605(\KZ$R"'^3_9^EE%,XFT]7/AJK_/L*4,*(T]6(35R%^T M.K\:Z+5DTIV:Y XD0.Q3IOPQO<[%M@,K!=8)R##7I_@Y3U1D^Y_,V,4&MS6G MEC[U $7Q"O+?"T!CI%H.RV#/;R!G'>RB,^)2SUX#Z+>F64MDET .@!D MQ1 0Z>))>G^]604E_0]G'WQ #KVX8B]D"J=I=+=G'O@4L>4K&})P8F2[VB€*"_M?LQ>O7S4W+$-2I'FW2A*#(\@8>XOH(,^P*@D1G6XTW-'Q2VSB2897O(^%]U-M>|E3DY>HA+ KXQ)90NCWZ7N9@.Q@-RS!@R^B/.1))&!$,/\!H%JNO,%,\5G MH$:!KG'1XJ!KOS(*Y8Z_6H),(*QFE2$6E[F\1-;_.Y0B:!=U'=R\Q#U0T\ M=#B=6;?M:Q09P+E^H-[%"0OPPL.7M=BH.WZ"MUL)Y6_[Y\8U9*=PE3*7Y'! M^]B'DA7.AJEJYW]@5FKX$30B.`)HH?0A--$$+]VGE1K/8-"&20S;,9\V,]fF8MIW:FG&'\/.5\.$.[\LIHM9JC&_T.PE&")HJSM6PTL6/&8$XT(0'#:53+C<;!`M%MK9C!X4]"7H'^CK0Y%Z[*0.8(F(ENC#2[HN%&511WJ6%$5E4K5H3;2ADW9 MD&FS*NN;]G?SIGDCP?^TIEQ',_\H#IZ.0%;RAV0(UA4O6_5ZN5$M)DCL(W:C MW-IU)5.BSX&QM5F$?^8]%N'/;=?$A]XZ=.HZ>*Q[W^)-@/P*_>K]UOTH6M/ M%]|F6V*E6+DWI:BF:DI!9&FMX4WH9_I6- UYV8IFX@1[F.O?ZLO7PB7\3B/8K0DL'"4!]*S>5.26R 5ZN!=5L "L?]*LAP?YS;]VGXX$1A]KA8H,]Z2AB8>5X?M4$+$%X?MF'NL.>83++.LD'<8\;/D;V1+61$%BZ2BDY O3'@U)9C MN<;@7<$[],F["U]8OS#Z.3&!5A0N&=^'"*<5%|=|Y<=[QWUNR\ ME-O-?T%^?D@- JDBL4^5,GM8L(60-@L\QN.GS;>,KV);/M%'B*8<-|X 3+!*M@ B@KSD&S+?@+IO=: ,MZ--IZ$Y8%T(EA"8;&5?<,EJ9+YDMI2UV$=Z'=HHI M51OUX5 =UN6&HQK?:A?F>@&(T(7R-*@)F,-H0_G^CMC%DA&]TIHP V/ MLX$50;JI"\|>%G_#2B50H+'&H'.H, ^1\0!F^,L&4GJ ?,%ZL.G]WK4\8N M^A-*D=S@'#E)PI-TLWR_V

*[%TP6>5J8N=!"HW0GUQIEN5D4Q4D8E**VZ5PFK05/`M3!QAQLGFH'"%LJ?`0-EAN=S$#KF/$;T?70_JP@6%.N?.I-UXRBJ^./38]9!28`M%M"GWV?4\MR!_0#V.,,9=8^.!O#@^ZEM_@Q"=!7*?"...6[56=#M4]_2C'?+`ME?-*TB[6*[.\[@D%[CB=VF\`"<('$)DNT8D3`1>QQ\3ED"$F=V"L>2Z(9Y.H`M:V-(@>W"7T-J40#PKV3NV*^FBT^-#+X+'>/IAV U^X,%2X'&F/<(ZH!'P00#\`M;1Q-?`CY$^TP6(M=YX7$7SXO+QFLU*OUO<8EU=3:GG-6U.E,(_:-@0NVS@Y`ML:A<%E4_VKB\YAG71K;,W7!A9(KRI8L%1;Q,5-2$IBP\2TB7*_.:!Y@(>*<#V`M]ZW=.S<0)!50'U2[?!%@$HAV%$03=]@PX?d/SN(|`3@:!N$(:|!H*R7@Y,=TFM-M+EQF1^2]!B\GW*,2I+UG`H:&Q5D=G5DIGX4FE.5I'M9';TA@""S 29%9/,/H#*Y+P;V@HR*Q*Z"3(K1HY03KP1`D@":P0%K\PW0G+7+#'@!9#;Z-O6\X&CT1^43C"R91S&C>W-J2<_JZ,`MEHM@IF|/:D?`W!L_1`3:48%FI'C{)*

{^O[0X%8R7C31YV@X14"5];Z,.:EEMO`M(X%+161_^?&?K`(=)T$HM7(UHZF"`^#*I>-_8EPC(BGE4HP&6]`MDBB^L=`!5:3]>F!MS*GETC*QZ'XV1MK2I,)QX^/8&

%@N97>YM#MVI8=F.]-_MNH>8:X"8U\I-+=Z;fQS+W`1>:,%#/A2OFH!7V1-<07"%[^`*M>498"\4,M:*=K%3+536OD1RG90FI&S6M6B5]1)LFN:ZN&C6EZGS$GFO4FXHV MTIM515?5NDP;M*D9XZJAU*NJK-2:?[/$RV!1N9)%RHY)DE;A.:!+_N;TA58PJ`M^HNA2_]94,MKO[*64_$F4_4:)54X23IJ><&'*(6CO:=6SR+\8;$CW1]'*=/Y`M;^IPQ9>4M%*Y>

{VO)!F.L6>1KOU*9T/]\,.K\<@'90)'8,_(fT#I<_*'/47B`M=:.'3RI^5,OF$3:HPO4.N?N[3Z11OAC^DS[_RP5(6ZUSE4,,C;Q-@5,_$?K,H`ML!`X'G-D`BO#)%1\R(,]@UV_EPGK9

"7F)9G$YW\OPO;T\G7A6-,=)>2UG>'M4I:\BL_OP9T.W`HGK,,91Y83OR586ID,WX.Y5]CD"`[A;P_V^E5'WF+.,]?_[`M+UF1`)EE5?L,H'[V1G]%?/)?<_^7K1[96WC($$G?

H_H/,,]"R0NP8WWAP,K@`MWGM'=\TIZ5=;JR?T^B_W_A-P/67BV=]VI*;<2H+SI>W2(>&,.<2<+E]VS

I0$"6M<^.]:O1A=POWE]XI&.]PNY9YS@$6R5&;MMY;M&H X^" M]X';@L8&N!\R-8^+]RU<;8QB$23D7`M/T0LJ2`%N`MX&;;5P\OBZ%T.83(@$#S1A=_Q>GZ>[D0'!8$X.'+"I19[RT:E M!A0'X`2Q%KQRQ`2Z3X%/'PXG5FW[7\6IO?^!5#8'JT0H#4#'<'K`^?X2AUL`M5`(HM%1$@!^NF&8=NU"E)!?DL$&'[)3882CX]'`6CG/-VC9WS,# `YS8B#_

M=F#K<]M"!H:Q!0+.ED[E,&N#]_1+?`U^N$9ZV),]`9D'AP[$+&UHG8;S5`M9G^"]F:Y?$XP>(Q1-+W`M2=+Q5+Y9(\H*)39AS@!IX[O4`US`TPUK_#W}^1L44YT];VGCZ_4#$[:VZ[M]$VW#H5#-5^IWQ+1MR1"=_E*:5O#T!K+D)[0*3"]V!)>E&60B8.4N]_=EL@4K5T-V=0`!FT>;D:K&>`M2OP>"=/6I6^LEQ3#M/OG7N]++[\O2B.N?R?U+[_O8+Y-.]R&N5^O:>WJ-XZ1;`M[O8&[3X9],A#K]OO/7<>6X/V(WG[=%O=AT!KF?0"\,&7=G;?0+_Q6/GWKMKX]`M=F#]OY(:\A#81$F\8XLY552["94.<^0+)3+7S5&@H?F.&+O`Y.IUI'6U2'6DY*B0;7@=84O_V?

C7H?.-#[.(>I&KZ?+8)OBD`M6*;]ZRYVE<#^M)^Q!+LLT[!29RO$=U)`M]>"=U$([`2$TTO-R\(G<H%@IH,RP"%<

M?,S.3F(R98,^XH(%&5C,63\&*31S7LOM15C<_@_84WT76ZW3P?SY2[98S.X"`M>`QMIHLRX8_,8O(?51R@V/P=\,$K"E@6C@.C]4LIS@T.QLL"'D!4-Q]`)(_`M@0G.

G/DL84\MI#"%OM/^6NKV_K"SB7"6?2(;.=W\[W7ZSQT"9/N;-0/:<.&[FJ&%-X%F6Z2.OY,'L7,_ZY7!L.O0QV(]0APD>,&.% R@[XZ-

M/G$>+!.\JCR"Y145TZ@/I<]";J8^Y2[KD<7BBL!64&9!%_%HE,TB]RQG)FP],(^F8`O.$K=U`W_N`M.<$0D&W@L,._+X"=,TF'I@`MQ[#@9;PL_`

2#^`]];C#%8QX!2]"80W8?/P^5%LHE+]1V'C:?`M5K3`4(R$OBJN*;R(F;5WHY,K/EK](VOB5^|<.3FSTRT-9,'!]XAS]0!48MAFD`]*PTO`M:VC-@_'0_D>1O?00%#^6`V!^?E-

"N$06/9=,X<`8&)#U2[*-PN(8,VFZ]`4>`MBF`0[YJO0L-W^>,AI?;*ASZE/U:O!+R8AK_ZB!"'*Y^C'P-EZ?+E#-A+'P+`^`M5H2\]9=LK`V.[V?*G)GX8?

09@CAZP^+`"W):&.0+&87$Q[HQT,%X/79%P'}\C`M7D#,&[-%9N(.Y#$S8H%KAHV]-)]'N/NQ*-PM0#%PH9GL24X(#A8%RGB=`&BA`M0&&O`;8'Z')C`@4?C.\'<16X'F:UD"%S(^

SWX@QF5`,/P;]@/`#3P0CT-^D`MLRA(=QKP;3@4G'8SZ`/8S#&Y5HXWU4!1BQM#@\9..#@80AI6(93PTZI`M-`9]#-@Q\(8;0'<"-,`'"X1T"%C#@(2,RHW^1{3^L(UALV#A7)#(0W1\^A.6

M,=^6MFU[_$-EH|$P5`"C9A@AAU?A,E]M%&1A.N4EYADS9_+U`MOB(QR9,67->`7,=_U[<7EA37+9#_]ZZ\72*552[4*$N(&%@)F'ZC(\,V2;(!YGKCEV#]

M^4SWFJES3ALP]%1N'(*!SA9Y,]"F=7AG&&MWIQ]GJU7BHS`M-?%NC7=BPB)IUQH)[GCL#MC!;GP;]Z>3B6W!!CWTV`N).<)(;7^>KL+U2C!5`M`L_J8!!US+\86

8>_@:HLOKA4C;WBL@/FVF"`Q!5"[6,S]`M#_F#CT#HV>+DL=`+$TM2G2>)>3L!*?B-K$^2,_/8)LOWTX>!)GG3UH1-OGK9I@G#Y+^AH"!@F=#!"ZAN5$]-)P85;ID/[?

MU/)B0+B"3A8@X;^39-6Q.66<>`[LUB6X.IW3P")S=*(L30D@\<'YLPAG.M`M:?509&[%!$;%@=M>X:#F|@?BR(_B7BQO<(ER%(-D;"P*PF+[..A1I03#R8\?`MO1A^0"-KA

9X0#."L8/LW)RE+.,$7@Y]`^-M@2\3%)\]S1S$(BIAMO$0&\//4`MCF*QHC.X$(UPK\5"UKB!@/ONNOMF>W1,58P0CF(4S5Z3^?;6OS46V6S\G%\S

M=>9ARFB#\&E9D4V^J!2@C+9YHN[9G.Q9PZ\XY%`(`W]HZ^%,H]J,?*2$2R`<.RB`M8,/S8Y[_KCDWAV$<Q#Z5&\J'V(P95OX/#Z5&\J'V(P95OX/#Z5&\J'V(P95OX/#

M&7T+12(^U33I))@%=+,4B[GP91H%.^D91Y$TK#+:"],2PK"*Z$?P<'Z?0T$`MLT)-_(C(H7;\L<8`*\0%-`J)#&\/H_BCR/]X*"D`Y0B++<]H0X=*!&)L(R&`M%]&

(QKU+_NU3#%V.:[Z\&86ROV)3Q!Y56W\HB%F@-UTLU`M1N4>CZ:VH[-0RQT`I8#S>(1P6OV#^QRQ.IK8?31`.N;P2Y$#>8#70(3=XP.`M+|_5&8_IYE\,Z4^EO'@P><2.:O($4I[J:WS-

R%&.-;_P`&R%Q^O&\HX2`M=64(T80),>[4CV*%AH89Z@N1@R`>`^&;PPE3S_.FH*#N6WYB&`C(>IN>)'H0.L/G?)#F#X9^+R+3)%HT`7`MJ%,#^-

P6:*6HHUI>M(_R!@"\FNFB$__9=0>L+-(LPPRM/>?98H?B`ML!!`21PT-<+`8W1!:7QP94>;(`M,;L`P--9L#T*Z2B$E5GHM$KD$0L3W857AT!K.0YFEZQF*__."F$A0M\P'Y`G

MP*XMM5C9NW14"LP(DR+WQ<(L)IYHMB'U;25;#+-I\"P/DRCA4E2801WGUK0;`M/6QS>DZ)H.C8^/W,X\CVI,4\)@RR-7[@IH=-86;U2`=A'QUFQ<|>%%8>9D/$`MV?S

/*!8.5.FY4_8O<;6`;G>/-<$W^LX+A(H/+J<21Y\B$?#ENOH&W#"XI*8`M>17/@\=-*D1-FCP_39L+PH!:]Q$M5C83L@WXT"#TM6X&X4`MY0*!^\]JOK<!>RNK>

{2N,>;2P/3=\)FV%#/NR?PG#LLPL\V[3\F+15_Y);'2`M#1AG?H;J0K4)NHOVRXT*/*%LUG53UZG9;!]JN5*O.JIF-.KP6%VKGJJZ'@`M/5@N1A)56^!AS]XC0<7!H9$]:+/PQP#KFZ`A.

{BIZ=EC5`ME+>S&[JVY>+S.$.0.>1YAC]6^UCR.//*'A.FT_]WL\DB)D46C-J'(KU-EC;`M0^;5BTJ5]XI:KZOX46:!(P.B-LA#D=B6#':*/V&^_6C85VM:,RH$.Y(8_;XQ[\36P3J]P-TO'M:C

M(9]=3+++U1_S?[.5W-@4EZ7EVQS`MNTH8>^(5>M$L,P%^Y\7_HK4*^\LY&Q(_+#A9W&A0D>V,Q_`!>IY?L3I2:$7/`M,$\BN,_+?

V6@T$+,.#\UM5EAIMJU*.X852^!520&:R8$@K)O11)K38?>6%6H`MF$#$1IY,$EZHI>HQ_^!UP=52Y9=_*+&J.

*M*G26^=D4B["O)FN8Z,XZ[!S'U9$SC*NIXR+3TN'<1E_Q>%K=-\!&\E18GN]I M4WLE3T7G:3U#LO>L#@QAU8M[U_>)ZQ 8'@QW:ODC(/.;?X&M:!\@\37]L M(WDJ.D_3*6Z2GZ+S<^_<\?P>PV7,QK_X?"1%(IL*<]:3; J9JB$MOG6)Y*.SM_/$WGBI?\%)V?-=FS M,4V-D8K ZL4]]?TK/$B/E PC"#RK/PV,O@WVMDN (B8\Q7-MN/D9KN*\ =I M)@%K/^/M/:DM2 MKVL-4I>,2]-6-\OZL*I7^P/:5X=_J97FA[/06E4C8K,G7EE &,O<#2PVL@$U M75ZAZ0J$//7P]@^?GD:6%U#JD%=*?_B$PC<#TJ.3@([U''-:4R%:6=.)X8.$ M&T\,K'0-)6ns8:=W59)C\MWKF^LTWD4&30? MX]81$0''1PV?E33?*K7$(Q+/&A@>?#((.1\[:HD)?4?O"28Y? :^? ;,:+IC:CY M Q^*/[!KD(%GP MBZ >0E:L#,$ZQ=RI9+/^QR0XM:@\ (#!&>Q@K:V(P.K#ZOLOJH5WPI"&XZQY:R M'L$SF"^"8+2]C=CY14$E?J!V;+N+8GTXF<'=4 M37H-=&. 793?X0LF'KV$9SHQ D82>[YW;)386%YKZ9;$\JX#1JH!ER?> M? 4Z^HJ[QE;4UF;'@BVJ%7C'!,$ UX<{8>(Z64?>/WCTAC"'*\,^]5X\]%Q$R/% MV"*B,3400 &](.A8P\.OSMP]\2L*<,9BD[NP69 M?0-O!,CYOWXT-B^$X^-S65C4U^+S\ W#P]=.:=W;0 _-CJWO84TNG>)%K\"V/? ML?9%F?+75K?UI?YUW7T*9]TCMYW>S?=>K /0)3\ _^&G=_]GK].C@C?"SN>MT M6]V;3NN>W#QT;SM/T1P>V!WO]T\X!?+PK? W8PB]ZY)*ATW*F=+!.+&5C!][2 MY%BL[7>-DK?H&5RG?\8<$+ /#ZF/V8MPSY#2J!<*.:=LMC!KAV^(W!0KD=.K M;_6,J6]*

*[M<(CYP34%G6.#W^FPN%PIQX.!8;WS'%DNHX#JAS.]]4*1@3,0?)O MC3M(8=/CE(GX:V4@%E#8_-G3_B7"S;#[VYH.!@LR/<9;0KX[]\5YC-%8/^] M5]H3F+V-#]SP8IM9+R K8=HU*$;_7NI5XJ-X?062:V2,4BOK6@F*F1# M.[IOV(9CAA(MB@9G/B-6/QG1,G5&=/",ST#[*CY$@$S1QG]Q;6;)PDL&5D"& MAFG9:,CN<#$QS"Z2BEO)^#; <95T77S_-_X8,,@G4P_6$ICXIP=A+6.@##/N-&\-D:](RA0?KN MQ?=-Z3OOE"'>3v_SCWVJ_=7;L2U!1#8 .7,.BIS!1 M98ZY(Q&O1/CC88G-^3"/#v8F78M@Q=.ME&&+A0U;.+:S%<'Y8R22Z?*

11F,12A(3CX@WH)D61@H6MF,/6=]'[AR$*B0P" M,@\H"^$2QF)<3Z:Q,P4L$XM=X"W^>,[X/8#'[JH]AXZEX1 UAQ>Z'.MP-GUJ?[]LD$@<7JUT8M\QQ1V.7#)$"E);,]K>G0L[!2_OA MRV/KV[\Z-^3^X89I:.MT" &_9#NKH?Q;G+WGOO+?]=T564:IR4K-J"M5F]*4 M=!*VC#8ZT=]3*'H[B=[,7VE/]2E_CDK:3U, YP^Z074^#%RI_/CR-.SX^!K MP^,3/=C2B4H6+:?%O; T&-CW3 G(LU/^93YL%A+3&\!S3V%M-B;SB,K2N;@S/-M,]U(W1=-*^2#5C,,XKWGV?;QUM@.%.YLBB$& M,R'QS8.'Q_9B\DIC/+DF?

Z"+ZK/A91,KLVT]5O%UH5[IQN'L5KS>S?TS]HL/ MJ,>30HU$0N @^ID=,V>3GLR^B;02C--?GY(KC"SG_1KI 1DD@. 1 M5SDE%ZU^WS-,TW(3M>P5AB_%6%BKZRB?*

*Y:K3UJH^_Q0$++$S=B0XNAY[AF"/+ MQV-*DVD=:Z+?LG5H]1C%I>.!+]S+T>QX*CJO):YCO_' DVA$#8YS# M+!N;/H>1 *;K8:9ZP+-N?>*X 1E8'C4#^VV6:1CES?*

*-89(QIBV(ZF8Y/@8TFL+SHP_?IY4R",N&\\F LMK.+4Q3,/R2ZOUC8RIP5(^@.3TQ."G*ZV')'#2X= R+>]8/#%Y M20R"8>$\NIF9(V%\HLQM>_D?I8LOA6XQH'6< FFS@>N=-*

M$0)*BT4ZD"DA0.=T^\JA>MY(-9^:,ZGU=9:0/[/:,BT?-!D_2C-M@:;QYEOL MZOE0P.K%DJZB,77WC)PZ+V@NICJ+'P#!0_7-Q1S!G80+@T(A5BR[KE4N(,

ML68+%29$05XIQ5EQ=DKN-P5Z+P\0LAVB_C.(F>?`A*ME,G-#! M+!HL$[%>NE;],.G"IS8]2M5>K,F6(26"%2*057+VU^>,,)9MK7>KN<&[E3Q8 MA >LBQ0*E3!>]W!TZ72?*

*VH]=%AK6NE_GZ3X,I=+%/&HE'IJ=_=1Z?VNTN^:-= M_KU'VMW;]NWZV/4Q1KROE[K9?E_9W]5E/L2"77A=?T!)KV<%:LZPJ:J4AL28*0W*,-55O*&6) M-*

*7$8DF>LU2J*5J^>!VL'LM&RH'?>S4+_^XC7L=]AO6Cl2K%U+XB&N#(^KI 3< M%L870[@EL<+RR1Q5:51TR1PAF5-1]'):K4#RYE2\]39JY^'-(;TW:E/L,72Q M"'I.?26Q\SN?*

6FGRZ0N]U']J-NE+1]E19TYQ_B&@[20CG <)-55.:]3T]EQ+" M(K&RJ!!6]ZJBZVE5'@EA"6%AYJW6:DJCI@H(X1T]?12TI;@.W8SX(EXE"2<)

*MJPF7B:LDX23A).$R<94DW'$(E\HEK);J5;'MB/7E.-*ZPY,ECN3,L$HW=Z&=AM_MJDI#:.53W/-[-G#1TC@,L"=@\ [?64,K]GF??$KAB|+"0P%6K2FW?P)7#%X M6$C@:.H2WC?:Z'C*

*/60\1:VD":ZT\PJQ80EN'C9[UB$I/&]PH'1+V4%H6' MB( )RU3_L5>VX):SLGPCHRZ1(9&Q(8ZYE-;*E= H"#0J!7-D)0H C4)DW6^L MM<DT# M\O 82L=@FXGKL[!G5Q[%YN8O=-*

*Y=&CM+Q^X*V]26YI<8?=^U!\'F6U:ZV1WZ MI$TM)^OX7:DN=E6/_SWRHN%,C&=ZV?>H\>/2&,)HKPS[U7CSD:"Q28TM)WIZ M \]3ER>_<8K#X3Y37&[-*

MVZ&_)OS0$V75P"YFCH#ZN%,"1##E&0D4>'OWWX MV^Y6]FKYPZ". Q__UH_%ID8LG1=IR,.F5%HD.;9_O'QZ^=KK_M_%M##4^O7Y/-C)WO;4TBG>U-*?2*

9/O_:]C^)/^6NKV_K2_MKN/H6S[!';3N_F M>Z_7>>@2F#_]M.[_['5ZY.%.^-G<=:;]M[DVG=4]N'K]WG:=H#H_MWO?I)YP" M>?C6?F2MKGODD[']318+<<-E1VTW7XK%

@HQ1?"FM@Q.1?S\53]WB)>UTH5+5U_.M^BW=YO5F+=6C-G]>K:Q_B1S4$0=5+6]_^6%:O6>](^[W4]^4(.(KCU/O=) . MCUTF!UOWV0IE$GZ

HEXE"2<)>PF7B:LDX23A).$R<94DG"2<)%PFKI@$0_23 MA,O$59)PDG"2<)FX2A).$XHPB7TUR M(^WN;?OV<.<.:!.)30F"=M5Y2LME>#/ ,VO.)Y9!@Y$[A40/_ER3E#%*T:12;*

*MX;WVMZ?VU_M1Z(U%.*5-?U0TU^{8').0IV1L/)>L9)S*DF@'05HA:B2^T*= M*5W!_I5FN@?!5)HR@W)PX@WND"7]ZJ*OF:B>'_$-:>W7MD\ERSJ[@KINAT/64 M-*

51+ROE2NT,!.:12+,DMM;TDVK$MF:]JJAZVL+E$FT2,7MT2ZHT%+4L)9LP M#.DSU]JZTJB=Z!VFB/+I\1P!L0-1M0CWBX;,EO5SZ25 MV85#?$57JK6TPDV<4ODY9TY-*5?*

32@/)G%,USU&TJEPY@C)'530!!VT9U;8 M& F3&QCVQSUXP3N\$J9[9.$."6"1F%A7$NMY0*C4IAR6$LPOA&MB\)3VIK4>%L SXE)&RDG"9*

*MN$H23A).$BX35TG"2<()1;A4;F&U5!>\:V[',=TQ)4//'4<-BVS,M&47*N5RDUM[5=INUJ#AE=.]Z03 M=-HNEW2]*=B@#I0JI%KFE?K6Q^U=AM2Y]IM!JJE'Z)O>5;GOK-*

Q>32>Z"Z0 M91\VVD0[8PTWU>$VW-<5 RE'?5+:[6[*9C*2E"=KS2.)+O$K#'XW2%UMB]05 M(B8H?1LE>+]-F8!)NB@E7+\!+RL2P0H0<':W9 529T 'I$QY](N

M$A2UC%'JZ0OMNG&V6TWNITU) T*@/"> \)CUV,@KA,66)+>DPJUHM58I!G6 M*OIZE@ N H#UJHXZE.P4 #Y0>*/(D+OAIV)81>CJ:.$J!;I?LOQ\IQ>HS5'L MZ-

JT77_JP9,OU,T>G5RV KG0:B5M9<[!<%MV:#DD6QJ54B/3:,FGS&@/A]0, M,!QFZ'KPA4/,]>=1QWPC 4@2WV85! LF0M1:J9IK..3+QNJ4F EMFP\XOU$H:M!TBY/S

*RG(^V5*MJ']N!&1+/F7'(4V/ M#(.SI&<:F_GD2K-4/CE7BNEU<"?4@=*'#T]\4S.N@5DMI6\E)L^$TK*E4]SU& M$(DU^90=6TR.8LF/"[U4DQX'X;C2**UN9!GQ.(B\]'=&KC19Y(I^L(:*

*>3[U-M3S=WH==;HU[?-]G__"7TMQA8$K?YQJVF-.KE4CF'R"V.V^K=MFMF'21J^2PU MM*7O*H%@:9REFMH!'%C[&K$Q:5B!80_<*1]'B7+[^CRT#(K>SY[Q7\LF+X8] MI02&##P9*

*8/PD]'<=3UC30G*QZDS/M[E93ET$33H'3G4:#o8-$_^9?NJ M]SI.A EQS>C[&;!FC^RH"BLX+6L3TAWP3LH(O9>I&>N.=KH)W$4=L%YA<$05< M$7]E\4ZW\E7A%3-*

9"'2[%XER2O)F!VK%HKM'G2[2EA2[]\U?S;6@@UWFDO4 M0ZXJM;7E8/E"%A@73G\UB1>=?"/6N)MCYN,X^=NO%PBE54M55L:L";RO8&1Y M .4.>,:7TQV8C##O_V=,!C =-

*MI44!FL\,77>L'#%?,!EQ=EE `&7 ^4*L+ MA]K;J0A;Q ^66"*6P F[8DS\"//@1-6.U:5@QA/VP.1=%#JLBS%Y,G[.0Z'/ -6H3P)2"306E]P ==&-PK:C M.\LQ'-."Q=T+X /LG*

WNP$%!MDH)IX- ^&VC5? 2=-U'&HRC+Q:P6@3PS:N M_EUK76W,UOH[VW&&I.;<81 8O(Y;$T(1$]R1UT$Y\";$LZ;Q,2W&8'U/0H M]#&6@=(S:D]9PA5]3!WV&=#+A0#E)H%(8?

[J&X5-Q$MX95 LDKW#OQ0-'T8/[P M;KC3O2(7UB_$=F5[6-F0%7P9V:,FU/?AB4;??:$*7 \WC&#]<(<-GWE*K"$F MZ@4PO+$[L((W^,T/X"G+[P3Z#/EZ9T^#QQD@!)!PH$V,+:Y/D&?

<.,"_?U?" M3>O">IF!V!@PQZV/[Z0_)]2!F_'=$\\=4M_G^LB0,NUZ0"[@QJDS-%Y2YIXR4B7#@LZP5I9SD6C "5?S^- M5$RVED/HZMA99N+Z%A+\RJ,V>]^\H0PVDXG=%?K@R_-

;C#YL%=-@\RTK!=4/ M+C/^R7:Y2FV1&/&_1]YYM3R&=[DVB9;PP[N=J_EFC^RH"BLX+6L3TAWP3LH(O9>I&>N.=KH)W$4=L%YA<$05< M$7]E\4ZW\E7A%3-

*M.A"=EC.E@W4"YDSZTPE4E63NA$W:RO:[Q5=8PL?AGFYY:!4I,S\N>P9[KD]1 M)W!,& -W@[7)E9U-F@L,XUFLRI43*5F\P+CEI^JULJZ7.KC:9>T]1&M5^M M-*

*C5#UR]#LEKK_Z76&]4/GXYL1*2V[>(,-K%,G$7G7^YMG2WKFR,)N&"8"1B% MBYRT?;'E?V) S .X1 -=*9?# MX2 >XNV%6?]L$'T@YM *3[FVNQ.Y^S#M*DFX$D+*;-*

*E]3[=*DCHM!71.2_98 M:M;]69SV*_0BFZ8S>9 JU4UPZ1FOZ+U;?^O2N7H^^%65,SK.I=?6JUO,3?T M5V >UAX],86UM 4XB\>4WK@>&.I8]IVD-VNB*

*MJ5"6@TH^J&IY^\MW1&L*D:TT!V-O%/K6SS&Q?S&9-IF-KM+[]D\=FOZ6I9) MD:SYJ] X3]^W-!BY4WC4(%'CTIRT^NVUOSVUOWYN/V[,/]QK[N_N7YTUXFWH*

*MCY=69N291+)?!\97 5HE[X@XDETH#SM]H5,[U;JBJ6FSG64;2HE@8>9=;0""' M:Q+!$L%91,"JEQ6]LF=I*0EAD5A95 AK-9#"S;] $#YH?!2O7IV_"4_1V*<*

M>5@^E>!>_7I44U=TE5BHQC(T$N:1(9$QAIR MU8NZFORR:9HJ@BZU=>]W+_EO)EH9!RX:+>_T4VLP6VUT;%X.:1%:96NL&(M!8]^4&>Z9 .NS

ILM.:+4&GL6,!2@-&?.F5-5=&W/>]N2.<=6@G6EH9U##Y;, M2<"6 M-6R'Z6!CR['\P&-E$8K5#]W64/3&GF?^ D2FY)PYF]+I>X;%2>8<6U@W:XJN M5B1W!.6.]NBI;833!!3,F6'ZS7-?

*+*SWR-*A>;T++%CA^S2LTA(K;8'U+Y""* M!3N\]"K5YCG,FZ72O9LW%S6E7&XD[SL]^7(:OE0TI5Z1!WYB,N>B4:V?2.D4 M(*UOI>K+N7E?*E:1Q!Q*Y*

M0C&QD,C5ZQ6E7D^C>5HD"L7$0B*W6]TH>NKCO:,C[Y#^,%4K;>=WB\+8W+$')D_@ MVZ+6OS^5[QV+5C@ 8RFY=S4I/S1Z! MITDX23AMA%.MM=_.]!P*H"/EY?X9GT\93QZGNI?*

*@=VH7K?C.G3SZXIXE23< M<0B7+M!$<*F)X22Q;BI^O)W*)6N<2>'?(S"GBY8:RUK^:=?RJ%QR1W(GK:_M=9ZIAA;9_\P@MUG?^(:MYG'$0 M42/Y*2X_]S:-*

)3<%Y:0J[,PIWU)>LW*U(YB!6O*U Z)W(PB5V\H3>W0_9HD MCU?&Z-'.!*+^U9>%X"2@+]6$D>$E 24+;$TCSV[+^08 M4$QO_!@8,"'X_\!Z^?0K_!4-*9S=);J 5Y7:(H-*

1Y[&;_PCRQE0)[BZQ(M._M/B\-Y_77FC^SJ69Y8K$8L)._7J!4%JU5-60##>N'_CH+I]Z6&+0/21G:M,B=DQ:=?^QY:*

*M/OON"V>B8Z+2Q.5CN6(QZM8+O7ZU!L$H7!?ON_CJO"K/S'Z8*I-@\VWO 9H M ERH=VBHJ.5$6"&5^@QXG_C>*W!;Q\LM=RH]_MZOZXU3%TS*HU:W2SKPZI>*

M[0]HI7QW^I6F5#]%=(V^^:)]I9=^CQH]+8PASO#+L5^/-QWTE1HJQY41G:N"6 ML$RRC809#O @/FJLX<3RO?SIN%=\+@,]C\QH4-TY^X M#FZ]Y"OS2<'07>=?

R2ZOU#1X"^ZAIV;R[C'^4,7^%T1MVDDOR!'OXT+5M]Q4' MRW1$GWCA$"GQ0[]$TQMZ[CCRM\'8V711"S -7ILS=<@/1+M?GS:F7]2^2@CCBH:GG[RW>-<* @1^C/7 MBC?*

!)5MC"V;!Z5>;-CI9EDDGP7/LTTEQ7+!)7-Z^Z>]G=[(_VNW?>Z;3=MO6W?)G >;?4199D4?UYV.]WV1FID =_)9GLQP/W%P[T,MC9W"H\;^)OSQP(^ MPZ3'0G]SNJ?

^]M3^^KG]2+2F0K2RIA]DJKQJ4>2,>#HC7N6],B//))+X.C"^ M"A!YO-X^DE'&Q8H;JC241G7/+E7Y#'@K.':S!=1.0RFK>R:P)B9!UA!<9/AF M"+N:6CL">#.-W(#-*

UOXK91U14O=CO@4PC=W#193!AX_+)\]O#_.'MQ57KI M"6f!(B=D]7#=I"K+I$AD2&1(9&1)DJWO&\QH]Q#XY"U#E41E*FM<[^GOBR(*

MGJOI,R1&XRH1SSZ0IUIT]V5%]^^9JI.Q0D009(ZJ M-&1!94&94]&5:BUM^0)G!,OIZ:4]WLFC E2CRLC]N W>R15P55=7RQ5\)9. M/&KRF'T>K#YV87#_91\42Q?

45:6IG4EHRAUMUX[65!I:VLHUDCDG4M0U3:F6 MI3(H:74NE*I[=G#5B1M4/S=] MU]&?88=;7V'(L/_!8PG:Q.J%H=:6I[WGH M+T!H2LZ9HRN-U:) ,N=$AXO_4-M)7..S1Q-*

*:>Q;/E&&*Z5R]WCNB^6C38HY MS[QC)X4]%1MX\O3L>2XU:,^)4RS:I<4>4ERJW*?A545-*9<;*VF,DB_G7C.Z*

*MTJQ(+X*8S+EH5.LG7S(%R.%;]>XBFX84.Z<$_E8]JBQ@+Y&;..>2J2+L0KH"] M1*Y$[!SJX92UV6[&XG"4Z6TIT-2PDG"-15.5,G9 M'2DY463+A)?RQIK4,AH]5_?OP&Y4E-*

MQ';K=46\2A+N.(1+%V@BN-3$<)(P MNH!3)3A99@N$D4X]>LEX[%/X] G.Z:(FQK-^'=BV/RB5W)'?2>DQETK@&#GK MNCEH*H38&^NW=9WR8KT*

*BY$%L1_:9##WR>)GFWO6596\D2NGP-PYX\HYD'$] M\M[YY :&G:15W-SE)TI[Z#Z#>G3_(1AYG'$342'Z*R\^]36/)30&Y*>3]+,.QI M7Y*&LC*UHUC!FC*U0R(WH\A5:TJ!)ER8L42N1.*

L!UGZFHC;$KD2N1E#KEYM M*KJ6-IHV4ZD=$YS\H2YG6D42WV/VA^1P4H-7"G?9MFU@P]1(+'-C)D,>CU?&Z-.M' "J4DJ[G4M 24 =./OT*T5*F=W*

MB2K@:5:6VRN:SA&_(<@:4;XN\:*3STO#>?YUYL]LJEF>6"P&L.1OOUX@-ME%8M534DPXWK!SZZRZ<>EABT') JCD--%K/V:@4C$HPH"4 1]RWV6> 2@S@P*

MILFZ+>))Y$Y[QKBTD5VKS E9\>G7OH?63YK[&-AG;YXO,2"[F.4Q\>A7[G]KM+OFC MW'Z]1]K=V_9M H5QUZ795+|\>=GM=-L,J9$%H">;[<4 -OH/-U'@*]TI/&K@*

*M;X[UCNGZ25V(8G.[U_[VU//[ZN?U(M*9"M+*F'V3NNW)(>.HS,$UUF)&99G??D^ZU.K2]V\9]>/?!Y2%QR[V8*O MIBGEU+'#:4F0-007&;X9PFZEK.A-6?*

!5BMYLBMY:?2EKA]8<#H'@W+5$2AD]`M]+"<$OC^N ,GH262VFF#A@]1ST& XTY9]6-WU,4YVCE+:(@/C5KI*W3)#+$ M1X;]QM9DW5H'+(^D2[".K5U!O?*

4EZ52+1%^1,BU:]LJ+HJ1W;AQ#9LN!>$MY4&VDJ7Y(WI[<%:TJF2,HRH5P5S=7RQ%\)9./&I://H<=4%C[,+@_LL^*)8F6%/4ABR]+"IO MM(HJ>2,D;*

*J2RHNI[9KQ*YAQ;$VPH6CUM128?--=#"V',L/ M\(#U9:6,6B+$9;,^,U;I-_<\[Q<@*"'7?O*DK=6W\FZ2-\?>1C6PV?>L R69 M(>M>6DCUFP+IEBX(XMZ MZH@ZJ6^?AC>RMY;*

(W%%! 6I/X*8S,E#>RV1=]9'6>Y,9I8LZ!&]HJFR\]P&M;N. JREZ^=#!?!*X$KC'GG2CK,AJ6OU3 E-L0Z, 2,A) ST M)DCC*

*/68)9PDG.1FMV=Z8E3CV'$=NMDD*N)5DG"2<))PF;A*$DX2[@R$V]@S M(^P1@-K$DFN"<%?7\1D3E[=1N/*HS6)KY[T%L*]_[*ZP,T%Y?HO1!WUF M&FR^9.42[?*

*$JOV]M@O0+UE7IX%0S)$&4H9.31X6\? M_K:;/6KYPZ"- SQ_UHY&HA\>1*GN*HK,\/GY_N'A:Z?+XC7J MU^3S8ZM[VU-*

*(WN3]&_)PMB3MRTYZV2_MK]M+*VO[>Y3..L>N>WT;K[W>IV' M+!H'YPT_K_L]>IT<>[H2?S5VGV^K>=%KWY:.A>]MYBN;PV.Y]OW_"*9"":^W' M%G[1(Y<,G98SI8-U8BE)X*

*MU"0=T!)Y=J1/+LR(#K\ 48[2B6B%@>MG\S2B9.C:MON*XV;[KT\F'O4!5:SA M$,P)$0:RWD?Q8HD9:L#4YL<#INL'9&@Y!DS0L&\'1D#'>#>^C%CP#!.0@6^S MO&W1G'+$-_"%&*

*;OLQR!WC[&Q_(/+5QA601"7(1%>B2]/4K#*8.T]9&+ZEE M7;Q>.P(V *HD(;]0FO)9.%AO;H=5PB8RZWVJZG*OAW#59;G=P\XF1.^A6'.9 M8#E]CG'TSB)Y)MX>G46*U87EL?WM*

*=9EDGV@LG%-V C_]G^_]V$1K%B$28$E M(;0&B?&=&">QOK!%:Z/SNBZ^AT*B"1=>>>Z U9R MID]H2&AD0>2&AD?HLR)..A>]HQM9DW5H'+(^D2[".K5U!O?*

T;8#LNM#FR,4:I8"4#RZ5S%($6 .&'-),D-"0TB@0-T/(E-#*I MRA49LK(!:U[]<0^A C<++?9C%LQ?,,5=/W;4^),:*-&4E-"0T]H1&+?76F&MH M9$>;DY

M'&1E2$#FIL^:/,EX2$#@3LX==']W(M=CO=MJP((2M"G(QXLB$K AQLFQYB2=9%2)'K)15(615")E[*JJ_2J)*HDJB M2J)*:,E EVB7:]_&JZC($1-CI:R.*,AX"*

*(JM"R&190=0/>4XJH2&AD0 :,NHC MDX]"A&SA("NK0A2C*H2V=QOSK"-E34Y[2DKH2&AD0>E%3[$71TZ1C3D)6A@3DI?(LR)..A>]HQM9DW5H'+(^D2[".*

M2"Q5EQ7(Y,8MH2&AD0H:M9(JH9%%M:'(D"UHM!/3Z#X&1M^FIQZ-AJ/Y:_G/ M;'0#Z^73K_!7-"0TI>H,%Y5:HN(^L_4#ZSA&__(<@:4"-XN\:*3TYC-*I:O*

*M>/*W7R\02]N6[]S$1X]2$HPH.>ZXV .OK "X8B;@TXWKL$!_C-<@*\KWPTSY M[CBF.Z8LQJ,U0%XGOOS&]3S]3UP'24*^,B4>YN,ZEU]:K6_P$--U3,NVX$88*

MR]F8]N$386N0&'WWA9*AZY$!#0S+]HE'GPV/C=[,99T0@Q%G#.CW2Z1EV^EN M8:]%C, UECOPR01NQZ3@-7FE'H6'F9BD-?

^R@A'&^D&!Z%2@Z<7T+>7;%WF]JT.M7:Q",0B$7ONRL7E*>WV+T M_7738/,M*UG1AQ8C:CD9*"K-16+$_\Q6H/?/EAJN5'OI_5^76N8NF94&K6Z M6=:,'5;W.'|"^.OQ+TYH?

HKM&WER@/M/+OD>-'Y?&$.9X9=BOQIN&WZ,%&/+ MB<;4P$U\F60;"3,<[D.8Y<3PM1.L6> ,&3+]@JV9>KA53 D0Y2AD)%'A[]] M^-MN]JCE#Y^>V.IWAR"P*

&^P&'_]:&Q>",?'I[HK09_A_/]P\/73O>??VMH M:OV:?'YL=6]["NET;Q(M_H6Q[UC[HDSY:ZO;^M+^VNX^A;/ND=M.[^9[K]=Y

*MZ!*8/_KI0_L=7KDX4[%V=QUN]WN3:=U3VX>NK>=IV@.C^W>]_LGG)Y^-9^ M;.$7/7+)T&DYTUAT9) VB7ACS#!E#K'3($(M82AYXXCW<$]M6ZPPJ8-^\ E M>1JA6F#;*

*fBMNWEQ9\.(1PHOBDW'GD\-&7=T]FH6.[?'/X=0F^^KGZN:Z7;K7U7Y5+ZMK/M-SU*54M-=?TMFQZU^^J-J10[J#(.]:WW480K+9:IT#ZNWUYYW-Q;.*Q@I#E-Z M*PA?.EF>S%*

*">WA;@";@SN%1PW\)%7*TA0 $)OAARV=&>)[^,N(?D MD"B3*#MLC:MZF5%K^P9#RTA+!(KBPIAK092N+EGOZBC0OA A3#8 M> ^NE>O7L ^$M^[,%3*V<'_Z&K_QT!S9E-'E93Y*

[E)'=8H7OTAY3YR%)9!0# M&7KJT%")C&(@HU[4W.0 OM'6/"SR.FJ5D2267MY_^OMS9P=LA?&3" ,:!MBC@ MT!B(1P%O:RJ52SG. OFTZS(&-K]VJX_]>AEE

*)CC@SO&=YYH>VWL68VK;*J MJ-HYBE7)E-?_O[TO<6X;1_K]5U#9O%?:ELR(EPYG=ZH46TZTZ\A>RYGYIEZ]M2D$D9'%#D5H>=KQ__=<-|->)E2{(141(F$\<221#H"]T-*

H'\O\^:D5C$;M1F! ME'S9,5]TO=*H[Z*T@F1.:97FA1FUK 4&=G^7)-S;$.[LB3M7\R\0PQB0)H MA1\2AF&'F S1CRP98H#/MFKY%AG4R425Y({4G/+R9]>:L]&$2.DGTQ[,H1&[*

M=RSB>#"3\MH<9_F Y+$<6?Y#KT#$,10K)6_6LPB2.]N:2Z7EE)4W.]6PR&P7)':DYQ\X;9IN&5[L9'8'M 1S%LI%>79+ T-<\MBQY(S7GB+FS0\TY EAUL75]45W(?+_X;V+0Y4H)

I8#D-+IYQ']>K-$HKPP6TTX07N7R\N<_9G:D6\OG!<@7$Z MD,CV8T1\V=-(5%?67%E?D@KJ6"!H=XF-_9DZ=5R[%>9+R MM)B2:U>].V!YFD#1SD#0)*"V!-3>GM*

C@'YY,/7B&TQ.@X<"&)A=-A2!_+J,7[$@N.:Z^^B P_X0?"LG&LESW]1OZZ1C'"%0>QJ.L&QI*;TW6]1GP79N * MXKK;_LCQP$H #6*$K ;!!QT9H>A_5WI*<8B%4:W*

H013<<0<1F%7DNL& & MKMU31{27GFW)WSVH]/1;UTNG?NC_T$2U4O$!^C - P${4'^J*L[LIAT"- M_#@@Y^WK8IV,2O+A]E(ZKMPPT/,3UZ#<OS= C MF+7M>3:#*

*(K/_#=^<]D$]T8N?/;XM+(0CZRM('T)MP;VZ9B"2<#FP[CE4^BT MW-"Y;>,5&Z7""\/-#\R+&8*PX1&Z!K2A]PPM(;'HF/;]ZX@<:!,G\^LPXD"# M]")&?R+,J/!.:,!2B\-*

'^X5Y()2NN&:#X7%X' "IR3DZA?PA?K^2ON&10'/&/9M!"&!(.((16T5++XCXPQP ML$-P>\B)$7 2PE"RDX/0:I1&V@!EZ-D'P?7U&GV\7X]LH0L22=\])YH@,R. M@Y"/J1^'()JAL!XX@H*

*-7!2SAV3(\{]WIV.[0HS0-G!GBW%[DCT/=,V=L&12 M2]>['&O\0"R'63K++<3ZIXPM\C%R/06,=Z U7K_N "64%WH;,=1,= ^+D.6?_I?QYT&FP<)Y:[Y *<24!3@.-B5]-$H/Pl{("0*YT(*

MW!2U^B%KH>(V/D M;W_K[8B,MZ"EA X&KLN-?>'&G/$^@GZE""[\TQ\]2F1<3OJ$W/0,L3;<;3X MD1D,W&1X1"+APVJ/$*/[$ CKVW]Y:K51[_>-?EUK6(9&]4:M;E6-@6F8 M?

9OUU<$/3=?>14\-@USE[MEI/X"I^)1/1V!?4?:1/(:9*"Z2 Z3?M4P.SG-,D M6TB8P6 =PDS# _,_5 B)5\)883.>#"$=T&7:%FZ0H8PG?[!W5[>9H];A7B:

M>P=@9<_AC>$!EVL"&\OG^K4X&?@F+E\?KZZOO[6Z?(35_5/Y/-MJWO1JY!. M]WPI^2BTSQ_WNMUKKL$Q@]_6U=_]CH] MK.QP"N;YIW];P0H^<##'A41TG)M:LUJK:V:5-FAS*

M8-'J05F-&I;&'4A-&K-V @^M7N.VEE/G!N;7WA##FT6IUK=)1,\P?SXE3$ M.//=UW_DD5VW04'20_Z>,%VDA+AJE(ZKMPPT/,3UZ#<OS= C MF+7M>3:#

*=V0F664AG<"!)R8J5QFG LT+.U'0O}DK.%^B2VM_!E*G.N M[P@\$9W.G *^^K@6D=NDX9&?I+Y_2HJJ.QPG&'_J4-)]X$OB&J54M_D)Q.9\A*

ME;J8)9,-22(TE)62GFVV7&^T)SR7Y<8@S3(6P7Q8;1X5)-MPZ8175PBI+!?9(7]I^7F?Z]|<]?^]KE|FRU-;6KX+^&V+7L.;&_HEZQ[O=:0 M'#)-B!B4KY6,,V[AQ,HZUV2<-O"AWCE:>*

<=[;CBK=FV#J5TMCXF1YYI*F\M.T-KE:8JS^1) =Y; 3:,BJEM^ER_E& IP=LK#F,T*J997QFG34IOF;AXK-*K M58V*JJY9V" ?SD276>A:^8;_LV42%&L=&9//;__YXZITW7FQ,"@A]#YV F":),/R V MZT>D<*#R.%"0)-*/Y(DSKHN]%FI-]>LGR&Y<\BZ(Y>B]lV0I>@>"*; X"L%[MA?09'@5-UZ8C^HNM!\3Q^EKK-25U>M M2"_B+(_>/*IZ!V00O69XTA4G&@5H]E8&2)&*

*MAEEOSY:>695\!*1U?C(I16QU222+E,/7E":)]W-W]6B3+ _3H5//#HC$TCXT@7 M?8<61*\TJV5RT224O7Q% FZ"=ET9,D1R5VGE\VSPG:H]\W3@>VT7FWL158[*

MM5%15P9/6VG\.XJ&I. >MN :U4I-DX(K!7??!%?5:I5:4TJNE-Q]DURM6JUH MZNMQ_M[&44][D%7DXT5P-QF1+?\$NA.ZS8MNU;VKAU!Q'@Q760RJ0>2E0U[

M37[^,"W__MCW]E)==<-8>5;_I#MDZ 9;Z)Q2D&3@K9*4KF]K+(I2PJ9%+(U MPJ*=39M'L#FAM41Y\Q/C0P%$:(V5HY7AB,M&I=<4B7EV*56O*]BJ;!> =XH*

*M"/6^QO0=U:R36D$K)W4)5:7D2LG=2\@%+6N+LP5Uf]>":.7.7Y MM\C"RZ[M2=?DP7M9%\2;B_NDH23:!lF^X($#?!+Q0AL>9C';X;>,*7VH&S$<0G%6IZ!%*

(H#%XIJI6JN6;M6"L6A"L4ZGE)A$(F M=F1&3!)N+^Z2A).$DX3;B[LDX23A=@"XCOR-/85;WP%6O(:N\(_I_R91X.%' MVJ'$>3W%O-

N97IMT\3'UY0R>O%>.9S,O.CO%Fl;NX&NBO'.63-OZVS]-$$HS M%9,?;>\Q1]{A(V_;+][@F1,!5ZPEZ)3E+(O0B]+MEE$'3)74R6FY%,;<]WATCB+88YX#\B>&L4.-\ >94"V1317X0-!]

1(<+Q>:F%+:+< D-8 M,(+&;=('A; 1R0^?]6@4!XPD#(^!UH'[A!9O;BO4L_$^)P#3Z+('ZD7DWW'@ MA+9C)8S'OH!U9(E$N"Z>TG-\.R3C@(70"+,5<@>OLAWH<<-\BY$^BQX9\XAX

*M';R"IG.(&)7S4 3X29JWX;W03]{^H1-$3Z<>CY(_0S]#PE <-FC3&,2SSP*B M-2MH(SHA#.B ? (]T 3Z8:APWNQ)70P,3/8#Q:|.#_@<]+ 1X8/!5^-^6*

*MM#MW:?]P@()\+W;6X)W5<TUI$A M%TU>S!!D$#8.@1+/ ?VOXY(:M QY"+PH48[_8:,S-)?QO@;&A#DHQ/$I^,!T[_3TV<.YF"C-*IZVO6<=%-8]*

M0O2"A.,95^-+?'0F4(GZK](PSS7W"/1++.I:L9!"(:^I5@K=1]I\%:(MJ1CY!TVIYF(-,S(5-?O,:86]'S(+=#UR6%@!@0_'PB*X3Q5.FR*M"KJ8#K78 M"SU_L:XT\@]JWB7^G%*

{XO&00\%)5"! BW@'I/7/#2+<2]\'V#H3A9:[_[O M.==$>XB@26YP/I@*4)F@Z9A"EA[OE&/1\Y!K%(9=DIJ. R(!$3 VF8$1A M1K69Q>'I0LPZQA$9Q#P.'IM DDQI;5!*

{UQ_SYK"G>7JEV&'>-2]^FR@U\+E M?&0P+/@78G0W%J^&%A?KI#!5,@L(4%A8<((64ZC<_B&>D^G,%Y4; \M$U-7 M!@GM&W4?Z%.+]8&%0(\=+6V\@RZ<'OW"*

(@\$Z0VPLXSIQ0H-)}{(55.A-I M2+/@+ND3+TA4R!#OU]W=_>7EV5ZOO?KOC2TK<[H'D<% UNEBDWU[2IK6[/E?2 M/E]=?W_K=#'J5NN?R.?;5O>B5R&=

[OE2:CS1]Q>TN"Q#_M;JMKZTOI6[=\FH M>^2BTSO_WNMUKKL$Q@-]_6U=_]CH]K.QP"N;YIWl;P0@\F.Y1.!^87>YZ!V9%G^JPMQ'SZP'==_Y"}US+.-@O

M.G7S/8_YODKF9:7K$^#D.Q9.8TF6A8=BX-7E(;3C)0FLPI27^YG0=NQR'RA] M7]{O%,XXGO %18=MGS<8+1:0GP/PGB,WKVTBS[/JEE# MZMV+|5

<1CXT$G*7+AW&*/=)^\QUP) @OK(S@L@KPMN+_FF^XHUM#AEUHV&; MN"N\(?4U>7>A ^GJ$D!?XIW^$SSIB/%\A/X"MQ\PAS1@[!F/-%AW#],3{G-. MZM]P:B[2XG$^"

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*[73;*U+C3:5MI\=JEZ/*>.*[GN-^YWZ?)\G!(.KAW![KQ)7!<|[C*V*X,_2T+<6[+ M3Y*,*25C=%TRIIR,674B?E/&R S2RQS[[,,)F7#XBHEW68^X=-*JE2S,,Y=(1$?T5>%OZB;-*

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{<.15Z#590Y7=4]3!B.%//4@6NV'V-IT+3]KY/LM%L^0/0FZ=/J2V" MMNYQNLT1:$=AH|00]2%+;8BQZIP1-4 1JR#%12%V3]V1H9]M9A?)FF= RJAE

M;Q+HO$LR8>_NDDPHP5V2"26X2S*A!'=)\I3@+LZ$CQRK.1'>V\O [C9V M#;OI+'K;E?.?V+&=Z(GC:A5<_V;?-(Q&M65R=6 8_7Z_UC?KK-[L:Q /U"WU MAYY[^^=TC.BBY):%?

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M>X%7]UYM.WL(82S'S+7)OTG1.R@UG$#@:,ZR!]N$(0#1"9V.'R!SAP0MNQ M,+XQOE0TRIN%20.O0@C. X]A[+ 7"1@?0TRI]N;+30UAG!+L+TD8*@.3CP!\Z M?*

8>#]U&X@!]U@QBWRXI'_0#$@Hʔ?(V@Q!]VT%Z|SF$?,IG1@-$%!0PW6.@ M_"]G!>]3^2];BKU3$8X>T:TB?19SA9H) (YBB$_/(\@C BTC?F!1%"PK0"1 M&_D- P96

*#XD"/<1_<6%*P2A&/DQ!]I.\" 1_]&:!FSDBI,T&CN?P3D&GO0<0 MFQPI,AU(&/?A"8<&#HKLUH7%K)986)XSQY_](!! GS"I42N=&"]8/P+AXHB2 M&T>7WB99>(O+8X&?*

*@\B!Y;D$2K@.HFON$@B1>$';0LC8!=> MMT3/UG/$= T@1)'-4"^BKG\#@ -73&H(YC>\11AQ/G7-C+>"<.8>A8\"{8^ M 2H5&*YY(V=+0HQ^FLQMO4 =U:N*VJAM!K;24-*

*2JL3TL54U&&@<_P.T3JZH8 M1K-LR*JE[0**MAXMJDDU9!>S"RH0#>>R[=G-P'N*5;1;?OWZZO?.]TOY/RV M?=&Y(Y>M\\Y5Y^]/S<$F;E)UEGSE=F\#3TC\KNVG#-*

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[#]3 MEP?%([Z^8!9/O!%=G0\<_-+(Y4ZO0[CJ^*MXP\I0#'9V.'R!SAP0MNQ M,+XQOE0TRIN%20.O0@C. X]A[+ 7"1@?0TRI]N;+30UAG!+L+TD8@.3CP!\Z M?*8>#]U&X@!]U@QBWRXI'_0#$@Hʔ?(V@Q!]VT%Z|SF$?,IG1@-$%!0PW6.@ M_"]G!>]3^2];BKU3$8X>T:TB?19SA9H) (YBB$_/(\@C BTC?F!1%"PK0"1 M&_D- P96*

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4):68JM]=;2TE>4>\2HNQD~]Z &80!3Y2K

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blmn:BloomParticipacoesLtda.AndOutbackSteakhouseRestaurantesBrasilS.A.Membersrt:ScenarioForecastMember 2025-11-082025-12-31 iso4217:USD shares shares iso4217:USD blmn:Restaurants pure blmn:counterparty iso4217:BRLUSDfalse0001546417--12-29202403P1Yhttp://fasb.org/us-gaap/2024#PropertyPlantAndEquipmentAndFinanceLeaseRightOfUseAssetAfterAccumulatedDepreciationAndAmortizationhttp://fasb.org/us-gaap/2024#PropertyPlantAndEquipmentAndFinanceLeaseRightOfUseAssetAfterAccumulatedDepreciationAndAmortizationhttp://www.bloominbrands.com/20240929#AccruedandOtherLiabilitiesCurrenthttp://www.bloominbrands.com/2024#OtherLiabilitiesNoncurrenthttp://fasb.org/us-gaap/2024#OtherLiabilitiesNoncurrenthttp://fasb.org/us-gaap/2024#OtherAssetsCurrenthttp://fasb.org/us-gaap/2024#OtherAssetsCurrenthttp://www.bloominbrands.com/20240929#AccruedandOtherLiabilitiesCurrenthttp://www.bloominbrands.com/20240929#AccruedandOtherLiabilitiesCurrenthttp://fasb.org/us-gaap/2024#OtherLiabilitiesNoncurrenthttp://fasb.org/us-gaap/2024#OtherLiabilitiesNoncurrent10-Qtrue2024-09-29false001-35625BLOOMIN' BRANDS, INC.DE20-80234652202 North West Shore BoulevardSuite 500TampaFL336070132022-1225Common Stock0.01BLMNNASDAQYesYeslarge Acceleratedfalsefalsefalse8484307283632000111519000025400071949000759390001054770001530020002610580003433140001069447000103192200010814980001084951000268594000276317000437602000442985000177980001594050001376000.010.012500000025000000000000.010.014750000004750000008483040984830409866858686968536860480000870000129157600011153070006-846376000-520831000-203929000-178304000242119000409122000205200028010002449710004120030003436090003424081000102509000010644130003300142000342997700013601000154200044022004729600010307710001079033000335296400034772730003042050003216000000327310000-857000010215610001021617000321253000032089780001721000058216000140434000266295000-2250000-1360220000-15953000-12843000-44371000-3024800010320004537300039959000230047000-6509000-5800051590002118600754100045431000-45118000208861000629000930003439000474500069120004452800-4855700020411600075410004543100-45118000208861000-11849000031030000-23638000647100034740000-19870000-7782000485340000-70743000215332000629000903000343900047500000-84110004763100000-74102000210587000000.080.50-0.562.300.080.45-0.562.088506300008707000862580000879400086164000985480000862580000979870000857760000580001309482000-834926000-1886060002885000289630006912000629000754100004-15323000-153230000.242037500020375000177000969000010000183620001837200023600002360000230001090001090001082000108200042000042000048300000480000129157600-846376000-203929000205200024497100006969000870000111538700000-528031000-178304000280100041200300-485570000343900000-45118000-25625000-256250000.726221200062212000328000100730001000005681000260645000266426000529100052910007340007000-1617000-161000045560004556000100800001080000748900074000216078000216152000289000300000-1265430000343000-118197000102213000102213000084830000848000012915766000-846376000-203929000285200024497100087339000873000113273200-582730000-181943000294400037186800044520000903000454310003103000313000031030000.242090100020901000450005900006000159950001600100044110004411000422000500090800009085000130600013060000229000229000871710008720001125322000-554205000-178840000277000039591900087696000877000116912000-706109000-185311000254000027390900020411600047450002086100064710006471000064710000.726290500062905000930002072000210005221200052233000124530001245300012453000154700016000138620001387800059460000594600001431000143100008717100087200055420500

<td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Carrabba's Italian Grill</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">159,840 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">635 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">165,742 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">704 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Bonefish Grill</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">118,941 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">97 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">120,425 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">87 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Fleming's Prime Steakhouse & Wine Bar</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">78,424 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">76,919 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,695 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,092 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">U.S. total</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">877,052 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,304 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">901,130 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,324 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">International</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Outback Steakhouse - Brazil</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">127,175 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">138,187 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,863 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,331 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25,088 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,496 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">International total</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">140,038 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,331 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">163,275 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,496 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25.75pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,025,090 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,635 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,064,413 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,820 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:12pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-bottom:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">RESTAURANT SALES</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">FRANCHISE REVENUES</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">RESTAURANT SALES</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">FRANCHISE REVENUES</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">U.S.</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Outback Steakhouse</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,684,669 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">23,938 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,732,132 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">24,200 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Carrabba's Italian Grill</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">518,045 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-

</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,123 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">530,450 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,257 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Bonefish Grill</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">397,723 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">305 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">429,572 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">353 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Fleming's Prime Steakhouse & Wine Bar</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">262,976 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">272,543 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,023 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,448 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">U.S. total</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,870,036 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,532 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,975,145 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,931 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">International</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Outback Steakhouse – Brazil</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">370,369 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">379,498 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">67,737 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,029 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">75,334 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,980 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">International total</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">438,106 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,029 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">454,832 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,980 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25.75pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,308,142 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">36,561 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">3,429,977 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">37,911 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Includes Restaurant sales for Company-owned Outback Steakhouse restaurants outside of Brazil and Abbraccio restaurants in Brazil. Franchise revenues primarily include revenues from franchised Outback Steakhouse restaurants. The following table includes a detail of assets and liabilities from contracts with customers included on the Company's Consolidated Balance Sheets as of the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.373%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.300%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other current assets, net</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred gift card sales commissions</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,137 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">18,081 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unearned revenue</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred gift card revenue</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-

</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">283,810 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">374,274 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred loyalty revenues</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,633 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,664 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred franchise fees - current</td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">491 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">473 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,563 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,466 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt 2px 13.75pt;text-align:left;vertical-align:bottom">Total Unearned revenue</td><td style="background-color:#ceeeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">293,497 </td><td style="background-color:#ceeeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">381,077 </td><td style="background-color:#ceeeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term liabilities, net</td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred franchise fees - non-current</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">3,939 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">4,036 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div><div style="margin-top:5pt">
</div><div style="text-align:justify">The following table is a rollforward of deferred gift card sales commissions for the periods indicated:</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:42.238%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.518%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt 0 12.25pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance, beginning of the period</td><td style="background-color:#ceeeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12,650 </td><td style="background-color:#ceeeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,694 </td><td style="background-color:#ceeeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">10,081 </td><td style="background-color:#ceeeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">17,755 </td><td style="background-color:#ceeeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred gift card sales commissions amortization</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,494)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,711)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(17,155) </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(17,891)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred gift card sales commissions capitalization</td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,570 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,766 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,426 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,509 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(589)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(608)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,215)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,232)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance, end of the period</td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,137 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,141 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,137 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,141 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 The following table is a rollforward of unearned gift card revenue for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:42.238%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td

style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.518%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#fffffe;padding:0 1pt 0 12.25pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance, beginning of the period</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">300,590 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">304,942 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">374,274 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">386,495 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Gift card sales</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">42,541 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">44,374 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">140,486 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">162,717 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Gift card redemptions</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(55,733)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(60,412) </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(225,057)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(240,870)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Gift card breakage</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,508)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,641)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13,893)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15,079)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance, end of the period</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">283,810 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">285,263 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">283,810 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">285,263 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following tables include the disaggregation of Restaurant sales and franchise revenues by restaurant concept and major international market for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:42.321%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.501%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-bottom:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="9" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">RESTAURANT SALES</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">FRANCHISE REVENUES</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">RESTAURANT SALES</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">FRANCHISE REVENUES</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">U.S.</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Outback Steakhouse</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">518,152 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,542 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">526,960 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,517 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Carrabba's Italian Grill</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">159,840 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">635 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">165,742 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">704 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Bonefish Grill</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">118,941 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">97 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">120,425 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">87 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Fleming's Prime Steakhouse & Wine Bar</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">70,424 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-

align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">76,919 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,695 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,092 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">U.S. total</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">877,052 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,304 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">901,138 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,324 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">International</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Outback Steakhouse - Brazil</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">127,175 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">138,187 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,863 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,331 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25,088 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,496 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">International total</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">148,038 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,331 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">163,275 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,496 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25.75pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,025,090 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,635 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,064,413 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,820 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:12pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-bottom:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">RESTAURANT SALES</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">FRANCHISE REVENUES</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">RESTAURANT SALES</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">FRANCHISE REVENUES</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">U.S.</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Outback Steakhouse</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,684,669 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">23,938 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,732,132 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">24,280 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Carrabba's Italian Grill</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">518,845 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,123 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">530,450 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,257 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Bonefish Grill</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">397,723 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">385 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">429,572 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">353 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Fleming's Prime Steakhouse & Wine Bar</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">262,976 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">272,543 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,823 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,448 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">U.S. total</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,870,036 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,532 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,975,145 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,931 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">International</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Outback Steakhouse - Brazil</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">370,369 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">379,490 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">67,737 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,029 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">75,334 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,980 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">International total</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">438,106 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,029 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">454,032 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,980 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25.75pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">3,308,142 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">36,561 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">3,429,977 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">37,911 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Includes Restaurant sales for Company-owned Outback Steakhouse restaurants outside of Brazil and Abbraccio restaurants in Brazil. Franchise revenues primarily include revenues from franchised Outback Steakhouse restaurants.
5101520007542000526960000751700015984000063500016574200070400011894100097000128425000870007842400000769190000169500030000309200016000877052000830400090113800083240001271750000138187000020863000033310
style="text-align:justify">The following table includes a detail of assets and liabilities from contracts with customers included on the Company's Consolidated Balance Sheets as of the periods indicated: <table
style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.373%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.300%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other current assets, net</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred gift card sales commissions</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,137 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">10,081 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unearned revenue</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred gift card revenue</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">283,810 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">374,274 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred loyalty revenue</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,633 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,664 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred franchise fees - current</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">491 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">473 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-

align:bottom">2,563 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,466 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13.75pt;text-align:left;vertical-align:bottom">Total Unearned revenue</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">293,497 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">381,077 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:2pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term liabilities, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred franchise fees - non-current</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">3,939 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">4,036 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 The following table is a rollforward of deferred gift card sales commissions for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:42.238%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.518%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt 0 12.25pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance, beginning of the period</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12,650 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,694 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">18,081 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">17,755 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred gift card sales commissions amortization</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,494)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,711)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17,155)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17,091)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Deferred gift card sales commissions capitalization</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,570 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,766 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,426 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,509 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(589)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(608)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,215)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,232)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance, end of the period</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,137 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,141 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,137 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,141 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 The following table is a rollforward of unearned gift card revenue for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:42.238%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt 0 12.25pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance, beginning of the period</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">300,590 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">304,942 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">374,274 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">386,495 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Gift card sales</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">42,541 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">44,374 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">148,486 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">162,717 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Gift card redemptions</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(55,733)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(60,412)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(225,057)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(248,870)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Gift card breakage</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,588)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,641)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13,893)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15,079)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance, end of the period</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">283,810 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">285,263 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">283,810 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">285,263 </td></tr></table>

11137000180010002830100003742740006633000566400049100047300025630001466000293497000381877000393900040360001265000012694000180010001775500044940004711000171550001709100035700003766000124260001350900035880003641000-13893000-15079000283010000285263000283010000285263000Impairments and Exit Costs The components of Provision for impaired assets and restaurant closings are as follows for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:61.564%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.201%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="width:1.0%"></td><td style="width:17.203%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Impairment losses</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">U.S. (1)</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,251 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">3,103 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">International (2)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14,065 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25.75pt;text-align:left;vertical-align:bottom">Total impairment losses</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,268 </td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">17,168 </td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Restaurant closure charges</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">U.S. (1)</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">615 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,834 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">International (2)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,714 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,729 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25.75pt;text-align:left;vertical-align:bottom">Total restaurant closure charges</td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,329 </td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,563 </td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Provision for impaired assets and restaurant closings</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">5,597 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times

New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">32,731 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,834 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">International (2)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,714 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,729 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25.75pt;text-align:left;vertical-align:bottom">Total restaurant closure charges</td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,329 </td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,563 </td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Provision for impaired assets and restaurant closings</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">5,597 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">32,731 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

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style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Basic weighted average common shares outstanding</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">85,063 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">88,707 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86,258 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">88,794 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:12pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Effect of dilutive securities:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Stock-based compensation awards</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">84 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">674 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">719 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Convertible senior notes (1)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">744 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,367 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,067 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Warrants (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">273 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,800 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,407 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Diluted weighted average common shares outstanding</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86,164 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">90,548 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86,258 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">97,987 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:12pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Basic earnings (loss) per share</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">0.00 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">0.50 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(0.56)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2.30 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Diluted earnings (loss) per share</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">0.00 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">0.45 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(0.56)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">2.08 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:12pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Antidilutive stock-based compensation awards</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,155 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">373 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,541 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">951 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>_____ (1)During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6 million of the convertible notes due in 2025 and settled the corresponding portion of the related note hedges and warrants (the "2025 Notes Partial Repurchase"). The following table presents the computation of basic and diluted earnings (loss) per share for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:42.321%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.501%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(in thousands, except per share data)</td><td colspan="3" style="border-top:2pt solid

#000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net income (loss) attributable to Bloomin' Brands </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">6,912 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">44,528 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(48,557)</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">204,116 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">1,541 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">951 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>_____ (1)During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6 million of the convertible notes due in 2025 and settled the corresponding portion of the related note hedges and warrants (the "2025 Notes Partial Repurchase").</div>69120004452800-4855700020411600085063000887070008625800088794000840006740000719000744000536700005067000273000300000034070008616400098548000862580009798700000.080.50-0.562.300.080.45-0.562.0821550003730001541000951000036000005Stock-based Compensation Plans<div style="text-align:justify">The Company recognized stock-based compensation expense as follows for the periods indicated:</div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:42.321%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.501%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Stock-based compensation expense, net of capitalized expense (1)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,342 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">4,392 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">5,237 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12,395 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div><div style="text-align:justify">_____</div><div style="padding-left:36pt;text-align:justify;text-indent:-36pt">(1)The thirty-nine weeks ended September 29, 2024 includes a cumulative life-to-date adjustment to decrease expense for PSUs granted in fiscal year 2023 based on updated assumptions regarding the criteria set forth in the award agreements.</div><div style="text-align:justify">The following table presents a summary of the Company's performance-based share units ("PSUs") and restricted stock units ("RSUs") activity:</div><div style="margin-top:5pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.642%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.695%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.549%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.695%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.695%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.256%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:0.264%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">WEIGHTED AVERAGE GRANT DATE FAIR VALUE PER UNIT</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">AGGREGATE INTRINSIC VALUE (1)</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(in thousands, except per unit data)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">PSUs</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">RSUs</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">PSUs</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">RSUs</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">PSUs</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">RSUs</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Outstanding as of December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">810 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">631 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">26.92 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">23.50 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">23,026 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">17,757 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Granted (2)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">290 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">619 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">27.26 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">20.25 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Performance adjustment (3)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">237 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">25.40 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td

colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Vested</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(473)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(208)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">25.40 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">24.26 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(150)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(73)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">27.55 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">23.93 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Outstanding as of September 29, 2024</td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">722 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">889 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">27.42 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">21.02 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">12,133 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">14,937 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Expected to vest as of September 29, 2024 (4)</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">264 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">889 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,432 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">14,937 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Based on the $28.15 and $16.80 share price of the Company's common stock on December 29, 2023 and September 27, 2024, the last trading day of the year ended December 31, 2023 and thirty-nine weeks ended September 29, 2024, respectively.</div><div style="padding-left:36pt;text-align:justify;text-indent:-36pt">(2)The weighted average dividend yield for RSUs granted during 2024 is 4.53%.</div><div style="padding-left:36pt;text-align:justify;text-indent:-36pt">(3)Represents adjustment to 200% payout for PSUs granted during 2021.</div><div style="padding-left:36pt;text-align:justify;text-indent:-36pt">(4)For PSUs, estimated number of units to be issued upon the vesting of outstanding PSUs based on Company performance projections of performance criteria set forth in the 2022, 2023 and 2024 PSU award agreements.</div><div style="text-align:justify">
</div><div style="text-align:justify">Assumptions used in the Monte Carlo simulation model and the grant date fair value of PSUs granted were as follows for the periods indicated:</div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:70.976%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.498%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 24, 2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Assumptions:</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Risk-free interest rate (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.37 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.26 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Dividend yield (2)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.49 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.47 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Volatility (3)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">51.41 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">51.02 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Grant date fair value per unit (4)</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">27.26 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">29.01 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> _____ (1)Risk-free interest rate is the U.S. Treasury yield curve in effect as of the grant date for the performance period of the unit. (2)Dividend yield is the level of dividends expected to be paid on the Company's common stock over the expected term. (3)Based on the historical volatility of the Company's stock over the last seven years. (4)Represents a discount below and a premium above the grant date per share value of the Company's common stock for the relative total shareholder return modifier of (1.6)% and 2.7% during the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively.
 The following represents unrecognized stock-based compensation expense and the remaining weighted average recognition period as of September 29, 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-

bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:53.432%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.268%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.270%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">UNRECOGNIZED COMPENSATION EXPENSE
(dollars in thousands)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">REMAINING WEIGHTED AVERAGE RECOGNITION PERIOD (in years)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:justify;vertical-align:bottom">Performance-based share units</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">5,707 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">2.4</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:justify;vertical-align:bottom">Restricted stock units</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">14,308 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">1.9</td></tr></table> The Company recognized stock-based compensation expense as follows for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:42.321%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.501%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">—</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Vested</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(473)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(288)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">25.40 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">24.26 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(150)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(73)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">27.55 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">23.93 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Outstanding as of September 29, 2024</td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">722 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">889 </td><td style="background-color:#ffffff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">27.42 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">21.02 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">12,133 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">14,937 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Expected to vest as of September 29, 2024 (4)</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">264 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">889 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,432 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">14,937 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Based on the $20.15 and $16.80 share price of the Company's common stock on December 29, 2023 and September 27, 2024, the last trading day of the year ended December 31, 2023 and thirty-nine weeks ended September 29, 2024, respectively. (2)The weighted average dividend yield for RSUs granted during 2024 is 4.53%. (3)Represents adjustment to 200% payout for PSUs granted during 2021. (4)For PSUs, estimated number of units to be issued upon the vesting of outstanding PSUs based on Company performance projections of performance criteria set forth in the 2022, 2023 and 2024 PSU award agreements. 0180006310026.9223.582302600017757000290006190027.2620.25237000025.40047300028000025.4024.261500007300027.5523.937220008890027.4221.021213300014937000264000889000443200014937000028.1516.800.0453

Assumptions used in the Monte Carlo simulation model and the grant date fair value of PSUs granted were as follows for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:70.976%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.498%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 24, 2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Assumptions:</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Risk-free interest rate (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.37 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.26 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Dividend yield (2)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.49 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.47 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Volatility (3)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">51.41 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">51.02 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Grant date fair value per unit (4)</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">27.26 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">29.01 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> _____ (1)Risk-free interest rate is the U.S. Treasury yield curve in effect as of the grant date for the performance period of the unit. (2)Dividend yield is the level of dividends expected to be paid on the Company's common stock over the expected term. (3)Based on the historical volatility of the Company's stock over the last seven years. (4)Represents a discount below and a premium above the grant date per share value of the Company's common stock for the relative total shareholder return modifier of (1.6)% and 2.7% during the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively.0.04370.04260.03490.03470.51410.510227.2629.01-0.0160.027 <span

id="id05ee7aefcc043f9b12de5cd7c10f951_1777">The following represents unrecognized stock-based compensation expense and the remaining weighted average recognition period as of September 29, 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:53.432%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.268%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.270%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">UNRECOGNIZED COMPENSATION EXPENSE
(dollars in thousands)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">REMAINING WEIGHTED AVERAGE RECOGNITION PERIOD (in years)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:justify;vertical-align:bottom">Performance-based share units</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">5,787 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">2.4</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:justify;vertical-align:bottom">Restricted stock units</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">14,308 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">1.9</td></tr></table> G787000P2Y4M24D143000000P1Y10M24DSupplemental Balance Sheet Information Other current assets, net, consisted of the following as of the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.373%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.300%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Prepaid expenses</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">30,102 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">26,674 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accounts receivable - gift cards, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,807 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">67,424 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accounts receivable - vendors, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">23,466 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,648 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accounts receivable - franchisees, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,789 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,671 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accounts receivable - other, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,534 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18,100 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Deferred gift card sales commissions</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,137 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,081 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other current assets, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,562 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,404 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">105,477 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">153,002 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> Goodwill and Intangible Assets . The Company performs its annual assessment for impairment of goodwill and other indefinite-lived intangible assets during its second fiscal quarter. The Company's 2024 assessment was qualitative and its 2023 assessment was quantitative. In connection with these assessments, the Company did not record any impairment charges. Other assets, net, consisted of the following as of the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.958%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.005%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.007%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Company-owned life insurance</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">31,074 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">28,010 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred debt issuance costs - revolving credit facility (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,310 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,813 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Liquor licenses</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22,583 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">23,125 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Judicial deposits (2)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">64,493 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,485 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Other assets</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,352 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,746 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">137,612 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">85,187 </td><td style="background-

color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table> _____ (1)Net of accumulated amortization of $0.1 million and $11.7 million as of September 29, 2024 and December 31, 2023, respectively. During the thirteen weeks ended September 29, 2024, the Company recorded $9.0 million of deferred debt issuance costs in connection with the Third Amended and Restated Credit Agreement, as defined below. See Long-term debt, net below for details regarding the Third Amended and Restated Credit Agreement. (2)These assets arise from the Company's Brazilian operations and their realization could take several years. Includes $43.2 million as of September 29, 2024 related to the Brazil tax legislation. See Note 12 – Income Taxes for details regarding the judicial deposits in connection with Brazil tax legislation.</div><div>Accrued and other current liabilities consisted of the following as of the periods indicated:</div><div style="margin-top:5pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.373%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.300%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued payroll and other compensation</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">72,976 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">98,903 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued insurance</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,995 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19,310 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Other current liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">127,802 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">137,601 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">217,773 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">255,814 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>Long-term debt, net, consisted of the following as of the periods indicated:</div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:47.584%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.070%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">OUTSTANDING BALANCE</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">INTEREST RATE</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">OUTSTANDING BALANCE</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">INTEREST RATE</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Senior secured credit facility - revolving credit facility (1)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">775,000 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6.06 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom"> </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Former credit facility - revolving credit facility (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"> </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">301,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6.96 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025 Notes (2)(3)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,724 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.00 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">104,786 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.00 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2029 Notes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">300,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.13 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">300,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.13 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Long-term debt</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,095,724 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">705,786 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: unamortized debt discount and issuance costs (2)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,535) </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,067)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Long-term debt, net</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,092,189 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-

weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">780,719 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none

#000000;padding:2px 0;text-align:right;vertical-align:bottom">26,674 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accounts receivable - gift cards, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,807 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">67,424 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accounts receivable - vendors, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">23,466 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,648 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accounts receivable - franchisees, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,709 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,671 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accounts receivable - other, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,534 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18,100 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Deferred gift card sales commissions</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,137 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,081 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other current assets, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,562 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,404 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">105,477 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">153,002 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 3010200026674000078700067424000234660001364800037890003671000215340001810000011137000180010007562000540400010547700015300200000000 Other assets, net, consisted of the following as of the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.958%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.005%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.007%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Company-owned life insurance</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">31,874 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">28,018 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred debt issuance costs - revolving credit facility (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,310 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,913 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Liquor licenses</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22,583 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">23,125 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Judicial deposits (2)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">64,493 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,485 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Other assets</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,352 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,746 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">137,612 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">85,187 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table> _____ (1)Net of accumulated amortization of $0.1 million and $11.7 million as of September 29, 2024 and December 31, 2023, respectively. During the thirteen weeks ended September 29, 2024, the Company recorded $9.0 million of deferred debt issuance costs in connection with the Third Amended and Restated Credit Agreement, as defined below. See Long-term debt, net below for details regarding the Third Amended and Restated Credit Agreement. (2)These assets arise from the Company's Brazilian operations and their realization could take several years. Includes $43.2 million as of September 29, 2024 related to the Brazil tax legislation. See Note 12 – Income Taxes for details regarding the judicial deposits in connection with Brazil tax legislation.</div>3107400020018000113100003013000225830002312500064493000204850007352000974600013761200085107001000001170000093000000.043200000<div>Accrued and other current liabilities consisted of the following as of the periods indicated:</div><div style="margin-top:5pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:63.373%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.300%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued payroll and other compensation</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">72,976 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">98,903 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued insurance</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,995 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19,310 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Other current liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">127,802 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"

*style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">137,601 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">217,773 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">255,814 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 729760009890300016995000193100012780200013760100021777300025514000 Long-term debt, net, consisted of the following as of the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:47.584%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.070%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">OUTSTANDING BALANCE</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">INTEREST RATE</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">OUTSTANDING BALANCE</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">INTEREST RATE</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Senior secured credit facility - revolving credit facility (1)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">775,000 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6.86 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Former credit facility - revolving credit facility (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">301,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6.96 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">% </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025 Notes (2)(3)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,724 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.00 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">% </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">104,786 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.00 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">% </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2029 Notes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">300,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.13 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">300,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.13 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Long-term debt</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,095,724 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">785,706 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: unamortized debt discount and issuance costs (2)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,535) </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,067)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

facility</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> 50 to 150 basis points over the Base Rate </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> 150 to 250 basis points over the Adjusted Term SOFR </td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 0.00500.01500.01500.02504.505.00Following is a summary of principal payments of the Company's total consolidated debt outstanding as of September 29, 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:10.929%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.280%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.280%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.304%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.280%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.280%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.280%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.180%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.457%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="27" style="padding:2px 1pt;text-align:center;vertical-align:bottom">PERIOD</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">YEAR 1</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">YEAR 2</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">YEAR 3</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">YEAR 4</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">YEAR 5</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:middle">THEREAFTER</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:middle">TOTAL</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Debt repayments</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">20,724 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">—

weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">3,932 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Debt issuance cost amortization</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">201 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">239 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">594 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total interest expense (1)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">300 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,511 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,763 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,526 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)The effective rate of the 2025 Notes over their expected life is 5.05%. The decrease in interest expense during the thirteen and thirty-nine weeks ended September 29, 2024 relates to the 2025 Notes Partial Repurchase in February 2024.
 Based on the daily closing prices of the Company's stock during the quarter ended September 29, 2024, the remaining holders of the 2025 Notes are eligible to convert their notes during the fourth quarter of 2024.
 Convertible Note Hedge and Warrant Transactions - In connection with the 2025 Notes Partial Repurchase, on February 29, 2024, the Company entered into partial unwind agreements with certain financial institutions (the "Derivative Counterparties") relating to a portion of the convertible note hedge transactions (the "Note Hedge Early Termination Agreements") and a portion of the warrant transactions (the "Warrant Early Termination Agreements" and together with the Note Hedge Early Termination Agreements, the "Early Termination Agreements") that were previously entered into by the Company in connection with the issuance of the 2025 Notes. Pursuant to the Early Termination Agreements, the Derivative Counterparties made a termination payment to the Company which consisted of approximately $110.2 million in cash and 0.3 million shares of common stock, and the Company made a termination payment to the Derivative Counterparties in an aggregate amount of approximately $102.2 million in cash. In connection with the Note Hedge Early Termination Agreements and the Warrant Early Termination Agreements, the Company recorded a $126.5 million increase and a $102.2 million decrease, respectively, to Additional paid-in capital during the thirty-nine weeks ended September 29, 2024. The Company also recorded an $8.3 million increase to Accumulated deficit in connection with the Note Hedge Early Termination Agreements.
 The remaining warrants have a dilutive effect on the Company's common stock to the extent that the price of its common stock exceeds the strike price of the warrants. In connection with dividends paid during thirty-nine weeks ended September 29, 2024, the strike price for the remaining warrants decreased to $15.11.
0.05007500000330000003600000135000000216100000010.7992.643100001920000 The following table includes the outstanding principal amount and carrying value of the 2025 Notes as of the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:63.217%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.374%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.375%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:middle">DECEMBER 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 1.75pt;text-align:left;vertical-align:bottom">Principal</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">20,724 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">104,786 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 1.75pt;text-align:left;vertical-align:bottom">Less: unamortized debt issuance costs (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(97)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,138)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Net carrying amount</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,627 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">103,648 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)During the thirty-nine weeks ended September 29, 2024, the Company wrote off $0.8 million of debt issuance costs as a result of the 2025 Notes Partial Repurchase.
2072400010478600009700011380002062700010364800080000 Following is a summary of interest expense for the 2025 Notes by component for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:42.321%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.501%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Coupon interest</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">259 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,310 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,524 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">3,932 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Debt issuance cost amortization</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">201 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">239 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">594 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total interest expense (1)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">300 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,511 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0 2px

1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,763 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,526 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)The effective rate of the 2025 Notes over their expected life is 5.05%. The decrease in interest expense during the thirteen and thirty-nine weeks ended September 29, 2024 relates to the 2025 Notes Partial Repurchase in February 2024. 2590001310000152400039320004100020100023900059400030000051110001763000452600000.05850.0585110200000300000102200000126500000-10220000003000015.11Stockholders' Equity Share Repurchases - In February 2024, the Company's Board of Directors (the "Board") canceled the remaining $57.5 million under the Company's former share repurchase authorization and approved a new $350.0 million share repurchase authorization (the "2024 Share Repurchase Program"). The 2024 Share Repurchase Program includes capacity above the Company's normal repurchase activity to provide flexibility in retiring the 2025 Notes at or prior to their May 2025 maturity. The 2024 Share Repurchase Program will expire on August 13, 2025.
 On March 1, 2024, the Company entered into an accelerated share repurchase agreement (the "ASR Agreement"), in connection with the 2024 Share Repurchase Program, with Wells Fargo Bank, National Association ("Wells Fargo") to repurchase $220.0 million of the Company's common stock.
 Under the ASR Agreement, the Company made an aggregate payment of $220.0 million to Wells Fargo and received an aggregate initial delivery of approximately 6.5 million shares of common stock on March 4, 2024, representing approximately 80% of the total shares that were estimated to be repurchased under the ASR Agreement based on the price per share of common stock as of that date. The $176.0 million fair value of the initial shares received was recorded as a reduction to Accumulated deficit and the par value from Common stock, with the remaining $44.0 million recorded within Additional paid-in capital during the thirteen weeks ended March 31, 2024. The exact number of shares the Company repurchased under the ASR Agreement was based generally on the average of the daily volume-weighted average price per share of common stock during the repurchase period, less a discount and subject to adjustments pursuant to the terms and conditions of the ASR Agreement. On April 23, 2024, the Company received 1.4 million additional shares of common stock from Wells Fargo in connection with the final settlement of the ASR Agreement. In connection with the settlement, the Company reduced Accumulated deficit and the par value from Common stock by an aggregate of $30.3 million based on the fair value of the shares delivered on the date of settlement, with an offset of $30.3 million within Additional paid-in capital during the thirteen weeks ended June 30, 2024.
 The Company funded the payment under the ASR Agreement, together with the cash portion of the amounts payable under the Exchange Agreements, primarily with borrowings under the revolving credit facility and net proceeds from the Early Termination Agreements. As of September 29, 2024, $96.0 million remained available for repurchase under the 2024 Share Repurchase Program. Following is a summary of the shares repurchased during fiscal year 2024:</div><div style="margin-top:5pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:56.640%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.500%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(in thousands, except per share data)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">NUMBER OF SHARES </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">AVERAGE REPURCHASE PRICE PER SHARE</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">AMOUNT</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">First fiscal quarter</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,948 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">27.13 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">188,500 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Second fiscal quarter (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,156 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">27.36 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">59,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Third fiscal quarter</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">969 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">18.78 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18,195 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total common stock repurchases (2)</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,073 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">26.38 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">265,695 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Includes $44.0 million of share repurchases in connection with the ASR Agreement that settled during the thirteen weeks ended June 30, 2024. (2)Excludes $0.4 million of fees recorded in Accumulated deficit related to repurchases under the ASR Agreement.</div><div style="text-align:justify">
</div><div style="text-align:justify">Dividends - The Company declared and paid dividends per share during fiscal year 2024 as follows:</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:70.935%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="width:1.0%"></td><td style="width:12.517%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands, except per share data)</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DIVIDENDS PER SHARE</td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">AMOUNT</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">First fiscal quarter</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">0.24 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">21,075 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Second fiscal quarter</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.24 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,762 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Third fiscal quarter</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.24 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,375 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 In October 2024, the Board declared a quarterly cash dividend of $0.24 per share, payable on December 11, 2024 to shareholders of record at the close of business on November 25, 2024.</div><div style="text-align:justify">
</div><div style="text-align:justify">Accumulated Other Comprehensive Loss ("AOCL") - The following table is a rollforward of the components of AOCL for the periods indicated:</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.053%"><tr><td style="width:1.0%"></td><td style="width:44.580%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.930%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.930%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.930%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.934%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt 0 12.25pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Foreign currency translation adjustment:</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance, beginning of the period</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(189,478)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(181,943)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(177,689)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(185,311)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Foreign currency translation adjustment</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(11,849)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,103 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23,638)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,471 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance, end of the period</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(201,327)</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(170,840)</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(201,327)</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(170,840)</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Loss on derivatives, net of tax:</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance, beginning of the period</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">872 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(615)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Change in fair value of derivatives, net of tax</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,917)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(504)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Reclassification realized in Net income (loss), net of tax</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(557)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,403)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance, end of the period</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2,602)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2,602)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accumulated other comprehensive loss:</td><td colspan="3" style="background-color:#ffffff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance beginning of the period</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(188,606)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(181,943)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(170,304)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(185,311)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Other comprehensive (loss) income attributable to Bloomin' Brands</td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15,323)</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,103 </td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25,625)</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,471 </td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance, end of the period</td><td style="background-color:#cceeff;border-bottom:3pt

double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(203,929)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(170,840)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(203,929)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(170,840)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 5750000035000000.02025-08-13220000000.0220000000.065000000.80-176000000.044000000.0140000-30300000303000009600000Following is a summary of the shares repurchased during fiscal year 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:56.648%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.500%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(in thousands, except per share data)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">NUMBER OF SHARES </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">AVERAGE REPURCHASE PRICE PER SHARE</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">AMOUNT</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">First fiscal quarter</td><td colspan="2" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,940 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">27.13 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">188,500 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Second fiscal quarter (1)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,156 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">27.36 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">59,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Third fiscal quarter</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">969 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">18.78 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18,195 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total common stock repurchases (2)</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,073 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">26.38 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">265,695 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Includes $44.0 million of share repurchases in connection with the ASR Agreement that settled during the thirteen weeks ended June 30, 2024. (2)Excludes $0.4 million of fees recorded in Accumulated deficit related to repurchases under the ASR Agreement.</div>694000027.13108500000215600027.365900000096900018.7010195000100730002 6.302656950004400000.0400000The Company declared and paid dividends per share during fiscal year 2024 as follows:<div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:70.935%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="width:1.0%"></td><td style="width:12.517%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands, except per share data)</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DIVIDENDS PER SHARE</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">AMOUNT</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">First fiscal quarter</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">0.24 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">21,075 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Second fiscal quarter</td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.24 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,762 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Third fiscal quarter</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.24 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,375 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total cash dividends declared and paid</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.72 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">62,212 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 9.24210750000.24207620000.24203750000.72622120000.242024-12-112024-11-25The following table is a rollforward of the components of AOCL for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:44.580%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.930%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.930%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.934%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt 0 12.25pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt

solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Foreign currency translation adjustment:</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance, beginning of the period</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(189,478)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(181,943)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(177,689)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(185,311)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Foreign currency translation adjustment</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(11,849)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,103 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23,638)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,471 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance, end of the period</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(201,327)</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(170,840)</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(201,327)</td><td style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(170,840)</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Loss on derivatives, net of tax:</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance, beginning of the period</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">872 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(615)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Change in fair value of derivatives, net of tax</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,917)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(584)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Reclassification realized in Net income (loss), net of tax</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(557)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,403)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance, end of the period</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2,602)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2,602)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accumulated other comprehensive loss:</td><td colspan="3" style="background-color:#ffffff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance beginning of the period</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(188,606)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(181,943)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(170,304)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(185,311)</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Other comprehensive (loss) income attributable to Bloomin' Brands</td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15,323)</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,103 </td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25,625)</td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,471 </td><td style="background-color:#ffffff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Balance, end of the period</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(203,929)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(170,840)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(203,929)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> -109478000-181943000-177689000-185311000-110499003103000-236380006471000-201327000-178040000-201327000-178040000872000-615000-2917000-584000557000140300 0-2602000-2602000-180606000-181943000-178304000-185311000-153230003103000-256250006471000-203929000-178040000-203929000-178040000Derivative Instruments and Hedging Activities Cash Flow Hedges of Interest Rate Risk - In March 2024 and December 2023, OSI entered into 11 interest rate swap agreements with ten counterparties (the "Swap Transactions") to manage its exposure to fluctuations in variable interest rates. The Swap Transactions have an aggregate notional amount

*of $375.0 million and include one and two-year tenors with the following terms:</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:24.119%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.093%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.946%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.243%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">NOTIONAL AMOUNT</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">WEIGHTED AVERAGE FIXED INTEREST RATE (1)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">EFFECTIVE DATE</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">TERMINATION DATE</td></tr><tr><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">100,000,000 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">4.92%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">December 29, 2023</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2024</td></tr><tr><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100,000,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.34%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">December 29, 2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2025</td></tr><tr><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">175,000,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.40%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">March 29, 2024</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2026</td></tr><tr><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">375,000,000 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">4.52%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr></table> _____ (1)The weighted average fixed interest rate excludes the term SOFR adjustment and interest rate spread described below.
 In connection with the Swap Transactions, the Company effectively converted $375.0 million of its outstanding indebtedness from SOFR, plus a term SOFR adjustment of 0.10% and a spread of 150 to 250 basis points, to the weighted average fixed interest rates within the table above, plus a term SOFR adjustment of 0.10% and a spread of 150 to 250 basis points. The Swap Transactions have an embedded floor of minus 0.10%.
 The Swap Transactions have been designated and qualify as cash flow hedges, are recognized on the Company's Consolidated Balance Sheets at fair value and are classified based on the instruments' maturity dates. The Company estimates $1.9 million of interest expense will be reclassified from AOCL to Interest expense, net over the next 12 months related to its Swap Transactions.</div><div style="text-align:justify">
</div><div style="text-align:justify">The following table presents the fair value and classification of the Company's swap agreements as of the periods indicated:</div><div style="margin-top:3pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:40.401%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.126%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.126%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:25.403%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED BALANCE SHEET CLASSIFICATION</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest rate swaps - asset (1)</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">320 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Other current assets, net</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest rate swaps - liability</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,617 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">253 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued and other current liabilities</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest rate swaps - liability</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,879 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">893 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term liabilities, net</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total fair value of derivative instruments - liabilities (1)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,496 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,146 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> _____ (1) See Note 11 - Fair Value Measurements for fair value discussion of the interest rate swaps.
 By utilizing the interest rate swaps, the Company is exposed to credit-related losses in the event that the counterparty fails to perform under the terms of the derivative contract. To mitigate this risk, the Company enters into derivative contracts with major financial institutions based upon credit ratings and other factors. The Company continually assesses the creditworthiness of its counterparties. As of September 29, 2024, all counterparties to the Swap Transactions performed in accordance with their contractual obligations.
 As of September 29, 2024 and December 31, 2023, the fair value of the Swap Transactions was in a net liability position, including accrued interest but excluding any adjustment for nonperformance risk, of $3.3 million and $0.8 million, respectively. As of September 29, 2024 and December 31, 2023, the Company has not posted any collateral related to the Swap Transactions.
 The Swap Transactions contain provisions whereby the Company could be declared in default on its derivative obligations if the repayment of the underlying indebtedness is accelerated by the lender due to the Company's default on indebtedness. If the Company had breached any of these provisions as of September 29, 2024 and December 31, 2023, it could have been required to settle its obligations under the Swap Transactions at their termination value of $3.3 million and $0.8 million, respectively. 1110The Swap Transactions have an aggregate notional amount of $375.0 million and include one and two-year tenors with the following terms:<div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:24.119%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.093%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.946%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.243%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">NOTIONAL AMOUNT</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">WEIGHTED AVERAGE FIXED INTEREST RATE (1)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">EFFECTIVE DATE</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">TERMINATION DATE</td></tr><tr><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">100,000,000 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>*

colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">4.92%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">December 29, 2023</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2024</td></tr><tr><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100,000,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.34%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">December 29, 2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2025</td></tr><tr><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">175,000,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.40%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">March 29, 2024</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2026</td></tr><tr><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">375,000,000 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">4.52%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr></table><div><div>_____</div><div style="padding-left:36pt;text-align:justify;text-indent:-36pt">(1)The weighted average fixed interest rate excludes the term SOFR adjustment and interest rate spread described below.</div>375000000.0P2Y1000000000.04922023-12-292024-12-311000000000.04342023-12-292025-12-311750000000.04402024-03-292026-03-313750000000.0452375000000.00.00100.01500.02500.00100.01500.0250-0.00101900000<div style="text-align:justify">The following table presents the fair value and classification of the Company's swap agreements as of the periods indicated:</div><div style="margin-top:3pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.053%"><tr><td style="width:1.0%"></td><td style="width:40.481%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.126%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.126%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:25.403%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED BALANCE SHEET CLASSIFICATION</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest rate swaps - asset (1)</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">320 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Other current assets, net</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest rate swaps - liability</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,617 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">253 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued and other current liabilities</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest rate swaps - liability</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,079 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">893 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term liabilities, net</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total fair value of derivative instruments - liabilities (1)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,496 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,146 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table><div><div style="padding-left:36pt;text-align:justify;text-indent:-36pt">_____</div><div style="text-align:justify">(1) See Note 11 - Fair Value Measurements for fair value discussion of the interest rate swaps.</div>0320000161700025300018790000930003496000114600033000000000033000000000OLeases<div style="text-align:justify">The following table includes a detail of lease assets and liabilities included on the Company's Consolidated Balance Sheets as of the periods indicated:</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:30.085%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:31.403%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.323%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.325%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED BALANCE SHEET CLASSIFICATION</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Operating lease right-of-use assets</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top">Operating lease right-of-use assets</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,081,498 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,084,951 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Finance lease right-of-use assets (1)</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Property, fixtures and equipment, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,733 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,941 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Total lease assets, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,090,231 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,094,892 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">169,407 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">175,442 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Current finance lease liabilities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued and other current liabilities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,481 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,197 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Non-current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Non-current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,141,936 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,131,639 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Non-current finance lease liabilities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term liabilities, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,127 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,414 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Total lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,320,951 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,317,692 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Net of accumulated amortization of $5.3 million and $4.7 million as of September 29, 2024 and December 31, 2023, respectively.</div><div style="text-align:justify;text-indent:-18pt">
</div><div style="text-align:justify">Following is a summary of expenses and income related to leases recognized in the Company's Consolidated Statements of Operations and Comprehensive (Loss) Income for the periods indicated:</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:21.334%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.334%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.949%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.949%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.953%"></td><td style="width:0.1%"></td></tr><tr style="height:24pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" rowspan="2" style="padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME CLASSIFICATION</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr style="height:20pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease cost (1)</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Other restaurant operating</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44,622 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">46,686 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">135,557 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">138,670 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Variable lease cost</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other restaurant operating</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,085 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,081 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,867 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,434 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Finance lease costs:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Amortization of leased assets</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">732 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">572 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,299 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,609 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Interest on lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">191 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">191 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">581 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">501 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Sublease revenue</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Franchise and other revenues</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,033)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,530)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,426)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,873)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Lease costs, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">45,797 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">47,000 </td><td style="background-

color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">139,870 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">140,341 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Excludes rent expense for office facilities and Company-owned closed or subleased properties of $3.7 million and $3.1 million for the thirteen weeks ended September 29, 2024 and September 24, 2023, respectively, and $10.9 million and $9.1 million for the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively, which is included in General and administrative expense.</div><div style="padding-left:36pt;text-align:justify">
</div><div style="text-align:justify">The following table is a summary of cash flow impacts to the Company's Consolidated Financial Statements related to its leases for the periods indicated:</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:70.094%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.536%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.537%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash flows from operating activities:</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Cash paid for amounts included in the measurement of operating lease liabilities</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">147,845 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">147,051 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div>Leases<div style="text-align:justify">The following table includes a detail of lease assets and liabilities included on the Company's Consolidated Balance Sheets as of the periods indicated:</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:30.085%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:31.403%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.323%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.325%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED BALANCE SHEET CLASSIFICATION</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Operating lease right-of-use assets</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top">Operating lease right-of-use assets</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,081,498 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,084,951 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Finance lease right-of-use assets (1)</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Property, fixtures and equipment, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,733 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,941 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Total lease assets, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,090,231 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,094,892 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">169,407 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">175,442 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Current finance lease liabilities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued and other current liabilities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,481 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,197 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Non-current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Non-current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,141,936 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,131,639 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Non-current finance lease liabilities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term liabilities, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,127 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,414 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Total lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,320,951 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,317,692 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Net of accumulated amortization of $5.3 million and $4.7 million as of September 29, 2024 and December 31, 2023, respectively.
 Following is a summary of expenses and income related to leases recognized in the Company's Consolidated Statements of Operations and Comprehensive (Loss) Income for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:21.334%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.334%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.949%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.949%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.949%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.953%"></td><td style="width:0.1%"></td></tr><tr style="height:24pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" rowspan="2" style="padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME CLASSIFICATION</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-

weight:700;line-height:100%">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr style="height:20pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease cost (1)</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Other restaurant operating</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44,622 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">46,686 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">135,557 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">138,670 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Variable lease cost</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other restaurant operating</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,085 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,081 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,867 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,434 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Finance lease costs:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Amortization of leased assets</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">732 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">572 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,299 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,609 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Interest on lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">191 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">191 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">581 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">501 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Sublease revenue</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Franchise and other revenues</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,033)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,530)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,426)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,873) </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Lease costs, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">45,797 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">47,000 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">140,341 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Excludes rent expense for office facilities and Company-owned closed or subleased properties of $3.7 million and $3.1 million for the thirteen weeks ended September 29, 2024 and September 24, 2023, respectively, and $10.9 million and $9.1 million for the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively, which is included in General and administrative expense.</div><div style="padding-left:36pt;text-align:justify">
</div><div style="text-align:justify">The following table is a summary of cash flow impacts to the Company's Consolidated Financial Statements related to its leases for the periods indicated:</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:70.094%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.536%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.537%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Cash flows from operating activities:</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Cash paid for amounts included in the measurement of operating lease liabilities</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">147,845 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">147,051 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> The following table includes a detail of lease assets and liabilities included on the Company's Consolidated Balance Sheets as of the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:30.085%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:31.403%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.323%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.325%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED BALANCE SHEET CLASSIFICATION</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:8pt;font-weight:700;line-height:100%">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Operating lease right-of-use assets</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top">Operating lease right-of-use assets</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,081,498 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,084,951 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Finance lease right-of-use assets (1)</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Property, fixtures and equipment, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,733 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,941 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Total lease assets, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,090,231 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,094,892 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">169,407 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">175,442 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Current finance lease liabilities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued and other current liabilities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,481 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,197 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Non-current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Non-current operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,141,936 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,131,639 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Non-current finance lease liabilities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term liabilities, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,127 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,414 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Total lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,320,951 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,317,692 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Net of accumulated amortization of $5.3 million and $4.7 million as of September 29, 2024 and December 31, 2023, respectively.
10014900001084951000873300094100010902311000109480920001694070001754420002481000319700011411936000113163900071270007414000132095100013176920005300000470000 Following is a summary of expenses and income related to leases recognized in the Company's Consolidated Statements of Operations and Comprehensive (Loss) Income for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:21.334%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.334%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.949%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.949%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.949%"></td><td style="width:0.1%"></td></tr><tr style="height:24pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" rowspan="2" style="padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME CLASSIFICATION</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr style="height:20pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease cost (1)</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Other restaurant operating</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44,622 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">46,606 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">135,557 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">138,670 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Variable lease cost</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other restaurant operating</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,085 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,081 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,067 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,434 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Finance lease costs:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Amortization of leased assets</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">732 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"

style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">572 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,299 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,609 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Interest on lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">191 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">191 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">581 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">501 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Sublease revenue</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Franchise and other revenues</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,033)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,530)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,426)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,073)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Lease costs, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">45,797 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">47,000 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">139,870 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">140,341 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> _____ (1)Excludes rent expense for office facilities and Company-owned closed or subleased properties of $3.7 million and $3.1 million for the thirteen weeks ended September 29, 2024 and September 24, 2023, respectively, and $10.9 million and $9.1 million for the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively, which is included in General and administrative expense.</div><4462200046606001355570001386700002005002001000686700054340007320005720002299000169000019100091000501000501000103300025300005426000587300045797000470000001398780001403410003700000310000010900000900000style="text-align:justify">The following table is a summary of cash flow impacts to the Company's Consolidated Financial Statements related to its leases for the periods indicated:</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:70.094%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.536%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.537%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash flows from operating activities:</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Cash paid for amounts included in the measurement of operating lease liabilities</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">147,845 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">147,051 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 1478450001470510000Fair Value Measurements Fair value is the price that would be received for an asset or paid to transfer a liability, or the exit price, in an orderly transaction between market participants on the measurement date. Fair value is categorized into one of the following three levels based on the lowest level of significant input: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.053%"><tr><td style="width:1.0%"></td><td style="width:7.538%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:89.530%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Level 1 </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Unadjusted quoted market prices in active markets for identical assets or liabilities </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Level 2</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Observable inputs available at measurement date other than quoted prices included in Level 1</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Level 3</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Unobservable inputs that cannot be corroborated by observable market data</td></tr></table> Fair Value Measurements on a Recurring Basis - The following table summarizes the Company's financial assets and liabilities measured at fair value by hierarchy level on a recurring basis as of the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:21.268%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:27.993%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:12pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="2" rowspan="2" style="padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED BALANCE SHEET CLASSIFICATION</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" rowspan="2" style="padding:2px 1pt;text-align:center;vertical-align:bottom">MEASUREMENT LEVEL</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-bottom:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">FAIR VALUE</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:12pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Assets:</td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none

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style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 Fair value of each class of financial instruments is determined based on the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:20.391%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:76.679%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">FINANCIAL INSTRUMENT</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">METHODS AND ASSUMPTIONS</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top">Short-term investments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top"> Carrying value approximates fair value because maturities are less than three months. </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Interest rate swaps</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top"> Fair value measurements are based on the contractual terms of the derivatives and observable market-based inputs. The interest rate swaps are valued using a discounted cash flow analysis on the expected cash flows of each derivative using observable inputs including interest rate curves and credit spreads. The Company also considers its own nonperformance risk and the respective counterparty's nonperformance risk in the fair value measurements. As of September 29, 2024 and December 31, 2023, the Company determined that the credit valuation adjustments were not significant to the overall valuation of its derivatives. </td></tr></table> Interim Disclosures about Fair Value of Financial Instruments - The Company's non-derivative financial instruments consist of cash equivalents, accounts receivable, accounts payable and long-term debt. The fair values of cash equivalents, accounts receivable and accounts payable approximate their carrying amounts reported on its Consolidated Balance Sheets due to their short duration.
 Debt is carried at amortized cost; however, the Company estimates the fair value of debt for disclosure purposes. The following table includes the carrying value and fair value of the Company's debt by hierarchy level as of the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:42.321%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.496%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.501%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">DECEMBER 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">CARRYING VALUE</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">FAIR VALUE LEVEL 2</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">CARRYING VALUE</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">FAIR VALUE LEVEL 2</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#cceeff;border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 6.25pt;text-align:left;vertical-align:bottom">Short-term investments</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash and cash equivalents</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">12,106 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none

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color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(39,959)</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">230,047 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">(Benefit) provision for income taxes</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(6,509)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(58)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">5,159 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">21,186 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Effective income tax rate</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">(NM)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12.9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9.2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table><table style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">_____ NM Not meaningful.
 For the thirteen weeks ended September 29, 2024, the benefit for income taxes includes: (i) the impact of changes to the estimate of forecasted annual pre-tax book income relative to the prior quarter in 2024, (ii) the benefit of FICA tax credits on certain tipped wages and (iii) the temporary reduction in the Brazilian income tax rate from 34% to 0% under the new Brazil tax legislation.
 For the thirteen weeks ended September 24, 2023, the benefit for income taxes includes the benefits of Brazil tax legislation, that included a temporary reduction in the Brazilian income tax rate from 34% to 0% , as well as the income tax exemption on Brazil state value added tax ("VAT") benefits.
 The effective income tax rate for the thirty-nine weeks ended September 29, 2024 is lower than the effective income tax rate for the thirty-nine weeks ended September 24, 2023, primarily due to the impact of nondeductible losses associated with the 2025 Notes Partial Repurchase which, relative to a pre-tax book loss during the period, resulted in a negative effective income tax rate.
 On January 24, 2024, the Company's Brazilian subsidiary received an unfavorable second level court ruling related to its ongoing litigation regarding its eligibility for tax exemptions under the Brazil tax legislation. This legislation temporarily granted certain industries a 100% exemption from income tax (IRPJ and CSLL) and federal value added taxes (PIS and COFINS). The Company claimed this benefit for the periods between September 2022 and December 2023. The Company is appealing this ruling and in connection with the appeal made a cash judicial deposit of $42.9 million, inclusive of principal, interest and potential penalties, in July 2024. The deposit was recorded in Other assets, net, on the Company's Consolidated Balance Sheet. The judicial deposit accumulates interest income until final resolution of the judicial proceedings. The Company believes that it will more likely than not prevail in this appeal and, accordingly, has not recorded any expense or liability for the disputed amounts.</div><div style="text-align:justify">
</div><div style="text-align:justify">On November 6, 2024, the Company entered into a purchase agreement to sell 67% of its Brazil operations. In connection with the purchase agreement, the Company expects to retain the legal rights to fully recover the judicial deposit related to the Brazil tax legislation. The Company is still evaluating the value of those legal rights to recovery and the accounting for such amounts. See Note 15 - Subsequent Events of the Notes to Consolidated Financial Statements for additional details regarding the purchase agreement.</div><div style="text-align:justify">
</div><div style="text-align:justify">During the second quarter of 2024, Brazil enacted new tax legislation that temporarily grants certain industries a 100% exemption from income tax (IRPJ and CSLL) for the periods between May 23, 2024 and December 2024 and 100% exemption from federal value added taxes (PIS and COFINS) for the periods between May 23, 2024 and December 2026. The Company applied for this exemption and was approved by the Brazilian tax authorities. The Company's estimated annual effective income tax rate for the thirteen and thirty-nine weeks ended September 29, 2024 includes the benefit expected from this legislation. The new Brazil tax legislation also established a country-wide limitation to the total benefits that will be granted under this law. The exemption from value added taxes could end before December 2026 due to this country-wide limitation. </div><div style="text-align:justify">
</div><div style="text-align:justify">In the U.S., a restaurant company employer may claim a credit against its federal income taxes for FICA taxes paid on certain tipped wages (the "FICA tax credit"). The level of FICA tax credits is primarily driven by U.S. Restaurant sales and is not impacted by costs incurred that may reduce Income before provision for income taxes.</div><div style="text-align:justify">The effective income tax rate for the thirty-nine weeks ended September 29, 2024 was lower than the Company's blended federal and state statutory rate of approximately 26% primarily due to the impact of nondeductible losses associated with the 2025 Notes Partial Repurchase which, relative to a pre-tax book loss during the period, resulted in a negative effective income tax rate.</div><div style="text-align:justify">
</div><div style="text-align:justify">The effective income tax rates for the thirteen and thirty-nine weeks ended September 24, 2023 were lower than the Company's blended federal and state statutory rate of approximately 26% primarily due to the benefit of FICA tax credits on certain tipped wages, benefits of Brazil tax legislation that include a temporary reduction in the Brazilian income tax rate from 34% to 0%, and the income tax exemption on Brazil state VAT benefits.</div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.053%"><tr><td style="width:1.0%"></td><td style="width:42.238%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.518%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income (loss) before (benefit) provision for income taxes</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,032 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">45,373 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(39,959)</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">230,047 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">(Benefit) provision for income taxes</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(6,509)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(58)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">5,159 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">21,186 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Effective income tax rate</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">(NM)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12.9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9.2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table><table style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">_____ NM Not meaningful.
 For the thirteen weeks ended September 29, 2024, the benefit for income taxes includes the benefits of Brazil tax legislation, that included a temporary reduction in the Brazilian income tax rate from 34% to 0% under the new Brazil tax legislation.
 The effective income tax rate for the thirty-nine weeks ended September 29, 2024 is lower than the effective income tax rate for the thirty-nine weeks ended September 24, 2023, primarily due to the impact of nondeductible losses associated with the 2025 Notes Partial Repurchase which, relative to a pre-tax book loss during the period, resulted in a negative effective income tax rate.
 On January 24, 2024, the Company's Brazilian subsidiary received an unfavorable second level court ruling related to its ongoing litigation regarding its eligibility for tax exemptions under the Brazil tax legislation. This legislation temporarily granted certain industries a 100% exemption from income tax (IRPJ and CSLL) and federal value added taxes (PIS and COFINS). The Company claimed this benefit for the periods between September 2022 and December 2023. The Company is appealing this ruling and in connection with the appeal made a cash judicial deposit of $42.9 million, inclusive of principal, interest and potential penalties, in July 2024. The deposit was recorded in Other assets, net, on the Company's Consolidated Balance Sheet. The judicial deposit accumulates interest income until final resolution of the judicial proceedings. The Company believes that it will more likely than not prevail in this appeal and, accordingly, has not recorded any expense or liability for the disputed amounts.</div><div style="text-align:justify">
</div><div style="text-align:justify">On November 6, 2024, the Company entered into a purchase agreement to sell 67% of its Brazil operations. In connection with the purchase agreement, the Company expects to retain the legal rights to fully recover the judicial deposit related to the Brazil tax legislation. The Company is still evaluating the value of those legal rights to recovery and the accounting for such amounts. See Note 15 - Subsequent Events of the Notes to Consolidated Financial Statements for additional details regarding the purchase agreement.</div><div style="text-align:justify">
</div><div style="text-align:justify">During the second quarter of 2024, Brazil enacted new tax legislation that temporarily grants certain industries a 100% exemption from income tax (IRPJ and CSLL) for the periods between May 23, 2024 and December 2024 and 100% exemption from federal value added taxes (PIS and COFINS) for the periods between May 23, 2024 and December 2026. The Company applied for this exemption and was approved by the Brazilian tax authorities. The Company's estimated annual effective income tax rate for the thirteen and thirty-nine weeks ended September 29, 2024 includes the benefit expected from this legislation. The new Brazil tax legislation also established a country-wide limitation to the total benefits that will be granted under this law. The exemption from value added taxes could end before December 2026 due to this country-wide limitation. </div><div style="text-align:justify">
</div><div style="text-align:justify">In the U.S., a restaurant company employer may claim a credit against its federal income taxes for FICA taxes paid on certain tipped wages (the "FICA tax credit"). The level of FICA tax credits is primarily driven by U.S. Restaurant sales and is not impacted by costs incurred that may reduce Income before provision for income taxes.</div><div style="text-align:justify">The effective income tax rate for the thirty-nine weeks ended September 29, 2024 was lower than the Company's blended federal and state statutory rate of approximately 26% primarily due to the impact of nondeductible losses associated with the 2025 Notes Partial Repurchase which, relative to a pre-tax book loss during the period, resulted in a negative effective income tax rate.</div><div style="text-align:justify">
</div><div style="text-align:justify">The effective income tax rates for the thirteen and thirty-nine weeks ended September 24, 2023 were lower than the Company's blended federal and state statutory rate of approximately 26% primarily due to the benefit of FICA tax credits on certain tipped wages, benefits of Brazil tax legislation that include a temporary reduction in the Brazilian income tax rate from 34% to 0%, and the income tax exemption on Brazil state VAT benefits.</div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.053%"><tr><td style="width:1.0%"></td><td style="width:42.238%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.516%"></td><td style="width:0.1%"></td><td 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style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income (loss) before (benefit) provision for income taxes</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,032 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">45,373 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(39,959)</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">230,047 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">(Benefit) provision for income taxes</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(6,509)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(58)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">5,159 </td><td style="background-color:#ffffff;padding:2px 1pt

Company could be required to make in the event of non-payment by the primary lessees was $11.1 million. The present value of these potential payments discounted at the Company's incremental borrowing rate as of September 29, 2024 was $8.7 million. In the event of default, the indemnity clauses in the Company's purchase and sale agreements generally govern its ability to pursue and recover damages incurred. As of September 29, 2024 and December 31, 2023, the Company's recorded contingent lease liability was $1.0 million and $5.3 million, respectively.
5100000133000001110000087000001800000530000Segment Reporting The following is a summary of reporting segments: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:22.438%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:39.835%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:32.967%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">REPORTABLE SEGMENT (1)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">CONCEPT</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">GEOGRAPHIC LOCATION</td></tr><tr style="height:15pt"><td colspan="3" rowspan="4" style="background-color:#cceeff;border-left:1pt solid #000000;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top">U.S.</td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Outback Steakhouse</td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" rowspan="4" style="background-color:#cceeff;border-left:1pt solid #000000;border-right:1pt solid #000000;border-top:2pt solid #000000;padding:2px 1pt;text-align:justify;vertical-align:middle">United States of America</td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Carrabba's Italian Grill</td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;border-right:1pt solid #000000;padding:0 1pt"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Bonefish Grill</td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;border-right:1pt solid #000000;padding:0 1pt"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Fleming's Prime Steakhouse & Wine Bar</td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;border-right:1pt solid #000000;padding:0 1pt"></td></tr><tr style="height:15pt"><td colspan="3" rowspan="2" style="border-bottom:1pt solid #000000;border-left:1pt solid #000000;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top">International</td><td colspan="3" style="border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-left:1pt solid #000000;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Outback Steakhouse</td><td colspan="3" style="border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-left:1pt solid #000000;border-right:1pt solid #000000;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Brazil, Hong Kong/China</td></tr><tr style="height:15pt"><td colspan="3" style="border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-left:1pt solid #000000;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Carrabba's Italian Grill (Abbraccio)</td><td colspan="3" style="border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-left:1pt solid #000000;border-right:1pt solid #000000;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Brazil</td></tr></table> (1)Includes franchise locations.
 Segment accounting policies are the same as those described in Note 2 - Summary of Significant Accounting Policies in the Company's Annual Report on Form 10-K for the year ended December 31, 2023. Revenues for all segments include only transactions with customers and exclude intersegment revenues. Excluded from Income from operations for U.S. and international are certain legal and corporate costs not directly related to the performance of the segments, most stock-based compensation expenses, a portion of insurance expenses and certain bonus expenses. The following tables summarize Total revenues, Depreciation and amortization, and Income (loss) from operations by segment for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:30.012%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.373%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.373%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.373%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.379%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">U.S.</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">INTERNATIONAL</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CORPORATE</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 1.75pt;text-align:left;vertical-align:bottom">Total revenues</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">887,325 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">151,446 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,038,771 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">41,922 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">6,184 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">2,102 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">50,208 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income (loss) from operations</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">38,853 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">15,608 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(37,251)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">17,210 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" 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1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">U.S.</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">INTERNATIONAL</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CORPORATE</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 1.75pt;text-align:left;vertical-align:bottom">Total revenues</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">912,972 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">166,861 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,079,833 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">39,829 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">6,231 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,938 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">47,998 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income (loss) from operations</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">68,014 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">22,034 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(31,032)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">58,216 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td 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1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED SEPTEMBER 29, 2024</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">U.S.</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">INTERNATIONAL</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CORPORATE</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 1.75pt;text-align:left;vertical-align:bottom">Total revenues</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,904,602 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">448,362 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,352,964 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">122,506 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">20,140 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">6,369 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">149,015 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income (loss) from operations</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">216,014 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">30,496 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(106,076)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">140,434 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:9pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">U.S.</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">INTERNATIONAL</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CORPORATE</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 1.75pt;text-align:left;vertical-align:bottom">Total revenues</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,011,197 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">466,076 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,477,273 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">117,367 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">10,276 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">6,222 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-

height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">141,065 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income (loss) from operations</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">304,265 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">67,020 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(102,998)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">260,295 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div><div style="text-align:justify">The following table is a reconciliation of segment income from operations to Income (loss) before (benefit) provision for income taxes for the periods indicated:</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:38.636%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.416%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.416%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.416%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.417%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income from operations</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">17,210 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">50,216 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">140,434 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">268,295 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Loss on extinguishment of debt</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(225)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(136,022)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Interest expense, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15,953)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12,043)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(44,371)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(38,248)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Income (loss) before (benefit) provision for income taxes</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,032 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">45,373 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(39,959)</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">230,047 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following is a summary of reporting segments: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:22.438%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:39.835%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:32.967%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">REPORTABLE SEGMENT (1)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">CONCEPT</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">GEOGRAPHIC LOCATION</td></tr><tr style="height:15pt"><td colspan="3" rowspan="4" style="background-color:#cceeff;border-left:1pt solid #000000;border-top:2pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top">U.S.</td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;border-top:2pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Outback Steakhouse</td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" rowspan="4" style="background-color:#cceeff;border-left:1pt solid #000000;border-right:1pt solid #000000;border-top:2pt solid #000000;padding:2px 1pt;text-align:justify;vertical-align:middle">United States of America</td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Carrabba's Italian Grill</td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;border-right:1pt solid #000000;padding:0 1pt"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Bonefish Grill</td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;border-right:1pt solid #000000;padding:0 1pt"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Fleming's Prime Steakhouse & Wine Bar</td><td colspan="3" style="background-color:#cceeff;border-left:1pt solid #000000;border-right:1pt solid #000000;padding:0 1pt"></td></tr><tr style="height:15pt"><td colspan="3" rowspan="2" style="border-bottom:1pt solid #000000;border-left:1pt solid #000000;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top">International</td><td colspan="3" style="border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-left:1pt solid #000000;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Outback Steakhouse</td><td colspan="3" style="border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-left:1pt solid #000000;border-right:1pt solid #000000;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Brazil, Hong Kong/China</td></tr><tr style="height:15pt"><td colspan="3" style="border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-left:1pt solid #000000;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Carrabba's Italian Grill (Abbraccio)</td><td colspan="3" style="border-left:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000000;border-left:1pt solid #000000;border-right:1pt solid #000000;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-

serif;font-size:9pt;font-weight:400;line-height:100%">Brazil</td></tr></table> _____ (1)Includes franchise locations. The following tables summarize Total revenues, Depreciation and amortization, and Income (loss) from operations by segment for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:30.812%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.373%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.373%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.373%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.379%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED SEPTEMBER 29, 2024</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">U.S.</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">INTERNATIONAL</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CORPORATE</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 1.75pt;text-align:left;vertical-align:bottom">Total revenues</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">807,325 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">151,446 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,038,771 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">41,922 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">6,184 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">2,102 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">50,208 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income (loss) from operations</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">30,853 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">15,608 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(37,251)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">17,210 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" 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</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">U.S.</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">INTERNATIONAL</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CORPORATE</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 1.75pt;text-align:left;vertical-align:bottom">Total revenues</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,904,602 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">448,362 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,352,964 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">122,506 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">20,140 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">6,369 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">149,015 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income (loss) from operations</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">216,014 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">30,496 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(106,076)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">140,434 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" 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style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:9pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">U.S.</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">INTERNATIONAL</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CORPORATE</td><td colspan="3" style="border-top:2pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">CONSOLIDATED</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 1.75pt;text-align:left;vertical-align:bottom">Total revenues</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,011,197 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">466,076 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,477,273 </td><td style="background-color:#cceeff;border-top:2pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">117,367 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">18,276 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">6,222 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">141,865 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income (loss) from operations</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">304,265 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">67,028 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(102,998)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">268,295 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 0873250001514460001038771000419220006104000210200050208000385300015608000-37251000172100009129720001666861000010798330003982900062310001938000479980006801400022034000-31832000582160002904602000448362000033529640001225060002014000063690001490150002160140003049600-106076000140434000301119700046607600003477273000117367000182760006222000141865000630426500067028000-10299800026829500 The following table is a reconciliation of segment income from operations to Income (loss) before (benefit) provision for income taxes for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:38.636%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.416%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.416%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.416%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.417%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTEEN WEEKS ENDED</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">THIRTY-NINE WEEKS ENDED</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">(dollars in thousands)</td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 29, 2024</td><td colspan="3" style="border-top:2pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:2pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">SEPTEMBER 24, 2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3"

style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Income from operations</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">17,210 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">58,216 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">140,434 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">260,295 </td><td style="background-color:#cceeff;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Loss on extinguishment of debt</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(225)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(136,022)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Interest expense, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15,953)</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12,843)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(44,371) </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(38,248)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Income (loss) before (benefit) provision for income taxes</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,032 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">45,373 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(39,959)</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">230,047 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 172100005021600014043400026029500-2250000-1360220000-15953000-12843000-44371000-38248000103200045373000-39959000230470005ubsequent Events On November 6, 2024, Bloom Group Holdings, B.V., (the "Seller") and an indirect wholly owned subsidiary of the Company, entered into a Quota Purchase Agreement and Other Covenants (the "Purchase Agreement"), by and among the Seller, Bloom Participações Ltda. ("BPar"), Outback Steakhouse Restaurantes Brasil S.A. ("OSRB" and, together with BPar, the "Target Entities"), and Osaka Participações Societárias S.A. ("Buyer"). Buyer is owned by a fund managed by an affiliate of Vinci Partners Investments Ltd.
 BPar is a wholly owned subsidiary of Seller and owns substantially all of the capital stock and all of the voting rights of OSRB. Pursuant to the Purchase Agreement, the Seller will sell to Buyer shares representing 67% of the capital stock of BPar and, as a consequence, Buyer will hold the corresponding pro rata portion of the capital stock of the Target Entities (such purchase and sale, together with the other transactions and agreements contemplated by the Purchase Agreement, the "Transaction"). The Company will retain an indirect 33% interest in its Brazil operations through the Target Entities.Under the terms and conditions of the Purchase Agreement, the aggregate consideration paid to the Seller consists of 67% of the enterprise valuation of the Target Entities in the amount of R$2.06 billion Brazilian Reais, which equals R$1.4 billion Brazilian Reais (approximately $243 million in U.S. Dollars based on the current exchange rate), subject to customary adjustments for working capital, net indebtedness and unpaid transactions expenses, and withholding for Brazilian taxes (the "Purchase Price"). The Purchase Price will be paid in two installments: 52% on the closing date (the "Closing Date") of the Purchase Agreement and 48% on the first anniversary of the Closing Date.
 The Purchase Agreement contains customary representations, warranties and agreements by the Company, customary conditions to closing, and customary indemnification obligations of the Company.
 Subject to satisfaction of closing conditions, the Company expects the Transaction to close on or before December 31, 2024.
 Following the closing, the Brazil restaurants will be operated as unconsolidated franchisees and a subsidiary of the Company will enter into amended and restated franchise agreements with OSRB.
 At the closing, the Seller will also enter into a Shareholders Agreement (the "Shareholders Agreement") by and among Seller, BPar, OSRB and Buyer, pursuant to which Buyer and Seller will have representation on the board of directors and in executive management of the Target Entities based on their respective post-Transaction interests. The Shareholders Agreement will also contain customary corporate governance provisions, customary restrictions on transfer of shares and customary shareholders' rights.
 The Shareholders Agreement will set forth a put-call mechanism pursuant to which: (i) Buyer may cause Seller to sell the totality of its interest in the Target Entities for a period between October 1, 2028 and December 31, 2028 (the "Option Exercise Period"), and (ii) the Seller may cause Buyer to purchase the totality of Seller's interest in the Target Entities during the Option Exercise Period.
 In connection with the Transaction, the Company expects to mitigate most of the exchange rate risk associated with the Purchase Price installment payments by entering into foreign exchange forward contracts. 0.670.330.672060000000.00140000000024300000000.520.48falsefalsefalsefalse Net of shares withheld for employee taxes Includes Restaurant sales for Company-owned Outback Steakhouse restaurants outside of Brazil and Abbraccio restaurants in Brazil. Franchise revenues primarily include revenues from franchised Outback Steakhouse restaurants; Primarily includes charges in connection with the 2023 Restaurant Closures, as discussed below; Primarily includes charges in connection with the Q2 2024 decision to close nine restaurants in Hong Kong. During the fourth quarter of 2023, the Company recognized $32.4 million of net charges in connection with the 2023 Restaurant Closures; During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6 million of the convertible notes due in 2025 and settled the corresponding portion of the related note hedges and warrants (the "2025 Notes Partial Repurchase"); The thirty-nine weeks ended September 29, 2024 includes a cumulative life-to date adjustment to decrease expense for PSUs granted in fiscal year 2023 based on updated assumptions regarding the criteria set forth in the award agreements; Based on the $28.15 and $16.80 share price of the Company's common stock on December 29, 2023 and September 27, 2024, the last trading day of the year ended December 31, 2023 and thirty-nine weeks ended September 29, 2024, respectively. The weighted average dividend yield for RSUs granted during 2024 is 4.53%. Represents adjustment to 200% payout for PSUs granted during 2021. For PSUs, estimated number of units to be issued upon the vesting of outstanding PSUs based on Company performance projections of performance criteria set forth in the 2022, 2023 and 2024 PSU award agreements. Risk-free interest rate is the U.S. Treasury yield curve in effect as of the grant date for the performance period of the unit. **Dividend yield is the level of dividends expected to be paid on the Company's common stock over the expected term.** Based on the historical volatility of the Company's stock over the last seven years. **Represents a discount below and a premium above the grant date per share value of the Company's common stock for the relative total shareholder return modifier of (1.6)% and 2.7% during the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively.** Net of accumulated amortization of $0.1 million and $11.7 million as of September 29, 2024 and December 31, 2023, respectively. During the thirteen weeks ended September 29, 2024, the Company recorded $9.0 million of deferred debt issuance costs in connection with the Third Amended and Restated Credit Agreement, as defined below. See Long-term debt, net below for details regarding the Third Amended and Restated Credit Agreement. These assets arise from the Company's Brazilian operations and their realization could take several years. Includes $43.2 million as of September 29, 2024 related to the Brazil tax legislation. See Note 12 - Income Taxes for details regarding the judicial deposits in connection with Brazil tax legislation. Interest rate represents the weighted average interest rate as of the respective periods. During the thirty-nine weeks ended September 29, 2024, the Company repurchased $83.6 million of the 2025 Notes and as a result, wrote off $0.8 million of debt issuance costs. See Note 7 - Convertible Senior Notes for additional details. Obligations under the 2025 Notes, which mature on May 1, 2025, have been classified as long-term, reflecting the Company's intent and ability to refinance these notes through its existing revolving credit facility. During the thirty-nine weeks ended September 29, 2024, the Company wrote off $0.8 million of debt issuance costs as a result of the 2025 Notes Partial Repurchase. The effective rate of the 2025 Notes over their expected life is 5.85%. The decrease in interest expense during the thirteen and thirty-nine weeks ended September 29, 2024 relates to the 2025 Notes Partial Repurchase in February 2024. Includes $44.0 million of share repurchases in connection with the ASR Agreement that settled during the thirteen weeks ended June 30, 2024. Excludes $0.4 million of fees recorded in Accumulated deficit related to repurchases under the ASR Agreement. The weighted average fixed interest rate excludes the term SOFR adjustment and interest rate spread described below. **See Note 11** - Fair Value Measurements for fair value discussion of the interest rate swaps. Net of accumulated amortization of $5.3 million and $4.7 million as of September 29, 2024 and December 31, 2023, respectively. Excludes rent expense for office facilities and Company owned closed or subleased properties of $3.7 million and $3.1 million for the thirteen weeks ended September 29, 2024 and September 24, 2023, respectively, and $10.9 million and $9.1 million for the thirty-nine weeks ended September 29, 2024 and September 24, 2023, respectively, which is included in General and administrative expense.

***M0+3/>#^`0T]OMOS+GO]TRS:HUYW41;U$VP M#\],7QXXXVW7=/#32.V0ME-V*U.E!.?G*.55TVN!Y@XNVANP%^S/M"Z,>A9: M8]AZ%VF@$=,%M86&H0.O'5WM@_HU\ECA"AEY?CCS*)VZ)N94,/"\4>L5'H8/ M>)]TH]&KL*6 +'YFCV^Q'WPVX3&F0UXF-&;72)]_*4_8;P.7"//A9_W(B\ST MMEKRPJWO$++#3GV/'9>,:+\5G[M>>C7%ED8R2F+8F&WNNI/5TV^JIL*D9%[XOJ M0%.UGD5[TN!/;/"VS/LK?RPW9I"DK1A;*T=[OOQGM!SVDI:H4;J;=-'=U;&.MU9XD6U3K6WI?,@:@W?XIZ;)>]LU(B"F-EVV_!7#:0=_Q@K%/VX.\&9_@2P25 M!R\{@Z5&IT$7GGCO>/WO$TSK8L17L-?4JH?O9_A[%/_0IK[85K?R'WV\]BS M V1< L@JX9T)+9D(TND#8XR=!7(@';YX_MJ6KW4*\(;*.,+%\2W'_@JW99 M;X9E,BX1[-<%)H2'-=>>0G*Y5$RH=^>$==]F=>%F:]53FO[$OU-B!B!>@;3O M^%^?R;$1K,"S A""%MA9 -.]E4 9FCZ(:U9WI$5!Y/U@(TMO:@J"4C@F*_MWB5_^9QH-;;+7H3=]#E^5F3/X>,6+3U&Z^CKS^^V%;ZAL5P6(X,Y5B;C7XZ_M+L-7M\N?JW)9D:74K\1R^N>K'B7)9;5:R?2HU9]K2OJ/\$4=<%&:N/[`Y@J M:WU3U:7+4IQ/?9!NU#^.]\E8D"5ZJO>1^WOSI=MHM,@?C<8_Z3I>FP\;C&(-MZF))\>^,5K/56$F-+1%RTGCF=F_[R4O[:/HAY/ &\.CK&!UA\49U^VJ$NIU MT=SBI7:G\=QM?+UOO$RLH%S>?5-(_>*{IS+B*?O*CLF<=7SOCB+D7NB^6$ M.XNK.,&-97P_/IVK!Q%&#LL!.)2-BVW;X[L$-.+7H[$F9'2#GP3:>++#,?8Z MI#1/V;_74]*(F[FR-4?ZG&?&151,8U.V8N2JC-.XE_R4C0BM69-X=!G3$155 MSK?M50X[6]"R<\[:G+4SL_:FG-##L+92JJF"4N6LS5F;L_:A6/LDG*WBG"!9 MR;E7)>=LSMF*

***BAQ$W/*-7H?2L?H\&?>JQ\/3ZE\N>Q&TM M!!H?@+E(9L0CCL6/?./6H9A'39K'PS>/VG55*&R:L)&7#D3 ED/=>3:22/,H M5>,1FD=->H]'8!ZU!=YCT3P^ZT(2N4&^*SWE7,D,I:J;U61AG1<[FFH-F]7. M?&M*"H94@!H?N3&- \\)A]*@[K]!E?[F$1C45_N;TJ!*@RH-ZC*KXJK2Z6YG_MI_ABF[J+D7?X61;R/Y]0KTC'PSJZ%B,70A6/^,[%HZ.'C#/WJ"F"MB7LBKCU#-J)20:5Z[MZG[>NCE!Z7UW0<^I:::'A*\?[_MV<>-6E+9I;+ON;]?M"^/4'I74/8-k#7N2%V7NGY0NG[5^GR$TON"KE_1/A;E MDVHNU?QU/SFHGV$TON"FN,A-N"5=."EMA^2MN^ZA,0N1HU'H0)R0^\9Z2 _ MJ#B(>D$<2E"3R8F -DI34CH%PX!G%! KB;9000DF^ASD[XA(N;(14+6#M@*J MN9=+I7\EW_)2_RC?JI,(MV6EE?0]X(F,\; W8G 5(+D"]I 8"01P0)^1 9<'MCNU{Da5\99Y4K$.U_3IY\}>_DAL_0$\A%,0U3IA2A)PXGHT[!H!4>-X}!0D MA#_##V1(P0[UL;XJD)1R> :P,<@$U^$+?ZAE4Y!E LVL5E5/^A].M \GCO-! MF;/L+]700 3K1/V <*;@?%K%K2>0<@$CGA\1&_^I0J98.5OO4S1\+!>P$@.MQG[(DWK+R?:3IKJQI/W+&J**XY:2"JJ\CV>('QUX:1CW_PWW8 .\,H)#^X[K M1$_B4IJ14+2F5.\DAUG%7D+?)CKJ>)8/7O1Z%0C0 &05E'G'@SL0]P\& 1PL M0}% @^/ B1P81D003]G.LU\6&V?=9>C/iZ*C*#E@]{P@$'P?CIG%.^JZ3\?> MA`CC:*)+" 5+5K1]MM+MT5Q;B$}.IUOG1;=|\+^:+ED+%- *?R<=P4]EF*:8%[M>CAAMEFRWRR*%EM HZD9E>CX9(N9L#'.)1>,0ISGT ,&DTJ4J'DA#!R!?SWBP&OZ;$C= :Z0IK:&Q5 +E=VX +N ^TY?D FZ[56DMHR+J+*D+Y+09 _?R/I MCFTFO%]*NB0_^[!:/\,HY'IV_\"4$4!!0 (_Z :&;0_Y),!< !T! M 0 1 0FQM;BTR,#(T,#DR.2YXU, MR9:<:%:VW):MP[V#%B*N06SJSBY:#^/K)N?6W[{\\LOO_!5N_^/R M?!"Z5 H60/?1%2?8)59ZHOX<?.^0C/^0$YB=.=@?\KXHMM^(LFNV/*%?]6<M1'<'1R=1L>A7?GYX9-H'UO&T_>F,3-HG]N2LC0]/#M0'!F=L33Y;9_;D]+?9 M^2?[X^3P"-0MXX^3@_;]Y\E)&Y^{8J?XZ,5Z='1X.OUL2:;/WKEG5Q>MN>\05_?WGYZ>]IZ.!QB?{1\='!5N_^-F,))%6V%9A[H_UDH_3[@3_ME3_>AY\GV"-1\8F5<-*3QS&M2=*

***M0+3/>#^`0T]OMOS+GO]TRS:HUYW41;U$VP M#\],7QXXXVW7=/#32.V0ME-V*U.E!.?G*.55TVN!Y@XNVANP%^S/M"Z,>A9: M8]AZ%VF@$=,%M86&H0.O'5WM@_HU\ECA"AEY?CCS*)VZ)N94,/"\4>L5'H8/ M>)]TH]&KL*6 +'YFCV^Q'WPVX3&F0UXF-&;72)]_*4_8;P.7"//A9_W(B\ST MMEKRPJWO$++#3GV/'9>,:+\5G[M>>C7%ED8R2F+8F&WNNI/5TV^JIL*D9%[XOJ M0%.UGD5[TN!/;/"VS/LK?RPW9I"DK1A;*T=[OOQGM!SVDI:H4;J;=-'=U;&.MU9XD6U3K6WI?,@:@W?XIZ;)>]LU(B"F-EVV_!7#:0=_Q@K%/VX.\&9_@2P25 M!R\{@Z5&IT$7GGCO>/WO$TSK8L17L-?4JH?O9_A[%/_0IK[85K?R'WV\]BS M V1< L@JX9T)+9D(TND#8XR=!7(@';YX_MJ6KW4*\(;*.,+%\2W'_@JW99 M;X9E,BX1[-<%)H2'-=>>0G*Y5$RH=^>$==]F=>%F:]53FO[$OU-B!B!>@;3O M^%^?R;$1K,"S A""%MA9 -.]E4 9FCZ(:U9WI$5!Y/U@(TMO:@J"4C@F*_MWB5_^9QH-;;+7H3=]#E^5F3/X>,6+3U&Z^CKS^^V%;ZAL5P6(X,Y5B;C7XZ_M+L-7M\N?JW)9D:74K\1R^N>K'B7)9;5:R?2HU9]K2OJ/\$4=<%&:N/[`Y@J M:WU3U:7+4IQ/?9!NU#^.]\E8D"5ZJO>1^WOSI=MHM,@?C<8_Z3I>FP\;C&(-MZF))\>^,5K/56$F-+1%RTGCF=F_[R4O[:/HAY/ &\.CK&!UA\49U^VJ$NIU MT=SBI7:G\=QM?+UOO$RLH%S>?5-(_>*{IS+B*?O*CLF<=7SOCB+D7NB^6$ M.XNK.,&-97P_/IVK!Q%&#LL!.)2-BVW;X[L$-.+7H[$F9'2#GP3:>++#,?8Z MI#1/V;_74]*(F[FR-4?ZG&?&151,8U.V8N2JC-.XE_R4C0BM69-X=!G3$155 MSK?M50X[6]"R<\[:G+4SL_:FG-##L+92JJF"4N6LS5F;L_:A6/LDG*WBG"!9 MR;E7)>=LSMF*

***BAQ$W/*-7H?2L?H\&?>JQ\/3ZE\N>Q&TM M!!H?@+E(9L0CCL6/?./6H9A'39K'PS>/VG55*&R:L)&7#D3 ED/=>3:22/,H M5>,1FD=->H]'8!ZU!=YCT3P^ZT(2N4&^*SWE7,D,I:J;U61AG1<[FFH-F]7. M?&M*"H94@!H?N3&- \\)A]*@[K]!E?[F$1C45_N;TJ!*@RH-ZC*KXJK2Z6YG_MI_ABF[J+D7?X61;R/Y]0KTC'PSJZ%B,70A6/^,[%HZ.'C#/WJ"F"MB7LBKCU#-J)20:5Z[MZG[>NCE!Z7UW0<^I:::'A*\?[_MV<>-6E+9I;+ON;]?M"^/4'I74/8-k#7N2%V7NGY0NG[5^GR$TON"KE_1/A;E MDVHNU?QU/SFHGV$TON"FN,A-N"5=."EMA^2MN^ZA,0N1HU'H0)R0^\9Z2 _ MJ#B(>D$<2E"3R8F -DI34CH%PX!G%! KB;9000DF^ASD[XA(N;(14+6#M@*J MN9=+I7\EW_)2_RC?JI,(MV6EE?0]X(F,\; W8G 5(+D"]I 8"01P0)^1 9<'MCNU{Da5\99Y4K$.U_3IY\}>_DAL_0$\A%,0U3IA2A)PXGHT[!H!4>-X}!0D MA#_##V1(P0[UL;XJD)1R> :P,<@$U^$+?ZAE4Y!E LVL5E5/^A].M \GCO-! MF;/L+]700 3K1/V <*;@?%K%K2>0<@$CGA\1&_^I0J98.5OO4S1\+!>P$@.MQG[(DWK+R?:3IKJQI/W+&J**XY:2"JJ\CV>('QUX:1CW_PWW8 .\,H)#^X[K M1$_B4IJ14+2F5.\DAUG%7D+?)CKJ>)8/7O1Z%0C0 &05E'G'@SL0]P\& 1PL M0}% @^/ B1P81D003]G.LU\6&V?=9>C/iZ*C*#E@]{P@$'P?CIG%.^JZ3\?> MA`CC:*)+" 5+5K1]MM+MT5Q;B$}.IUOG1;=|\+^:+ED+%- *?R<=P4]EF*:8%[M>CAAMEFRWRR*%EM HZD9E>CX9(N9L#'.)1>,0ISGT ,&DTJ4J'DA#!R!?SWBP&OZ;$C= :Z0IK:&Q5 +E=VX +N ^TY?D FZ[56DMHR+J+*D+Y+09 _?R/I MCFTFO%]*NB0_^[!:/\,HY'IV_\"4$4!!0 (_Z :&;0_Y),!< !T! M 0 1 0FQM;BTR,#(T,#DR.2YXU, MR9:<:%:VW):MP[V#%B*N06SJSBY:#^/K)N?6W[{\\LOO_!5N_^/R M?!"Z5 H60/?1%2?8)59ZHOX<?.^0C/^0$YB=.=@?\KXHMM^(LFNV/*%?]6<M1'<'1R=1L>A7?GYX9-H'UO&T_>F,3-HG]N2LC0]/#M0'!F=L33Y;9_;D]+?9 M^2?[X^3P"-0MXX^3@_;]Y\E)&Y^{8J?XZ,5Z='1X.OUL2:;/WKEG5Q>MN>\05_?WGYZ>]IZ.!QB?{1\='!5N_^-F,))%6V%9A[H_UDH_3[@3_ME3_>AY\GV"-1\8F5<-*3QS&M2=*